

The MetroHealth System Board of Trustees

FULL BOARD REGULAR MEETING

June 22, 2022

5:00 – 7:00 pm

MetroHealth Board Room (K-107) or via Zoom

Meeting Minutes

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

Staff: Dr. Jennifer Bailit, Dr. Bernard Boulanger, Dr. Akram Boutros, Ms. Kate Brown, Dr. Nabil Chehade, Ms. Melissa Kline, Dr. William Lewis, Ms. Jane Platten, Dr. Christine Alexander Rager, Ms. Sonja Rajki, Mr. Craig Richmond, Mr. Michael Stern, Mr. Nicholas Sukalac, Ms. Cheryl Wahl

Guests: Ms. Gail Long, Mr. Michael Phillips

Ms. Whiting called the meeting to order at 5:28 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 May 25, 2022 regular Board Meeting were approved as submitted. **RESOLUTION NO. 19510**

II. **Consent Agenda**

A. **Executive & Diversity Committee**

- i. The Board unanimously approved the Name Change and Capitalization of MHS Care-Innovation LLC. **RESOLUTION NO. 19511**
- ii. The Board unanimously approved MetroHealth Ventures' Participation in a Joint Venture. **RESOLUTION NO. 19512**
- iii. The Board unanimously approved MetroHealth Ventures' Participation in a Joint Venture. **RESOLUTION NO. 19513**
- iv. The Board unanimously approved Lumina Imaging's Participation in a Joint Venture. **RESOLUTION NO. 19514**
- v. The Board unanimously approved Additional Capital Expenditures for Capital Improvements for the System's Ambulatory Locations. **RESOLUTION NO. 19515**

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- vi. The Board unanimously approved Additional Capital Expenditures for Capital Improvements for the OBC Parking Garage Renovation.
RESOLUTION NO. 19516

III. Committee Reports

- A. Audit & Compliance Committee - *No meeting*
- B. Governance Committee - *No meeting*
- C. Facilities & Planning Committee - *No meeting*
- D. Finance Committee - *No meeting*
- E. Quality, Safety & Experience Committee - *No meeting*
- F. Executive & Diversity Committee - *Ms. Whiting, Chair reported that the meeting took place directly before the full Board meeting – and there were no additional updates.*

IV. President and CEO's Report

Dr. Boutros stated the President's Report was included in the Board book and then highlighted a few additional items.

Dr. Boutros reported that this is the 2nd year out of a 5-year commitment for MetroHealth to be a major sponsor for the Juneteenth event, held on Mall C. It was well received and attended.

Dr. Boutros reported that the System established a Workforce Strategy Taskforce that will assess multiple recommendations. Workforce is a major issue for healthcare organizations and management will be coming back to the Board with the results of the assessments including how the workforce issues impact operations and financials.

Finally, Dr. Boutros added that the System received preliminary approval for accreditation from the National Commission on Correctional Health for the provision of medical care at the Cuyahoga County Jail. Dr. Boutros thanked Dr. Julia Bruner and Jane Platten and their teams for their hard work getting to this point.

V. Medical Staff Report

Dr. Christine Alexander, President of the Medical Staff, indicated the medical staff report was included in the Board Book. At the request of Dr. Alexander, the Board unanimously approved the Medical Staff Providers Appointments and Reappointments for May 2022 and the Medical Executive Committee Minutes of May 13, 2022. **RESOLUTION NO. 19517**

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VI. Informational Items

Dr. Boutros discussed the Annual Report of Professional Service Engagements Procured through GEN-88 and summarized the list of the Professional Services Engagements from July 2021-June 2022.

VII. Other Board Items

- A. Upon discussion and review, the Board unanimously approved the Continuing Official Roles with Certain Partner Entities **RESOLUTION NO. 19518**
- B. Upon discussion and review, the Board unanimously approved the Collective Bargaining Agreement with Ohio Patrolmen's Benevolent Association. **RESOLUTION NO. 19519**
- C. Upon discussion and review, the Board unanimously approved Amended and Restated Bylaws for the Board of Trustees. **RESOLUTION NO. 19520**

VIII. Executive Session

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 5:44 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 7:15 pm.

**NEXT MEETING: Wednesday, August 24, 2022 – 4:00-6:00 pm
MetroHealth Board Room (K-107) or via Zoom**

Respectfully submitted,

THE METROHEALTH SYSTEM

Vanessa Whiting, Chairperson

Akram Boutros, MD, FACHE
President and Chief Executive Officer