



# The MetroHealth System

## Board of Trustees

Friday, August 9, 2024

12:30pm - 1:30pm

Virtual Only via Zoom

Board of Trustees

Special Meeting

# The MetroHealth System Board of Trustees

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## SPECIAL FULL BOARD MEETING

**DATE:** August 9, 2024  
**TIME:** 12:30 pm – 1:30 am  
**PLACE:** Zoom <https://us02web.zoom.us/j/81828091381>

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 July 31, 2024, meeting of the Board of Trustees

**II. Executive Session – E. Harry Walker, MD**

Return to Open Meeting

No further business. Meeting adjourned.

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## FULL BOARD REGULAR MEETING

Wednesday, July 31, 2024

3:30 pm – 5:30 pm

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

### Meeting Minutes

**Trustees:** Inajo Davis Chappell-R, John Corlett-R, Maureen Dee-I, Sharon Dumas-I, Ronald Dziedzicki-I, Nancy Mendez-I, John Moss-I, Michael Summers-I, E. Harry Walker, M.D.-I<sup>1</sup>

**Staff:** Christine Alexander, M.D.-I, Peter Benkowski-I, Chris Briddell-I, Kate Brown-I, John Chae, M.D.-I, Nabil Chehade, M.D.-I, , Will Dube-I, Joe Frolik-I, Joseph Golob, M.D.-I, Derrick Hollings-I, Olusegun Ishmael, M.D.-I, Natalie Joseph, M.D.-R, Barbara Kakiris-I, Thomas Lowenkamp-I, Candace Mori-I, William Lewis, M.D.-I, Marlon Primes-I, Allison Poulios-I, Tamiyka Rose-I, David Stepnick, M.D.-I, Dalph Watson-I, Darlene White-I, Mara Wilber-I, Patrick Woods-I, Adam Winston-I

**Invited Guests:** John Gerak-R, William Hanna-R, Lisa Mack-R

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

Dr. Walker called the meeting to order at 3:35 pm, 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. Approval of Minutes**

Dr. Walker requested for a motion to approve the minutes of the July 26, 2024 Board Meeting as presented, which was given, seconded, and unanimously approved. RESOLUTION NO. 19635

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<sup>1</sup> I-In-person, R-Remote

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## II. Mission Moment

Dr. Walker shared that today's Mission Moment is a video highlighting The MetroHealth Resiliency Run which is an annual event where survivors, caregivers, and family come out to participate in a 5K run. As a Level 1 Trauma Center and verified Burn Care Center, the event serves as a community event celebrating and recognizing the caregivers and the resilience of survivors. The MetroHealth Resiliency Run event was started eight years ago which now has over 600 participants. After viewing of the Mission Moment video, Dr. Alexander provided remarks recognizing the incredible work and compassionate care provided by the trauma team, especially during the peak of trauma season.

## III. Committee Reports

### A. Audit & Compliance Committee

Ms. Dee provided a summary of the Audit & Compliance committee meeting held earlier today. The committee received a report from Chris Briddell, Chief Ethics and Compliance Officer and Sarah Partington, Senior Compliance Officer and Director of Operations who discussed Ethics & Compliance activities and provided updates on the work plan, MetroHealth ethics line, policies and training. Christina Morales, VP of Finance & Corporate Controller, provided an overview of the external auditor selection process, with a final selection expected in August or September 2024.

### B. Executive Committee

Dr. Walker provided a summary of Executive committee meetings held earlier in the month on July 1, 2024, and July 16, 2024, with both meetings being held mostly in executive session. The committee proposed and passed a resolution for the engagement of outside legal counsel for the Board of Trustees which is one of the consent agenda items.

### C. Health Equity & Diversity Committee

Ms. Dee provided a summary of the Health Equity & Diversity committee meeting held earlier today. The committee heard from Dr. Merugu, SVP President Institute for H.O.P.E, who discussed the Health Equity retreat and the formation of the MetroHealth Equity steering committee. Dr. Connie Moreland discussed the efforts to track and improve the diversity of the medical staff and providers and the need to enhance the diversity representation of the patient population that we serve. Kevin Chagin, Director of Population Health and Data Analytics discussed the Lown Institute rankings and the importance of social equity. Dr. Golob discussed the quality of HealthEquity data, identifying disparities by race and ethnicity. Dr. Modlin discussed development of the Multicultural and Equity centers to attract individuals who typically shy away from healthcare due to racial and diversity barriers. The

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committee also discussed health fairs, contractors, and vendor supplies, and their efforts to address healthcare disparities. The meeting concluded with a summary of progress made in addressing healthcare disparities.

## IV. Consent Agenda

### A. Executive Committee -

i. The Board unanimously approved the Engagement of Outside Legal Counsel for the Board of Trustees. RESOLUTION NO. 19637

## V. President and CEO's Report

Dr. Christine Alexander, Acting Chief Executive Officer, provided a summary of the written President and CEO's Report to the Board of Trustees for the month of July:

- MetroHealth is home to several world-class programs. One of our best – the MetroHealth Rehabilitation Institute – was again ranked among the very top rehabilitation programs in the nation by U.S. News & World Report. Of the more than 1,000 hospitals evaluated by U.S. News, our rehabilitation program ranked 49th in the nation. Please join me in congratulating Richard Wilson, MD – Chair, Physical Medicine & Rehabilitation (PM&R) – and the entire team on this achievement.
- In June, MetroHealth started offering physical therapy services at our Broadway Health Center in response to the growing demand for the outstanding care provided by our Rehabilitation Institute. And starting later this summer, our Bedford Medical Offices will offer outpatient physical therapy for adults as well as outpatient pediatric physical therapy, occupational therapy and speech therapy.
- MetroHealth has launched a new midwifery program to serve patients seeking care during pregnancy as well as ongoing gynecologic care. This achievement reflects MetroHealth's commitment to health equity and eradicating disparities, including those that make Black women more than three times more likely than white women to die in childbirth. This month, MetroHealth's team of Certified Nurse Midwives – led by the program's director, Amy Lowell – will begin seeing patients for pre-natal checkups and women's wellness exams at Cleveland Heights Medical Center and Brooklyn Health Center. They will also provide inpatient care and attend births at MetroHealth's new state-of-the-art Birthing Center on Main Campus.
- Our pharmacy program is growing and thriving. Under the direction of Ryan Mezinger, Senior Vice President, Chief Pharmacy Officer, our pharmacy continues to build upon its impressive 2023 performance. MetroHealth is in the 99th percentile ranking for internal pharmacy capture rate among Epic customers worldwide. That means MetroHealth's patients understand the value of using a pharmacy fully integrated with the entire health system.

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- This month, we had the pleasure of welcoming 180 new residents and fellows to MetroHealth. Our trainees are a vital part of our success, and we are thrilled to have them with us.
- MetroHealth recently received its institutional accreditation letter from the Accreditation Council for Graduate Medical Education, which accredits institutions for residency and fellowship training programs. The granting of "Continued Accreditation" – the highest status indicating a program demonstrates substantial compliance – is the culmination of a long process that included the submission of more than 1,700 pages of documentation and an accreditation site visit at MetroHealth.
- Leadership updates:
  - On Monday, August 19, James Wellons will join MetroHealth as our new Executive Vice President & Chief Legal Officer. In his new role, Mr. Wellons will oversee all legal, risk management and contracting functions for the public health system. He will also be a senior adviser to MetroHealth's leadership team as well as serving the Board of Trustees as Corporate Secretary and Governance Officer.
  - Phillip E. Brooks joined us this month as our new Senior Vice President of Revenue Cycle Management. He will oversee all billing-related operations at MetroHealth, including insurance verification, claims submission, transaction processing, revenue recovery, denial management and other accounts receivable management functions.
  - Nichole Oocumma will join MetroHealth August 5 as our new Vice President, Chief Learning & Culture Officer. Nichole will oversee all facets of learning, development, culture and Equity, Inclusion and Diversity.
  - Greg Sanders has joined The MetroHealth Foundation as its new Vice President of Philanthropy. He joins us from The Lakeland Foundation at Lakeland Community College where he has served as Vice President of Institutional Advancement and Executive Director since 2019.
- Finally, you will see in your board book that we continue to make progress toward our 2024 goals. However, like other healthcare organizations in Greater Cleveland and across the nation, MetroHealth continues to face significant financial pressures because of rising costs, talent shortages and demographic changes. Despite positive year-over-year trends, we are not where we expected to be in terms of our financial performance. The leadership team is confident that the steps we are taking to expand access and reduce costs will put us in the best financial position to continue to fulfill our mission. If we stay focused and work together, we are confident we can

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hit our targets and continue to grow the organization – just as we did last year when faced with a similar scenario.

## VI. Medical Staff Report

Dr. Natalie Joseph presented a report on behalf of the Medical Staff to the Board. This month's Top Docs issue for Cleveland magazine featured 123 of our medical staff members, which is a significant improvement from last year which featured 89 providers. The medical staff meeting in July saw the presentation of the new president-elect, Dr. Joseph Tagliaferro, an emergency medicine physician, who assumed his role as of July 1, 2024. To continue engagement of the medical staff across the system, plans are underway to have medical staff meetings at different satellite locations. The rotation schedule will begin with the September meeting to be held at the Middleburg Heights location. The Medical Staff Office recently opened applications for the 2024-2025 Emerging Leaders program which aims to identify emerging leaders within the system and to help them develop leadership skills. Other planned activities include A Day of Hope for suicide awareness which is planned for September 19<sup>th</sup> and the medical staff holiday party is scheduled for December 21st. Dr. Joseph directed the Board to the Medical Executive Committee meeting minutes and the appointments, reappointments, and actions of the Credentialing Committee that were included in the meeting materials for review. Dr. Joseph asked for an approval of the Medical Executive Committee meeting minutes for June 14, 2024, and the approval of the medical staff appointments, reappointments, and actions for the month of June 2024. Dr. Walker requested for a motion to approve the Medical Staff Providers Appointments, Actions and Reappointments for June 2024 along with the acceptance of the Medical Executive Committee minutes for June 14, 2024, which was given, seconded and unanimously approved. RESOLUTION NO. 19636

## VII. Executive Session

Dr. Walker asked for a motion to move into executive session to discuss hospital trade secrets as defined by ORC 133.61, 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. Mr. Moss provided the 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. Members of the public were excused. The Board went into executive session to discuss the identified matters at 4:05pm.

**Return to Open Meeting**

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Following the executive session, the meeting reconvened in open session at approximately 5:28pm and welcomed back the public via Zoom and those members of the public who remained in-person.

## **VIII. Recommendation/Resolutions**

### **A. Approval of Update in Nonprofit Joint Venture**

The Board heard from management on the reason for this resolution and had an opportunity to discuss in executive session. As there were no additional questions or discussion, Dr. Walker asked for a motion on the resolution for the Approval of Update in Nonprofit Joint Venture, which was given, seconded and the resolution was approved unanimously. RESOLUTION 19638

## **IX. Executive Session**

Dr. Walker asked for a motion to move into executive session to discuss hospital trade secrets as defined by ORC 133.61, 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. Ms. Mendez provided the motion and Ms. Dumas 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 5:30pm.

There being no further business to bring before the Board, the meeting was adjourned at 6:17 pm.

**NEXT MEETING:**      **Friday, August 9, 2024 – 12:30pm - 1:30pm**  
                                 **Virtual via Zoom**

**THE METROHEALTH SYSTEM**

E. Harry Walker, MD, Chairperson