



# MetroHealth

## BOARD OF TRUSTEES The MetroHealth System

- Date:** June 23, 2021
- Time:** 5:00 p.m.
- Place:** The MetroHealth System Board Room
- Present:** Ms. Chappell, Ms. Dee, Mr. Hairston, Mr. Hurwitz, Ms. Kirk (Zoom), Mr. Monnolly, Dr. Silvers, Ms. Whiting
- Staff:** Dr. Boutros, Dr. Boulanger, Ms. Brown (Zoom), Dr. Chehade, Mr. Frolik (Zoom), Ms. Jacono, Mr. Jones, Ms. Kline, Ms. McBride, Mr. Phillips, Ms. Platten, Ms. Rajki, Mr. Richmond, Dr. Lovich-Sapola (Zoom), Mr. Stern, Ms. Wahl
- Guests:** Dr. Lia Logio (Zoom), Vice Dean of Medical Education, Case Western Reserve University School of Medicine  
Mr. Gareth Vaughn (Zoom), Incoming Chair Board of Directors, The MetroHealth Foundation

### MINUTES OF MEETING

The meeting was called to order by Ms. Whiting with some attendees participating via Zoom at 5:00 p.m., in accordance with Section 339.02(K) of the Ohio Revised Code.

(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 May 26, 2021. RESOLUTION 19448.

#### 2. Consent Agenda - Approval

##### A. Executive and Diversity Committee

1. The Board unanimously approved the capital expenditure for medical equipment, information technology systems, furniture, fixtures and equipment, and artwork and signage for the System's main campus Transformation Project for aggregate costs not to exceed \$87,000,000 to be paid out of capital funds previously approved in Board Resolution 19088. RESOLUTION 19449.



2. The Board unanimously approved the continued ongoing engagement of Kaufman Hall as the System’s Financial Advisor for Transformation and other enabling projects, for the purpose of providing financial planning, advice and guidance related to Transformation and the restructuring of existing real estate operating leases throughout 2021, for total aggregate fees not to exceed \$175,000 plus reasonable out-of-pocket expenses, to be paid out of general operating funds. RESOLUTION 19450.
3. The Board unanimously approved the purchase of workers’ compensation employer’s liability insurance; and paid out of operating funds: Select Assurance Captive, LLC for coverage of claims in excess of \$50,000 with limits of \$1,200,000 at a funding premium of \$773,406, for the policy period of June 1, 2021 through May 31, 2022; and Arch Insurance Company for coverage of claims in excess of \$1,250,000 with limits of \$500,000,000 at a premium of \$204,362 for a one-year policy period of June 1, 2021 through May 31, 2022. RESOLUTION 19451.
4. The Board unanimously approved the engagement of Turner Construction Company as the System’s design-builder for the Garage Enabling Project for capital improvements consisting of a parking garage on the System’s main campus as more fully described in Attachment A. RESOLUTION 19451.

**3. President and CEO’s Report**

Dr. Boutros stated that the President’s Report was contained in the Board Book and, since the report was written, MetroHealth is sponsoring what is now known as the MetroHealth Cleveland Juneteenth Freedom Fest and will continue for the next four to five years. He was also honored to be named one of the 50 most influential clinical leaders by Modern Healthcare which came as a surprise.

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

Ms. Kline stated her report was included in the President’s Report.

**5. Medical Staff**

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

Dr. Lovich-Sapola indicated that the Medical Staff newsletter was included in the Board Book. At the request of Dr. Lovich-Sapola, Ms. Whiting made a motion and the Board unanimously approved the Medical Staff Providers Appointments, Actions and Reappointments for June 2021, as well as the Medical Executive Committee Minutes of May 14, 2021.



**B. Approval of Medical Staff Providers Appointments, Actions and Reappointments – June 2021**

1. The Board unanimously approved the Medical Staff Providers Appointments, Actions and Reappointments for June 2021. RESOLUTION 19453.

**C. Medical Executive Committee Minutes – May 14, 2021**

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

Dr. Logio indicated that CWRU is busy getting ready to onboard incoming students. She stated that this class is the most diverse class CWRU has ever had with 41 underrepresented minority students in the class, noting that has increased from 33 last year. Orientation begins on July 7, 2021 and CWRU is excited to welcome the new students.

Dr. Boutros reported that Dr. Logio was recently highlighted in a report concerning how hospitals taking care of urban community patients have closed. At the time she was the Chair of Medicine, at the largest clinical department at Drexel University when Hahnemann University Hospital went bankrupt. Dr. Boutros stated that this is the opposite of what happens at MetroHealth and indicated the contrast between the two organizations, the Board support, and the focus of management.

**6. Committee Reports**

<b>Audit &amp; Compliance Committee</b>	<b>No Meeting</b>
<b>Executive &amp; Diversity Committee</b>	<b>No Report</b>
<b>Facilities &amp; Planning Committee</b>	<b>No Meeting</b>
<b>Finance Committee</b>	<b>No Meeting</b>
<b>Governance &amp; Legal Committee</b>	<b>No Meeting</b>
<b>Quality, Safety &amp; Experience Committee</b>	<b>No Meeting</b>

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

Ms. Brown indicated two big updates since including The MetroHealth Foundation report in the President’s Report. MetroHealth has been notified that it will be receiving \$1 million from the Elizabeth Severance Prentiss Foundation. MetroHealth has achieved the funding required to establish the Alfred F. Connors Sr. Professorship in Health Services and Population Health Research, as well as the Colonel Thomas C. McNeal Professorship in Trauma, Critical Care Burns and Acute Care Surgery. The Foundation will be moving forward with the University to put this in place.



Mr. Vaughan thanked everyone for the opportunity to be part of the meeting. He indicated the strategic planning process was reported at the last Foundation meeting; it was presented and approved, and the plan now is to move towards expanding national funding and national recognition for the Foundation and the System Board.

A motion was unanimously passed by roll call vote to go into Executive Session 5:15 p.m. to discuss trade secrets and matters required to be kept confidential by law.

Following the Executive Session, the meeting reconvened in open session at approximately 6:35 p.m.

The Chair noted that the Board of Trustees have been provided information for the authorization and ratification settlement of Claim No. 17-40-0117. There being no further questions, the Board unanimously approved the authorization and ratification of the claim amount set forth in the Resolution to be paid from operations and to be submitted for reimbursement by Select Assurance Captive LLC. RESOLUTION 19454.

The meeting adjourned at approximately 6:45 p.m.

**NEXT MEETING:            August 25, 2021 (WEDNESDAY) – 4:00 p.m.  
   The MetroHealth System – MetroHealth Board Room K-107**

The MetroHealth System

Respectfully submitted,

Vanessa Whiting, Chairperson

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