The MetroHealth System

Board of Trustees

Wednesday, September 17, 2025

3:00pm - 5:00pm

The MetroHealth System Board Room K-107 or via YouTube Stream

Executive Committee

Regular Meeting

The MetroHealth System Board of Trustees

EXECUTIVE COMMITTEE

DATE: September 17, 2025
TIME: 3:00pm - 5:00pm
PLACE: MetroHealth Board Room (K107) / via YouTube Stream
https://www.youtube.com/@metrohealthCLE/streams

AGENDA

I. **Approval of Minutes**
Minutes of the February 12, 2025 meeting of the Executive Committee

II. **Committee Charter Review**

III. **Executive Session**

IV. **Return to Open Meeting**

EXECUTIVE COMMITTEE MEETING

February 12, 2025
3:00pm – 5:00pm
Virtual

Meeting Minutes

Committee Members:	John Corlett, John Moss, E. Harry Walker, MD
Other Board Members:	Maureen Dee, Sharon Dumas, Ronald Dziedzicki, Nancy Mendez, Michael Summers
Staff:	Christine Alexander-Rager, Tamiyka Rose, James Wellons
Guests:	None
Other Guests:	Guests not invited by the Board of Trustees are not listed as they are considered members of the audience and some were not appropriately identified.

Dr. Walker called the meeting to order at 3:01 pm, in accordance with Section 339.02(K) of the Ohio Revised Code with a quorum present.

I. Approval of Minutes

The minutes of the July 16, 2024 Executive Committee and the August 27, 2024 combined Oversight and Executive Committee meeting were approved as submitted.

II. Executive Session

Dr. Walker asked for a motion to move into executive session to discuss hospital trade secrets as defined by ORC 1333.61 and to consider the appointment, employment, dismissal, discipline, promotion, demotion, or compensation of a public employee, or the investigation of charges or complaints against a public official, 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 as defined by ORC 121.22(G).
Mr. Corlett made a motion and Ms. Dee seconded.

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 3:03 pm.

Following the executive session, the meeting reconvened in open session at approximately 4:01 pm. With there being no further business to bring before the Executive Committee of the Board, the meeting was adjourned at approximately 4:02 pm.

Respectfully submitted,

E. Harry Walker, M.D., Chairperson

The Executive Committee of the
MetroHealth System Board of Trustees

CHARTER

Purpose

The purpose of the Executive Committee is to provide leadership, guidance, and oversight for the Board of Trustees ("Board") of The MetroHealth System. ~~leadership and insight to the Board of Trustees on an as-needed basis.~~

Responsibilities

The Executive Committee shall be responsible for:

- Taking action, subject to Board ratification, on behalf of the Board in an emergency situation when the Board cannot be convened;
- The appointment of a search committee for a President and CEO;
- The review and approval of a CEO and senior executive succession plan;
- The evaluation of the President and CEO's performance, which evaluation shall be completed by the full Board;
- Recommending the removal of a Trustee, if necessary; and,
- Consideration of any other items it deems appropriate.

All actions taken by the Executive Committee shall be recorded in minutes and reported at the next meeting of the Board. ~~of Trustees.~~

Composition

The Executive Committee shall consist of the Chairperson of the Board (who chairs this committee), the Chair-elect (to the extent one is so appointed), the Vice-Chairperson, the Secretary, and other Trustees as designated by the Officers of the Board.

All Trustees are invited to attend Executive Committee meetings, but only members of the Executive Committee may vote on matters before the committee.

The Chairperson of the Board may, at any time, remove any Executive Committee Member and may fill any vacancy on the Executive Committee.

Meeting Schedule

The Executive Committee shall meet on an as needed basis.

~~As needed.~~