

THE METROHEALTH SYSTEM  
BOARD OF TRUSTEES  
LEGAL & GOVERNMENT RELATIONS COMMITTEE

September 27, 2017

Present: Committee Members: Tony Minor, Charles Spain, Vanessa Whiting

Other Trustees: Maureen Dee, JB Silvers

Staff: Dr. Akram Boutros, Elizabeth Allen, Tracy Carter, Dr. Alfred Connors, Michael Dalton, Marlene Franklin, Latisha James, Michael Phillips, Sonja Rajki, Craig Richmond

The meeting was called to order at 2:00 p.m. by Mr. Spain. 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. The minutes of the June 28, 2017, meeting was approved.

II. Consent Items

1. Recommendation to the President and Chief Executive Officer of The MetroHealth System for the Retention of Real Estate and Construction Attorneys

Ms. Rajki reviewed the proposed resolution with the Board, explaining that approximately every three years a bid is requested for panels of attorneys based on practice area, this year being construction and real estate attorneys. Proposals were received by 11 law firms and, of those firms, four were chosen to interview in person and three were recommended to the Board as special counsel to MetroHealth. Mr. Spain requested approval of the retention of the law firms of Bricker & Eckler, LLP, Calfee, Halter & Griswold, LLP and Ulmer & Berne LLP as special counsel for services relating to real estate and construction as may be required, to be paid out of the general operating funds.

Upon motion made and seconded, the Committee resolved to recommend approval of the retention of Bricker & Eckler, LLP, Calfee, Halter & Griswold, LLP and Ulmer & Berne LLP as special counsel for services relating to real estate and construction as may be required.

III. Discussion Items

• Government Relations Update

Ms. Carter began her government relations update by reviewing three areas: (1) staff updates, (2) discussion surrounding Issue 2, and (3) sharing of sensitive health policy advocacy. Michael Dalton, Director of State Government Relations, was hired in February 2017, and Latisha James, Director of Local Government Relations, was hired in

mid-September 2017 to advance MetroHealth's local government relations interests. Ms. Carter reported that Jim Haviland, MetroHealth's former Local Government Relations Director, transitioned to support Dr. Boutros as Director of Economic and Community Development with the West 25th Street planning process. An overview of Issue 2, the Drug Price Relief Act, was provided, and there was discussion of the pros and cons, noting that would impact pharmacy providers such as MetroHealth that serve a high percentage of Medicaid patients, as well as health systems and safety net facilities could lose millions in Medicaid revenues if adopted into final law. The Cassidy Graham bill did not advance to the Senate floor for a vote at the federal level, and Ms. Carter anticipates health reforms discussions to resurface in 2018 and believes that Congress will focus its attention on tax reform. Medicaid expansion and potential rate cuts are being monitored at the state level, while Ms. James is introducing herself to constituents at the local level and sharing MetroHealth developments and learning the priorities of our leaders at the Cleveland City Council. Lastly, Ms. Carter continued to encourage Board members to respond to advocacy alerts distributed by Dr. Boutros and to consider attending the state of Ohio General Assembly Opioid Hearing being held at MetroHealth on October 2, 2017.

- Risk Management Report

Ms. Franklin's report was reserved for Executive Session.

A motion was unanimously passed by roll call vote to hold an executive session to discuss trade secrets, litigation, and matters of attorney/client privilege.

Following the executive session, the meeting reopened.

#### IV. Action Items

1. Approval of Claim No. 13-39-0213

Upon motion made and seconded the Committee resolved to recommend to the Board of Trustees the proposed settlement of Claim No. 13-39-0213 in an amount not to exceed \$2,100,000, to be paid from The MetroHealth System Self-Insurance Trust Fund.

There being no further business, the meeting adjourned at 3:20 p.m.

Respectfully submitted,

Michael Phillips  
Senior Vice President and Chief Legal Officer