

# The MetroHealth System Board of Trustees

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## SPECIAL BOARD OF TRUSTEES MEETING

Wednesday, January 11, 2023

5:30-6:00 pm

MetroHealth Glick Conference Center

AC2-311A

### Meeting Minutes

- Board Members:** Ms. Inajo Davis Chappell-I, Ms. Maureen Dee-I, Mr. John Hairston-R, Mr. Robert Hurwitz-R, John Moss-I, Dr. JB Silvers-I, Dr. E. Harry Walker-I, Ms. Vanessa Whiting-I
- Staff Present:** Ms. Laura Black-I, Mr. Joe Frolik-I, Ms. Julie Jacono-R, Ms. Laura McBride-I, Ms. Sonja Rajki-I, Mr. Craig Richmond-I
- Guests:** Dr. Akram Boutros-I; Ms. Jasmine Boutros-R, Ms. Suzanne Boutros-R, Ms. Tess Boutros-R, Ms. Lydia Coutre-R, Ms. Gail Long-R, Mr. LeVine Ross-R, Ms. Julie Washington-I'

Ms. Whiting called the meeting to order at 5:30 pm.

Ms. Whiting related that the initial matters to be considered at this meeting involve discussions of hospital trade secrets as defined in ORC 1333.61; and for discussion with an attorney for the public body concerning disputes involving the public body that are the subject of pending or imminent court action.

Ms. Whiting informed the public participants that the bulk of the meeting will be held in executive session and that the only matter the Board plans to discuss after the executive session is to take up the resolution for Support of a Nonprofit Affiliate.

Ms. Whiting then asked for a motion to recess into executive session to discuss hospital trade secrets as defined in ORC 1333.61; and for discussion with an attorney for the public body concerning disputes involving the public body that are the subject of pending or imminent court action. A motion was made by Dr. Walker and seconded by Ms. Davis-

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Chappell to recess into executive session. The board held a roll call vote with all members voting to approve the motion to go into executive session for the purposes stated by Ms. Whiting.

Members of the public were excused, and the Board went into executive session to discuss the identified matters at 5:34 pm.

### Return to Open Meeting

Following the executive session the meeting reconvened in open session at approximately 7:04 pm.

- III. Recommendations & Resolution
  - a. Approval of Support of a Nonprofit Affiliate

Ms. Whiting stated that the Board heard a presentation on the strategic plan and other hospital trade secret updates relating to its wholly owned nonprofit related entity, Lumina Imaging. The Board members asked questions and received answers to its questions regarding the strategic plans for Lumina Imaging. The Board has reviewed the proposed resolution for support of a nonprofit affiliate. Ms. Whiting then asked if there was any other discussion regarding the proposed resolution. There being none, Ms. Whiting asked for a motion to approve the resolution for Support of a Nonprofit Affiliate. Upon a motion and a second and a unanimous vote, the Board approved the resolution. RESOLUTION 19552

There being no further business to bring before the Board, the meeting was adjourned at approximately 7:07 p.m.

Respectfully submitted,

THE METROHEALTH SYSTEM

Vanessa Whiting, Chairperson

Airca Steed, Ed.D, RN

Next Regular Meeting: Wednesday, January 25, 2023

5:00 – 7:00 pm

The Glick Conference Center AC2-311A&B or via Zoom

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