

The MetroHealth System Board of Trustees

FULL BOARD REGULAR MEETING

December 14, 2022

4:00 – 6:00 pm

The Glick Center Room AC2-311 A, B & C or via Zoom

Meeting Minutes

Present: Mr. John Corlett, Ms. Maureen Dee, Mr. John Hairston, Mr. Robert Hurwitz, Mr. John Moss, Dr. JB Silvers, Dr. E. Harry Walker, Ms. Vanessa Whiting

Staff: Dr. Airica Steed, Dr. Jennifer Bailit, Ms. Kate Brown, Dr. Nabil Chehade, Dr. Jeffrey Claridge, Ms. Susan Fuehrer, Ms. Julie Jacono, Mr. Walter Jones, Dr. Melissa Kline, Dr. William Lewis, Ms. Laura McBride, Dr. James Misak, Mr. Alan Nevel, Ms. Jane Platten, Dr. Christine Alexander Rager, Ms. Sonja Rajki, Mr. Brian Rentschler, Mr. Craig Richmond, Mr. Nicholas Sukalac, Ms. Cheryl Wahl

Ms. Whiting called the meeting to order at 4:02 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 21, 2022 regular Board Meeting, November 9, 2022 Special Board Meeting and December 2, 2022 Special Board Meeting were unanimously approved as submitted. **RESOLUTION NO. 19546**

II. Committee Reports

There were no committee meetings preceding this meeting.

III. Resolution of Appreciation for Terence Monnolly

Ms. Whiting read the resolution in appreciation for Terence Monnolly's years of service to MetroHealth and the Board and asked Walter Jones to give remarks. Mr. Jones stated how much of a pleasure it was working with Mr. Monnolly throughout the Glick project and how critical his partnership was. Ms. Dee also added comments regarding Mr. Monnolly's dedication and passion for MetroHealth. The Board unanimously approved the Resolution of Appreciation for Terence Monnolly. **RESOLUTION NO. 19547**

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IV. Public Comments

Ms. Whiting opened the floor to a member of the public who asked to make a statement. Ms. Sabrina Otis stated that she was very grateful for the wonderful team and services received at the Geriatric clinic. However, the service she has received from the Pediatric clinic needs much improvement. Her daughter has epilepsy and there are only two pediatric neurologists available. She raised concerns regarding the quality of care provided to her daughter. Also, her mother is a patient with Cardiology. Ms. Otis expressed frustration that the doors in the Towers are closed, which makes it very difficult for patients, especially cardiac patients, who must walk a distance from the emergency department to the Towers to get to their appointments. Ms. Otis would like something to be done regarding the entrances for her mother. Her entire family comes to MetroHealth, and Ms. Otis also expressed how critical access to medications is for her and her family. She is grateful for the pharmacy services and access her family receives. Ms. Whiting thanked Ms. Otis for her comments.

V. President and CEO's Report

Ms. Whiting stated that this is where the President's Report usually would arise in the agenda. However, since this is Dr. Steed's 8th business day as President & CEO, we wanted to take time to welcome her. A welcome video was played in honor of Dr. Steed's arrival. Dr. Steed expressed her thanks for the warm welcome she has received from MetroHealth and the community.

VI. Medical Staff Report

Dr. Christine Alexander, President of the Medical Staff, indicated the medical staff report was included in the Board Book. However, she also wanted to highlight additional items that are in the works. We are in the process of changes in the Medical Records policy to include residents who perform this function in inpatient settings. Additionally, updating the CME mission statement and policies. At the request of Ms. Whiting, the Board unanimously approved the Medical Staff Providers Appointments and Reappointments for November 2022 and the Medical Executive Committee Minutes of November 11, 2022. **RESOLUTION NO. 19548**

VII. Information Items

- Direct Contracting Entity Accomplishments – Dr. Nabil Chehade. Dr. Chehade noted that CMS had lifted its embargo on the shared savings results achieved by direct contracting entities. Dr. Chehade read the approved press release but was unable to present any slides. The results again reflect significant successes from MetroHealth's DCE, which achieved the highest shared savings for CMS in Ohio.

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- I4HOPE's Screening for Social Determinants of Health – Dr. Jim Misak and Sue Fuehrer. Dr. Misak and Ms. Fuehrer gave a thorough presentation on the challenges, charges, and tools used by the Institute for H.O.P.E. The objective is to improve health through opportunity, partnership and empowerment. Featured a slide presentation outlining the Institute for H.O.P.E accomplishments and goals. The Board thanked Dr. Misak and Ms. Fuehrer for the presentation and their high-impact work for our community.
- The Trauma Professionship – Dr. Jeffrey Claridge. Dr. Claridge featured a slide presentation explaining the increasing prevalence of death from trauma. Trauma is the leading cause of death for those aged 1-46. Given the prevalence and impact, it is critical that MetroHealth be a leading provider for our patients and improve the quality of care in order to, in turn, improve outcomes. However, there is a lack of trauma-related funding. Many of the academic projects the Trauma team works on are not externally funded. With additional funds, The MetroHealth Trauma Research Institute of Cleveland (METRIC) would be able to fund a yearly pilot/research study given to someone within the division, fund a yearly academic leadership/educational course for an individual within the Division (Attending and APP), fund a Postdoctoral Research Position and grow the endowment. The Board thanked Dr. Claridge for the insightful presentation and his group's important work.

VIII. Other Board Items

- A. Ms. McBride reviewed the proposed changes to the Board's Bylaws, which were previously shared with the Board – including clean-up items, the creation of a standalone Compensation Committee, and changes to reflect the resulting changes to the Executive Committee's scope. The Board unanimously approved the Amendments to Bylaws for the Board of Trustees. **RESOLUTION NO. 19549**
- B. Ms. McBride discussed proposed modifications to the 2023 Calendar of Meetings previously approved at the November meeting – including changes to reflect the standalone Compensation Committee and a shift in committee dates in November and December. The Board unanimously approved the Amended 2023 Calendar of Meetings. **RESOLUTION NO. 19550**
- C. The Trustees acknowledged their thanks in Dr. Walker's willingness to serve as Chair-Elect and eventually as Chair. The Board unanimously approved the Election of Chair-Elect. **RESOLUTION NO. 19551**

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D. The Board recognized that the Transition Plan was developed in anticipation of Dr. Steed's term beginning January 1, 2023. In light of the earlier transition, it was discussed and agreed that the Transition Plan be revoked. The Board unanimously approved the Revocation of Transition Plan & Temporary Modifications to Delegations of Authority. **RESOLUTION NO. 19552**

IX. Executive Session

Ms. Whiting then stated that the matters to be considered next involved a conference with an attorney for MetroHealth and the Board concerning disputes involving the MetroHealth and the Board that are the subject of pending or imminent court action, including the settlement of a claim, and asked for a motion to go into executive session.

It was motioned by Dr. Walker and seconded by Mr. Hairston. The Board held a roll call vote with all members voting to approve the motion to go into executive session for the purpose stated by Ms. Whiting.

Members of the public were excused, and the Board went into executive session to discuss the identified matters at 5:30 pm.

Return to Open Meeting

Following the executive session, the meeting reconvened in open session at approximately 6:48 pm.

At that time, Ms. Whiting noted that the Board had discussed the resolution of a settlement in executive session and, based on the information presented, asked for a motion to approve the proposed settlement of the claim. The Board unanimously approved the resolution for the approval of claim no. 19-28-1119. **RESOLUTION NO. 19553**

There being no further business to bring before the Board, the meeting was adjourned at 6:50 pm.

NEXT MEETING: **Wednesday, January 25, 2023 – 5:00-7:00 pm**
 The Glick Center Conference Room 311 A & B or via Zoom

THE METROHEALTH SYSTEM

Vanessa L. Whiting

Vanessa Whiting, Chairperson