



THE METROHEALTH SYSTEM BOARD OF TRUSTEES
RESOLUTIONS – OCTOBER 27, 2021

| <u>RESOLUTION DESCRIPTION</u> | <u>RESOLUTION NO.</u> |
|--|-----------------------|
| MINUTES | |
| Approval of Board Meeting Minutes, August 25, 2021 | 19462 |
| TRUSTEE | |
| Approval of New Trustee for The MetroHealth System Board of Trustees | 19463 |
| CONCENT AGENDA | |
| <u>Finance Committee</u> | |
| Approval of a Proposed Budget for the 2022 Fiscal Year and Authorize the Submission of the same to the Government of Cuyahoga County, Ohio | 19464 |
| Approval of Certain Annual Purchasing Policies and Procedures | 19465 |
| <u>Executive and Diversity Committee</u> | |
| Approval of Continuing Official Roles with Certain Partner Entities | 19466 |
| LEADERSHIP REPORT | |
| <u>Medical Staff</u> | |
| Approval of Medical Staff Providers Appointments, Actions and Reappointments – September 2021 | 19467 |
| OTHER | |
| Approval of Claim Settlement No. 18-27-0118 | 19468 |
| Approval of Additional Capital for the Garage Enabling Project | 19469 |
| Approval of Affiliation with a Nonprofit Healthcare Provider | 19470 |

Approval of Board Meeting Minutes, August 25, 2021

RESOLUTION 19462

WHEREAS, the Board of Trustees of The MetroHealth System has been presented the minutes of the Regular Meeting of August 25, 2021 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 approves the Minutes of the Regular Meeting of August 25, 2021, as presented.

AYES: Ms. Chappell, Ms. Dee, Mr. Hairston, Mr. Hurwitz, Ms. Kirk,
Mr. Monnolly, Mr. Moss, Dr. Silvers, Dr. Walker, Ms. Whiting

NAYS: None

ABSENT: None

ABSTAINED: None

DATE: October 27, 2021

Approval of New Trustee for The MetroHealth System
Board of Trustees

RESOLUTION 19463

WHEREAS, the members of The MetroHealth System's Board of Trustees are appointed by Appointing Authority established by the Ohio Revised Code; and

WHEREAS, MetroHealth has been advised of the Appointing Authority's appointment of a new Trustee, E. Harry Walker, MD, to be effective September 28, 2021; and

WHEREAS, the Board has reviewed this matter and the documentation received from the Appointing Authority with respect to the newly appointed Trustee.

NOW, THEREFORE, BE IT RESOLVED, the Board of Trustees hereby accepts the appointment of E. Harry Walker, MD and acknowledges and recognizes his status as a member of this Board as of the effective date and for the term provided in the documentation provided by the Appointing Authority to The MetroHealth System.

AYES: Ms. Chappell, Ms. Dee, Mr. Hairston, Mr. Hurwitz, Ms. Kirk,
Mr. Monnolly, Mr. Moss, Dr. Silvers, Dr. Walker, Ms. Whiting

NAYS: None

ABSENT: None

ABSTAINED: None

DATE: October 27, 2021

Approval of a Proposed Budget for the 2022 Fiscal Year and Authorize the Submission of
the same to the
Government of Cuyahoga County, Ohio

RESOLUTION 19464

WHEREAS, the Board of Trustees of The MetroHealth System has been presented a recommendation for a proposed budget for the 2022 fiscal year and authorize the submission of the same to the government of Cuyahoga County, Ohio (“County”); and

WHEREAS, the Board’s Finance Committee has reviewed this recommendation and now recommends its approval.

NOW, THEREFORE, BE IT RESOLVED, the Board of Trustees of The MetroHealth System hereby approve a proposed budget for the 2022 fiscal year and authorize the submission of the same to the government of Cuyahoga County, Ohio.

The information to be submitted to the County is shown in Exhibits A and B.

BE IT FURTHER RESOLVED, the Chief Executive Officer and President, or his designee, are hereby authorized to take necessary actions consistent with this resolution.

AYES: Ms. Chappell, Ms. Dee, Mr. Hairston, Mr. Hurwitz, Ms. Kirk,
Mr. Monnolly, Mr. Moss, Dr. Silvers, Dr. Walker, Ms. Whiting

NAYS: None

ABSENT: None

ABSTAINED: None

DATE: October 27, 2021

2022 Operating Budget

(in \$000s)

Exhibit A

| | Low | 2022 Target ⁽¹⁾ | High |
|---|-------------------|----------------------------|-------------------|
| Net Patient Revenue | \$ 1,098,838 | \$ 1,114,838 | \$ 1,119,838 |
| Other Revenue | 415,616 | 430,616 | 435,515 |
| County Funding | 32,400 | 32,400 | 32,400 |
| Total Revenue | 1,546,854 | 1,577,854 | 1,587,753 |
| Salaries and Benefits | 912,551 | 907,551 | 906,651 |
| Department Expenses | 503,320 | 498,320 | 497,820 |
| General Expenses | 84,711 | 84,711 | 84,711 |
| Total Expenses | 1,500,582 | 1,490,582 | 1,489,182 |
| Adjusted Operating Income (Loss)⁽²⁾ | \$ 46,272 | \$ 87,272 | \$ 98,571 |
| Adjusted EBIDA⁽²⁾ | \$ 111,639 | \$ 152,639 | \$ 163,938 |

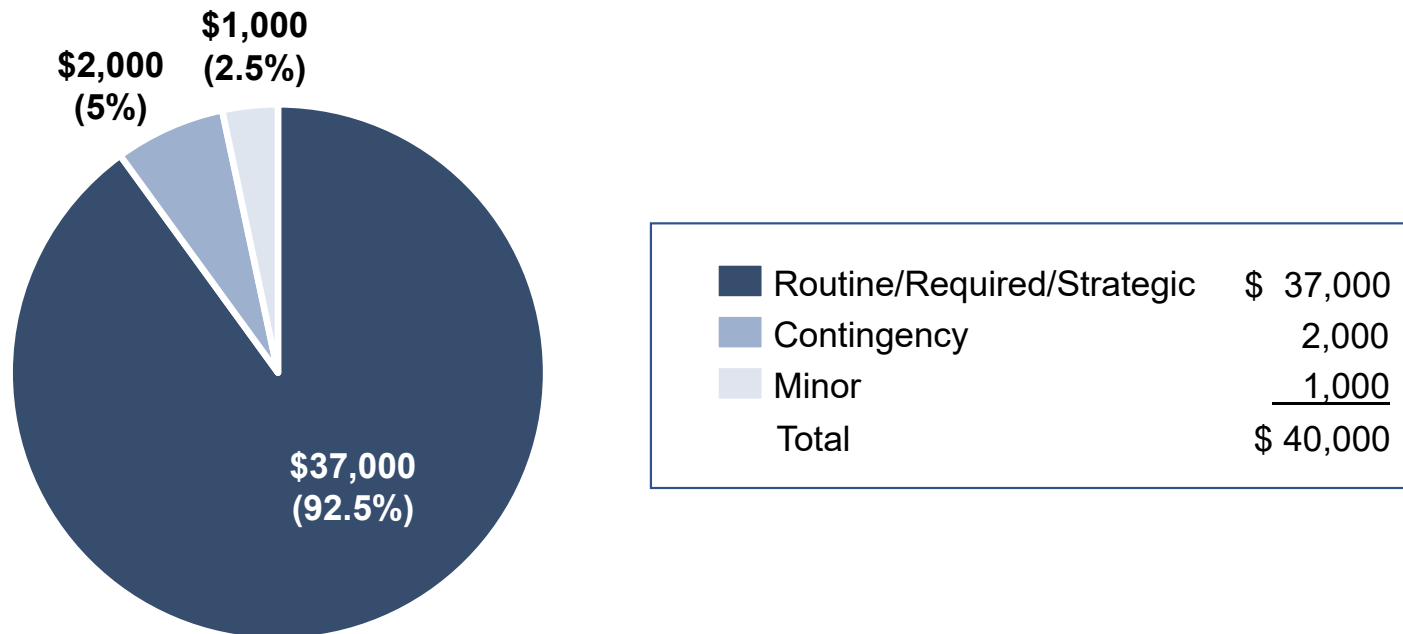
(1) For comparative purposes the presentation of the 2022 Targets exclude the impact of GASB 89 Capitalized Interest and GASB 87 Leases.

(2) The presentation of adjusted operating income (excludes non-recurring items, GASB 68 Pension and GASB 75 OPEB) as we measure it for management purposes enhances the understanding of our results of operations by highlighting the results from ongoing operations and the underlying profitability factors of our business.

2022 'Core' Capital Budget

(in \$000s)

Exhibit B



Note: 2022 "Core" Capital is funded from operating cash flow for the ongoing operations of MetroHealth. The Campus Transformation project is funded from the Series 2017 Bond issuance. Other strategic projects beyond the bond-funded Transformation Project will be funded from cash reserves and operating cash flow.

Approval of Certain Annual Purchasing Policies and Procedures

RESOLUTION 19465

WHEREAS, the Board of Trustees of The MetroHealth System has been presented a recommendation for certain annual purchasing policies and procedures; and

NOW, THEREFORE, BE IT RESOLVED, the Board of Trustees of The MetroHealth System hereby approves certain annual purchasing policies and procedures, for participation in group/joint procurement arrangements.

For the calendar year 2022, and for the purpose of acquiring supplies, equipment, and services routinely used in the operations of the System, the System may obtain membership and participate in either:

- a) One or more group purchasing organizations (each a "GPO") sponsored by nonprofit organizations, for all products available through such GPOs, provided that the terms and conditions of such participation, and the GPO's policies and procedures, are evaluated and determined to be in the best interest of the System; and,
- b) One or more state or federally operated joint purchasing programs (each a "JPP"), for purchase of all products available through such JPPs.

The System may pay GPO and JPP participation or membership fees and costs, if any, out of general operating funds.

BE IT FURTHER RESOLVED, the President and Chief Executive Officer or his designees are hereby authorized to negotiate and execute agreements and other documents, and develop and execute procedures consistent with this resolution.

AYES: Ms. Chappell, Ms. Dee, Mr. Hairston, Mr. Hurwitz, Ms. Kirk,
Mr. Monnolly, Mr. Moss, Dr. Silvers, Dr. Walker, Ms. Whiting

NAYS: None

ABSENT: None

ABSTAINED: None

DATE: October 27, 2021

Approval of Continuing Official Roles with Certain Partner Entities

RESOLUTION 19466

WHEREAS, the Board of Trustees (the "Board") of The MetroHealth System (the "System" or "MetroHealth") has been presented a recommendation to approve the continuing official roles with certain nonprofit and governmental entities (the "partner entities"); and

WHEREAS, MetroHealth's participation in these partner entities is an important means to fulfill MetroHealth's mission of improving the health of the community, including by addressing social determinants of health.

NOW, THEREFORE, BE IT RESOLVED, the Board of Trustees of The MetroHealth System hereby approves the designation, on a continuing basis, of the following MetroHealth representatives to the governing boards of the partner entities identified below:

| Nonprofit/Governmental Entity | MetroHealth Representative(s) |
|--------------------------------------|--|
| Cleveland Leadership Center | Chief Executive Officer |
| Creating Healthier Communities | Chief Equity Officer |
| The Center for Health Affairs | Senior Vice President, Patient Care Services |

BE IT FURTHER RESOLVED, each MetroHealth representative so designated shall represent the System and the System's interests and shall have no other conflict of interest in the partner entity;

BE IT FURTHER RESOLVED, should any identified representative become unable or unavailable to serve in the role with any partner entity on behalf of the System, the President and Chief Executive Officer is hereby authorized to appoint a replacement representative from among the members of System leadership with relevant expertise and experience; and

BE IT FURTHER RESOLVED, the Board hereby authorizes and directs the President and Chief Executive Officer to take any act and to prepare any documentation necessary consistent with this resolution.

AYES: Ms. Chappell, Ms. Dee, Mr. Hairston, Mr. Hurwitz, Ms. Kirk,
Mr. Monnolly, Mr. Moss, Dr. Silvers, Dr. Walker, Ms. Whiting

NAYS: None

ABSENT: None

ABSTAINED: None

DATE: October 27, 2021

Approval of Medical Staff Providers Appointments,
Actions and Reappointments September 2021

RESOLUTION 19467

The following Appointments to the MetroHealth System Medical Staff will be reviewed by the Credentials Committee on September 14, 2021. The appointments will then be reviewed and accepted by the Medical Executive Committee on October 8, 2021.

Active

| <i>Name</i> | <i>Department</i> | <i>Division</i> | <i>Start Date</i> |
|-------------------------|-------------------|---------------------|-------------------|
| Ahsanuddin, Sayeeda, MD | Dermatology | | 9/15/2021 |
| Gampa, Vikas, MD | Medicine | Internal Medicine | 9/15/2021 |
| Kowalsky, Stacy, MD | Surgery | Oncology | 9/15/2021 |
| Moratschek, Sonal, MD | Psychiatry | | 9/15/2021 |
| Peleg, Gil, MD | Medicine | Hematology/Oncology | 9/15/2021 |

Privileged Non-Member

| <i>Name</i> | <i>Department</i> | <i>Division</i> | <i>Start Date</i> |
|---------------------------|-------------------|------------------------|-------------------|
| Barger, Philip, MD | Pediatrics | Cardiothoracic Surgery | 9/15/2021 |
| Cika, Elizabeth, APRN-CNP | Neurology | | 9/15/2021 |

Non reviewable list-Clean files

Privileged Non-Member

| <i>Name</i> | <i>Department</i> | <i>Division</i> | <i>Start Date</i> |
|--------------------|--------------------|-----------------|-------------------|
| Lambert, Grace, MD | Emergency Medicine | | 9/15/2021 |
| Roberts, Dayna, PT | PM&R | | 9/15/2021 |

The following Appointments to the MetroHealth System Medical Staff will be reviewed by the Credentials Committee on September 28, 2021. The appointments will then be reviewed and accepted by the Medical Executive Committee on October 8, 2021.

Associate

| <i>Name</i> | <i>Department</i> | <i>Division</i> | <i>Start Date</i> |
|---------------------------|-------------------|--------------------|-------------------|
| Turza, Abby, APRN-CNP | Surgery | General Surgery | 9/29/2021 |
| Workman, Nathan, APRN-CNP | Medicine | Pulmonary Medicine | 9/29/2021 |

Bioscientific

| <i>Name</i> | <i>Department</i> | <i>Division</i> | <i>Start Date</i> |
|-----------------------|-------------------|-----------------|-------------------|
| Roach, Mary Joan, PhD | Medicine | Research | 9/29/2021 |

Privileged Non-Member

| <i>Name</i> | <i>Department</i> | <i>Division</i> | <i>Start Date</i> |
|------------------------|--------------------|-----------------------|-------------------|
| Robertson, Cory, MD | Anesthesiology | | 9/29/2021 |
| Wiles, Nathanael, DO | Family Medicine | Correctional Medicine | 9/29/2021 |
| Williams, Meredith, MD | Emergency Medicine | | 9/29/2021 |

Non reviewable list-Clean files

Privileged Non-Member

| <i>Name</i> | <i>Department</i> | <i>Division</i> | <i>Start Date</i> |
|----------------------|--------------------|-----------------|-------------------|
| Glavac, Olivia, PT | PM&R | | 9/29/2021 |
| McMellen, Ashley, MD | Emergency Medicine | | 9/29/2021 |
| Predene, Irma, OT | PM&R | | 9/29/2021 |

The following actions to the MetroHealth System Medical Staff will be reviewed by the Credentials Committee on September 28, 2021. The Actions will then be reviewed by the Medical Executive Committee on October 8, 2021.

Resignations

| <i>Name</i> | <i>Department</i> | <i>Division</i> | <i>End Date</i> |
|--------------------------|--------------------|-----------------------|-----------------|
| Chiang, Elizabeth, MD | Surgery | Ophthalmology | 9/2/2021-R |
| Golish, Joseph, MD | Medicine | Pulmonary Medicine | 9/20/2021-R |
| Henn, Andrew, DO | Emergency Medicine | | 9/16/2021-R |
| Karunakaran, Sanjay, DDS | Dental Medicine | | 9/13/2021-R |
| Mbure, Judy, APRN-CNP | Psychiatry | Correctional Medicine | 7/30/2021-R |
| Ogor, Nancy, APRN-CNP | Medicine | Cardiology | 8/16/2021-R |
| Smorag, Carol, APRN-CNP | Medicine | Internal Medicine | 9/24/2021-R |
| Ugbeye, Tosan, CAA | Anesthesiology | | 9/13/2021-R |
| Walker, Paul, PA-C | Neurosurgery | | 7/27/2021-CC |

Staff Category Change

| <i>Name</i> | <i>Category From</i> | <i>Category To</i> | <i>End Date</i> |
|------------------------|-----------------------|--------------------|-----------------|
| Fogel, Susan, APRN-CNP | Privileged Non-Member | Active | 9/13/2021 |

CC=Contract Complete, Fellowship Complete

R=Resigned

RL-Relocated

RT-Retired

ET-Employment Terminated

CT-Contract Terminated

SEPTEMBER REAPPOINTMENTS 2021

| Last Name | First Name | Degree | Department | Division |
|----------------|-------------|------------------|------------------------------------|---------------------------|
| Allen | Michael | LPCC-S, LCDC III | Psychiatry | |
| Almahameed | Soufian | MD | Medicine | Cardiology |
| Anders | Peter | MD | Medicine | Hospital Medicine |
| Antenucci | Christina | MD | Family Medicine | |
| Ardelt | Agnieszka | MD, Ph.D | Neurosurgery | |
| Ayub | Salman | MD | Pathology | |
| Bacon | Beth | LISW-S | Psychiatry | Social Work |
| Bailey | Louann | DNP, APRN-CNP | Medicine | Hospital Medicine |
| Ballou | Stanley | MD | Medicine | Rheumatology |
| Bar-Shain | David | MD | Pediatrics | |
| Bass | Jonathan | MD | Dermatology | |
| Bazzoli | Christopher | MD | Emergency Medicine | Life Flight |
| Begley | James | MD, MS | Physical Medicine & Rehabilitation | |
| Bock | Bethany | LISW-S | Psychiatry | Social Work |
| Botros | Geehan | MD | Medicine | Internal Medicine |
| Brell | Joanna | MD | Medicine | Hematology/Oncology |
| Brown | Laura | MD, Ph.D | Surgery | Trauma/Burn/Critical Care |
| Brown | Yolanda | APRN-CNP | Medicine | Nephrology |
| Caldwell | Stacy | Ph.D | Psychiatry | |
| Campbell | James | MD | Geriatric Medicine | |
| Casciato | Deborah | LISW-S | Psychiatry | Social Work |
| Collin | Marc | MD | Pediatrics | Neonatology |
| Cook | William | DO | Medicine | Hospital Medicine |
| Corrigan | Mary | MD | Geriatric Medicine | |
| Corrigan | Kathryn | MD | Pediatrics | |
| Cruz | Elaine | DO | Medicine | Hospital Medicine |
| Cutarelli Saul | Marina | MD | Medicine | Internal Medicine |
| Dangelo | Angela | APRN-CNP | Geriatric Medicine | |
| Davis | Pamela | MD | Dermatology | |
| Dreben | Elizabeth | Ph.D | Physical Medicine & Rehabilitation | Rehabilitation Psychology |
| Dreher | Nicholas | MD | Medicine/Pediatrics | |
| Ekstein | Laurie | MD | Pediatrics | |
| Escobedo | Joel | MD, Ph.D | Obstetrics & Gynecology | |
| Fallon | Mary | LISW | Psychiatry | Social Work |
| Feighan | John | MD | Orthopaedics | |
| Ferguson | D. Roy | MD | Medicine | Gastroenterology |
| Fragassi | Philip | MD | Pediatrics | |
| Gandhi | Sanjay | MD | Medicine | Cardiology |
| Ganesan | Santhi | MD | Pathology | |
| Garcia | Misty | PA-C | Family Medicine | |
| Glauser | Jonathan | MD | Emergency Medicine | |
| Glick | Yitzchak | MD | Emergency Medicine | |
| Goldberg | Andrew | MD | Radiology | |
| Golembiewski | Melanie | MD | Family Medicine | |
| Goodrich | Elizabeth | PA-C | Otolaryngology | |
| Gottesman | Howard | MD | Psychiatry | |
| Gradisar | Sara | MD | Obstetrics & Gynecology | |
| Gullett | Heidi | MD, MPH | Family Medicine | |

| | | | | |
|---------------|-----------|----------|------------------------------------|---------------------------|
| Haddad | Nada | MD | Pediatrics | |
| Hancock | Mary | MD | Emergency Medicine | Correctional Medicine |
| Hardesty | Christina | MD | Orthopaedics | |
| Hardy | Leanne | LPCC | Psychiatry | |
| Harris | Michael | MD | Physical Medicine & Rehabilitation | |
| Hazen | Paul | MD | Dermatology | |
| Hileman | Corrilynn | MD | Medicine | Infectious Disease |
| Ho | Vanessa | MD | Surgery | Trauma/Burn/Critical Care |
| Jain | Cordula | MD | Medicine/Pediatrics | Express Care |
| Jenkins | Kenneth | MD | Emergency Medicine | |
| Jiang | Xiaolei | APRN-CNP | Family Medicine | |
| Kaforey | Linda | PA-C | Emergency Medicine | |
| Kalayjian | Robert | MD | Medicine | Infectious Disease |
| Kenney | Tina | LPCC-S | Psychiatry | |
| Khoury | Gaby | MD, MBA | Family Medicine | |
| Kitagawa | Gregory | MD | Obstetrics & Gynecology | |
| Krebs | William | DO | Emergency Medicine | Life Flight |
| Krewson | Thomas | MD | Radiology | |
| Kwong | Jonathan | MD | Surgery | Vascular Surgery |
| Lancione | Raymond | MD | Surgery | Ophthalmology |
| Lowery | Andrea | APRN-CNP | Medicine | Palliative Care |
| Manning | Paul | DO | Medicine | Internal Medicine |
| Marcotte | Michael | CAA | Anesthesiology | |
| Massie-Story | Mary | MD | Family Medicine | Express Care |
| Maxfield | John | MD | Emergency Medicine | |
| McMillin | Sean | DPM | Orthopaedics | Podiatry |
| Misak | James | MD | Family Medicine | |
| Mistovich | Ronald | MD | Orthopaedics | |
| Mohney | Amanda | CAA | Anesthesiology | |
| Moore | John | MD | Pediatrics | Neonatology |
| Murphy | Kaitlyn | MD | Pediatrics | Pediatric Critical Care |
| Myslenski | Maya | MD | Emergency Medicine | |
| Neyman | Margarita | MD | Pediatrics | |
| Nichols | Daniel | PA-C | Neurosurgery | |
| Obuekwe | Ogechi | MD | Psychiatry | |
| Oleson | Christina | MD | Physical Medicine & Rehabilitation | |
| Patel | Shetal | MD | Emergency Medicine | |
| Pazheri | Fouseena | MD | Pediatrics | Allergy/Immunology |
| Prinz-Gentile | Deborah | MD, Ph.D | Obstetrics & Gynecology | |
| Puszakowski | Monica | PA-C | Surgery | Trauma/Burn/Critical Care |
| Raddock | Michael | MD | Family Medicine | |
| Rayes-Danan | Rania | MD | Pathology | |
| Redahan | Anita | MD | Medicine | Express Care |
| Rosenberg | Samuel | MD | Neurosurgery | |
| Roth | Heather | APRN-CNP | Family Medicine | |
| Roth | Lisa | DPM | Orthopaedics | Podiatry |
| Santos | Susan | MD | Pediatrics | |
| Santoscoy | Thomas | MD | Surgery | Cardiothoracic |
| Schmidt | Kristen | MD | Emergency Medicine | |
| Seidel | Scott | OD | Surgery | Ophthalmology |
| Senthilkumar | Hemalatha | MD | Family Medicine | |
| Shah | Lisa | Ph.D | Psychiatry | |

| | | | | |
|--------------|----------|------------|------------------------------------|---------------------|
| Shkraba | Pavlo | CAA | Anesthesiology | |
| Shuffer | Phillip | MD | Obstetrics & Gynecology | |
| Singer | Nora | MD | Medicine | Rheumatology |
| Smith | Angela | APRN-CNP | Psychiatry | |
| Sorokin | Kristina | APRN-CNP | Family Medicine | Express Care |
| Stager | Margaret | MD | Pediatrics | Adolescent Medicine |
| Stancin | Terry | Ph.D, MA | Psychiatry | |
| Steinemann | Thomas | MD | Surgery | Ophthalmology |
| Stepnick | David | MD | Otolaryngology | |
| Thornton | John | MD, MPH | Medicine | Pulmonary Medicine |
| Tien | Matthew | MD | Pediatrics | |
| Tomlinson | Erin | MD | Family Medicine | |
| Van Auken | Douglas | MD | Family Medicine | |
| Vargo | Mary | MD | Physical Medicine & Rehabilitation | |
| Warren | Edward | MD | Medicine | Pulmonary Medicine |
| Watts | Brook | MD | Medicine | Hospital Medicine |
| Weidenbecher | Mark | MD | Otolaryngology | |
| Wilson | Michael | MD | Radiology | |
| Wright | Bradley | CAA | Anesthesiology | |
| Yue | Cheung | MD, RhMSUS | Medicine | Rheumatology |

AYES: Ms. Chappell, Ms. Dee, Mr. Hairston, Mr. Hurwitz, Ms. Kirk, Mr. Monnolly, Mr. Moss, Dr. Silvers, Dr. Walker, Ms. Whiting

NAYS: None

ABSENT: None

ABSTAINED: None

DATE: October 27, 2021

Approval of Claim Settlement

RESOLUTION 19468

WHEREAS, the Board of Trustees of The MetroHealth System has been advised of a certain claim against The MetroHealth System involving a lawsuit;

WHEREAS, the Board has reviewed this claim and proposed settlement and now recommends its approval;

WHEREAS, the Board authorizes and ratifies settlement of said claim in an amount not to exceed the maximum limits as set forth below:

| Claim Identification | Maximum Settlement |
|----------------------|--------------------|
| No. 18-27-0118 | \$765,000.00 |

WHEREAS, this authorization does not admit liability but expressly denies the same, and negotiation of a settlement is authorized only in compromise of a disputed matter and in order to avoid the concerns and expense of further investigation and litigation.

NOW, THEREFORE, BE IT RESOLVED, the Board of Trustees of The MetroHealth System hereby authorizes and ratifies settlement of the claim against the amount set forth above, to be paid from operations and to be submitted for reimbursement by Select Assurance Captive LLC.

AYES: Ms. Chappell, Ms. Dee, Mr. Hairston, Mr. Hurwitz, Ms. Kirk, Mr. Monnolly, Mr. Moss, Dr. Silvers, Dr. Walker, Ms. Whiting

NAYS: None

ABSENT: None

ABSTAINED: None

DATE: October 27, 2021

Approval of Additional Capital for the Garage Enabling Project

RESOLUTION 19469

WHEREAS, the Board of Trustees of The MetroHealth System has been presented a recommendation for additional capital improvements (the "Additional Scope") to the Garage Enabling Project (the "Garage Enabling Project") as more fully described in Attachment A.

NOW, THEREFORE, BE IT RESOLVED, the Board of Trustees of The MetroHealth System hereby approves an additional capital expenditure for the Additional Scope to be paid out of cash reserves and operating cash flow;

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: Ms. Chappell, Ms. Dee, Mr. Hairston, Mr. Hurwitz, Ms. Kirk,
Mr. Monnolly, Mr. Moss, Dr. Silvers, Dr. Walker, Ms. Whiting

NAYS: None

ABSENT: None

ABSTAINED: None

DATE: October 27, 2021

ATTACHMENT A

This Attachment contains trade secrets and/or other proprietary confidential information of The MetroHealth System which shall not be disclosed in whole or in part to any external parties without the express consent of The MetroHealth System. This document is intended for internal use only.

Approval of Affiliation with a Nonprofit Healthcare Provider

RESOLUTION 19470

WHEREAS, the Board of Trustees of The MetroHealth System has been presented a recommendation to approve an affiliation with a nonprofit healthcare provider (the "Affiliation"); and

WHEREAS, the Board of Trustees has reviewed the recommendation and now recommends its approval.

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

BE IT FURTHER RESOLVED, the President and Chief Executive Officer of the System and such other executive officers as he may designate be, and each of them hereby is, authorized to do or cause to be done all such acts or things and to make, execute and deliver or cause to be made, executed and delivered all such agreements, documents, instruments and certificates, in the name of and on behalf of the System or otherwise, as they deem necessary, advisable or appropriate to effectuate or carry out the purposes and intent of this resolution and to perform the obligations or the System in connection with the execution of the agreements described in this resolution.

AYES: Ms. Chappell, Ms. Dee, Mr. Hairston, Mr. Hurwitz, Ms. Kirk, Mr. Monnolly, Mr. Moss, Dr. Silvers, Dr. Walker, Ms. Whiting

NAYS: None

ABSENT: None

ABSTAINED: None

DATE: October 27, 2021

ATTACHMENT A

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