

MADISON COUNTY FISCAL COURT
MADISON COUNTY, KY
RESOLUTION 20-91

A RESOLUTION TO APPROVE A MEMORANDUM OF
UNDERSTANDING (“MOU”) BY AND BETWEEN MADISON COUNTY,
KENTUCKY (“COUNTY”) AND BAPTIST HEALTHCARE SYSTEM, INC.
D/B/A BAPTIST HEALTH RICHMOND (“BAPTIST”)

WHEREAS, Madison County (“County”) and Baptist Healthcare System, Inc. D/B/A Baptist Health Richmond (“Baptist”) desire to enter into this Memorandum of Understanding (“MOU”) for healthcare services provided by Baptist; and

WHEREAS, Baptist agrees to continue its historic commitment to the provision of medically necessary health care services to indigent, uninsured, and underinsured residents of County, and specifically to participate in Health Kentucky’s low-income medical care programs; and

WHEREAS, Baptist participates in the drug discount program established under Section 340B of the Public Health Services Act (the “340B Program”); and

WHEREAS, in order to participate in the 340B Program, Baptist must maintain with a unit of government pursuant to which Baptist commits to provide health care services to low income individuals who are not entitled to Medicare or Medicaid benefits at no reimbursement or considerably less than full reimbursement from these patients; and

WHEREAS, County agrees to accept such commitments on behalf of the citizens of Madison County; and

WHEREAS, the term of this MOU shall continue until terminated by either party upon not less than sixty (60) days’ prior written notice to the other.

NOW, THEREFORE, BE IT RESOLVED THAT THE FISCAL COURT DOES
HEREBY APPROVE TO ENTER INTO THIS MEMORANDUM OF
UNDERSTANDING AND AUTHORIZES THE JUDGE EXECUTIVE TO
EXECUTE SAME ON BEHALF OF THE COUNTY.

Motion made by Roger Barger, seconded by Tom Botkin.

Vote:	Yes	No
Judge Reagan Taylor	<u>X</u>	
Magistrate Larry Combs	<u>X</u>	
Magistrate John Tudor	<u>X</u>	
Magistrate Roger Barger	<u>X</u>	
Magistrate Tom Botkin	<u>X</u>	

Signed:



Reagan Taylor
Madison County Judge Executive

Attested:



Kenny Barger
Madison County Clerk

MEMORANDUM OF UNDERSTANDING

THIS MEMORANDUM OF UNDERSTANDING ("MOU") is made this 25th day of August, 2020, by and between MADISON COUNTY, KENTUCKY ("County") and BAPTIST HEALTHCARE SYSTEM, INC. d/b/a BAPTIST HEALTH RICHMOND ("Baptist"), a non-profit corporation organized and existing under the laws of the Commonwealth of Kentucky.

RECITALS:

WHEREAS, Baptist is a Kentucky not-for-profit hospital that provides a disproportionate share of the healthcare services to the Medicare population in addition to supporting many programs that benefit the indigent, uninsured or underinsured population in the Commonwealth of Kentucky;

WHEREAS, Baptist participates in the drug discount program established under Section 340B of the Public Health Services Act (the "**340B Program**");

WHEREAS, in order to participate in the 340B Program, Baptist must maintain with a unit of government pursuant to which Baptist commits to provide health care services to low income individuals who are not entitled to Medicare or Medicaid benefits at no reimbursement or considerably less than full reimbursement from these patients;

WHEREAS, Baptist desires to make such a formal commitment to County to provide care and treatment to indigent, uninsured or underinsured populations in the Commonwealth of Kentucky; and

WHEREAS, County agrees to accept such commitments on behalf of the citizens of Madison County.

NOW, THEREFORE, in consideration of the mutual agreements and covenants contained therein and for other good and valuable consideration, the receipt and sufficiency of which hereby are acknowledged, it is mutually agreed, by and between the parties to this MOU, as follows:

1. **Commitment of Baptist to Provide Indigent Care.** During the term of this MOU, Baptist agrees to continue its historic commitment to the provision of medically necessary health care services to indigent, uninsured and underinsured residents of County, and specifically to participate in Health Kentucky's low-income medical care programs.
2. **Acceptance and Acknowledgement of Baptist.**
 - (a) County accepts the commitment of Baptist set forth above;
 - (b) County hereby acknowledges that the healthcare services provided by Baptist hereunder are in the public interest and are being provided to individuals who are not entitled to benefits under Title XVIII or eligible for assistance under any State plan pursuant to Title XIX of the Social Security Act; and
 - (c) County acknowledges that Baptist is providing these services at no reimbursement

or considerably less than full reimbursement from the patients.

3. **Representations of Baptist.** Baptist represents that as of the date hereof:
- (a) Baptist is a part of the Baptist Healthcare System, which constitutes a corporation duly organized and validly existing in good standing under the laws of the Commonwealth of Kentucky with the corporate power and authority to enter into and perform its obligations under this MOU;
 - (b) Baptist Healthcare System is a tax-exempt corporation of under Section 501(c)(3) of the Internal Revenue Code of the United States, as amended and under applicable laws of the Commonwealth of Kentucky.
4. **Terms and Termination.** The term of this MOU shall commence on the date first above written and shall continue until terminated by either party upon not less than sixty (60) days prior written notice to the other.
5. **Notice.** All notices required or permitted to be given under this MOU shall be deemed given when delivered by hand or sent by registered or certified mail, return receipt requested, addressed as follows:
- County:** Madison County, Kentucky
135 West Irvine Street, 3rd Floor
Richmond, Kentucky 40475
Attn: Reagan Taylor, Judge/Executive
- Baptist:** Baptist Health Richmond
801 Eastern Bypass
Richmond, Kentucky 40475
Attention: Greg Gerard, President
- Copy to:** Baptist Healthcare System, Inc.
2701 Eastpoint Parkway
Louisville, Kentucky 40223
Attn: Vice President and Chief Legal Officer
6. **Governing Law.** This MOU shall be governed by and construed in accordance with the laws of the Commonwealth of Kentucky.

[SIGNATURES ON THE FOLLOWING PAGE]

MADISON COUNTY, KENTUCKY

By: RT
Reagan Taylor, Judge/Executive

Date: 8-25-2020

BAPTIST HEALTHCARE SYSTEM, INC. d/b/a BAPTIST HEALTH RICHMOND

By: _____
Greg Gerard
Hospital President

Date: _____