

**BOARD OF TRUSTEES**  
**The MetroHealth System**

**Date:** October 28, 2020

**Time:** 4:00 p.m.

**Place:** The MetroHealth System Board Room (Virtual Webex)

**Present:** Ms. Dee, Mr. Hairston, Mr. Hurwitz, Ms. Kirk, Mr. Monnolly, Mr. Moreno, Mr. Moss, Dr. Silvers, Ms. Whiting

**Staff:** Dr. Boutros, Dr. Boulanger, Ms. Brown, Dr. Chehade, Mr. Frolik, Ms. Jacono, Mr. Jones, Ms. Kline, Mr. Nevel, Mr. Phillips, Ms. Platten, Mr. Richmond, Mr. Stern, Ms. Wahl, Dr. Watts, Dr. Werner

**Guests:** Mr. Brian M. O'Neill, Chair, Board of Directors, The MetroHealth Foundation  
Dr. Lia Logio, New Vice Dean of Medical Education, Case Western Reserve University School of Medicine

**MINUTES OF MEETING**

The meeting was called to order by Ms. Whiting with all participating via Webex, in accordance with Section 339.02(K) of the Ohio Revised Code and due to the Declaration of a State of Emergency declared by Governor DeWine.

(The minutes are written in a format conforming to the printed meeting agenda for the convenience of correlation, recognizing that some of the items were discussed out of sequence.)

**1. Minutes**

The Board approved the Minutes of the Board Meeting of July 22, 2020. RESOLUTION 19384.

**2. Welcome of New Trustee: Brenda Kirk, New Trustee of The MetroHealth System Board of Trustees**

The Board approved the New Trustee for The MetroHealth System Board of Trustees. RESOLUTION 19385.

**3. Appreciation Recognition of Thomas M. McDonald for 12 Years of Service as Board Member**

The Board recognized Mr. McDonald's 12 years of dedicated and distinguished service as a Trustee of The MetroHealth System, noting 6 of those years Chairing a few Board Committees including the Audit and Compliance Committee and the Finance Committee. A reception was held earlier in the year to recognize Mr. McDonald's dedication, outstanding judgment, leadership and deep commitment brought to the Board. RESOLUTION 19386.

**4. Consent Agenda**

- A. Audit and Compliance Committee – None**
- B. Community Engagement Committee – None**
- C. Diversity Committee – None**

**D. Executive Committee - None**

**E. Facilities and Space Committee**

1. The Board unanimously approved the further amendment of the agreement with HGA Architects and Engineers, LLC to provide additional architectural and engineering services for the Campus Transformation Project. The total fees for this additional work shall not exceed \$1,300,000, for a total amended fee amount not to exceed \$36,617,953 to be paid out of capital funds previously approved through Board Resolution 19088. RESOLUTION 19387.
2. The Board unanimously approved the amendment of the agreement with Mitchell Planning Associates to provide additional exterior security design services for the Campus Transformation Project. The total fees for this additional work shall not exceed \$233,960, for a total amended fee amount not to exceed \$2,534,095 to be paid out of capital funds previously approved through Board Resolution 19088. RESOLUTION 19388.
3. The Board unanimously approved the further amendment of the agreement with Engineering Economics, Inc. to provide independent test and balancing support services for the Campus Transformation Project. The total fees for this additional work shall not exceed \$59,321 for a total amended fee amount not to exceed \$2,519,774 to be paid out of capital funds previously approved through Board Resolutions 19088. RESOLUTION 19389.
4. The Board unanimously approved the Lease Agreement as more fully described in Attachment A. RESOLUTION 19390.
5. The Board unanimously approved the engagement of Gilbane Building Company as the System's construction manager at risk for construction services under a Guaranteed Maximum Price Agreement for the Old Brooklyn Campus Project with aggregate costs not to exceed \$6,347,338, to be paid out of available capital funds previously approved through Board Resolutions 19348 and 19349. RESOLUTION 19391.

**F. Finance Committee - None**

**G. Governance Committee – None**

**H. Legal and Government Relations Committee**

1. The Board unanimously approved the retention of the law firms more fully described in Attachment A as special counsel for services as may be required, to be paid out of general operating funds. RESOLUTION 19392.
2. The Board unanimously approved the continued engagement of Alston & Bird as consultants for the System's federal government relations activities, for total costs not to exceed \$360,000, plus reasonable out-of-pocket expenses, over a period not to exceed 24 months, to be paid out of general operating funds. RESOLUTION 19393.

**I. Quality and Safety Committee – None**

## **5. President and CEO's Report**

Dr. Boutros stated that the President's Report is in the Board Book and deferred reporting, noting there are many Committee reports to be given and lengthy discussions concerning the Budget among other matters to be reviewed in Executive Session.

## **6. Nursing/Magnet Report – Melissa Kline, Chief Nursing Officer**

Ms. Kline began her report recognizing Emily Pringle, a Neonatal ICU Nurse, as being one of two staff nurses out of a group of 20 that was selected by the American Organization for Nursing Leadership for their Young Professional Voices Program. Magnet conducted a virtual visit of MetroHealth the end of August and beginning of September. Ms. Kline thanked Ms. Whiting for participating on behalf of the Board of Trustees and noted the appraisers were impressed with her participation and the visit went well. The Commission on Magnet Recognition will vote on re-designation at the beginning of November and by mid-November the results of the re-designation should be received. The Nurse Satisfaction Survey that began in October was completed on October 24; there was 83% participation from the registered nurses, and the results should be returned sometime in December and will be shared at a future Board meeting. Lastly, Ms. Kline stated that Dr. Boutros had shared the Nurse Family Partnership Program 12-minute video on her behalf done by Maria Cody with the participation of the nursing staff that is committed and passionate about helping moms and babies, which in turn helps the entire family.

## **7. Medical Staff**

### **A. Report of Medical Staff President – Dr. Jessica Lovich-Sapola**

Dr. Sandra Werner gave the report in Dr. Lovich-Sapola's absence and began with stating that Dr. Nora Singer, MD, Director of the MetroHealth Clinical Trial Unit, is chairing the COVID-19 study feasibility committee to prioritize potential clinical risks. Dr. Werner provided the following report to recognize the following physicians: Donald Anthony, MD PHD, Division of Rheumatology, Department of Medicine, and David Wahl, MD PhD from UH received a \$1.8 million grant from the Department of Defense to study Natural Killer Cell Therapy for Cancer; Adam Perzynski, PhD, MetroHealth Population Health Research Institute, was awarded two grants totaling \$500,000 from the National Institute on Aging; Bincheng Wang, PhD, Director of the Division of Cancer Biology, Department of Medicine and Ge Jin, PhD from Case received a \$3.7 million grant to study HIV infection in lung cancer progression; James Wilson, DO, Director of Spinal Cord Injury Rehabilitation was awarded \$600,000 from the Craig H. Neilson Foundation to provide funding for a fellowship program; Reema Gulati, MD is the new President-Elect of the Women Faculty of the School of Medicine at Case; Andres Pinto, DMD, MPH is the new President-Elect of the American Academy of Oral Medicine; and Thomas Steinemann, MD is to receive the Outstanding Advocate Award from the American Academy of Ophthalmology. At the request of Dr. Werner, Ms. Whiting made a motion and the Board unanimously approved the Medical Staff Providers Appointments, Reappointments and Actions for October 2020, as well as the Medical Executive Committee Minutes of August 14, 2020 and September 11, 2020.

### **B. Approval of Medical Staff Providers Appointments, Reappointments and Actions – October 2020**

1. The Board unanimously approved the Medical Staff Providers Appointments, Reappointments and Actions for October 2020. RESOLUTION 19394.

### **C. Medical Executive Committee Minutes – August 14, 2020 and September 11, 2020**

**D. Report of Case Western Reserve University (CWRU), School of Medicine – Dr. Lia Logio, Vice Dean for Medical Education**

Dr. Logio reported that she began as Vice Dean for Medical Education at Case Western Reserve University School of Medicine (CWRU) in July and is still relatively new and very appreciative of everything done by MetroHealth for the medical students. During COVID times CWRU is guided by three primary principles: the priority is safety is important, avoiding any compromise of education, and, based on the AAMC guidelines, medical students are considered critical new workforce in the pipeline for health care. The recommendation nationally has been to move forward through the curriculum so graduation requirements can be met and medical students can graduate on time and enter the workforce at a time when they are really needed. There have been some changes and challenges having to do with COVID, specifically with the pre-clerkship students and CWRU encourages MetroHealth to work with it to find places for these medical students to learn various required skills and physical diagnosis skills so these students can be ready for their third year clerkships that happen in the Spring. Dr. Logio thanked MetroHealth for all that is being done and noted MetroHealth’s partnership is greatly appreciated.

**8. Audit and Compliance Committee**

**A. Report of Committee Chairperson Silvers**

Dr. Silvers indicated that it was a full meeting that reviewed in detail the third quarter status of the external and internal audits. Cheryl Wahl, Chief Ethics and Compliance Officer, gave an update on the 2020 Work Plan and goals, as well as part of the Enterprise Risk Management Report. The regular report was given on the Transformation Project Construction Cost Review, noting all is on schedule. Lastly, a good amount of discussion surrounded the Cybersecurity and IT update, including activities at the operations center.

**B. Non-Consent Agenda**

1. Action Items – None
2. Information Items
  - a. 2020 External Audit Plan
  - b. Transformation Project Construction Cost Review
  - c. 2020 Ethics & Compliance Update
  - d. 2020 Internal Audit Update
  - e. Cyber Security & IT Update
  - f. Enterprise Risk Management

**9. Community Engagement Committee**

**A. Report of Committee Chairperson Hairston**

Mr. Hairston stated that the Community Engagement Committee met on October 21, 2020 and indicated the Committee has been expanded. An introduction and overview report were given on Unite Ohio involving the various networking partnerships and trauma recovery initiatives taking place in Cleveland and examples shown of how effective these partnerships have become. An update on community testing and vaccinations was given, and Mr. Hairston said he was proud to be part of MetroHealth as he was able to answer questions posed by individuals he spoke to about the testing process after finding out they did not have a doctor. Alan Nevel, Chief Diversity and Human Resources Officer, gave an Inclusion, Diversity and Equity update showing highlights of several multi-level marketing campaigns and events with the African American community, noting he had attended two of the available sessions offered at different diverse locations. Feedback is already being received from these campaigns

and events and stated that the Committee plans to redesign the presentation given to meet the needs of the community and share the responses with the Committee at the upcoming January meeting.

**B. Non-Consent Agenda**

1. Action Items – None
2. Information Items
  - a. Call to Order
  - b. United Ohio Introduction and Overview
  - c. Update on Community Testing/Vaccinations
  - d. Diversity, Equity and Inclusion Update
  - e. Community Engagement Committee Charter Discussion
  - f. Adjournment

**10. Diversity Committee**

**A. Report of Committee Chairperson Dee**

Ms. Dee stated her Committee met on August 12, 2020 and indicated the Committee is focused on the Racial Equity and Inclusion efforts of the System being made by Alan Nevel, Chief Diversity and Human Resources Officer, and Margarita Diaz, Director of Inclusion, Diversity and Health Equity. She reported that videos concerning *Healing Begins with Listening* have been shared with employees to encourage discussion about sharing experiences regarding racial bias. Mr. Nevel shared goals for Building Sustainability and Equity, which included; working on representation for Black and other minorities in hiring, retention and promotion at all levels; reducing health disparities in patients/community; creation of a culture of inclusion, safety and acceptance, and offering a range of education programs aimed at anti-bias and anti-racism for employees; and promoting economic equity and participation. To eliminate racism and bias, the current process includes engaging and assessing the current environment, such as through the use of focus groups, listening tours at various sites, conversations and ethical surveys, to collect feedback on the issues and then building capabilities to then be followed by accountability and metrics. With respect to building capabilities, an understanding of race, equity and inclusion principles are being established based on a common language such as the definition of equity and equality and then training. Awareness is being established among supervisors and directors and focus now is on the two main reasons employees are leaving MetroHealth, those reasons being pay or their dislike of their supervisor.

Tiffany Short, Director of Culture and Organizational Effectiveness, gave an update on the following matters: (1) employee engagement continues through recognition and appreciation, noting a local West side artist came to the meeting and created upbeat chalk murals which were accompanied by giveaways, acknowledgements and thanks that were distributed to all shifts followed by a survey to gauge improvement; (2) an excellent 93% June graduation rate was achieved by the Lincoln West Cleveland Metropolitan School partnership, noting all graduates were accepted into colleges, all graduates received chromebooks thanks to JP Morgan, summer internships were offered for the 2019 class in nursing, information technology and the police department; (3) the Lincoln West Science and Health track offered two certifications through courses and state tests, those being IT certification and STNA classes; (4) COVID presents a huge challenge for student participation and completion, noting students returned to classes on October 26, senior classes being held onsite, and the chemistry lab being under construction; and (5) MetroHealth continues to be a forum for exposure to health professions and mentoring; and Insights and Learning included support for college preparation was successful and more work being developed to involve parent engagement and education with additional tutoring and job shadowing.

A Diversity Recruitment report was given by Dominic Rapposelli, Human Resources Analyst, which included the following: 2019 inclusive candidate metrics shows an interview pool to be inclusive, noting hiring of diverse Advance Practice Professional exceeded goals, particularly in the female hiring category and a lag in physician hiring diversity; racial diversity composition of executives, directors and managers ranged from 14% to 20% in 2019, noting racial diversity among physicians was 26% and included Native American, Asian, African-American, Latino and multiple combinations; and there were 16 provider hires in the second quarter of 2020, two being African American and none Hispanic, noting that the names of each were provided and that chair search committees are now intentionally diverse. A request for proposal has been created to implement a process to attract, hire, advance and retain employees which builds the culture of equity and inclusion, and MetroHealth began using PracticeMatch which assists in tracking the provider applicants race and ethnicity.

Ms. Dee reported that departments such as the Campus Transformation, Planning, Design and Construction, Facilities Management and Supply Chain did well at approximating their goals. Campus Transformation results reported by Walter Jones is diversity spend being 65% and minority business spend at 20%, with onsite workforce being 14% African American and 8% being Hispanic. An investigation was held and the entire construction project shut down without pay for three days after an incident happened at the construction site with racial slur graffiti being discovered and a message delivered that there will be zero tolerance for such acts. Margaret Hewitt, Director of Planning, Design and Construction reported diversity and minority spend being 20% in her area. Facilities Management under Karen Dethloff reported improved minority spend in August and September with the addition of four new minority vendors with efforts underway to increase the number of vendors, noting Facilities had 31% Diversity spend and 20% minority spend. Michael Jones, Director of Sourcing and Purchasing and who reported on behalf of Justin Gallo, stated diverse spend was 90% and minority business spend was 10%. Ms. Dee stated actual trades people onsite working on the construction projects have been at least 14% African-American and approximately 10% Hispanic, with appreciation being extended to Dr. Akram Boutros, Walter Jones and the entire team.

Arlene Anderson, Senior Manager of Diversity Solutions, provided an overview of current efforts, which included improving the Supply Chain registration through the portal, sending out upcoming requests for bids and then encouraging the minority vendors to apply. Before year end minority vendors in the community will be intentionally identified and contacted regarding registering with the portal and encouraging the vendors to submit their up-to-date business certification paperwork in advance so they are eligible to submit bids, with Ms. Anderson offering herself as a mentor. Ms. Anderson is also involved in goal setting, building in pertinent contract language relative to diversity and contract bid language and formalizing the statistical reporting. The bidding process will begin in Margaret Hewitt's area of Planning, Design and Construction. The end process will be for Ms. Anderson to create a comprehensive manual to create consistency and practice in this process.

**B. Non-Consent Agenda**

1. Action Items – None
2. Information Items
  - a. Racial Equity and Inclusion Update
  - b. System-Wide Recruiting & Workforce Dev. Update
  - c. Provider Recruiting Update
  - d. Campus Transformation Update
  - e. Planning, Design & Construction Update
  - f. Facilities Update
  - g. Supply Chain Update
  - h. Q&A / General Discussion

## **11. Executive Committee – No Report**

## **12. Facilities and Space Committee**

### **A. Report of Committee Chairperson Monnolly**

Mr. Monnolly stated how proud he was of the entire Campus Transformation team, for it was through their diligent efforts that the 118 beds were able to be added to the new hospital and while staying within budget of the original amount budgeted. Mr. Jones reported that Karen Dethloff began the Committee meeting with a report on the status of Facilities Management, noting that several items were accomplished in support of the ongoing COVID-19 efforts for a healthy organization as well as dealing with utility disruptions without significantly impacting operations. Facilities Management initiated 74 projects totaling \$7.8 million. Ms. Dethloff also gave a status report on the Facilities Management staffing in terms of the vacancies and changes being made throughout the organization. Lastly, Mr. Jones reported that the project is running on time and on budget.

### **B. Non-Consent Agenda**

1. Action Items – None
2. Information Items
  - a. Facilities Management Update
  - b. Transition Planning Update
  - c. Campus Transformation Update

## **13. Finance Committee**

### **A. Report of Committee Chairperson Moss**

Mr. Moss indicated the Finance Committee met on October 21, 2020 and was broken down in two parts, one being the MetroHealth financial report and the other in Executive Session concerning the 2021 Budget. Craig Richmond, Chief Financial and System Services Officer, began with a report concerning the new GASB rules; MetroHealth accounted for the \$42 million on the Balance Sheet which now moves to the Income Statement due to borrowing interest payments related to the Transformation Project, noting that this does not affect cash flow nor affect the accounting change in Earnings Before Interest, Depreciation and Amortization (EBIDA). Mr. Richmond also emphasized MetroHealth received \$92.3 million of advanced payments from Centers for Medicare and Medicaid Services (CMS) for the purpose of increasing cash flow to health providers impacted by the COVID-19 pandemic and are classified as deferred revenues, shown on the Balance Sheet as both an asset and a liability that may need to be paid back. Stimulus funding from the CARES Act Provider Relief Funds in the amount of \$71.3 million was received to assist with the revenue losses and expenses related to the COVID-19 pandemic, and some changes may be made to return that money and, because of that, the money from the Income Statement is shown on the Balance Sheet and is also listed as a liability. EBIDA was \$97.4 through the nine months ended September 30, 2020, an increase of \$8.1 million from last year or a 9% increase due largely in part to retail and contract pharmacy growth, the Care Innovation and Community Improvement Program (CICIP), and the cost coverage add-on (CCA) payments associated with the Hospital Upper Payment Limited (UPL) program. Mr. Moss noted that even if the \$71.3 million is returned, this may be our best year ever. Operating income was \$52.8 million compared with \$45.3 million for the same period from 2019, an \$7.5 million increase or 16.5%. Non-Operating Income was \$10.7 million versus \$18.6 million during the same period in 2019, a decrease of \$7.9 million due to market volatility surrounding the COVID-19 pandemic. Net Income for the nine months ended September 30, 2020 was \$63.4 million versus \$63.9 million during the same period 2019, a decrease of \$0.5 million or 0.7%, noting MetroHealth made \$8

million less in investments that were made up through operations due to patient service revenue, contract pharmacy and the CICIP money. Revenue was \$1,004.9 million versus the same time last year of \$958.7 million, an increase of \$46.2 million or 4.8%. Net patient revenue was \$773.4 million compared to \$779.2 million for the same period in 2019, a decrease of \$25.8 million or 3.2%, noting this offset was the decrease from net patient services in the Spring when COVID began. Other operating revenue increased \$71.9 million or 45.1% as a result of continued growth in retail and contract pharmacy operations and the UPL of \$31.1 million, \$20 million being the one-time CCA payment received the second quarter. Total operating expenses reported for the nine months ended September 30, 2020 were \$907.5 million compared to the \$869.4 million for the same period in 2019, an increase of \$38.1 million or 4.4% due to COVID supply costs, pharmaceutical related expenses, and modest salary/wage increases. Total assets as of September 30, 2020 were \$2,170.9 million or an increase of \$223.8 million from the prior year-end, noting \$92.3 million were the advance payments, \$71.3 million from the stimulus funding, \$26.5 million from investments, and \$14.4 million from accounts receivables. Total liabilities as of September 30, 2020 were \$2,849.3 million, an increase of \$160.2 million from the same period last year, noting the increase being attributed to advanced payments and the stimulus funding that now has to be recorded as a liability. The payor mix payments have been consistent and the cash on hand is 163 days, which excludes the advanced payments and the stimulus funding dollars; if the advanced payments and stimulus funding dollars were to be taken out of that equation to be paid back, MetroHealth is far better off than we were in 2019. The 2021 budget was then discussed in Executive Session.

**B. Non-Consent Agenda**

1. Action Items
  - a. Approval of 2021 Annual Budget (Executive Session)
2. Information Items
  - a. Unaudited Financial and Operational Results for the Nine Months Ended September 30, 2020

**14. Governance Committee**

**A. Report of Committee Chairperson Whiting**

Ms. Whiting reported that the Committee met on November 11, 2020 and a majority of the discussions were held in Executive Session, noting she would brief the full Board of Trustees upon entering Executive Session for this meeting. Discussions held included legal risk assessments vis-à-vis certain policies and a possible nominating process which involve ways to work with the County Executive.

**B. Non-Consent Agenda**

1. Action Items - None
2. Information Items – None [All held in Executive Session]

**15. Legal and Government Relations Committee**

**A. Report of Committee Chairperson Whiting**

Ms. Whiting reported the Committee met on September 9, 2020 and stated that two consent items were approved as part of the Consent Agenda, noting that discussions were held concerning the retention of outside counsel and the continuing engagement with Alston & Bird as consultants for the System's federal government relations activities. She said it was unanimous among the staff that Alston & Bird had done a great job advising and assisting on our behalf with federal government relations and was able to submit several bills that netted several million dollars.

**B. Non-Consent Agenda**

1. Action Items – None
2. Information Items
  - a. Government Relations Update
  - b. Update on Risk Management/Insurance Developments

**16. Quality and Safety Committee**

**A. Report of Committee Chairperson Silvers**

Dr. Silvers stated the Committee met on August 12, 2020 and began with a report surrounding the Arts and Health Program, which provided a review of events supporting the engagement of the community. Time was spent reviewing the 2020 System goals performance as this is the reason behind this Committee meeting. There are many quality goals being followed that may have some financial implications, but the main concern is that of the COVID testing and the strategy implemented, noting quality goals have been on target. There was discussion surrounding care gap optimization topics such as colon cancer screenings and the like which may be hard to do during the times of COVID. The patient experience discussion involved ratings that are based on patient perceptions of how MetroHealth is doing and what forms the demographic factors such as young versus old and research completed on race issues to better understand these experiences, noting the two parts involved being how MetroHealth actually provides a good experience and how MetroHealth perceives what has been done. The Committee went through a question of collecting data and how it would be analyzed and be included. Dr. Boutros added that MetroHealth is looking to close the care gaps of patients not coming into the hospital due to COVID by being proactive in reaching out to patients to allow them the care they need in the future.

**B. Non-Consent Agenda**

1. Action Items - None
2. Information Items
  - a. Engaging Through the Arts
  - b. Quality/Safety YTD Performance
  - c. Experience YTD Performance
  - d. Care Gap Optimization
  - e. Experience Across Patients
  - f. Executive Session

**17. Foundation and System Philanthropy Report – Kate Brown – President, The MetroHealth Foundation and MHS Chief Development Officer**

Ms. Brown reported that MetroHealth's For All of Us campaign is now at \$60.4 million against the \$100 million goal. More unrestricted gifts are coming into the organization at this time, noting a \$4 million grant from The Roots & Wings Foundation assisted in increasing the capital commitment to approximately \$13 million year-to-date. The MetroHealth Foundation Board made a significant announcement at the October 2020 meeting in which Gareth Vaughan is now the Foundation's Chair-Elect. Mr. Vaughan will take over for Brian O'Neill as Chair in May 2021 and has already begun participating in numerous meetings such as the strategic planning process that the Foundation is initiating in November 2020, noting a consultant is being selected in the immediate future.

A motion was unanimously passed by roll call vote to go into Executive Session (4:50 p.m.) to discuss trade secrets, pending litigation, personnel matters and information required to be kept confidential by law.

Following the Executive Session, the meeting reconvened in open session at approximately 6:10 p.m.

The Chair noted that the Board of Trustees were provided information concerning the proposed budget for the 2021 fiscal year, presented with a recommendation for same and the authorization to submit the 2021 fiscal year budget to the government of Cuyahoga County, Ohio, including the Exhibits A and B. There being no further questions, the Board unanimously approved the proposed budget for the 2021 fiscal year and authorized the submission of the same to the government of Cuyahoga County, Ohio. RESOLUTION 19395.

The Chair noted that the Board of Trustees were provided information concerning approval of certain amendments to the existing delegations to the President and Chief Executive Officer of functions related to the Transformation Project, for the purpose of improving the governance and administrative efficiency of the System and to serve the best interests of the System, the amended delegation being further detailed in the Attachment A. There being no further questions, the Board unanimously approved the certain amended delegations to the President and Chief Executive Officer related to the Transformation Project as outlined above. RESOLUTION 19396.

The Chair noted that the Board of Trustees were provided information concerning the development and construction project as more fully described in the Attachment A. There being no further questions, the Board unanimously approved the development and construction project and the engagement of AHP Development, L.L.C. as the design-build firm for the Project as set forth in Attachment A. RESOLUTION 19397.

The meeting adjourned at approximately 6:25 p.m.

**NEXT MEETING:           December 16, 2020 (WEDNESDAY) – 4:00 p.m.  
                                  The MetroHealth System – Webex Virtual Meeting**

The MetroHealth System

Respectfully submitted,

Vanessa Whiting, Chairperson

Akram Boutros, M.D., FACHE  
President and Chief Executive Officer