

**BOARD OF TRUSTEES
The MetroHealth System**

Date: July 27, 2016

Time: 4:00 P.M.

Place: The MetroHealth System Board Room

Present: Ms. Dee, Mr. McDonald, Bishop Minor, Mr. Monnolly, Mr. Moss, Dr. Silvers, Mr. Spain, Ms. Whiting

Staff: Dr. Boutros, Ms. Allen, Ms. Brown, Dr. Connors, Mr. Jones, Dr. Kasprzak, Ms. Kirk, Ms. Kline, Mr. Lewis, Mr. Phillips, Mr. Richmond, Mr. Stern, Dr. Thomas

MINUTES OF MEETING

The meeting was called to order by Mr. McDonald at 4:00 p.m.

(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 Regular Meeting of June 22, 2016. RESOLUTION 18998.

2. Consent Agenda

A Audit Committee – No Meeting

B. Diversity and Inclusion Committee – None

C. Facilities and Space Committee

1. The Board unanimously approved the acquisition of real estate located in Cuyahoga County, Ohio. RESOLUTION 18999.

D. Finance Committee

1. The Board unanimously approved certain capital improvements and purchases, for the items, purposes, and aggregate costs as detailed in Attachment A, to be paid out of available capital funds, and subsequently reimbursed through fund sources indicated in Attachment A. RESOLUTION 19000.
2. The Board unanimously approved the changes to the Hospital and Professional Charge Description Master (CDM) file. RESOLUTION 19001.

E. Legal and Government Relations Committee – No Meeting

F. Patient Experience Committee – No Meeting

G. Executive Committee – None

H. Quality and Safety Committee – None

3. President and CEO’s Report

Dr. Boutros reported that MetroHealth was over-prepared and underutilized at the Republican National Convention, stating that the majority of health care support provided at the medical village and surrounding areas was to law enforcement, Secret Service, FBI, ATF and the Cleveland Police Department. He stated that he received two letters relating to MetroHealth’s community involvement and has provided them in his report, Harvest for Hunger being the first and the other from Malachi Center. Lastly, Dr. Boutros provided select data from the Center for Health Affairs regarding marketplace plans, informing the Board that 50% of the marketplace insurance plans were present in Cuyahoga County and he then reviewed the financial results for these plans.

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

Ms. Kline reported a successful move by the nursing staff of patients into the Critical Care Pavilion on July 13 and 14, stating the staff is adjusting and feedback has been positive by staff, patients and families. She stated that the satisfaction survey performed annually was completed at a participation rate of 72% overall, short of the goal of 90% but above average for other hospitals participating in the survey. A goal the nursing staff is striving for this year involves more nurses becoming certified in their specialty. Ms. Kline reported 20% had become certified compared to our goal of 22%, and she was happy to report that now the nursing staff has already exceeded their goal at 23.1%.

5. Medical Staff

A. Report of Medical Staff President – Dr. Timothy Kasprzak

Dr. Kasprzak began his report by stating that the Medical Staff had a nice send off for Dr. Sherrie Williams for the two years she served as President of the Medical Staff. Dr. Williams was the second African-American Medical Staff President in the history of MetroHealth, the first African-American female President in the history of MetroHealth, and Dr. Kasprzak reported that the Medical Staff acknowledged and listened to her numerous accomplishments during that two-year period as President. He informed the Board that he intends to focus his two-year term as Medical Staff President by improving/increasing physician engagement and having physicians embrace the transition accompanying MetroHealth’s transformation and growth in the future. He then requested the Board to approve the Medical Staff and Allied Health providers and Advanced Practice Nurses appointments and actions for June and July 2016. He also asked that the Board approve the Medical Staff minutes involving the current procedures in place concerning Order Sets.

B. Approval of Medical Staff/Allied Health Providers/Advanced Practice Nurses Appointments/Actions – June/July 2016

1. The Board unanimously approved the Medical Staff Appointments/Actions for June/July 2016. RESOLUTION 19002.
2. The Board unanimously approved the Allied Health Appointments/Actions for June/July 2016. RESOLUTION 19003.

C. Medical Executive Committee Minutes – July 15, 2016

D. Report of Case Western Reserve School of Medicine – Dr. Patricia Thomas

Dr. Thomas reported that she had not attended a Board meeting since Commencement but wanted to congratulate Dr. John Daryl Thornton on his being awarded the Kaiser-Permanente Excellence in Teaching Award at the Case Western Reserve University School of Medicine Commencement on May 27, 2016. She stated that the students nominate the faculty member who demonstrates exceptional commitment to the medical education of students, which made this award special. She noted that both programs gave this award, which also included Dr. Thornton's being recognized for clinical teaching across the City of Cleveland. Lastly, Dr. Thomas reported on Case Western Reserve University being closed during the week of the RNC and how the School of Medicine remained open and the medical students were the only students on campus, the Dean providing a message to the medical students that health professionals remain on duty in times of crisis. She also noted that the School had a first year class of 216 students.

6. Audit Committee – No Meeting

7. Diversity and Inclusion Committee

A. Report of Committee Chairperson

Ms. Whiting began her report on the Committee's meeting with a review of the Transformation project and community spend given by Walter Jones. The 12-month period netted 31% in the minority business enterprise (MBE), female business enterprise (FBE), and local spend under construction. The second quarter redefined diversity spend to include design and engineering in addition to construction. Paul Martucci reviewed how the Procurement Department achieved a total diversity local spend of 16%, which was down from last year and were revisiting the data to review where there are opportunities to improve. Ms. Whiting stated that they have put in place a dashboard on procurement spend and are meeting with specific departments concerning future opportunities that will lead to an increase in minority spend. The Diversity Department has invited the President's Council to hold their annual meeting at MetroHealth and will be meeting with various decision makers who procure services, noting that the President's Council is the Greater Cleveland African American Chamber of Commerce. MetroHealth will be hosting a meeting with the Greater Cleveland Partnership and reported that a meeting with the Hispanic Chamber of Commerce has already taken place. The Committee was then updated on recruitment efforts and the distinction in leadership composition goals and targets, stating that MetroHealth is doing well in recruiting Asian physicians and doubling the efforts in recruiting and targeting Hispanic and African American physicians.

Ms. Whiting further reported that MetroHealth hosted a Spring Minority Nurse Recruitment and Networking Event on May 19, 2016, which included 140 RSVPs, 105 in total attendees, and 38 nurses applied for positions. The Committee learned about the Schwartz Center, its missions and goals, and has partnered with the Schwartz Center to include diversity in their work. She also stated that the WYCA, Cleveland Fire Department, Medical Mutual, Cardinal Health and the Commission on Economic Inclusion have requested that MetroHealth participate in panels for the reporting and private consulting on the subject of unconscious bias.

Dr. Boutros assisted Ms. Whiting in acknowledging several awards being received by MetroHealth within the past three to four months, two being the AHA Equity of Care Award,

where MetroHealth was one of five organizations in the country who were recognized, and the National Diversity Council's Ohio Leadership Award in Diversity.

B. Non-Consent Agenda

1. Action Items - None
2. Information Items
 - a. Chairperson Update – Vanessa Whiting
 - b. Transformation & Construction Update – Walter Jones
 - c. Supplier Diversity Update – Paul Martucci
 - d. Talent Management Update – Kyle Hodges
 - e. Office of Inclusion & Diversity Update

8. Facilities and Space Committee

A. Report of Committee Chairperson

Mr. Monnolly stated that the Facilities and Space Committee held their meeting at the new Brecksville Health Center. The first item began with a review of the community benefits enterprise report and commitment, averaging 31% between the contractors and architects just as Ms. Whiting reported earlier. Community involvement showed participation at 82%, involving only 1% of the MBE and FBE requirements. He stated that the Committee will try to promote a mentorship with architects and engineers to bring in smaller firms to assist and achieve better participation. Construction reported reaching 28% compared to their 25% goal, but actually showed 82%, which was skewed due to work completed by an SBE architect. He stated that they also want to promote them in a mentor program and will work with outside groups to raise those numbers as well.

Mr. Monnolly next reviewed the time frame it took to complete the Critical Care Pavilion (CCP) and Brecksville Health Center. Construction on the CCP began on July 15, 2015, and the occupancy certificate was received July 1, 2016, noting that to complete the work within a year required working double shifts. He then stated that work started with the tree clearing at the Brecksville Health Center on March 1, 2015, and that occupancy certificate was received on July 1, 2016, reporting that the ER will be open to the public on August 15, 2016. Lastly, he reviewed the events that took place on Saturday, July 23, 2016, at the CCP when a faulty breaker that was installed tripped and he wanted to recognize the facility staff that managed to control and fix the situation without the patients being affected and the public noticing there was a problem. Dr. Boutros added that it was building management optimization, noting that the building is run by computers to stabilize the heating and air conditioning in each area and Osborne Engineering is working to ensure each piece of equipment is functioning at top performance.

B. Non-Consent Agenda

1. Action Items - None
2. Information Items
 - a. Construction Management, Diversity and Inclusion Quarterly Report
 - b. CCP Review
 - c. Committee Tour of the Brecksville Site

9. Finance Committee

A. Report of Committee Chairperson

Dr. Silvers reported that the Finance Committee meeting involved a great deal of detailed discussion regarding the components of the financial reports. He stated the matters involving the Transformation, RNC, Middleburg, Brecksville, two new emergency rooms, HealthSpan, CLECare and Select have made it a challenging year with respect to the budget. Dr. Silvers went on to state that June was reported as a positive month, but the fact that MetroHealth was behind Budget earlier in the year could have made it more difficult due to the timing of the above-mentioned matters. He did state that MetroHealth is on track to be a billion dollar revenue organization with about the same in assets within the next few months.

Mr. Richmond reported that for the month MetroHealth had \$4.6 million Operating Income, \$1 million above Budget. When he looked at the quarter, MetroHealth made \$2.9 million, \$6 million below Budget but had anticipated making \$9 million during the quarter. This loss is attributed to a significant investment in the HealthSpan integration efforts and the Transitional Services Agreement with Mercy Health related to the IT infrastructure and contact center where patients call to schedule appointments. He reported year-to-date, which involved the six months ended June 30, recorded a \$5.5 million loss compared to the \$1.3 million loss budgeted, meaning we are behind Budget by approximately \$4.2 million. When reflecting on June, MetroHealth incurred solid outpatient visits, emergency room visits, and a significant surgical case load; however, the erosion of our inpatient cases had significant revenue impact compared to Budget indicating MetroHealth would need a significant amount of outpatient volume to make up for inpatient cases.

The Board then discussed various questions raised by the Trustees.

B. Non-Consent Agenda

1. Action Items - None
2. Information Items
 - a. Monthly Financial Report – June 2016 – Craig Richmond
 - b. Management’s Discussion and Analysis/Financial Highlights – June 2016 – Craig Richmond

10. Legal and Government Relations Committee – No Meeting

11. Patient Experience Committee – No Meeting

12. Executive Committee – No Report

13. Quality & Safety Committee – No Meeting

A. Report of Committee Chairperson

Mr. Moss began his report for the Quality and Safety meeting noting that there had been a safety update from Dr. Golob, Chairman of the Privacy Quality Risk Safety Compliance Committee (PQRSC), stating some of the accomplishments of the various departments making up the PQRSC were stroke treatment times being reduced 28% from door to treatment and the automated breast ultrasound producing more accurate readings. Matthew Kaufmann presented a Patient Safety and Quality Goals update, specifically

reporting on Hospital Acquired Conditions noting that these affect patient outcomes and hospital reimbursement. He stated that Quality and Safety are working on coding more accurately to define events concerning population health where MetroHealth is measured and which affects our reimbursement, such as diabetes, eye exams, and ensuring that the population has access to tobacco counseling. Matthew Kaufmann discussed safety goals that slipped toward the end of 2015 and have improved in 2016, reviewing those focused on C-diff, Ventilator Associated Pneumonia, Central Line Associated Blood Stream Infections, and Catheter Associated Urinary Tract Infections. A PSI 90 Composite review was also given by Mr. Kaufmann concerning the eight measures that the Centers for Medicare and Medicaid Services (CMS) review with star ratings. In April, Mr. Moss reported that CMS indicated MetroHealth would rate one star, the information at that time being approximately 18 months old. After a long discussion concerning CMS ratings, Mr. Moss reported that we could receive a two star and even have a chance at a three star rating this year. The last report given by Mr. Kaufmann was the Joint Commission, who performed a one-day visit to look at the Parma and Cleveland Heights Emergency Rooms and informed us that we passed and will be accredited. Lastly, Anne Aulisio presented a Fall Reduction plan, noting that MetroHealth has more falls than an average hospital, but that any injuries were not serious, and also reported on methods for correction being undertaken.

B. Non-Consent Agenda

1. Action Items - None
2. Information Items
 - a. Approval of Minutes – John Moss
 - b. Patient Safety Update (PQRSC) – Dr. Joseph Golob
 - c. Patient Safety and Quality Update – Matthew Kaufmann
 - d. The Joint Commission Survey – Matthew Kaufmann
 - e. Falls Reduction Plan – Anne Aulisio

14. External Affairs Report – Elizabeth Allen, Senior Vice President, External Affairs

Ms. Allen informed the Board that a health and safety open house will be held in the new Cleveland Heights facility at Severance Circle on Saturday, July 30, 2016. Approximately 20,000 people who are East Side patients from HealthSpan have been invited, as well as another 5,000 from the community. She indicated that providers will be there and health screenings will be provided. Ms. Allen reported that the Town Hall held by Julie Jacono and representatives from Pharmacy was the most popular at the open house in Parma, with Julie being able to answer questions that were the concerns of most elderly people attending this event. She stated as a result of that Town Hall that materials are being prepared and will be available to patients answering the questions that had been raised.

Ms. Allen reported to the Board that Dr. Boutros is taking the lead at the Federal and State levels to preserve special protection for safety net hospitals on behalf of protecting not only MetroHealth but our patients, which have included the American Hospital Association, America's Essential Hospitals, Ohio Hospital Association, and discussions opening with the University of Cincinnati and Ohio State University. She indicated the American Hospital Association will be hosting a lunch and learn by invitation on August 22, 2016, giving an overview of major legislation being discussed at the Federal and State levels.

Dr. Boutros reported that Ms. Allen's team is currently working on the third generation of integrating a new platform of our internet site rolling out next year where the hope with only three screens will take the patient to appointments and allowing patients to connect with MetroHealth providers.

15. Foundation and System Philanthropy Report - Kate Brown, Vice President, Foundation and System Philanthropy

Ms. Brown began by reporting that the 18th Annual Gannon Memorial Golf Tournament is approaching and will be held on Monday, September 12, 2016, at Briarwood Golf Club, which is near the new Brecksville facility. She also indicated that a long time donor to MetroHealth made an anonymous \$1.5 million gift to our organization, \$1 million being paid over five years to support the FES Program and research done by Dr. John Chae. This donor also contributed \$500,000 over two years to support the Orthopaedic Research Endowment, a seed fund for a collaborative professorship with Case Western Reserve in honor of Dr. P Hunter Peckham.

16. Other Board Items - None

17. Executive Session

A motion was unanimously passed by roll call vote to go into Executive Session to discuss legal matters required to be kept confidential, including litigation.

Following the Executive Session, the meeting reconvened in open session at approximately 5:30 p.m.

The meeting adjourned at approximately 5:30 p.m.

NEXT MEETING: September 28, 2016 (WEDNESDAY) – 4 p.m.

The MetroHealth System

Respectfully submitted,

Thomas McDonald, Chairperson

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