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The City Council of the City of Charlotte met in special session at 2:00 o'clock, P. M., on Thursday, August 11, 1938, with Mayor Douglas presiding, and Councilmen Albea, Baxter, Durham, Griswold, Hovis, Hudson, Huntley and Nance present.

Absent: Councilmen Little, Sides and Wilkinson.

READING OF MINUTES DISPENSED WITH.

On motion of Councilman Albea, seconded by Councilman Griswold, the reading of the minutes of the last meeting was dispensed with.

PURPOSE OF MEETING.

The Mayor announced that the special meeting had been called for the purpose of discussing two contracts relative to the proposed Memorial Hospital.

ATTACHMENT #1

CONTRACTS FOR PROPOSED MEMORIAL HOSPITAL.

Thereupon the Mayor requested City Attorney Boyd to read the proposed two contracts, which contracts were prepared by the Attorneys for the St. Peter's Hospital and the Charlotte Memorial Hospital Association, Inc., and which were as follows:

A CONTRACT
BETWEEN THE CITY OF CHARLOTTE AND THE
CHARLOTTE MEMORIAL HOSPITAL ASSOCIATION,
INC., AND ST. PETER'S HOSPITAL, INC.

NORTH CAROLINA

MECKLENBURG COUNTY

THIS AGREEMENT, Made and entered into on this the 11th day of August, 1938, by and between the City of Charlotte, of the State of North Carolina, and County of Mecklenburg, (hereinafter referred to as "City"), of the first part, and the Charlotte Memorial Hospital Association Inc., a North Carolina corporation with its principal office in the said County and State, (hereinafter referred to as "Association"), of the second part, and St. Peter's Hospital, Inc., a North Carolina corporation, (hereinafter referred to as "St. Peter's"), of the third part,

W I T N E S S E T H :

THAT, WHEREAS, the City, with the assistance of the Association, St. Peter's and the Public Works Administration of the United States Government, proposes to erect and equip a hospital in the City of Charlotte at a cost of approximately \$1,000,000; and,

WHEREAS, it is the purpose of the City to at once apply to the Public Works Administration for a grant of forty-five (45%) per cent. of that amount, or \$450,000.00; and,

WHEREAS, it will be necessary for the City to furnish fifty-five (55%) per cent. of said amount, or \$550,000.00; and,

WHEREAS, the City has called an election to be held on the 13th day of September, 1938, to authorize a bond issue by the City in an amount not exceeding \$350,000.00, the proceeds of the bonds to be appropriated as a part of the City's part of the cost of construction and equipment of said hospital; and,

WHEREAS, the Association and St. Peter's have each agreed to contribute to the City the sum of \$100,000.00 to supplement the \$350,000.00 to be raised by said bond issue, so as to complete the amount necessary to be put up by the City as a basis of the grant from the Public Works Administration; and,

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WHEREAS, the appropriations by the Association and St. Peter's are made upon the conditions set out in the Resolution of the Board of Managers of St. Peter's Hospital, Inc., adopted July 26, 1938, a copy of which is hereto attached; as later amended at meeting of the Board of Managers of St. Peter's Hospital, Inc., held in the Directors Room of the Commercial National Bank on August 10, 1938:

NOW, THEREFORE, it is agreed between the parties that the funds contributed by the Association and by St. Peter's, that is to say, the sum of \$100,000.00 by the Association (consisting of \$80,000 in cash, and a commitment by the County of Mecklenburg for \$20,000) and \$100,000.00 in cash by St. Peter's, the receipt of which is hereby acknowledged by the City, are contributed to the City and received by it upon the conditions set out in said resolution of St. Peter's, and that said funds will be kept intact until after the bond election called for September 13, 1938; and that if said election is favorable to the issuance of said bonds and the government approves and makes the grant of \$450,000.00, then the City will use said \$200,000.00 contributed by the Association and St. Peter's in the erection and equipment of said hospital, and will further use at least \$50,000 of the Public Works Administration grant or of the proceeds of said bonds in the purchase of the 28-acre hospital site now owned by St. Peter's Hospital, Inc., located between East Morehead Street and East Boulevard, Charlotte, North Carolina, and use same as a location for the proposed Charlotte Memorial Hospital; otherwise, the funds will be immediately returned to the Association and St. Peter's, \$100,000.00 to St. Peter's and \$80,000.00 to Association.

It is further agreed, for the same consideration, that in the planning, construction and equipment of said hospital the City will employ the firm of Hook and Hook, Charlotte, North Carolina, Architects, and William H. Walsh, of Chicago, as consultants, and that their plans and specifications, as approved and adopted by the Association, will be carried out in the erection and equipment of said hospital, and, further, that, upon completion of said hospital, it will be leased to the Association for a term of ninety-nine years at an annual rental of \$1.00 per year.

In Witness Whereof, the parties hereto have caused this instrument to be executed in their respective names by their proper officers, all by authority duly given.

This the day and year first above written.

Attest:

City of Charlotte

Assistant City Clerk

By _____
Mayor

Attest:

Charlotte Memorial Hospital
Association, Inc.

Secretary

By _____
President

Attest:

St. Peter's Hospital, Inc.

Secretary

By _____
President

RESOLUTION OF THE BOARD OF MANAGERS
OF ST. PETER'S HOSPITAL, INCORPORATED

Charlotte, N. C., July 26, 1938

WHEREAS, The Board of Managers of Saint Peter's Hospital has been carefully considering the hospital situation in Charlotte for the last two years, respecting adequate bed accommodations and modern equipment in hopes that we might provide some relief in the situation. We are greatly appreciative of the interest and aid shown by the Mecklenburg Medical Society, the Trustees of the Duke Endowment and latterly by the officials representing the City of Charlotte and Mecklenburg County and a number of public spirited citizens;

AND WHEREAS, A charter has been obtained for the Charlotte Memorial Hospital Association, Inc., and plans have been made by the sponsors and citizens interested therein for the erection of a \$1,000,000.00 hospital in the City of Charlotte, the general plan being that the United States Government will appropriate through the Public Works Administration a grant in the sum of \$450,000.00 upon the raising by the sponsors of the sum of \$550,000.00, \$200,000.00 of which to be raised in cash and \$350,000.00 to be raised by a bond issue by the City of Charlotte; and whereas, the City of Charlotte has agreed to call an election upon said bond issue and has agreed to sponsor said project, as required by the Government, and has agreed that, upon completion of the hospital, to execute a lease to the said Hospital Association covering both property and equipment for a term of ninety-nine years at a nominal rental of \$1.00 per year;

AND WHEREAS, The Board of Managers of St. Peter's Hospital have been asked to co-operate in the movement for a new memorial hospital as set out above;

AND WHEREAS, Saint Peter's Hospital was organized about 65 years ago for humanitarian service under the Episcopal Church and has remained under its auspices ever since. For the reason that we recognize that public need and the things that make for general public good transcend in importance sectarian and denominational lines, our problem has been to find a plan and way by which we can co-operate and do so consistently with our duty and trust.

NOW THEREFORE, We, the Board of Managers of Saint Peter's Hospital, Inc., do hereby resolve as follows:

1. That we do hereby approve the plan as set forth in the charter and by-laws and amendments thereto of the Charlotte Memorial Hospital Association, Inc., and do hereby agree to participate in and become a part of said Association and agree to name five trustees upon its Board of Directors, as set forth in its charter, and agree to merge and become a part of it and to convey and transfer assets of this corporation to said Charlotte Memorial Hospital Association, Inc., upon certain conditions hereinafter set forth.

2. That we agree on or before the 15th day of August, 1938, to provide the sum of \$100,000 cash to the City of Charlotte as a part of the sponsors' share of the funds necessary to be raised to obtain a government grant, it being understood that the property owned by this corporation, consisting of about 28 acres of land in Dilworth, be used, accepted and purchased by the City of Charlotte as a site for said Charlotte Memorial Hospital Association, at a price of \$50,000.00 or such price in excess of that amount as a fair appraisal may show said property to be worth.

3. That the participation in and the providing of the funds hereinbefore set forth in this action by this Board is made upon the following conditions, to-wit:

(a) That the bond issue for \$350,000.00 be legally passed by the voters of the City of Charlotte, to the end that said amount is made available by the City of Charlotte for said new hospital.

(b) That the sponsors and directors of the new Memorial Hospital Association, together with citizens, put up in cash \$100,000 of the sponsors' cash fund on or before the 15th day of August, 1938.

(c) That the Public Works Administration allot to said project the sum of \$450,000 in cash, and that with all the funds available, viz: \$1,000,000, the said hospital be actually erected, equipped and leased to the Charlotte Memorial Hospital Association, Inc., as agreed upon by the Council of the City of Charlotte.

(d) That the Board of Managers of Saint Peter's Hospital are obligated to perpetuate a number of memorials which have been placed in our hospital. To do this and provide for other memorials that may be desired, an adequate and suitable wing of the proposed new hospital be permanently known and designated as Saint Peter's Wing.

(e) That inasmuch as we feel a definite sense of responsibility to the present employees of Saint Peter's Hospital, we would expect that our employees be properly absorbed in the management and operation of the proposed new hospital.

(f) And that this action by this Board be subject to approval by the Vestries of St. Peter's Protestant Episcopal Church, St. Martin's Protestant Episcopal Church and the Church of the Holy Comforter.

4. It is understood and agreed, and these resolutions are passed with the distinct understanding, that, in the event any of the contingencies or conditions set forth in the preceding Paragraph #3 do not occur or are not carried out, this resolution is not binding upon this Board; and it is further understood and agreed that, in the event of the failure of any of the said contingencies set forth above to happen, the City of Charlotte will return to this corporation the sum of \$100,000 to be deposited with it as part of the sponsors' fund, and that this corporation will be put in status quo as if this resolution had not been passed.

RESOLUTION OF THE BOARD OF MANAGERS OF
ST. PETER'S HOSPITAL, INCORPORATED
HELD AUGUST 10th, 1938.

WHEREAS, on the 26th day of July, 1938 a resolution was passed by the Board of Managers of St. Peter's Hospital, Incorporated, with reference to agreeing to and participating in the movement to erect a memorial hospital in the City of Charlotte to be operated by a corporation known as the Charlotte Memorial Hospital Association, Incorporated, and

WHEREAS, it is the desire and intention of this Board to strike out paragraph 5 of said resolution and insert in same a new paragraph 5, it is upon motion duly made, seconded and duly passed hereby resolved that paragraph 5 of said resolution be, and the same is hereby, repealed and stricken out and the following inserted in lieu of same:

"Paragraph 5. It is further understood and agree that upon completion of the said Memorial Hospital, the remaining assets of St. Peter's Hospital, Incorporated, are to be conveyed to trustees to be named by St. Peter's Hospital, Incorporated, before the dissolution of said corporation, and to be used in connection with some phase of the work of said memorial hospital upon such trusts and / or conditions and / or endowments as are designated and prescribed by St. Peter's Hospital, Incorporated."

6. That the President and Secretary or other officers duly authorized by law are hereby authorized to execute a contract with the City of Charlotte and with the Charlotte Memorial Hospital Association, Inc., carrying out the terms, conditions and provisions of this resolution.

In connection with the reading of the foregoing contract, a Resolution by the Mecklenburg County Board of Commissioners, appropriating \$20,000.00 towards the \$200,000.00 was read by the City Attorney as follows:

A RESOLUTION
RELATIVE TO THE APPROPRIATION OF \$20,000.00
BY THE MECKLENBURG COUNTY BOARD OF COMMISSIONERS
TO THE CHARLOTTE MEMORIAL HOSPITAL ASSOCIATION,
INC.

"Resolved, that Mecklenburg County contribute the sum of \$20,000.00 toward the construction and equipment in the new Charlotte Memorial Hospital of an outpatient department for the treatment of the poor and indigent of the County of Mecklenburg.

That same be levied in the Poor Fund and earmarked for the purpose stated. Same to be paid on condition that the \$350,000 bond issue which the City of Charlotte is submitting at an election on September 13, 1938, be favorably acted upon by the voters of the City of Charlotte

Motion by Mr. Cashion, seconded by Mr. Price, and carried unanimously by the following roll call vote:

Ayes: Commissioners Cashion, Dunn, Harkey,
Price and Wearn.

Noes: None."

* * *

STATE OF NORTH CAROLINA,
COUNTY OF MECKLENBURG.

I, G. D. Bradshaw, Clerk to the Board of Commissioners of Mecklenburg County, N. C., do hereby certify that the foregoing is a true and correct copy of resolution adopted by said board in its regular weekly meeting held on the 8th day of August, 1938.

Clerk, Board of Commissioners
Mecklenburg County, N. C.

After the foregoing contract and resolution were read, the Mayor requested the City Attorney to read the Agreement, or Contract, between the City of Charlotte and the Charlotte Memorial Hospital Association, Inc., which is as follows:

A CONTRACT
BETWEEN THE CITY OF CHARLOTTE AND THE CHARLOTTE
MEMORIAL HOSPITAL ASSOCIATION, INC. AND ST.
PETER'S HOSPITAL, INC., RELATIVE TO THE CARE OF
THE INDIGENT SICK OF THE CITY OF CHARLOTTE AND
COUNTY OF MECKLENBURG.

NORTH CAROLINA

MECKLENBURG COUNTY

WHEREAS, the City of Charlotte has agreed to and with St. Peter's Hospital, Inc., and the Charlotte Memorial Hospital Association, Inc., in consideration of the contributions made by them to the funds to be used by the City in the construction of a community hospital to cost approximately \$1,000,000, to place the management of said hospital in said Charlotte Memorial Hospital Association, Inc., under a lease for ninety-nine years at a rental of \$1.00 a year; and,

NOW, therefore, the undersigned Charlotte Memorial Hospital Association, Inc., in consideration of the sum of \$1.00 to it paid by the City of Charlotte, the receipt of which is hereby acknowledged, agrees to and with the said City of Charlotte that said Association will devote not less than fifty per cent (50%) of the net profits of the said Association,

determined according to good accounting practice, and after deducting reasonable depreciation of plant and equipment, to the care of the indigent sick of the City of Charlotte and County of Mecklenburg, and it is agreed that a provision to that effect will be included in the lease when drawn.

IN WITNESS WHEREOF, the Charlotte Memorial Hospital Association, Inc., has caused this instrument to be duly executed in its name and on its behalf by its proper officers on this the 12 day of August, 1938, by authority duly given.

ATTEST: CHARLOTTE MEMORIAL HOSPITAL ASSOCIATION, INC.

Secretary BY President

Councilman Baxter moved that these contracts be signed by the Mayor and Clerk simultaneously, motioned seconded by Councilman Albea and unanimously carried.

RESOLUTION RELATIVE TO APPROPRIATION OF \$200,000.00 RESCINDED.

Thereupon, the City Attorney requested the Council to rescind the resolution passed at the meeting on Wednesday, August 3, 1938, relative to appropriating the \$200,000.00 in cash that was supposed to have been deposited to the credit of the City of Charlotte, on account of the fact that a certain change had been made in the method of providing the \$200,000.00 cash therein referred to. Councilman Hovis moved that the resolution be rescinded, motioned seconded by Councilman Baxter, and unanimously carried.

ORDINANCE APPROPRIATING FUNDS TO MEMORIAL HOSPITAL ASSOCIATION.

Thereupon, City Attorney Boyd read an ordinance appropriating the \$180,000.00 now on deposit to the credit of the City of Charlotte, in the American Trust Company, to the Charlotte Memorial Hospital Association, as follows:

AN ORDINANCE RELATIVE TO APPROPRIATING THE \$180,000.00 NOW ON DEPOSIT TO THE CREDIT OF THE CITY OF CHARLOTTE, IN THE AMERICAN TRUST COMPANY, TO THE CHARLOTTE MEMORIAL HOSPITAL ASSOCIATION.

WHEREAS, it is proposed to construct a hospital in the City of Charlotte to be known as Charlotte Memorial Hospital, at a total cost for land, buildings and equipment of approximately \$1,000,000, the funds for the same to be supplied in the following manner:

- (1) \$350,000 to be raised from the proceeds of the sale of bonds issued by the City of Charlotte, if and when approved by a majority of the qualified voters at an election which has been called for that purpose - less the cost of said election and the cost and expense incident to the issuance and sale of said bonds.
(2) \$450,000 to be furnished through a P.W.A. grant from the Federal Government.
(3) \$100,000 in cash to be furnished by Saint Peters Hospital, Inc. of Charlotte.
(4) \$80,000 in cash to be furnished by public subscriptions and \$20,000 in cash to be furnished by Mecklenburg County, if the bond election carries, in accordance with a resolution of the Board of County Commissioners adopted August 8th, 1938, a copy of which is hereby attached, and

WHEREAS, it is proposed that the City of Charlotte shall sponsor such project and sign an application to the Public Works Administration for said grant, and

WHEREAS, in accordance with said proposed plan there has been deposited in the American Trust Company of Charlotte to the credit of the City of Charlotte the sum of \$180,000, and a certified copy of the resolution of the Board of County Commissioners of August 8, 1938 appropriating \$20,000 to this project to be paid to the City if and when the bond election carries, has been delivered to the City Treasurer, and

WHEREAS, one of the questions in the application to the Federal Government for funds which must be answered, reads as follows:

"If any funds are to be provided from cash on hand, submit a copy of the resolution making appropriation for this project".

NOW, THEREFORE, BE IT ORDAINED by the City Council of the City of Charlotte at a special meeting held in the Council Chamber at the City Hall pursuant to due notice, that the \$180,000 in cash herein referred to on deposit to the credit of the City of Charlotte in the American Trust Company be, and the same hereby is appropriated as part of the sponsors contribution to this project, said deposit being evidenced by a certificate from the President of the American Trust Company, a copy of which certificate is hereto attached, the expenditure of said fund by the City being conditioned upon the approval of the proposed bonds by the voters on September 13, 1938, and the paying to the city of the \$20,000 of Mecklenburg County in accordance with resolution hereto attached and the approval of the \$450,000 grant from the Federal Government and the said sum of \$20,000 to be paid to the City by Mecklenburg County is also appropriated to this project if and when it is paid to the City of Charlotte, out of said funds herein referred to and hereby appropriated, together with the funds derived from the proposed bond sale, if bonds are approved by the voters, shall be paid the cost and expenses incident to said election and the issuance and sale of the bonds, the cost of architect and consultant services and the cost of the proposed land site upon which the hospital is to be erected and the balance shall be used in constructing and equipping said hospital.

On motion of Councilman Hovis, seconded by Councilman Baxter, and unanimously carried, the foregoing ordinance was read and passed on its first reading. The vote cast upon said first reading was as follows:

Councilman Albea	Aye
Councilman Baxter	Aye
Councilman Durham	Aye
Councilman Griswold	Aye
Councilman Hovis	Aye
Councilman Hudson	Aye
Councilman Huntley	Aye
Councilman Nance	Aye

On motion of Councilman Hovis, seconded by Councilman Baxter, and unanimously carried, the rules were suspended and the foregoing ordinance was passed on its second reading. The vote cast upon said second reading was as follows:

Councilman Albea	Aye
Councilman Baxter	Aye
Councilman Durham	Aye
Councilman Griswold	Aye
Councilman Hovis	Aye
Councilman Hudson	Aye
Councilman Huntley	Aye
Councilman Nance	Aye

On motion of Councilman Hovis, seconded by Councilman Baxter, and unanimously carried, the rules were suspended and the foregoing ordinance passed on its third and final reading and unanimously adopted, and declared to be an ordinance of the City of Charlotte. The votes cast on the third reading were as follows:

Councilman Albea	Aye
Councilman Baxter	Aye
Councilman Durham	Aye
Councilman Griswold	Aye
Councilman Hovis	Aye
Councilman Hudson	Aye
Councilman Huntley	Aye
Councilman Nance	Aye

Ratified this 11th day of August 1938.

ADJOURNMENT.

On motion of Councilman Huntley, seconded by Councilman Albea, and carried, the meeting was adjourned.

Lillian R. Hoffman
Assistant City Clerk