



MetroHealth

BOARD OF TRUSTEES The MetroHealth System

- Date:** August 25, 2021
- Time:** 4:00 p.m.
- Place:** The MetroHealth System Board Room and via Zoom
- Present:** Ms. Chappell, Ms. Dee, Mr. Hairston, Mr. Hurwitz, Ms. Kirk, Mr. Monnolly, Mr. Moss, Dr. Silvers, Ms. Whiting
- Staff:** Dr. Boutros, Mr. Frolik, Ms. Kline, Ms. McBride, Mr. Phillips, Ms. Platten, Mr. Richmond, Dr. Boulanger, Ms. Brown, Dr. Chehade, Ms. Jacono, Mr. Jones, Mr. Nevel, Dr. Lovich-Sapola, Mr. Stern, Ms. Wahl
- Guests:** Dr. Lia Logio, Vice Dean of Medical Education, Case Western Reserve University School of Medicine
Mr. Gareth Vaughn, Incoming Chair, Board of Directors, The MetroHealth Foundation

MINUTES OF MEETING

The meeting was called to order by Ms. Whiting with some attendees participating via Zoom at 4:02 p.m. Due to technical difficulties, Dr. Silvers recalled the meeting to order at 4:05 pm, in accordance with Section 339.02(K) of the Ohio Revised Code.

I. Minutes

The Board approved the Minutes of the Board Meeting of June 23, 2021. RESOLUTION 19455.

II. Consent Agenda - Approval

a. Finance Committee

1. The Board unanimously approved Phase I Engagement of an Advisor for Human Resources Assessment, Performance and Rewards Program. RESOLUTION 19456.

b. Governance Committee

1. The Board unanimously approved the Amended Bylaws and Rules and Regulations for the Medical Staff. RESOLUTION 19457



2. The Board unanimously approved the Policy Regarding Open Meetings. RESOLUTION 19458

c. Facilities & Planning Committee

1. The Board unanimously approved Capital Improvements and Engagement of Carl Walker Construction for the Old Brooklyn Medical Center Parking Garage Renovation. RESOLUTION 19459.

3. President and CEO's Report

Dr. Boutros noted that the President's Report was contained in the Board Book. As an update to that report, Dr. Boutros recognized that MetroHealth received the highest award for the Supplier Diversity from Premier Inc., a national healthcare improvement company.

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

Ms. Kline gave the 2021 Annual Nursing Update. She indicated the various nursing staff positions and the education that mirrors those positions. There are different pathways to become a nurse and affiliated nursing programs are available to reach those goals.

Ms. Kline shared information about the Nursing Shared Governance Model which has control and authority over the practice through shared decision-making between frontline staff and leadership. This is how the nurses manage and monitor our practice based on evidence.

MetroHealth has been Magnet-recognized for the fourth year. This recognition goes to organizations who: align nursing strategic goals to improve patient outcomes; support nurses' education, development, and autonomy; and demonstrate nurses' contribution to quality care. Additionally, the Nurse Residency program was awarded with two consecutive Accreditation with Distinction awards in 2018 and 2021. A Beacon Silver Award was given in 2018 and 2021 by the American Association of Critical-Care Nurses, Trauma ICU, and the PRISM Award was given by the Academy of Medical-Surgical Nurses. Also, Ms. Kline is on the Commission of Magnet and has been reappointed to a second 4-year term.

There was discussion regarding retention and the turnover rate and what effect it has on the staff. Ms. Klein stated that MetroHealth's turnover rate is below the national average of 14-15%. Due to the many opportunities nurses have to expand their practice, the current turnover rate is 6%. The strategic plan is to focus on pipelines: target middle and high schools for the pipeline to strengthen early interest to continue that path.

5. Medical Staff

A. Report of Medical Staff President – Dr. Jessica Lovich-Sapola

Dr. Lovich-Sapola indicated that all updates are included in the Board Book. At the request of Dr. Lovich-Sapola, Ms. Whiting made a motion and the Board unanimously approved the Medical Staff Providers Appointments, Actions and Reappointments for July and August 2021, as well as the Medical Executive Committee Minutes of July 9, 2021.

B. Approval of Medical Staff Providers Appointments, Actions and Reappointments – July and August 2021

1. The Board unanimously approved the Medical Staff Providers Appointments, Actions and Reappointments for July and August 2021. RESOLUTION 19460.

C. Medical Executive Committee Minutes – July 9, 2021

D. Report of Case Western Reserve University (CWRU), School of Medicine – Dr. Lia Logio, Vice Dean for Medical Education

Dr. Logio had no major updates to report. Students have started classes for the year. We are looking at the possibility to start classes earlier in the year, April instead of July, to give more flexibility for the 3rd year students. Dr. Logio will provide an update on the progress.

6. Committee Reports – The Board acknowledged the written summaries provided for each Committee. The chairpersons provided brief highlights from those summaries.

Finance Committee

John Moss, Chairperson

Mr. Moss noted that the EBIDA at the end of the first half of 2021 (as of June 30, 2021) increased 346.1% over the same period in 2020. This increase was primarily due to increased patient volumes, new hospital franchise fee funding and growth in both retail and contract pharmacy operations.

Governance & Legal Committee

Inajo Davis Chappell, Chairperson

Ms. Davis Chappell noted that the Committee is focused on the development of policies, including the revisions of the Open Meeting Policy and Conflict of Interest Policy submitted today for the Board's approval.

Quality, Safety & Experience Committee

J.B. Silvers, Chairperson

Dr. Silvers noted that the System is currently achieving target performances in both Quality and Experience system goals.



Audit & Compliance Committee

J.B. Silvers, Chairperson

Dr. Silvers noted that the Committee received updates from Construction Cost Review Services, Internal Audit, Ethics and Compliance and Cybersecurity and IT.

Facilities & Planning Committee

Terry Monnolly, Chairperson

Mr. Monnolly provided a brief update and highlight of recent activities. The Transformation and associated projects are moving on time and on budget. Mr. Monnolly would like to schedule a tour of the new building, maybe coinciding with the next board meeting.

Executive & Diversity Committee

No Meeting

7. Foundation and System Philanthropy Report – Kate Brown – President, The MetroHealth Foundation and MHS Chief Development Officer

Ms. Brown indicated that there was no additional update from the information provided by Dr. Boutros in the President’s Report. Mr. Vaughn stated they are planning a restructuring of the existing board to focus on regional giving and having a smaller board to focus on more national funding.

A motion was unanimously passed by roll call vote to go into Executive Session 4:48 p.m. to discuss trade secrets and matters required to be kept confidential by law.

Following the Executive Session, the meeting reconvened in open session at approximately 5:45 p.m.

The Chair noted that the Board of Trustees have been provided revised recommendation from the Governance Committee. There being no further questions, the Board unanimously approved the Conflicts of Interest Policy. RESOLUTION 19461



The meeting adjourned at approximately 6:00 p.m.

NEXT MEETING: Wednesday, October 27, 2021 – 5:00 – 7:00 pm
The MetroHealth System – MetroHealth Board Room K-107

(Note: 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.)

THE METROHEALTH SYSTEM

Respectfully submitted,

Vanessa Whiting, Chairperson

Akram Boutros, MD, FACHE
President and Chief Executive Officer