

The MetroHealth System Board of Trustees

GOVERNANCE & LEGAL COMMITTEE

Wednesday, November 10, 2021

10:00 am – 12:00 pm

Via Zoom

Meeting Minutes

Committee Members Present: Ms. Davis Chappell, Mr. Hurwitz, Mr. Moss, Ms. Whiting

Other Trustees Present: Mr. Hairston, Ms. Kirk, Dr. Walker

Staff Present: Ms. McBride, Mr. Phillips

Excused: Ms. Dee

Ms. Davis Chappell called the meeting to order at 10:00 am.

(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**

The minutes of the August 11, 2021 Committee meeting and a Special Committee meeting on September 13, 2021, were both approved as submitted.

II. **Information Items**

Ms. McBride gave an update on the purchase of Liability Insurance for 2022. The process is in the final stages and will bring the updated report to the full Board at the next meeting.



The MetroHealth System Board of Trustees

Ms. Davis Chappell indicated that all further matters to be considered at this meeting involved discussions of trade secrets, matters required to be kept confidential by law, personnel matters, as well as information subject to attorney-client privilege. Upon unanimous roll call vote, the Committee went into Executive Session to discuss such matters at 10:03 am.

Following Executive Session, the meeting reconvened in open session at 11:51 am.

III. Recommendation/Resolutions Approvals

- A. Recommendation for the Approval of a Policy Relative to Confidentiality and Authorized Spokespersons

The Committee unanimously approved the recommendation for full Board action.

- B. Recommendation for the Approval of a Policy Relative to CEO Emergency Succession Planning

The Committee unanimously approved the recommendation for full Board action.

- C. Recommendation to the President and Chief Executive Officer to Ratify Settlements of Liability/Workers' Compensation Claims at or Under \$100,000 for 2021

The Committee unanimously approved the recommendation for full Board action.

There being no further business to bring before the Committee, the meeting was adjourned at approximately 12:00 pm.

Laura C. McBride
Senior Vice President & General Counsel

