



THE METROHEALTH SYSTEM BOARD OF TRUSTEES
RESOLUTIONS – 8/9/2024

RESOLUTION DESCRIPTION

RESOLUTION NO.

MINUTES

Minutes – Approval of Board Special Meeting Minutes, July 31, 2024

19639

Other Board Items

Approval of the Termination of the President and Chief Executive Officer

19640

Approval of Board Meeting Minutes July 31, 2024

RESOLUTION 19639

WHEREAS, the Board of Trustees of The MetroHealth System has been presented the minutes of the Special Meeting of July 31, 2024, for approval; and

WHEREAS, no amendment to these Minutes have been recommended by the Trustees assembled.

NOW, THEREFORE, BE IT RESOLVED, the Board of Trustees of The MetroHealth System hereby approve the minutes of the Special Meeting of July 31, 2024, as presented.

AYES: Ms. Chappell, Mr. Corlett, Ms. Dumas, Ms. Mendez,
Mr. Moss, Mr. Summers, Dr. Walker

NAYS: None

ABSENT: Ms. Dee, Mr. Dziedzicki

ABSTAINED: None

DATE: August 9, 2024

Approval of the Termination of the
President and Chief Executive Officer

RESOLUTION 19640

WHEREAS, the Board of Trustees (the “Board”) of The MetroHealth System (the “System”) previously approved, and the System entered into, an Employment Agreement with Dr. Airica Steed as President and Chief Executive Officer, effective January 1, 2023 (the “Agreement”);

WHEREAS, the terms of the Agreement recognize that the Board may terminate Dr. Steed’s employment at will whenever the Board determines it to be in the best interest of the System with or without notice and with or without “Cause” as defined in the Agreement; and

WHEREAS, the Board has lost confidence in Dr. Steed’s ability to lead the System and for that reason the Board determines that it is in the best interest of the System to terminate Dr. Steed’s employment as President and Chief Executive Officer and to terminate the Agreement, effective immediately upon the adoption of this Resolution.

NOW, THEREFORE, BE IT RESOLVED, the Board of Trustees of The MetroHealth System hereby terminates Dr. Steed’s employment and the Agreement, without Cause and effective immediately, pursuant to Section 11(C) of the Agreement, and further subject to Section 12(B) of the Agreement, which termination has been determined by the Board to be in the best interest of the System.

BE IT FURTHER RESOLVED, the Board Chair is hereby authorized to take other necessary actions consistent with this resolution.

AYES:	Ms. Chappell, Mr. Corlett, Ms. Dee, Ms. Dumas, Mr. Dziedzicki, Ms. Mendez, Mr. Moss, Mr. Summers, Dr. Walker
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NAYS:	None
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ABSENT:	None
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ABSTAINED:	None
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DATE:	August 9, 2024
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