

The MetroHealth System Board of Trustees

FULL BOARD MEETING

Wednesday, February 26, 2025

3:00pm - 5:30pm

MetroHealth Board Room (K107) and via Zoom

Meeting Minutes

Trustees: Artis Arnold, III-R, John Corlett-I, Sharon Dumas-I, Ronald Dziedzicki-I, Dolores (Lola) Garcia-R (left early), Nancy Mendez-I, John Moss-R, Michael Summers-I, E. Harry Walker, M.D.-I¹

Staff: Christine Alexander, M.D.-I, Robin Barre-I, Peter Benkowski-I, James Bicak-I, Victoria Bowser-I, Chris Briddell-I, Kate Brown-I, Doug Bruce, M.D.-I, John Chae, M.D.-R, Nabil Chehade, M.D.-I, Alfred Connors, M.D.-R, William Dube-I, Erin Fogarty-R, Joseph Golob, M.D.-I, Derrick Hollings-I, Ryan Johnson-I, Kinsey Jolliff-I, Natalie Joseph, M.D.-R, William Lewis, M.D.-I, Dr. Candace Mori-I, Allison Poullos-I, Tamiyka Rose-I, Brendan Sorg-I, Deborah Southerington-I, David Stepnick, M.D.-I, James Wellons-I, Darlene White-I¹

Invited Guests: None

Other Guests: Guests not personally invited to the meeting by the Board Chair are not listed as they are members of the public and some were not appropriately identified.

Dr. Walker called the meeting to order at 3:08pm, 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 January 29, 2025 meeting as presented, which was given, seconded, and unanimously approved.
RESOLUTION NO. 19671

¹ I-In-person, R-Remote

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Dr. Walker introduced Artis Arnold, III and Dolores (Lola) Garcia who are the newest members of the Board of Trustees. Mr. Arnold and Ms. Garcia had the opportunity to introduce themselves and discuss their backgrounds briefly to the audience.

II. Mission Moment

Dr. Alexander presented the mission moment video highlighting the medical assistant training program initiated in April 2023. Since the launch of the training program, MetroHealth has hired twenty-six certified Medical Assistants. The fourth medical assistant cohort has eighteen trainees on track to graduate in June 2025, and the fifth cohort of twenty-three interns began this week. During the program, interns agree to a 12-month commitment with MetroHealth upon completion of their certification. Graduates of the program are now working at various locations and departments across the system.

III. Committee Reports

A. Executive Committee – *Dr. Walker*

Dr. Walker provided a summary of the Executive Committee meeting held on February 12, 2025, which met mostly in executive session. The committee met to discuss the Board liaison position, who has completed the first year and received a positive annual evaluation. The committee also discussed the next steps and ideas and feedback for the next CEO evaluation.

B. Human Resources & Compensation Committee – *J. Corlett*

Mr. Corlett provided a summary of the Human Resources & Compensation Committee meeting held on December 18, 2024. The committee met in December to discuss the employee engagement survey results. The committee also discussed the Human Resources department's ongoing recruitment efforts. The second half of meeting was held in executive session and adjourned after a productive discussion.

C. Finance Committee – *J. Moss*

Mr. Moss provided a summary of the Finance Committee meeting held earlier today. Mr. Moss reported the net investment return from the non-reserves, which was 19.6%, about \$277 million, in comparison to 23.1% return in 2023. The reserve portion saw a 4% increase, compared to a 4.3% increase in 2023, so the non-reserve has generated \$30 million last year based on the stock market. Captive, which manages insurance, saw a \$10 million increase for 2024. EBITDA was \$104 million, which was \$37 million short of budget and \$33 million less than last year. Pharmacy revenue increased by \$65 million, while expenses increased by \$58 million. Overall, revenue increased by \$146 million, but

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expenses increased by 11%, resulting in a net loss of \$33 million. The behavioral health center occupancy rate increased by 43%, up from 35% in 2023.

There was a slight increase for the payor mix and cash on hand is 125 days, from 145 days of cash on hand last year.

D. Quality, Safety & Experience Committee – R. Dziedzicki

Mr. Dziedzicki provided a summary of the Quality, Safety & Experience Committee meeting held earlier today. The committee viewed a video of a patient safety event highlighting a great catch and near misses. The committee also reviewed and discussed the quality assurance performance improvement plan (QAPI), and Dr. Hecker provided an in-depth presentation related to the antibiotic stewardship program and the efforts to improve care. Dr. Ardelt provided an in-depth presentation on stroke recertification. The committee passed a resolution for the reaffirmation of support for certification of a stroke care program which was passed at the committee level and presented at the full Board meeting for approval.

IV. Consent Agenda

Quality, Safety & Experience Committee -

- i. The Board unanimously approved the Reaffirmation of Support for Certification of Stroke Care Programs. RESOLUTION NO. 19673

V. President and CEO's Report – C. Alexander-Rager

Dr. Alexander-Rager provided a summary of the written President and CEO's Report to the Board of Trustees for the month of February 2025, which was included in the meeting material. Dr. Alexander-Rager delivered the 2025 State of the System address earlier in the month which was well attended by many employees across the system. During the presentation, concerns from caregivers were addressed, relating to recent executive orders and the impact on affected programs such as Medicaid, Medicare, 340B prescription drug program, diversity programming and any other program that impacts our patients and community. The Government Relations team is closely monitoring updates occurring in Washington and Columbus and Dr. Alexander-Rager affirms that the system has safeguards in place to ensure compliance with legislative updates while remaining steadfast to our mission. MetroHealth resumed normal operations with the IV fluid usage as the code yellow status concluded at the beginning of February. The nationwide IV fluid shortage was caused by damage from Hurricane Helene late last year. In late January, The Joint Commission conducted a follow-up visit to ensure identified issues during the five-day visit in December were corrected, which those issues were resolved and there were no findings.

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MetroHealth was recently recognized by the American Society for Healthcare Engineering (ASHE) for the collaborative work on the design, construction, and activation of the Glick Center. MetroHealth received ASHE's prestigious 2025 Vista Award for New Construction, which honors professionals at the forefront of healthcare design and construction innovation.

MetroHealth became the region's only hospital system to offer new parents the opportunity of donating their placentas after newborn baby delivery for life-improving and life-saving therapies.

VI. Medical Staff Report – *Dr. Joseph*

Dr. Joseph informed the Board of upcoming medical staff activities. The medical staff recently met on February 25, 2025, which focused on implementing e-consents throughout the organization. The project will be spearheaded by Dr. Kaelber and the information technology team and anticipated to be fully implemented over the next 6 months. Calls for nominations for the Medical Hall of Honor, which honors individuals with notable contributions to MetroHealth's mission, will close on April 15th and a committee is being formed to review the nominations. Doctor's Day is upcoming on March 30th but will be celebrated on April 10th and the APP Council Spring Symposium will be held on April 25th. Lastly, Dr. Joseph recognized faculty member Dr. Catherine Curley, Interim Chair of Medicine, was appointed to full professor and four faculty members were promoted to associate professors. Dr. Joseph directed the Board to refer to the Medical Staff Providers appointments, reappointments, and actions of the Credentialing Committee for January 2025 and the January 10, 2025, meeting minutes of the Medical Executive Committee that were included in the meeting materials for review and asked for an approval. Dr. Walker requested a motion to approve the Medical Staff Providers Appointments, Actions, and Reappointments for January 2025, along with the acceptance of the MEC minutes for January 10, 2025, which was given, seconded and unanimously approved. RESOLUTION NO. 19672

VII. 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, or the investigation of charges or complaints against a public official, 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 as defined by ORC 121.22(G). Ms. Dumas made a motion and Mr. Summers 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

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excused, and the Board went into executive session to discuss the identified matters at approximately 3:31pm.

Return to Open Meeting

Following the executive session, the meeting reconvened in open session at approximately 5:44pm and welcomed back the public via Zoom and those members of the public who remained in-person.

VIII. Recommendation/Resolution Approvals

A. Approval of the Engagement of an Internal Audit Partner

Dr. Walker noted 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 the Engagement of an Internal Audit Partner, which was given, seconded and the resolution was approved.

Ms. Garcia was not present during the vote. RESOLUTION 19674

With no further business to bring before the Board, the meeting adjourned at approximately 5:45pm.

NEXT MEETING: Wednesday, March 26, 2025 – 3:00 pm - 5:30 pm
MetroHealth Board Room (K107) or via Zoom

I, the undersigned Corporate Secretary of The MetroHealth System, hereby certify that the foregoing is the text of the minutes adopted by the Board of Trustees of The MetroHealth System at a meeting held on March 19, 2025, at which a quorum was present.


James A. Wellons, Esq.
Corporate Secretary