

The MetroHealth System Board of Trustees

FULL BOARD REGULAR MEETING

Wednesday, August 23, 2023

5:00 – 7:00 pm

The MetroHealth System Brooklyn Heights Campus

Room B-102

Meeting Minutes

- Trustees:** Inajo Chappell-I, John Corlett-I, Maureen Dee-I, John Hairston-R, John Moss-I, JB Silvers-I, E. Harry Walker, M.D.-I, Vanessa Whiting-R¹
- Staff:** Airica Steed, Ed.D.-I, Anise Ardelt, M.D., Ph.D-I Laura Black-I, Richard Blinkhorn, M.D.-I, Kate Brown-I, Nabil Chehade, M.D.-I, Alfred Connors, M.D.-R, Will Dubé-I, Joseph Golob, M.D.-I, Joseph Frolik-I, Geoff Himes-I, Olusegun Ishmael, M.D.-I, Julie Jacono-I, Kinsey Jolliff-I, Melissa Kline-I, William Lewis, M.D.-I, Laura McBride-I, Alan Nevel-I, Sarah Partington-I, Alison Poullos-I, Christine Alexander-Rager, M.D.-R, Sonja Rajki-I
- Guests:** Suzanne Aral-Boutros-R, Gail Long-R, Sabrina Roberts-I, Julie Washington-I

Dr. Walker called the meeting to order at 5:15 pm, in accordance with Section 339.02(K) of the Ohio Revised Code with a quorum present.

(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 June 28, 2023, regular Board Meeting were unanimously approved as submitted. RESOLUTION NO. 19579

II. Committee Reports

A. Quality, Safety & Experience Committee

Dr. Walker summarized that the committee had a robust discussion, touching on a Patient Experience story, the committee recommended to approve the System's commitment to maintain a Level I Adult and Level II Pediatric Trauma Center and received an update on

¹ I-In-person, R-Remote

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the Behavioral Health Hospital from Drs. Bruner and Badgaiyan. Dr. Golob gave an update on the Quality, Safety and Experience work.

B. Finance Committee

Mr. Moss summarized that the Finance Committee and the Investment Sub Committee met with the System's investment advisor who gave an update on the investments of the System. Mr. Himes gave an update on the System's second quarter performance, with EBIDA performance. Mr. Moss summarized that overall, the System had a slight decrease in its assets and a slight decrease in liabilities and has approximately 147 days cash on hand.

III. Approval of Consent Agenda

Quality, Safety & Experience Committee

A. The Board unanimously approved the Resolution for the Reaffirmation of Commitment to Maintain a Level I Adult and Level II Pediatric Trauma Center at The MetroHealth System RESOLUTION NO. 19576

Finance Committee

B. The Board approved the Resolution for the Approval of Financial and Operational Transformation and Optimization Project, with Ms. Chappell noting that she cast an opposing the vote on the resolution. RESOLUTION NO. 19577

IV. President and CEO's Report

Dr. Steed referred to her written President and CEO's report and noted a change in the design which includes a score card with metrics and actions on the System's goals. This will be the format moving forward and has been designed for full transparency, improving communications, and allows all to see the progress of the organization.

Dr. Steed highlighted that The MetroHealth System was recognized as number one in Ohio for its Contributions to Community Health. We continue to see extraordinary results from our quality and service metrics due to our caregiver's focus on patient safety, quality and care, and high reliability. She highlighted that the System has significantly reduced the number of patients who leave our Emergency Departments unseen and the length of stay in Acute Care and Specialty Care has decreased. Within the last four to five months, The MetroHealth System has reduced length of stay by one-half day, which is a significant accomplishment. She also highlighted that the System has been recognized nationally as

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a top performer in first case on-time starts in operating rooms, which is an important efficiency metric.

Dr. Steed also shared that the Behavioral Health hospital has recently started providing onsite psychiatric emergency services and strengthened the behavioral health service line with the recently announced partnership with University Hospitals to provide physician collaboration at the Cleveland Heights behavioral health hospital. Lastly, she highlighted the System's focus on optimizing the workforce by reducing turnover and recruiting new talent, and within the last 90 days, the System has filled over 120 nursing positions and has shown a 40% reduction in turnover rate within the last quarter.

Dr. Steed concluded her report by providing an update on the Executive Leadership positions, introducing Dalph Watson as the Chief People Officer who joined July 24, Jim Bicak, SVP Facilities, Campus Transformation and Construction who will be joining on August 28, 2023, and noting that the search for the EVP, Chief Financial Officer and the process should be completed by the end of the week. Dr. Steed thanked Geoff Himes for his service as Interim CFO and his continued dedication to The MetroHealth System and for his participation in the search of his replacement; along with Alan Nevel, who chaired the search committee for this the CFO.

V. Medical Staff Report

Dr. Alexander reported that there was no MEC meeting in August and referred the Board to the Medical Staff Appointments, Reappointments and Actions. Dr. Alexander pointed out that there is higher turnover in June and July and that is expected due to the academic year. She also provided information on an Emerging Leaders Group which identifies junior and mid-level medical staff members and provides them with education on finance, operations, academics, and group projects. The first cohort group is graduating from the program, and she noted that some participants have been named into leadership positions, such as Division Chiefs, Fellowship Directors, and Associate Director for Medical Affairs.

The Board considered the Medical Staff Appointments, Reappointments and MEC Minutes from June and July 2023. The Board unanimously approved the same via RESOLUTION 19580.

VI. Information Items

A. Board Liaison Position

Dr. Walker related that the Board Liaison position had been placed on hold but wanted to have the Board consider how to proceed with the position moving forward. After

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discussion, the board agreed that the position should be budgeted for 2024 and work should be done to look to fill the position with a targeted start date in January 2024.

B. Annual Conflict of Interest Disclosures

Dr. Walker introduced Sarah Partington to address the annual conflicts of interest process. Ms. Partington reviewed the conflict of interest policy and the annual conflict of interest process for the Board. She provided a presentation on conflict of interest and Ohio Ethics Laws and reminded the Trustees about the conflict of interest completion timeframes and pointed them to the materials that were shared including Conflict of Interest and Ohio Ethics Law Information sheet and reference guides.

Ms. Partington answered Trustees questions about the process and specific questions regarding certain potential disclosures. In response to a Trustee question, Ms. McBride described how confidentiality of responses will be handled.

Dr. Walker then asked for a motion to recess into executive session to discuss hospital trade secrets as defined by ORC 1333.61; to conference with an attorney for the public body concerning disputes involving the public body that are subject to pending or imminent court action. Mr. Moss made a motion and Mr. Corlett seconded. The Board held a roll call vote with all Trustees in attendance voting to approve the motion to go into executive session for the purposes stated by Dr. Walker.

Members of the public were excused. The Board went into executive session to discuss the identified matters at 5:54 pm.

VII. Executive Session

Following the executive session, the meeting reconvened in open session at approximately 7:31 pm and welcomed back the public via Zoom and those members of the public who were in-person.

VIII. Recommendation/Resolutions Approvals

Dr. Walker informed the group of the discussion in executive session for a Resolution for Approval of a Claim Settlement. Dr. Walker stated the Trustees heard from Ms. McBride the background on the proposed resolution. He asked if there was any discussion needed on the proposed resolution.

A. Approval of a Claim Settlement

The Board unanimously approved the resolution for the Approval of a Claim Settlement. RESOLUTION NO. 19578.

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There being no further business to bring before the Board, the meeting was adjourned.

THE METROHEALTH SYSTEM

E. Harry Walker, MD, Chairperson

NEXT MEETING: **Wednesday, September 27, 2023**
 5:00 – 7:00 pm
 The MetroHealth Board Room (K-107) or via Zoom