

RESOLUTION NO. 9004-18A

BY: Anderson, Bullock, George,  
Litten, O'Leary, O'Malley, Rader

A RESOLUTION to take effect immediately provided it receives the affirmative vote of at least two thirds of the members of Council, or otherwise to take effect and be in force after the earliest period allowed by law, adopting the recommendations of the Foundation Planning Task Force for the creation of the Healthy Lakewood Foundation, the appointment of its initial board and the approval of its initial governing documents, all in accordance with the Master Agreement governing healthcare in Lakewood dated December 21, 2015.

WHEREAS, pursuant to the terms of Section 4.1 of the master agreement governing healthcare in Lakewood dated December 21, 2015, the City and Lakewood Hospital Association must (i) jointly agree upon a process for the creation of a new Ohio nonprofit corporation that is formed for the purpose of addressing community health and wellness needs in the City of Lakewood; (ii) develop the new foundation's governing documents; (iii) file articles of incorporation for the new foundation with the Ohio Secretary of State; (iv) select the new foundation's initial board; and (v) cause new foundation to apply for federal tax-exempt status with the Internal Revenue Service; and

WHEREAS, the Foundation Planning Task Force has been appointed to make recommendations to the City for the creation of the new foundation, proposed as the Healthy Lakewood Foundation, and has duly made those recommendations; and

WHEREAS, the Foundation Planning Task Force's recommendations to the City include the Healthy Lakewood Foundation's mission, vision, and guiding principles, articles of incorporation and code of regulations; and

WHEREAS, the Foundation Planning Task Force's recommendations to the City also include the Healthy Lakewood Foundation's initial board members; and

WHEREAS, the Foundation Planning Task Force's recommendations to the City have separately been approved by Lakewood Hospital Association in accordance with Section 4.1 of the master agreement, under a board resolution dated August 1, 2018; and

WHEREAS, City Council, having adopted the Foundation Planning Task Force's recommendations on July 2, 2018 in Resolution 9004-18, wishes to conform the Additional Articles of Incorporation to the version adopted by Lakewood Hospital Association; and

WHEREAS, as set forth in Section 2.12 of the Third Amended Charter of the City of Lakewood, this Council by a vote of at least two thirds of its members determines that this resolution is an emergency measure and that it shall take effect immediately, and that it is necessary for the immediate preservation of the public property, health, and safety and to provide for the usual daily operation of municipal departments in that the City wishes to ensure its obligations with respect to Section 4.1 of the Master Agreement are fulfilled prior to the occurrence of other events triggering the work of the foundation; now, therefore,

BE IT RESOLVED BY THE CITY OF LAKEWOOD, OHIO:

Section 1. The City of Lakewood hereby adopts the recommendations of the Foundation Planning Task Force for the creation of the Healthy Lakewood Foundation, the appointment of its initial board and the approval of its initial governing documents, all in accordance with the Master Agreement governing healthcare in Lakewood dated December 21, 2015.

Section 2. Specifically, the City of Lakewood hereby approves of the name of the Healthy Lakewood Foundation and of its mission, vision, and guiding principles; articles of incorporation; and code of regulations, attached to this resolution as Exhibits A-1, A-2 and A-3, respectively.

Section 3. Specifically, the City of Lakewood hereby approves of the initial board of the Healthy Lakewood Foundation, the listing of board members being attached to this resolution as Exhibit B.

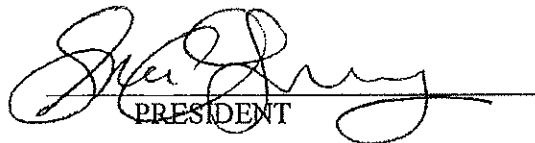
Section 4. The City of Lakewood hereby instructs the Healthy Lakewood Foundation or its incorporators to apply for federal tax-exempt status with the Internal Revenue Service forthwith.

Section 5. In view of the foregoing Sections 1, 2, 3 and 4 of this resolution, the City of Lakewood hereby states and avers that its obligations pursuant to Section 4.1 of the Master Agreement are fulfilled and discharged.

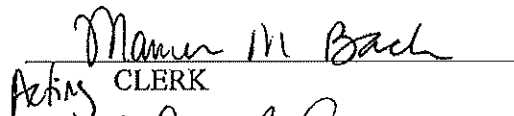
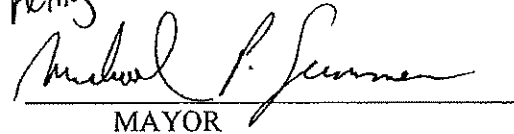
Section 6. It is found and determined that all formal actions of this Council concerning and relating to the passage of this resolution were adopted in an open meeting of this Council, and that all such deliberations of this Council and any of its committees that resulted in such formal action were in meetings open to the public in compliance with all legal requirements.

Section 7. This resolution is hereby declared to be an emergency measure necessary for the immediate preservation of the public peace, property, health, safety and welfare in the City and for the usual daily operation of the City for the reasons set forth and defined in the preamble to this resolution, and provided it receives the affirmative vote of at least two thirds of the members of Council, this resolution shall take effect and be in force immediately upon its adoption by the Council and approval by the Mayor, or otherwise it shall take effect and be in force after the earliest period allowed by law.

Adopted: 9/4/18

  
PRESIDENT

Approved: Sept 6 2018

  
Acting CLERK  
  
MAYOR