

The MetroHealth System Board of Trustees

FULL BOARD REGULAR MEETING

January 26, 2022

5:00 – 7:00 pm

Meeting held via Zoom

Meeting Minutes

Present: Inajo Davis Chappell, Maureen Dee, John Hairston, Robert Hurwitz, Terry Monnolly, John Moss, Dr. JB Silvers, Dr. E. Harry Walker, Vanessa Whiting

Staff: Dr. Jennifer Bailit, Laura Black, Dr. Bernard Boulanger, Dr. Akram Boutros, Joe Frolik, Julie Jacono, Dr. Melissa Kline, Dr. William Lewis, Laura McBride, Alan Nevel, Sonja Rajki, Craig Richmond, Michael Stern, Nicholas Sukalac, Cheryl Wahl, Dr. Brook Watts

Guests: Dr. Lia Logio, Michael Phillips, Jaclyn Woolnough, Dr. Sandra Werner,

Ms. Whiting called the meeting to order at 5:03 pm, 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.)

I. Approval of Minutes

The minutes of the November 22, 2021 Board Meeting were approved as submitted.
RESOLUTION NO. 19485

II. Consent Agenda

A. Executive & Diversity Committee

- i. The Board unanimously approved Certain Core Terms of a Collective Bargaining Agreement with AFSCME Local 3360, Ohio Council 8. **RESOLUTION NO. 19486**

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- ii. The Board unanimously approved a Claim Settlement.
RESOLUTION NO. 19487

III. Committee Reports

- A. Audit & Compliance Committee, B. Kirk, Chair – No meeting
- B. Executive & Diversity Committee – V. Whiting, Chair – Just heard the report and there were no additional updates.
- C. Facilities & Planning Committee – T. Monnolly, Chair - No meeting
- D. Finance Committee, JB Silvers, Chair – No meeting
- E. Governance Committee, I. Davis Chappell, Chair – No meeting
- F. Quality, Safety & Experience Committee, JB Silvers, Chair – No meeting

IV. President and CEO's Report

Dr. Boutros presented the Year-In-Review, a public version of which is on MetroHealth's website. Dr. Boutros also shared some COVID data including COVID projections for the positivity and compared to actual positivity. He also informed the Board of the current status and the positive trending.

Dr. Boutros introduced the following executives who have accepted new roles pursuant to a restructuring that he put into place to plan for the future of the health system:

Nicholas Sukalac, Chief Operating Officer-Ambulatory Services
William Lewis, MD, Chief Medical Officer-Ambulatory Services
Michael Stern, Chief Operating Officer-Inpatient Services
Jennifer Bailit, MD, Chief Medical Officer-Inpatient Services

Additionally, Laura Black is the Special Assistant to the President & CEO.

V. Leadership Reports

A. Nursing Report

Dr. Kline indicated that her report was included in Board Book and there are no additional updates. Dr. Boutros thanked Dr. Kline for leading the efforts with the National Guard who have been providing additional staffing support. To answer a Board member's question, Dr. Kline reported that the system had a nursing overtime program in place and Dr. Boutros added that together Dr.

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Boulanger and Dr. Kline are working to address the current and long-term clinical staffing needs.

B. Medical Staff Report

Dr. Sandra Werner indicated that all updates are included in the Board Book with no additional updates. Ms. Whiting asked for a motion and the Board unanimously approved the Medical Staff Providers Appointments, Reappointments and Actions for December 2021, as well as the Medical Executive Committee Minutes of December 10, 2021. **RESOLUTION NO. 19488**

C. Report of Case Western Reserve University School of Medicine

Dr. Logio indicated there is no formal report or additional updates at this time.

VI. Other Board Items

A. Semi-Annual Revisions of Schedule of Charges – Craig Richmond & Jacklyn Woolnough

Craig Richmond introduced Ms. Woolnough, Director of Revenue Integrity to give the report. Ms. Woolnough shared a slide deck and described the Charge Description Master (CDM) which is a list of all billable services and the associate charges for those services. Its function is to assemble the charges on the claim that the insurers/payors pay based upon a predetermined negotiated amount. Each year there are items added or changed in the CDM. There are over 15,000 charges in the CDM. Ms. Woolnough summarized where most of the changes in the CDM took place and why those types of changes occur.

Ms. Woolnough also described initiatives MetroHealth has regarding pricing transparency. She related that CMS mandated that providers put their charges on their websites. In addition to MetroHealth complying with CMS mandates we provide additional non required transparency tools that we think are more helpful for patients along with a cost estimator. Additionally, MetroHealth has a Consumer Financial Bill of Rights to help patients navigate the financial complexities of healthcare. The Bill of Rights is not a requirement, but rather something that MetroHealth felt is important even though most providers do not have it in place.

Ms. Woolnough also reviewed MetroHealth's Patient Cost Estimator – which is what most patients are interested in for transparency when seeking services. Patients can go online, input their insurance and their potential service and get information about the costs.

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Ms. Whiting indicated that all further matters to be considered at this meeting involved discussions of trade secrets, matters required to be kept confidential by law, personnel matters, as well as information subject to the attorney-client privilege. Upon unanimous roll call vote, the Board went into Executive Session to discuss such matters at 5:43 pm.

Following Executive Session, the meeting reconvened in open session, there being no further business to bring before the Board, the meeting was adjourned at 7:25 pm.

NEXT MEETING: Wednesday, February 23, 2022 – 4:00-6:00 pm via zoom

Respectfully submitted,

THE METROHEALTH SYSTEM

Vanessa Whiting, Chairperson

Akram Boutros, MD, FACHE
President and Chief Executive Officer