The MetroHealth System Board of Trustees

FULL BOARD MEETING

Wednesday, June 24, 2026
3:00pm - 5:30pm
MetroHealth Board Room (K107) / Virtual

Meeting Minutes

Trustees: Artis Arnold, III-I, James Campbell, M.D.-I, John Corlett-I, Ronald Dziedzicki-I, Gail Long-I, John Moss-I, Michael Summers-I, E. Harry Walker, M.D.-I[1]

Staff: Christine Alexander-Rager, M.D.-I, Rita Anderson-I, Peter Benkowski-I, James Bicak-I, Kate Brown-I, Robert (Doug) Bruce, M.D.-I, John Chae, M.D.-I, Nabil Chehade, M.D.-I, Cindy Gallespie-I, Joseph Golob, M.D.-I, Dr. Candy Mori-I, Sarah Partington-I, Allison Poulios-I, Jeff Rooney-I, Tamiyka Rose-I, Aparna Roy, M.D.-I, Deborah Southerington-I, David Stepnick, M.D.-I, Joseph Tagliaferro, M.D.-I, James Wellons-I[1]

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 3:00pm, 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 a motion to approve the minutes of the May 27, 2026 meeting as presented, which was given, seconded, and approved by unanimous vote. RESOLUTION NO. 19750

II. Mission Moment

Dr. Alexander-Rager presented the Mission Moment video highlighting the new Outpatient Health Center, including the ribbon-cutting event and the facility's patient-centered design, service integration, and community impact. Trustees received the presentation without further action.

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[1] I-In-person, R-Remote

III. **Committee Reports**

A. Executive Committee – E. Walker, MD

Executive Committee Chair, Dr. Walker, reported that the Committee held a virtual meeting on June 5, 2026. The Committee met and considered the proposed naming of the Medical Staff Wellness and Resource Center in the Glick Center in recognition of Robert L. Smith, Ph.D. Dr. Walker noted Dr. Smith's longstanding service and contributions to MetroHealth and indicated that the Committee unanimously supported the naming recommendation and will advance to the Board through the consent agenda for final approval.

B. Governance Committee – M. Summers

Mr. Summers reported on the June 10, 2026, Governance Committee meeting. The Committee approved revisions to the Strategy Committee Charter and adopted governance responsibility matrices. The Committee also reviewed plans for Board education and the September 30, 2026, Board retreat.

C. Human Resources & Compensation Committee – J. Corlett

Human Resources & Compensation Committee Chair, Mr. Corlett, reported on the committee meeting held earlier in the day. The Committee began with a mission-focused presentation highlighting the work of a patient care nursing assistant.

The Committee received an update regarding workforce development initiatives, including partnerships with Lincoln West High School, internship opportunities, and MetroHealth's Earn and Learn program. The discussion focused on professional development and advancement opportunities for MetroHealth employees.

The Committee also reviewed progress toward a system goal related to reducing first-year employee turnover. Mr. Corlett reported that MetroHealth was making positive progress and performing ahead of the established target. Following these discussions, the Committee entered executive session to discuss matters involving trade secrets. After executive session, the Committee returned to public session and adjourned.

D. Audit & Compliance Committee – J. Moss

Audit & Compliance Interim Committee Chair, Mr. Moss, reported on the Committee meeting held earlier in the day. The Committee received updates on the Ethics and Compliance Program, including policy reviews, employee training activities, and operation of the MetroHealth Ethics Line. The Committee also reviewed updates concerning the Speak Up program and the status of the 2026 Compliance Work Plan and departmental goals. The Committee subsequently entered executive session, during which members received additional reports related to ethics and compliance activities, cybersecurity, and internal audit functions. Upon completion of executive session, the Committee returned to open session and adjourned.

IV. **Consent Agenda**

A. Governance Committee -
The Board unanimously approved the Approval of Strategy Committee Charter. RESOLUTION NO. 19752

B. Executive Committee -
The Board unanimously approved the Approval of Naming of Medical Staff Wellness and Resource Center in Glick Center in Recognition of Robert L. Smith, PhD. RESOLUTION NO. 19753

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

Dr. Alexander-Rager presented brief highlights from the written President and CEO's report. Dr. Alexander-Rager emphasized her enthusiasm regarding the opening of the Outpatient Health Center and highlighted the significance of the facility for patients, staff, and visitors. Dr. Alexander-Rager discussed the patient-informed design process that contributed to the development of the facility's artwork and interior spaces. Particular attention was drawn to the pediatric areas, where artistic elements were developed using feedback gathered from children and families. Dr. Alexander-Rager also noted ongoing efforts to prepare clinical workflows and operational processes in advance of occupancy. Trustees were encouraged to visit the facility and participate in future tours. No questions or additional comments were raised following the report.

VI. **Medical Staff Report**

Dr. Walker introduced Dr. Joseph Tagliaferro to present the Medical Staff report. Dr. Tagliaferro reported that members of the Medical Staff were anticipating the transition into the Outpatient Health Center and expressed appreciation to MetroHealth leadership and staff who assisted with planning and preparation efforts associated with the move. Dr. Tagliaferro also thanked the Board of Trustees for approving the naming of the Dr. Robert L. Smith Medical Staff Wellness and Resource Center and acknowledged Dr. Smith's contributions to the organization.
In addition, Dr. Tagliaferro announced that Dr. Colin Crowe of the Department of Family Medicine was selected as the incoming President-Elect of the Medical Staff and would begin her term in the coming weeks. Dr. Tagliaferro informed the Board that three separate medical staff meetings were recently conducted at different times during the day to accommodate physician schedules. The format was well received and will continue as a strategy to enhance engagement with Medical Staff members. Prior to conclusion of the report, Dr. Tagliaferro informed the Board of a future Medical Staff event scheduled for January 9, 2027. Dr. Walker requested a motion to approve the Medical Staff Providers Appointments, Actions and Reappointments for May 2026, which was given, seconded and unanimously approved. RESOLUTION NO. 19751

VII. Executive Session

Dr. Walker asked for a motion to move into executive session to discuss hospital trade secrets as defined by 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 as defined by ORC 121.22(G). 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. Members of the public were excused, and the Board went into executive session to discuss the identified matters at approximately 3:15pm.

VIII. Return to Open Meeting

Following the executive session, the meeting reconvened in open session at approximately 5:09 pm and welcomed back the public virtually and those members of the public who remained in-person.

IX. Recommendation / Resolution Approvals

A. Approval of a Claim Settlement

Dr. Walker asked for a motion on the resolution for the Approval of a Claim Settlement, which was given, seconded and the resolution was approved unanimously. RESOLUTION 19754

B. Approval of a Claim Settlement

Dr. Walker asked for a motion on the resolution for the Approval of a Claim Settlement, which was given, seconded and the resolution was approved unanimously. RESOLUTION 19755

With no further business to bring before the Board, the meeting adjourned at approximately 5:10pm.

NEXT MEETING: **Wednesday, August 26, 2026 – 3:00 pm - 5:30 pm**
MetroHealth Board Room (K107) and Virtual

Respectfully Submitted,

E. Harry Walker, MD, Chairperson
Board of Trustees

The MetroHealth System Board of Trustees

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 August 26, 2026 at which a quorum was present.

James A. Wellons, Esq.
Corporate Secretary