

**BOARD OF TRUSTEES
The MetroHealth System**

Date: October 26, 2016

Time: 4:00 P.M.

Place: The MetroHealth System Board Room

Present: Ms. Dee, Mr. McDonald, Rev. Minor, Mr. Monnolly, Mr. Schneider, Mr. Spain, Ms. Whiting

Staff: Dr. Boutros, Ms. Allen, Dr. Boulanger, Ms. Brown, Dr. Chehade, Dr. Connors, Mr. Jones, Dr. Kasprzak, Ms. Kline, Mr. Lewis, Mr. Phillips, Ms. Platten, Mr. Richmond, Mr. Stern, Dr. Thomas

MINUTES OF MEETING

The meeting was called to order by Mr. McDonald at 4:15 p.m.

(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.)

1. Minutes

The Board approved the Minutes of the Regular Meeting of September 28, 2016. RESOLUTION 19018.

2. Consent Agenda

A Audit Committee – No Meeting

B. Diversity and Inclusion Committee – None

C. Facilities and Space Committee

1. The Board unanimously approved the lot line adjustment in Cuyahoga County, Ohio. RESOLUTION 19019.

D. Finance Committee

1. The Board unanimously approved the changes to the Hospital and Professional Charge Description Master (CDM) file. RESOLUTION 19020.
2. The Board unanimously approved the continued procurement of certain strategic value acceleration technology, tools and services from The Advisory Board Company for the implementation of a value acceleration strategy for the System. The technology includes licenses, training and support for a two year renewal term, with an opt-out option after the first year, for fees not to exceed \$1.8 million per year, plus reasonable out of pocket expenses, to be paid out of

general operating funds and available capital funds as applicable. RESOLUTION 19021.

3. The Board unanimously approved certain annual purchasing policies and procedures, for participation in group/joint procurement arrangements. The System may pay group purchasing organizations and joint purchasing programs participation or membership fee and costs, if any, out of general operating funds. RESOLUTION 19022.
4. The Board unanimously approved and ratified certain leases for real estate in Cuyahoga County, Ohio. RESOLUTION 19023.
5. The Board unanimously approved the additional services of FTI Consulting, Inc. for the purposes of providing consulting assistance in improvement of operational efficiencies, delivery of quality care and related financial performance involving workforce management for the health system. The fees and expenses for this phase will not exceed a base fee of \$500,000, plus reasonable out-of-pocket expenses. Additionally, FTI Consulting, Inc. may be paid performance incentive payments based on the System's actual and realized return on investment ("ROI") of 10% of any ROI above \$500,000, for total fees not to exceed \$1,000,000. The fees are to be paid out of general operating funds. RESOLUTION 19024.

E. Legal and Government Relations Committee – No Meeting

F. Patient Experience Committee – No Meeting

G. Executive Committee – None

H. Quality and Safety Committee – None

3. President and CEO's Report

In addition to Dr. Boutros' report being in the Board book, he added that MetroHealth was recognized by NorthCoast '99 for the 13th year in a row as a great place to work and also received a special award for the first MetroHealth's *Think Tank*, which was modeled after Shark Tank, noting that the second *Think Tank* will be taking place shortly. Dr. Boutros noted an email sent to the Board members concerning excellent articles published with respect to Patient Experience and coverage by CNN regarding Dr. Papp and MetroHealth's fight to combat the opioid epidemic. Lastly, Dr. Boutros reported the recent media coverage of former MetroHealth employees involved in a corruption scandal, indicated that MetroHealth brought this to the attention of the proper authorities in July 2014, and MetroHealth was grateful to work with the FBI and the U.S. Attorney's office. He also advised the Board that the U.S. Attorney and the FBI lead agent commended MetroHealth for notifying law enforcement of this and for its strong compliance program. We are continuing to review this matter and are in contact with both agencies.

4. Nursing/Magnet Report – Melissa Kline, Chief Nursing Officer

Ms. Kline began her report by giving recognition to nursing staff awards over the last several months. Dr. Molly McNett, Director of Nursing Research, was awarded a Presidential Citation from the Neurocritical Care Society at the Annual Meeting in Baltimore on September 16, 2016, for her work as the Co-Chair of the Guidelines Committee, a member of the Research Committee

and for her service as a reviewer and editorial board member for the Neurocritical Care Journal. Six nurses were nominated for the Ohio March of Dimes Nurse of the Year Awards involving 15 different categories, the winners to be announced at the award luncheon on Friday, December 9, 2016. Ms. Kline indicated that Theresa Hannu, Associate Chief Nursing Officer, was accepted to the national Director Fellowship at the American Organization of Nursing Executives, which accepts approximately 15-20 candidates each year. Lastly, she reported that MetroHealth's Sexual Assault Nurse Examiner (SANE) Program was awarded a \$159,000 grant for the first time from the Ohio Victims Assistance Act and the Federal Victims of Crime Act grant programs to assist with the training of current and future SANE nurses and the related expenses.

5. Medical Staff

A. Report of Medical Staff President – Dr. Timothy Kasprzak

Dr. Kasprzak began his report by recognizing Dr. Christine Alexander Rager, MetroHealth's Family Medicine Chair and Director of Internal Neonatal Services, for receiving the 2016 Northeast Ohio American Graduate Champion Award from Ideastream for being involved in the active role of improving educational resources for students. He also reiterated Dr. Boutros' recognition concerning Dr. Papp and her groundbreaking work with Project DAWN on behalf of herself and MetroHealth. Dr. Kasprzak indicated that invitations should be received shortly for the Medical Staff holiday party to be held on Saturday, December 3. Lastly, Dr. Kasprzak then brought to the attention of the Board the October appointments and actions to be approved by the Board.

B. Approval of Medical Staff/Allied Health Providers/Advanced Practice Nurses Appointments/Actions – October 2016

1. The Board unanimously approved the Medical Staff Appointments/Actions for October 2016. RESOLUTION 19025.
2. The Board unanimously approved the Allied Health Appointments/Actions for October 2016. RESOLUTION 19026.

C. Medical Executive Committee Minutes – September 16, 2016

D. Report of Case Western Reserve School of Medicine – Dr. Patricia Thomas

Dr. Thomas did not have a report to the Board.

6. Audit Committee – No Meeting

7. Diversity and Inclusion Committee

A. Report of Committee Chairperson

Ms. Whiting reported on some of the highlights reviewed by the Inclusion and Diversity Committee. Dr. Boutros presented an update on construction projects: from September 2015 to August 2016 there was 34% participation by local MBE and FBE companies; an increase in local spend of \$7 million with respect to purchasing; non-local diverse and local diverse at \$1.2 million; a decrease due to resignation and retirement in the VP category with respect to leadership composition from a high of 17% to 5% current; directors from 2015 to 2016 remain steady at 12%; and managers increased from 10% in 2013 to 19% in 2016. Ms. Whiting stated that further discussion centered on strides that have taken place

concerning physicians, spend, inclusion, and cultural competency, and continued dialogue regarding connecting with the community and their members.

B. Non-Consent Agenda

1. Action Items - None
2. Information Items
 - a. Chairperson Update – Vanessa Whiting
 - b. Community Business Enterprise Report – Walter Jones
 - c. Supplier Diversity Update – Paul Martucci
 - d. Talent Acquisition Update – Kyle Hodges
 - e. Inclusion & Diversity Programs Update – Lourdes Negrón-McDaniel

8. Facilities and Space Committee

A. Report of Committee Chairperson

Mr. Monnolly began his report by reviewing a presentation of the Facilities Management Department given by Karen Dethloff, noting that this Department is responsible for protecting the fiscal assets of The MetroHealth System, ensuring the infrastructure functions reliably and is in compliance with all regulatory requirements, and responds to infrastructure failures and capital spending. The Facilities Management Department manages over 5 million square feet of space throughout 25 sites around the County that equals approximately 114 acres of floor space to be maintained by a variety of diversified workers such as mechanics, boiler engineers, carpenters, electricians, locksmiths, painters, plumbers, and tanners. He indicated that this Department works with other areas to maintain compliance with the state and local agencies such as ODH, CMS, EPA, BUSTR and works with the Joint Commission to remain in compliance with various city building codes. In 2015, the Facilities Management Department completed 55,000 maintenance and repair orders compared to being on track to complete approximately 85,000 in 2016 due to the addition of the HealthSpan facilities and increased age of our buildings. Mr. Monnolly stated that Walter Jones reported on the Community Business Enterprise and indicated architectural and engineering contracts are being tracked to comply with requirements, noting that the 2016 target goal was 25% and to date we are ahead of our target at 31%.

B. Non-Consent Agenda

1. Action Items - None
2. Information Items
 - a. Facilities Management Update
 - b. Construction Management, Diversity and Inclusion Quarterly Report

9. Finance Committee

A. Report of Committee Chairperson

Mr. McDonald reviewed the Finance Committee report in Dr. Silvers' absence. Operating Income in September ended with a positive \$3.8 million, bringing year-to-date to a negative \$1.8 million Operating Income. Inpatient visits continue to decrease and were 1.7% below September's target and 0.4% below year-to-date target. Outpatient visits increased to 1.8% above the September target and 17.1% higher than September 2015; year-to-date September outpatient visits at 0.3% above target and 12.8% above September 2015. Visits to sites other than the Main Campus increased 5.1% over target. ED visits increased 12.1% above the September target and 38.3% above September 2015; year-to-date September ED visits increased 1.2% and year-to-date increased

18.1% above September 2015. Investments decreased \$26.5 million due to spending on the Critical Care Pavilion while our financial position remains strong as we move into the Transformation.

Mr. Richmond then reviewed the Committee's discussion on the average cash value per inpatient case and the average cash value per outpatient case, noting that for every inpatient discharge the actual cash received is approximately \$13,500, while the average cash received for every outpatient case is approximately \$411 or a 30:1 ratio. MetroHealth continues to shift from fee for service to value and, as an impact on our population health strategy unfolds, a significant shift from inpatient to outpatient visits are seen. He stated that the 2017 Operating Capital Budget was presented, noting a 2017 Operating Income Budget of \$15.5 million and 2017 Capital Budget of \$65 million.

B. Non-Consent Agenda

1. Action Items
 - a. Approval of 2017 Annual Budget
2. Information Items
 - a. Monthly Financial Report – September 2016 – Craig Richmond
 - b. Management's Discussion and Analysis/Financial Highlights – September 2016 – Craig Richmond

10. Legal and Government Relations Committee – No Meeting

11. Patient Experience Committee – No Meeting

12. Executive Committee – No Report

13. Quality & Safety Committee – No Meeting

A. Report of Committee Chairperson

Dr. Boutros reported to the Board in Mr. Moss's absence for the Quality & Safety Committee meeting held on Tuesday, October 24, 2016. He stated Dr. Joseph Golob began with a presentation concerning the Patient Safety Survey, noting that this is a cultural survey completed every two years and reported that MetroHealth has a strong culture of safety and strength in team work. A second Patient Safety & Quality Update was given indicating significant improvements for almost every hospital metric at MetroHealth, including Methicillin-resistant Staph aureus (MRSA) for which we had 11 cases in 2015 and in 2016 the target was to reduce this to nine cases and we expect to end 2016 at three cases. A review of the Joint Commission Extension Survey was given regarding positive results from The Joint Commission concerning the Emergency Rooms at Parma and Cleveland Heights with just a minor area needing improvement. Jennifer Conti reported on infection prevention updates and numerous efforts to reduce those infection rates across the board, indicating that Six Sigma projects in many areas have been implemented and significant improvements and results shown. Dr. Connors presented his draft of the 2017 Quality Goals and the Star Rating Report; Dr. Boutros indicated we've moved from one star to two stars in a brief time period and should be at three stars in a year's time with the ultimate goal of four or five stars.

B. Non-Consent Agenda

1. Action Items - None
2. Information Items
 - a. Patient Safety Update (PQRSC) - Joseph Golob, M.D.

- b. Patient Safety & Quality Update - Matthew Kaufmann
- c. The Joint Commission Extension Survey – Darlene Rocco
- d. Infection Prevention Update – Jennifer Conti
- e. Hypertension Reduction – Shari Bolen, M.D.
- f. Draft of 2017 Quality Goals - Alfred Connors, M.D.
- g. Data Transparency for MetroHealth - Alfred Connors, M.D.
- h. MetroHealth STAR Rating Update - Alfred Connors, M.D.

14. External Affairs Report – Elizabeth Allen, Senior Vice President, External Affairs

Ms. Allen began her report by stating that space on the billboard on The 9 was purchased October 26-27, 2016, in conjunction with the excitement over the Indians to show the community our mission to lead the way to a healthier community. She then reviewed significant progress over the past months on work completed by the community health advocates, one particular program on falls prevention entitled “Matter of Balance”. She stated the leading cause of trauma in seniors is falling and presented the “Matter of Balance” program to seniors in MetroHealth’s new facility in Brecksville. Since the Brecksville presentation, MetroHealth is seeing a demand for this program spread across the county, including the Cuyahoga County Division of Senior and Adult Services, ciCLEvia, and the Cleveland Metropolitan Housing Authority. Ms. Allen also reported MetroHealth co-published a food resources guide for the citizens at Quarrytown, a CMHA facility, to assist that community in eating healthier and to bring education on diabetes. MetroHealth’s efforts to assist people improving their health without having them as a patient at one of our facilities have received a lot of support.

15. Foundation and System Philanthropy Report - Kate Brown, Senior Vice President, Foundation and System Philanthropy

Ms. Brown began her report by informing the Board that the kick off of the *Sixty Minutes...10 Questions* was postponed by Metro N.E.T. and MetroHealth’s Emerging Leaders to Wednesday, November 30, from 5:30 to 6:30 at the MetroHealth Suite at the Global Center for Health Innovation, the reason being the first day of the World Series was not a good day to start. MetroHealth leaders and MetroHealth Foundation Board members will be invited, as well as anyone interested in attending, to discuss leadership, career paths, and the community. She reviewed the number of city wide baby showers taking place during the month of October at the Main Campus, Middleburg Heights, and Cleveland Heights, noting that the General Counsel’s office at Eaton Corporation held a Halfway Spectacular Shower in conjunction with assisting MetroHealth. On November 5, 2016, the mothers involved in the Mother and Child Dependency Program, under the leadership of Dr. Bailit, will have the opportunity to come to the Rammelkamp Atrium and be able to shop for items for their newborns, noting that mothers not able to attend will have the availability of the same resources at MetroHealth throughout the year. Lastly, Ms. Brown reported that Dr. Boutros had the opportunity to speak to the Town Club, a group of primarily women who get together once a week for lunch and a presentation about events being held in the community.

16. Other Board Items - None

17. Executive Session

A motion was unanimously passed by roll call vote to go into Executive Session to discuss matters involving trade secrets and legal matters required to be kept confidential.

Following the Executive Session, the meeting reconvened in open session at approximately 6:10 p.m.

The Board unanimously approved a proposed budget for the 2017 fiscal year and authorized the submission of the same to the government of Cuyahoga County, Ohio. RESOLUTION 19027.

The meeting adjourned at approximately 6:20 p.m.

NEXT MEETING: December 21, 2016 (WEDNESDAY) – 4 p.m.

The MetroHealth System

Respectfully submitted,

Thomas McDonald, Chairperson

Akram Boutros, M.D., FACHE
President and Chief Executive Officer