



The MetroHealth System

Board of Trustees

Friday, July 26, 2024

9:00am - 11:00am

Virtual Only via Zoom

Board of Trustees

Special Meeting

The MetroHealth System Board of Trustees

SPECIAL FULL BOARD MEETING

DATE: July 26, 2024
TIME: 9:00am – 11:00am
PLACE: Zoom <https://us02web.zoom.us/j/87803838688>

The purpose of the Special Full Board meeting is to discuss hospital trade secrets as defined by ORC 1333.61, to consider the appointment, employment, dismissal, discipline, promotion, demotion, or compensation of a public employee, and to conference with the public body's attorney to discuss disputes involving the public body that are the subject of pending or imminent court action.

AGENDA

- I. **Approval of Minutes**
Minutes of June 26, 2024, meeting of the Board of Trustees
- II. **Executive Session**
- III. **Resolutions**
 - A. Approval of Resolution to Support the System

The MetroHealth System Board of Trustees

FULL BOARD REGULAR MEETING

Wednesday, June 26, 2024

2:00pm – 5:30pm

MetroHealth Brooklyn Heights Campus, Building B, Room B-102 and via Zoom

Meeting Minutes

Trustees: Inajo Davis Chappell-R, John Corlett-I, Maureen Dee-I, Sharon Dumas-I, Ronald Dziedzicki-I, Nancy Mendez-I, John Moss-I, Michael Summers-I, E. Harry Walker, M.D.-I¹

Staff: Christine Alexander, M.D.-I, Chris Briddell-I, Kate Brown-R, John Chae, M.D.-R, Nabil Chehade, M.D.-I, Corey Clay-I, Alfred Connors, M.D.-R, Joe Frolik-I, Joseph Golob, M.D.-I, Olusegun Ishmael, M.D.-I, Natalie Joseph, M.D.-R, Barbara Kakiris-I, William Lewis, M.D.-I, Laura McBride-I, Richard Palmisano-I, Allison Poullos-I, Tamiyka Rose-I, Brendan Sorg-I, Deborah Southerington-I, Darlene White-R, Adam Winston-I

Guests: Gail Long-I, Sabrina Roberts-I, Julie Washington-I, Sophie Campbell-Smith-R, Kendall Ford-R, Venu Piska-R,

Dr. Walker called the meeting to order at 2:03pm, in accordance with Section 339.02(K) of the Ohio Revised Code with a quorum present.

(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. Executive Session

Dr. Walker asked for a motion to move into executive session to discuss hospital trade secrets as defined in ORC 1333.61; and to consider the appointment, employment, dismissal, discipline, promotion, demotion, or compensation of a public employee, and to conference with the public body's attorney to discuss a pending or imminent court action. Mr. Moss made a motion and Mr. Dziedzicki 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 Dr. Walker.

Following the executive session, the meeting reconvened in open session at approximately 3:38 pm.

¹ I-In-person, R-Remote

The MetroHealth System Board of Trustees

Dr. Walker took a moment to recognize Dr. Al Connors for his 50 years of service to The MetroHealth System. Dr. Walker also welcomed Mr. Summers to The MetroHealth Board of Trustees.

II. **Approval of Minutes**

Dr. Walker requested for a motion to approve the minutes of the May 22, 2024 Board Meeting as presented, which was given, seconded, and approved. Mr. Summers abstained from voting as he did not attend the previous meeting.

RESOLUTION NO. 19630

III. **Mission Moment**

Dr. Walker shared that today's Mission Moment is a video detailing the journey of a pregnant mother, Che'tyra Lewis, who experienced a difficult high-risk pregnancy and was hospitalized due to the risk of preterm labor. During Ms. Lewis' hospital stay, medical staff provided emotional support and care, including daily check-ins and art therapy. Ms. Lewis was released from the hospital at 28 weeks gestation and continued to receive weekly ultrasounds and follow up appointments post discharge. Ms. Lewis delivered at full term, a healthy baby boy and she was grateful for the care she received at MetroHealth and credits the medical team for a positive outcome.

IV. **Committee Reports**

A. **Governance Committee - *Mr. Moss***

Mr. Moss provided a summary of the Governance Committee meeting held on June 7, 2024. The committee met to discuss and review proposals regarding Board expenses and reimbursement, as well as CEO expenses and reimbursement to be presented as part of the consent agenda vote. The Committee did not vote on the resolution for the Board expenses and reimbursement; however, the Committee will revisit upon further discussion with the management team to ensure that it is operational and aligns with current system policies. The Committee also had a robust discussion regarding the management duty to disclose policy which is yet to be determined. Lastly, the Senior Compliance Officer presented an overview of the System's compliance process to the committee.

B. **Human Resources & Compensation Committee - *Mr. Corlett***

Mr. Corlett provided a summary of the Human Resources & Compensation Committee meeting held on June 21, 2024. The committee discussed key performance measures and reviewed the Human Resources People Division Performance dashboard focusing on recruitment, vacancy levels, retention, and turnover. In most areas, performance improved in 2024 as compared to 2023. The committee also discussed plans for the 2024 annual employee engagement survey set to launch in October 2024.

The MetroHealth System Board of Trustees

V. **Consent Agenda**

A. Governance Committee -

The Board unanimously approved the Approval to Adopt Policy BOT-9 on CEO Expense Reimbursement. RESOLUTION NO. 19632

VI. **President and CEO's Report**

Dr. Chehade presented the President and CEO's report to the Board of Trustees on behalf of Dr. Steed.

Executive Leadership Team Update

Dr. Chehade provided an update on the final stages of filling the last of the Executive Team positions of Chief Legal Officer, Chief Physician Executive & Clinical Officer and Chief Nursing Officer with the goal to have these positions filled by late August or September.

New Chief Strategy Officer & Strategic Plan Update

The new Chief Strategy Officer, Peter Benkowski, will join the team on July 15th and will guide the strategic planning process to transform the delivery of health and wellness services in Northeast Ohio. Mr. Benkowski brings a wealth of experience from his previous roles at Hennepin Healthcare, Intermountain Health, and OhioHealth. He will oversee strategic partnerships, affiliations, marketing, and business intelligence. As Dr. Steed previously shared with the Board of Trustees, the strategic planning process will officially launch in mid-July in conjunction with the onboarding of the new Chief Strategy Officer and the chosen vendor partner for our Strategic Plan work, Ernst & Young.

Health Equity Strategy & Lown Institute Rankings

MetroHealth has been recognized as one of the nation's most socially responsible hospitals by the Lown Institute, achieving "A" grades for health equity, value of care, and outcomes in the 2024 rankings, reflecting our mission and goal of creating a national/global model for health equity. Of more than 3,500 hospitals measured in the 2024 - 2025 Lown Institute Hospitals Index, only 5% achieved top grades across these areas. Additionally, MetroHealth ranked second among acute care hospitals in Ohio and among the top 2% nationally on the Lown's overarching social responsibility metric. MetroHealth earned "A" grades for community benefit, clinical outcomes, inclusivity, avoiding overuse, cost efficiency and clinical outcomes. In fact, MetroHealth ranked first in the state and among the top 1% nationally in Lown's avoiding overuse category, which measures the avoidance of inappropriate tests and procedures that offer little or no clinical benefit. MetroHealth also ranked second in the state and among the top 3% nationally for community benefit – a measurement of hospitals' investments in community health. In an effort to further shape and define our path forward regarding our Health Equity Strategy and in conjunction

The MetroHealth System Board of Trustees

with our Strategic Plan, Dr. Steed has tasked Dr. Srinivas Merugu – Senior Vice President/President, Institute for HOPE² to kick off the collective visioning and planning for MetroHealth and form an official Health Equity Steering Committee, which will align with our overarching MetroHealth Strategic Plan and will be reported up through the Health Equity & Diversity Committee of the Board.

System Goal Performance

We are trending favorably year-to-date across the system goals and achieving targets in Quality/Safety, People First Culture, and Clinical Transformation, however, still have work to do in the Financial Health/EBIDA and Share of Care/Access to Care area of focus. Regarding financial health, our \$31M EBIDA is identical to the same period last year yet favorable on several key performance indicators, however not yet achieving our budget targets. On the favorable side - inpatient discharges are within 2% of budget, ED visits are trending 5% ahead of budget and 7% increase from prior year, ED admissions are 12% ahead of target, physician slot utilization is performing 8% better than budget, and outpatient visits are 6% within budget and trending favorably year to date, and there has been a noted 37% reduction in contract labor utilization from prior year. The areas of opportunity still exists in getting both inpatient and outpatient surgical cases up, which are trending 20% behind budget, however, are still growing at a healthy rate of 4% in comparison to the same period last year (this is the biggest contributor to net revenues). Behavioral Health is growing at an impressive pace of 33% over the same period last year, however still below the aggressive budget targets.

VII. Medical Staff Report – Dr. Joseph

Dr. Joseph apprised the Board of medical staff activities, including a fireside chat with Dr. Steed that was held on June 17, 2024, addressing key issues and concerns from the medical staff, including compensation and parental leave policy. The chat was well-received by the medical staff in attendance. The next medical staff meeting is scheduled for July 9, 2024, where the new president elect, Dr. Joseph Tagliaferro, an Emergency Medicine physician, will be introduced. Dr. Joseph reported there were several academic promotions amongst the medical staff where Assistant Professors were promoted to Associate Professors and Associate Professors were promoted to full Professors, including several female faculty members, which Dr. Joseph praised the efforts of several department Chairs for helping to continue to promote their faculty. Dr. Joseph announced the retirement of Dr. Patrick Spirnak who was the Division Director of Urology, and Dr. Carvel Nguyen was appointed as the new Division Director. Dr. Joseph directed the Board to the MEC meeting minutes and the appointments, reappointments, and actions of the Credentialing Committee that were included in the meeting materials for review and asked for an

The MetroHealth System Board of Trustees

approval of the MEC meeting minutes for May 10, 2024, and the approval of the medical staff appointments, reappointments, and actions for the month of May 2024. Dr. Walker requested for a motion to approve the Medical Staff Providers Appointments, Actions and Reappointments for May 2024 along with the acceptance of the MEC minutes for May 10, 2024, which was given, seconded and unanimously approved. RESOLUTION NO. 19631

VIII. Recommendations/Resolutions

A. Approval to Adopt Policy BOT-8 on Board Expenses and Reimbursement

Dr. Walker noted that the resolution for the Approval to Adopt Policy BOT-8 on Board Expenses and Reimbursement will be addressed at a later time, so a vote on the resolution did not occur.

IX. Executive Session

Dr. Walker asked for a motion to move into executive session to discuss hospital trade secrets as defined in ORC 1333.61 and to consider the appointment, employment, dismissal, discipline, promotion, demotion, or compensation of a public employee, and to conference with the public body's attorney to discuss a pending or imminent court action. Mr. Dziedzicki made a motion and Ms. Mendez 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 Dr. Walker. Members of the public were excused. The Board went into executive session to discuss the identified matters at 4:07pm.

Return to Open Meeting

Following the executive session, the meeting reconvened in open session at approximately 5:35 pm and welcomed back the public via Zoom and those members of the public who remained in-person.

There being no further business to bring before the Board, the meeting was adjourned at 5:36 pm.

NEXT MEETING: **Wednesday, July 31, 2024 – 3:30pm - 5:30 pm**
MetroHealth Brooklyn Heights Campus, Building B, Room B-102 or
via Zoom

THE METROHEALTH SYSTEM

E. Harry Walker, MD, Chairperson

