



MINUTES

Cumberland County Finance Meeting

July 28, 2021 – 1:30 p.m.
Commissioners' Hearing Room
Courthouse, Carlisle, PA

Phone (717) 240-6150 Website: www.ccpa.net

Present: Commissioners Gary Eichelberger, Jean Foschi, and Vincent T. DiFilippo.

Staff Present: Stacy Snyder, Chief Clerk; Tamie Hershey, Deputy Chief Clerk; Angela Smyser, Administrative Specialist; Megan Fogelsanger, IMTO; Samantha Krepps, Ben Burner, Communications; Holly Sherman, Human Resources; Keith Brenneman, Solicitor.

Staff via Zoom: Dana Best, Ron Snow, Finance; Bob Shively, Public Safety.

Others Present: Kyle Kramer, Allaire Health Services; Jay Wenger, Susquehanna Group Advisors; Morgan Plant, Carlisle Borough; Tim Potts, Dickinson Township; Noah Ryan, South Middleton Township.

Others Present via Zoom: William Cluck, Charles Wilson, Sandy Wolfe, Grace Swarner, Carl, Marisa.

Media: Steve Marroni, Pennlive/Patriot News; Daniel Hamburg, ABC 27; Michael Gorseger, CBS 21; Zack Hoopes, The Sentinel.

Call to Order: Commissioner Foschi called the meeting to order.

Approval of Minutes: Commissioner DiFilippo made a motion to approve the June 16, 2021 meeting minutes. Commissioner Foschi seconded the motion and the motion unanimously carried.

Public Comment: Commissioner Eichelberger provided a summary of why Cumberland County is divesting Claremont, including results of studies and changes that were made. He also explained that the process started 10 months ago, which involved bringing in special council to help solve problems, perform evaluations, and assist with negotiations. He emphasized that ensuring a soft landing for employees was a priority throughout the process.

Morgan Plant, a resident of Carlisle Borough and member of Citizens Saving Claremont, shared she continues to believe that selling Claremont is not in the best interest of the citizens because there is national data to support that quality-of-care declines when nursing homes are privatized. She believes this is the wrong time to make this decision and is very opposed.

Tim Potts, a resident of Dickinson Township and member of Citizens Saving Claremont, expressed that he believes that the Board of Commissioners did not offer periods for public comment prior to the sale announcement in October, 2020.

Solicitor Brenneman clarified that Cumberland County has met all public comment obligations.

Charles Wilson, resident of Camp Hill, expressed that he is sorry that Cumberland County will probably be selling the nursing home.

Comment on Claremont Appraisals: Solicitor Brenneman explained that County Code requires two appraisals from different sources before county property can be sold. He shared the first appraisal was \$20,000,000 and the second appraisal was \$20,971,300. He explained the fair market value, based on the assumption of the subdivision, was determined to be \$20,971,300.

Commissioner DiFilippo made a motion to determine the fair market value of the property to be \$20,971,300. Commissioner Eichelberger seconded the motion. Commissioner Foschi was opposed. The motion carried.

Discussion and Approval of the Real Estate Purchase and Sale Agreement between Cumberland County, the Seller, and 1000 Claremont Road LLC, the Purchaser: Solicitor Brenneman explained that this agreement deals with the real estate transfer and is subject to approval of the subdivision plan.

Commissioner Foschi asked her fellow commissioners to consider ways to save Claremont. She clarified that no one from the public in attendance has said it was ok to sell. She asked that they explore all options to turn Claremont around and consider other alternatives. She explained that these comments apply to all remaining motions on the agenda.

Commissioner DiFilippo made a motion to approve the execution of the Real Estate Purchase and Sale Agreement between Cumberland County, the Seller, and 1000 Claremont Road LLC, the Purchaser. Commissioner Eichelberger seconded the motion. Commissioner Foschi was opposed. The motion carried.

Discussion and Approval of the Operations Transfer Agreement by and between Cumberland County, Transferor, Claremont Nursing & Rehabilitation Center, LLC, New Operator, and 1000 Claremont Road LLC, Buyer: Solicitor Brenneman explained this agreement contains considerable details regarding what is being sold, how employees will be handled, and the efforts by the purchaser regarding employees and operations of the facility. He further explained closing on this agreement will coincide with the closing on the Real Estate Purchase and Sale Agreement.

Commissioner DiFilippo expressed that the County has done due diligence and thanked everyone who has been part of this project. He shared that he believes Claremont will be an even better facility after the sale to Allaire. He also explained that the agreement includes a buyback option, which he believes will not be necessary. He expressed that this is not a political issue, and he agrees to disagree with Commissioner Foschi. He believes selling to Allaire is the right decision.

Commissioner DiFilippo made a motion to authorize the execution of the Operations Transfer Agreement by and between Cumberland County, Transferor; Claremont Nursing & Rehabilitation Center, LLC, New Operator; and 1000 Claremont Road LLC, Buyer. Commissioner Eichelberger seconded the motion. Commissioner Foschi was opposed. The motion carried.

Discussion and Approval of the Skilled Nursing Consulting Agreement between Cumberland County and Claremont Nursing & Rehabilitation Center, LLC: Solicitor Brenneman explained this agreement allows Allaire to begin consulting by assisting with marketing, increasing staffing levels, and increasing the census. He clarified the agreement commences immediately and will remain in effect through closing.

Commissioner DiFilippo made a motion to authorize the execution of the Skilled Nursing Consulting Agreement between Cumberland County and Claremont Nursing and Rehabilitation Center, LLC. Commissioner Eichelberger seconded the motion. Commissioner Foschi was opposed. The motion carried.

Comments from Allaire Health Services: Kyle Kramer of Allaire Health Services shared they view this as an opportunity and pathway to a strong future for Claremont. He expressed they understand it has been challenging and shared that Allaire has been very successful at undertaking challenges, through the pandemic and prior to it. He shared they have seen success in purchasing other county facilities. He explained they have goals to improve by investing in facility and staff and focusing on family centered care. He explained they have an employee retention rate of about 95% and shared they will connect with local medical staff. He shared that Allaire's goals are aligned with those who want to save Claremont.

Commissioner Eichelberger expressed his thanks to Allaire and stated that the County will do what they can to welcome them.

Commissioner Foschi asked Allaire to make sure they address citizen concerns.

Other Business: None.

Adjourn: There being no other business to come before the board, Commissioner DiFilippo made a motion to adjourn.

Respectfully Submitted,

Angela Smyser,
Administrative Specialist