



The MetroHealth System

Board of Trustees

Tuesday, August 27, 2024

4:30pm - 5:30pm

Virtual Only via Zoom

Executive/Oversight Committee

Special Meeting

The MetroHealth System Board of Trustees

EXECUTIVE/OVERSIGHT COMMITTEE

DATE: August 27, 2024
TIME: 4:30 pm-5:30 pm
PLACE: Zoom: <https://us02web.zoom.us/j/85805472878>

The purpose of the joint and simultaneous Executive Committee/Oversight Committee meeting is to discuss decision points defined in BOT-04-CEO Emergency Succession Plan, Section 5.3; and hospital trade secrets as defined by ORC 1333.61, to consider the appointment, employment, dismissal, discipline, promotion, demotion, or compensation of a public employee, and to conference with the public body's attorney to discuss disputes involving the public body that are the subject of pending or imminent court action.

AGENDA

- I. Approval of Minutes
Minutes of the July 31, 2024 meeting of the Executive/Oversight Committee
- II. Executive Session – E. Harry Walker, MD

Return to Public Meeting
- III. Recommendations/Resolutions Approval
A. Approval of Renewal of a Lease

Adjourn

The MetroHealth System Board of Trustees

EXECUTIVE/OVERSIGHT COMMITTEE MEETING

Wednesday, July 31, 2024
3:00pm-3:30pm – via Zoom

Meeting Minutes

Committee Members:	E. Harry Walker, M.D. -I, John Corlett-R, John Moss-I
Other Board Members:	Inajo Chappell-R, Maureen Dee-I, Sharon Dumas-I, Ronald Dziedciki-I, Nancy Mendez-I
Staff:	Christine Alexander-Rager, M.D.-I, Tamiyka Rose-I
Guests:	John Gerek-R, Lisa Mack-R

Dr. Walker called the meeting to order at 3:02 pm, in accordance with Section 339.02(K) of the Ohio Revised Code with a quorum present.

(The minutes are written in a format conforming to the printed meeting agenda for the convenience of correlation, recognizing that some of the items were discussed out of sequence.)

Dr. Walker called the meeting to order and stated that as stated in BOT-4 the Board will convene these meetings periodically to receive updates from Acting CEO and President, Dr. Christine Alexander-Rager.

I. Executive Session

Dr. Walker asked for a motion to move into executive session to discuss hospital trade secrets as defined by ORC 1333.61, to consider the appointment, employment, dismissal, discipline, promotion, demotion, or compensation of a public employee, and to conference with the public body's attorney to discuss disputes involving the public body that are the subject of pending or imminent court action. Mr. Moss made a motion and Ms. Dee seconded.

I-In-Person
R-Remote



The MetroHealth System Board of Trustees

The Board held a roll call vote with all Trustees in attendance voting to approve the motion to go into executive session for the purposes stated by Dr. Walker.

Members of the public were excused. The Board went into executive session to discuss the identified matters at 3:04 pm.

Following the executive session, the meeting reconvened in open session at approximately 3:32 pm.

Dr. Walker asked the committee if there was any other business to come before the committee.

With there being no further business to bring before the Executive Committee of the Board, the meeting was adjourned at approximately 3:32 p.m.

Respectfully submitted,

THE METROHEALTH SYSTEM

E. Harry Walker, M.D., Chairperson

I-In-Person

R-Remote



**RECOMMENDATION TO THE BOARD OF TRUSTEES
OF THE METROHEALTH SYSTEM
FOR THE APPROVAL OF THE RENEWAL OF A LEASE**

Recommendation

The Acting President and Chief Executive Officer recommends that The MetroHealth System approve the renewal of the lease agreement at Aloft Beachwood Hotel for Sleep Clinic operations, as more fully described in Attachment A.

Background

Per the delegation of the Board of Trustees of The MetroHealth System in Section 7.2 of Board Policy BOT-07, the President and CEO of the System has the authority to lease space for a hospital facility as long as the cost of the lease is less than or equal to \$1 million per year and the total obligation under the lease is less than or equal to \$10 million per year.

Per Section 5.3.2 of Board Policy BOT-04, the Acting CEO has the same authority delegated to the CEO by Board Resolution, except that the Oversight Committee of the Board of Trustees of the System is required to approve the Acting CEO's recommendation for any proposed spend greater than \$1 million.

The System has been leasing hotel rooms at the Aloft Beachwood Hotel for its Sleep Clinic since October of 2019. The term of lease is expiring on September 30, 2024. The Acting President and Chief Executive Officer recommends renewal of the lease, which includes the addition of additional hotel rooms to accommodate demand for sleep study services.

Approval of the Renewal of a Lease

RESOLUTION XXXXX

WHEREAS, the Board of Trustees of The MetroHealth System has been presented a recommendation for the approval of the renewal of a lease; and

WHEREAS, the Oversight Committee has reviewed this recommendation and now recommends its approval.

NOW, THEREFORE, BE IT RESOLVED, the Board of Trustees of The MetroHealth System hereby approves the renewal of a lease as more fully described in Attachment A.

BE IT FURTHER RESOLVED, the President and Chief Executive Officer is hereby authorized to negotiate and execute agreements and other documents consistent with this resolution.

AYES:

NAYS:

ABSENT:

ABSTAINED:

DATE:

August 2024

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Attachment A