

County Council of Cuyahoga County, Ohio

Resolution No. R2021-0210

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| Sponsored by: County Executive Budish/Department of Public Works | A Resolution authorizing a Hospital Facility Agreement in accordance with Ohio Revised Code Section 140.03 with The MetroHealth System for the transfer of various parcels of real property identified in <u>Attachment A</u> hereto titled in various County-related entities and currently being used for public hospital purposes, to the Board of Trustees of The MetroHealth System; authorizing the County Executive to take all necessary actions and to execute all documents necessary to consummate the contemplated transactions; and declaring the necessity that this Resolution become immediately effective. |
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WHEREAS, pursuant to Ohio Revised Code Section 140.03, the County may enter into an agreement with the Board of Trustees of The MetroHealth System related to hospital facilities and said agreement may provide for the manner in which title to the real estate related to hospital facilities is to be held (“Agreement”); and

WHEREAS, the various parcels of real property identified on Attachment A currently titled in County-related entities (the “Parcels”) are being used by The MetroHealth System for public hospital and related purposes; and

WHEREAS, the County and the Board of Trustees of The MetroHealth System (“Board”) desire to enter into an Agreement in order to transfer title to the Parcels to the Board; and

WHEREAS, in accordance with the Agreement, upon completion of said transfers, the Board will own and hold the Parcels for public hospital purposes or, in its discretion acting in the best interests of The MetroHealth System, may transfer the real estate to one or more nonprofit affiliates of The MetroHealth System for public purposes supporting The MetroHealth System; any real estate purchased for use by The MetroHealth System in the future will be titled in the Board; and

WHEREAS, the County has determined that transferring the Parcels to the Board under the Agreement is fair consideration for the value and benefit to be derived by the County under the Agreement and the Agreement promotes the public purpose stated in Section 140.02 of the Ohio Revised Code.

WHEREAS, it is necessary that this Resolution become immediately effective in order that critical services provided by Cuyahoga County can continue and to provide for the usual, daily operation of a County entity.

NOW, THEREFORE, BE IT RESOLVED BY THE COUNTY COUNCIL OF CUYAHOGA COUNTY, OHIO:

SECTION 1. That the Cuyahoga County Council hereby authorizes a Hospital Facility Agreement in accordance with Ohio Revised Code Section 140.03 (“Agreement”) with the Board of Trustees of The MetroHealth System (“Board”) for the transfer of the parcels of real property identified in Attachment A hereto (the “Parcels”).

SECTION 2. That the County Executive or the Executive’s designee is authorized to execute the Agreement and take all actions and to execute, acknowledge, deliver and/or file for record (as and where appropriate) all documents and instruments necessary or desirable to facilitate and/or consummate the transactions contemplated hereby.

SECTION 3. That, in accordance with the Agreement, upon completion of said transfers, the Board will own and hold the Parcels for public hospital purposes or, in its discretion acting in the best interests of The MetroHealth System, may transfer the real estate to one or more nonprofit affiliates of The MetroHealth System for public purposes supporting The MetroHealth System. Any real estate purchased for use by The MetroHealth System in the future will be titled in the Board. In the event any of the Parcels are no longer used for public purposes supporting The MetroHealth System, title to such parcel shall revert to the Current Title Holder as shown on Attachment A.

SECTION 4. It is necessary that this Resolution become immediately effective for the usual daily operation of the County, the preservation of public peace, health, or safety in the County, and any additional reasons set forth in the preamble. Provided that this Resolution receives the affirmative vote of at least eight members of Council, it shall take effect and be in force immediately upon the earliest occurrence of any of the following: (1) its approval by the County Executive through signature, (2) the expiration of the time during which it may be disapproved by the County Executive under Section 3.10(6) of the Cuyahoga County Charter, or (3) its passage by at least eight members of Council after disapproval pursuant to Section 3.10(7) of the Cuyahoga County Charter. Otherwise, it shall take effect and be in force from and after the earliest period allowed by law.

ATTACHMENT A

| <u>Site</u> | <u>Address</u> | <u>PP#</u> | <u>Current Title Holder</u> |
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| MetroHealth Main Campus Consolidation Plat | 1708 Southpoint Dr. 2500 MetroHealth Dr. 3525 Scranton Rd. Cleveland, Ohio 44109 | 008-19-002 [Plat of consolidation and vacation for Cuyahoga County plat AFN 201712180624] | Board of County Hospital Trustees of The MetroHealth System |
| Westlake | 29579 Center Ridge Road & East side of Crocker Road, Westlake, Ohio 44145 | 217-28-004; 217-28-006 | Board of County Hospital Trustees of The MetroHealth System for and on behalf of County of Cuyahoga Board of County |
| Former Applewood Centers | 3517 W 25th Cleveland, Ohio 44109 | 008-20-011 | Board of County Hospital Trustees of the MetroHealth System for an on behalf of The County of Cuyahoga |
| Middleburg Heights | Pearl Road Middleburg Heights, Ohio 44130 | 373-19-008 - 011; 373-19-014; 373-18-012 - 014 | Board of County Hospital Trustees of The MetroHealth System for an on behalf of the County of Cuyahoga, State of Ohio |
| Brecksville Broadview Heights | 4774 E. Royalton Road Broadview Heights, Ohio 44147 | 603-04-011 | Board of County Hospital Trustees of the MetroHealth System for and on behalf of the County of Cuyahoga, The State of Ohio |

| <u>Site</u> | <u>Address</u> | <u>PP#</u> | <u>Current Title Holder</u> |
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| The Western Reserve Association | 3525 W. 25th Street Cleveland, Ohio 44109 | 008-20-012 - 015 | Board of CountyHospital Trustees of The MetroHealth System for and on behalf of The Countyof Cuyahoga, the State of Ohio |
| | 3553 W. 25 th Street Cleveland, Ohio 44109 | 008-20-016; 008-20-017; 008-22-010 | The Board of Trustees of the MetroHealth System |
| Luzar | 3372 W. 25th Street Cleveland, Ohio 44109 | 015-10-018 | Board of CountyHospital Trustees of The MetroHealth System for and on behalf of The Countyof Cuyahoga, the State of Ohio |
| MetroHealth Medical Center | 2500 MetroHealth Drive Cleveland, Ohio 44109 | 008-20-001 | Board of Trustees of Cuyahoga County Hospital |
| Old Brooklyn (Vacant Land)Community Gardens | 4241 W. 33 rd Street Cleveland, OH 44109 | 014-18-050 | County of Cuyahoga County, Ohio with a tax mailing address c/o The MetroHealth System |
| Old Brooklyn Senior Health & Wellness Center | 4229 Pearl Road Cleveland, Ohio 44109 | 014-18-001; 014-18-050; 014-18-014; 014-18-013 and 014-18-049 | County of Cuyahoga County, Ohio with a tax mailing address c/o The MetroHealth System |
| Old Brooklyn Senior Health& Wellness Center [Parking Garage] | 3333 Devonshire Rd. Cleveland, Ohio 44109 | 014-17-010 | County of Cuyahoga County, Ohio with a tax mailing address c/o The MetroHealth System |

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| American City Properties, Inc. (Westside of W25th) | 3444-3446 W. 25th Cleveland, Ohio 44109 | 015-10-031 | County of Cuyahoga, Ohio, Board of Commissioners |
| Old Brooklyn Senior Health & Wellness Center [Medical Arts Building] | 4255 Pearl Road Cleveland, Ohio 44109 | 014-17-008 | County of Cuyahoga, Ohio, Commissioners acting by and through the Board of Trustees of the MetroHealth System, established under Ohio Revised Code Section 339 |
| MetroHealth Medical Specialties | 2500 MetroHealth Drive Cleveland, Ohio 44109 | 008-18-006; 008-18-007- 045; 008-18-054 - 060; 008-18-999 | Cuyahoga County Hospital Board of Trustees |
| West Park Health Center | 3838 W. 150th Street Cleveland, Ohio 44111 | 025-33-017 | The Board of Cuyahoga County Hospital Trustees dba The MetroHealth System |