

The MetroHealth System Board of Trustees

AUDIT AND COMPLIANCE COMMITTEE

Wednesday, July 31, 2024

11:00 am – 1:00 pm

MetroHealth Brooklyn Hts. Campus, Building B, room B-102 and via Zoom

Meeting Minutes

Committee Members Present: Maureen Dee-I, John Moss-I (late)

Other Trustees Present: John Corlett-R, Mike Summers-I (late), E. Harry Walker, MD-I

Staff Present: Christine Alexander, M.D.-I, Chris Briddell-I, Robin Barre-I, Nabil Chehade, M.D.-I, Kim Cunningham-R, David Fiser-I, Joe Frolik-I, Joseph Golob, MD-I, Derrick Hollings-I, Barbara Kakiris-I, Chistina Morales-I, Sarah Partington-I, Marlon Primes-I, Tamiyka Rose-I, Dalph Watson-I, Darlene White-I, Adam Winston-R

Invited Guests: Sophie Cambell-Smith-R

Other Guests: Guests not invited by the Committee are not listed as they are considered members of the audience, and some were not appropriately identified.

Ms. Dee called the meeting to order at 11:00 am.

(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. Approval of Minutes

The minutes of the March 27, 2024 Committee meeting were approved as submitted.

II. Information Items

A. Ethics & Compliance Update – S. Partington

Ms. Dee introduced Sarah Partington, Senior Compliance Officer, and Director of Compliance Operations, to provide ethics and compliance program updates. Ms. Partington discussed compliance activity updates which includes 94% completion of the work plan year to date, and 87% completion of ethics and compliance policies reviewed and updated during the calendar year. The MetroHealth ethics line reported 204 cases opened, 186 cases closed, 62 inquiries and 124 allegations.



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In May, the compliance team completed Medicare ground ambulance data collection submission on behalf of MetroHealth. Financial and cost report data, between 2020 – 2024, was submitted to the Centers for Medicare and Medicaid services as they selected various ground ambulance providers to understand their reimbursement rates for ground transportation. Failure to submit the data to CMS by May 31, 2024, would have resulted in a 10% rate reduction.

Ms. Partington introduced Kim Cunningham, Interim Privacy Officer, to provide privacy updates. Ms. Cunningham provided two updates on new rules related to change healthcare. The first update concerns the privacy of patients affected by a data breach incident, which was widely reported in the media. The second update is a rule that was finalized in response to the overturning of Roe vs. Wade, specifically protecting reproductive healthcare records. The Compliance team is currently determining how operations will work to ensure these special protections are in place.

B. External Auditor Selection Process Update – C. Morales

Ms. Dee introduced Christina Morales, Corporate Controller, to provide an update on the external auditor selection process. MetroHealth completed a 5-year contract with RSM who provided auditing services with the initial contract term served from 2009 – 2014, a second term from 2014 – 2018 and a special approved extension from 2019 – 2023. The Auditor of State requires audits of public offices, and an Independent Public Accountant (IPA) will be engaged to perform the MetroHealth pool audit for 2024 – 2028. Firms are selected through a competitive bidding process. The request for proposal (RFP) process, IPA firm selection and contract with the selected firm is managed directly by the Auditor of State with input from MetroHealth regarding deliverables and timelines. Once the firm is selected, the contracting is overseen by the Auditor of State who will work through the transition of services between the previous firm and the newly selected firm. The selection of a firm will be completed by the end of August or early September.

III. Executive Session

Ms. Dee asked for a motion to move into executive session to discuss hospital trade secrets as defined in ORC 1333.61. Mr. Corlett made the motion and Dr. Walker seconded. The Board held a roll call vote with all Trustees in attendance voting to approve the motion to go into executive session for the purposes stated by Ms. Dee.

Members of the public were excused. The Board went into executive session to discuss the identified matters at 11:23 am.

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Following the executive session, the meeting reconvened in open session at approximately 12:49 pm and welcomed back the public who attended in person and via Zoom.

- IV. Recommendation/Resolution Approvals
 - A. Recommendation to Authorize a Third Party for Forensic Review
- The resolution was held.

There being no other business to bring before the Committee, the meeting was adjourned at approximately 12:58 pm.

THE METROHEALTH SYSTEM

Maureen Dee, Chairperson