

EXECUTIVE COMMITTEE MEETING
BOARD OF TRUSTEES
THE METROHEALTH SYSTEM

November 18, 2020
Virtual WebEx Meeting

Committee Members Present: Ms. Whiting, Mr. Monnolly, Dr. Silvers

Other Trustees: Ms. Dee, Mr. Hurwitz, Ms. Kirk, Mr. Moreno, Mr. Moss

Staff Present: Dr. Boutros, Dr. Boulanger, Mr. Phillips, Ms. Platten,
Mr. Richmond, Mr. Stern, Dr. Chehade, Ms. McBride

Ms. Whiting called the meeting to order at 4:00 p.m.

The minutes for the meeting of September 23, 2020, were approved as submitted.

Presentation of COVID Trends

Dr. Bernard Boulanger and Michael Stern provided the Committee with an update of Covid-19 developments. They first reviewed the number of Ohio cases, being more than 7,000 as of November 17, and the number of inpatients being approximately 3,650. They noted that MetroHealth had total Covid isolated in patients of 31 earlier this morning, but this number has now increased to 36. It was also noted that the number of Covid calls had spiked and Dr. Akram Boutros noted that this has been a predictor of trends.

For testing MetroHealth is averaging 425 tests per day for the last week. They also noted the drive through locations and express care locations that were being used.

Next they reviewed MetroHealth's surge plan including the various categories for action and the Tiers established for enhanced activities as the number of cases increased. This plan would be activated if the number of inpatients exceeded 50, and it was noted that the challenge was staffing.

Dr. Akram Boutros then updated the Committee on developments with the vaccine, noting that MetroHealth had been identified as one of 10 facilities in Ohio which would receive doses of the vaccine in the first round. He also noted the potential timing of the roll out of the vaccines and important factors concerning the ability to vaccinate the population.

Intellectual Property Policy

Dr. Akram Boutros and Michael Phillips discussed the background for the proposed Intellectual Property Policy that had been provided to the Board. It was noted that H.B.50 had been enacted in 2019 addressing MetroHealth's ownership and rights to certain intellectual property.

Mr. Phillips described the three basic provisions in section 339.062, being confirmation of a county hospital's ownership rights to intellectual property resulting from research by its employees or at its facilities, establishment of clear authority for a county hospital to dispose of its rights in such intellectual property and the authorization for the county hospital to permit its employees to receive rights in such property under certain specific terms and conditions.

Ms. Laura McBride then reviewed the hospital ownership provisions of the statute and the policy which basically follow the required provisions from 339.062. She then discussed how the proposed policy would deal with the question of authority to dispose the rights of such intellectual property noting that this was a power granted to the Board. She also noted the provision permitting grants to employees which would enable MetroHealth to realize the benefits of entrepreneurial activities and incentivize the inventors in terms of the commercialization of any such intellectual property. She outlined the proposed terms of the policy relating to such grants and restrictions on this activity. Finally, she noted that the policy provided for the creation of a Technology Transfer Oversight Committee (TTOC) to oversee any commercialization companies and related MetroHealth activities.

Ms. McBride then described the specific steps and rules for employee participation and the terms by which the TTOC would provide oversight in connection with such participation and MetroHealth's arrangements with commercialization companies. She also noted that the policy contains detailed conflict of interest oversight and management standards to be overseen by the Chief Ethics and Compliance Officer and the Chief Legal Officer.

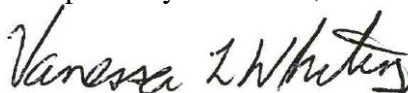
Dr. Akram Boutros provided further background concerning the strategic reasons for such arrangements and this policy and potential employee participation under the conditions of the statute and the policy. The Committee asked a number of questions, and these were discussed in depth. A question was raised concerning the TTOC report for the Board, and all parties agreed that the policy as provided in the final Resolution would include a requirement that the TTOC report out on these activities and commercialization arrangements at least annually.

Ms. Whiting indicated that all matters to be considered at this meeting involved discussions of Trade Secrets and matters required to be kept confidential by law. Upon unanimous roll call vote, the Committee went into Executive Session to discuss such matters.

Following Executive Session, the meeting reconvened in open session at 5:45. The Committee unanimously approved the proposed 2021 Schedule of regular Board meetings which will be presented to the Board at the December meeting.

The meeting was adjourned at approximately 5:55 p.m.

Respectfully submitted,



Ms. Vanessa L. Whiting
Chair