

ORDINANCE NO. 212-21

AN ORDINANCE AUTHORIZING THE MAYOR TO ENTER INTO THE THIRD AMENDMENT TO CLEVELAND CLINIC FITNESS CENTER AND MEDINA COMMUNITY RECREATION CENTER HEALTH AND FITNESS AGREEMENT, AND DECLARING AN EMERGENCY.

BE IT ORDAINED BY THE COUNCIL OF THE CITY OF MEDINA, OHIO:

SEC. 1: That the Mayor is hereby authorized and directed to execute a Third Amendment to Cleveland Clinic Fitness Center and Medina Community Recreation Center Health and Fitness Agreement.

SEC. 2: That a copy of the Agreement is marked Exhibit A, attached hereto and incorporated herein, and is subject to the final approval of the Law Director.

SEC. 3: That it is found and determined that all formal actions of this Council concerning and relating to the passage of this Ordinance were adopted in an open meeting of this Council, and that all 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 the law.

SEC. 4: That this Ordinance shall be considered an emergency measure necessary for the immediate preservation of the public peace, health and safety, and for the further reason that the current contract expires on December 31, 2021; wherefore, this Ordinance shall be in full force and effect immediately upon its passage and signature by the Mayor.

PASSED: December 13, 2021

SIGNED: John M. Coyne, III
President of Council

ATTEST: Kathy Patton
Clerk of Council

APPROVED: December 14, 2021

SIGNED: Dennis Hanwell
Mayor

THE UNDERSIGNED, CLERK OF THE COUNCIL OF THE CITY OF MEDINA, OHIO, HEREBY CERTIFIES THAT THE FOREGOING IS A TRUE AND CORRECT COPY OF ORDINANCE-RESOLUTION NO. 212-21 ADOPTED BY SAID COUNCIL ON Dec. 13, 2021
Kathy Patton
CLERK OF COUNCIL

ORD 212-21
Exh. A

 **Cleveland Clinic - Law Department**

This page needs to be retained with the Agreement at all times.

COMPANY INFORMATION

CITY OF MEDINA, OHIO
132 N. ELMWOOD
MEDINA, OH 44256

CONTRACT INFORMATION

Contract ID: 4259566
Master Agreement Number: 3038652
Dept Reference No.:
Contract Description: THIRD AMENDMENT - EXTENDS AGREEMENT FOR 1 MORE YEAR, AND
ADDS A 60 DAY TERMINATION WITHOUT CAUSE PROVISION
Institute: Executive Administration
Submitting Dept: WELLNESS
Contract Amount: \$0
Dept Contact: LINDSEY SITKO

TERM INFORMATION

Effective Date: 1/1/2022
Expiration Date: 12/31/2022
Term Type: Fixed

LEGAL TEAM INFORMATION

Attorney: JOHN RITCHEY

Paralegal:

Contract approved as to form for: 4259566
Attorney: RITCHEY, JOHN
By: Ritchey, John
Date: 12/1/2021 11:34:06 AM

ORD 212-21
Exh. A

**Third Amendment to Cleveland Clinic Fitness Center
and
Medina Community Recreation Center
Health and Fitness Agreement**

This Third Amendment to the Cleveland Clinic Fitness Center and Medina Community Recreation Center Health and Fitness Agreement ("Third Amendment") is made and entered into as of **January 1, 2022**, by and between **The Cleveland Clinic Foundation**, an Ohio nonprofit corporation, located at 9500 Euclid Avenue, Cleveland, Ohio 44195, on behalf of its Fitness Center, ("CCFFC"), and the **City of Medina**, an Ohio municipality, for its Medina Community Recreation Center, and amends the Cleveland Clinic Fitness Center and Medina Community Recreation Center Health and Fitness Agreement between the parties effective January 1, 2013 (the "Agreement.")

WHEREAS, the Term of the Agreement, as amended by the Second Amendment effective January 1, 2019, expires on December, 31, 2021, and the parties desire to extend the Term for one more year; and

WHEREAS, the parties desire to further amend the Agreement as described herein,

NOW THEREFORE, in consideration of the mutual promises and covenants contained herein, CCFFC and the City of Medina, for its Medina Community Recreation Center, agree as follows:

1. **Term.** The Term of the Agreement expires on December 31, 2021. Therefore, the parties hereby agree that the Term shall be extended through **December 31, 2022** ("Term"), unless and until terminated earlier by the parties.
2. **Termination.** The parties hereby amend the Agreement to add a termination provision that either party may terminate the Agreement without cause upon sixty (60) days prior written notice to the other party.
3. **Rates.** The current member rates shall continue unchanged during the extended Term period.
4. **Effective Date of Third Amendment.** This Third Amendment is effective as of January 1, 2022.

All other terms and conditions of the Agreement not modified by this Third Amendment remain in full force and effect. In the event of any conflict between this Third Amendment and the Agreement, the terms of this Third Amendment will govern.

[Remainder of this page left blank; signature page follows.]

IN WITNESS WHEREOF, the parties hereto have caused this Third Amendment to be executed by their authorized agents as of the date first above written.

**THE CLEVELAND CLINIC
FOUNDATION**

By: 

Authorized Signature

James J. Matusz Jr.

Name (print or type)

Chief Operations Officer

Title

12/29/2021

Date

**CITY OF MEDINA, for its Medina
Community Recreation Center**

By: 

Authorized Signature

Dennis Hanwell

Name (print or type)

Mayor

Title

12/14/2021

Date