

The MetroHealth System Board of Trustees

FULL BOARD REGULAR MEETING

March 23, 2022

4:00 – 7:00 pm

MetroHealth Board Room (K-107) or via Zoom

Meeting Minutes

Present: Ms. Inajo Davis Chappell, Ms. Maureen Dee, Mr. John Hairston, Mr. Robert Hurwitz, Mr. Terry Monnolly, Mr. John Moss, Dr. JB Silvers, Dr. E. Harry Walker, Ms. Vanessa Whiting

Staff: Dr. Jennifer Bailit, Dr. Bernard Boulanger, Dr. Akram Boutros, Ms. Kate Brown, Dr. Nabil Chehade, Ms. Julie Jacono, Dr. Melissa Kline, Dr. William Lewis, Ms. Laura McBride, Mr. Alan Nevel, Ms. Jane Platten, Dr. Christine Alexander Rager, Ms. Sonja Rajki, Mr. Craig Richmond, Mr. Michael Stern, Mr. Nicholas Sukalac, Ms. Cheryl Wahl, Dr. Brook Watts

Guests: Ms. Gail Long, Mr. Michael Phillips

Ms. Whiting called the meeting to order at 4:00 pm, in accordance with Section 339.02(K) of the Ohio Revised Code.

(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 February 23, 2022 Board Meeting were approved as submitted.
RESOLUTION NO. 19493

II. **Consent Agenda**

A. **Audit & Compliance Committee**

- i. The Board unanimously approved and accepted the 2021 Audit Report for the System's Annual Financial Statements Presented by RSM.
RESOLUTION NO. 19494

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- ii. The Board unanimously approved the acceptance of the 2021 Results Compared to the 2021 Plan Measures and Goals for the Performance Based Variable Compensation Program
RESOLUTION NO. 19495

- iii. The Board unanimously approved the Selection of Pre-Authorized Professionals
RESOLUTION NO. 19496

III. Committee Reports

A. Audit & Compliance Committee, *Ms. Dee, Chair*

The committee reviewed the 2021 Audit Report for the System's Annual Financial Statements from RSM and recommended its approval.

B. Executive & Diversity Committee – *Ms. Whiting, Chair – No meeting*

C. Facilities & Planning Committee – *Mr. Monnolly, Chair – No meeting*

D. Finance Committee, *Mr. Moss, Chair – No meeting*

E. Governance Committee, *Ms. Chappell, Chair – No meeting*

F. Quality, Safety & Experience Committee, *Dr. Silvers, Chair – No meeting*

IV. President and CEO's Report

Dr. Boutros stated the President's Report was included in the Board Book. Dr. Boutros added that, along with other representatives from US Department of Health and Human Services and the Centers for Medicare and Medicaid Services, he has been asked to participate on the Executive Leadership Team for the Safety Net Payment Reform Committee, accelerating a delivery system to culminate a policy set by the Biden Administration. Dr. Boutros looks forward to participating on the Committee and plans to continue to do so after his retirement from MetroHealth.

V. Medical Staff Report

Dr. Christine Alexander, President of the Medical Staff, indicated the medical staff report was included in the Board Book. At the request of Dr. Alexander, the Board unanimously approved the Medical Staff Providers Appointments, Reappointments and Actions for February 2022, as well as the Medical Executive Committee Minutes of February 11, 2022. **RESOLUTION NO. 19497**

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VI. Executive Session

Ms. Whiting 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 the attorney-client privilege. Upon unanimous roll call vote, the Board went into Executive Session to discuss such matters at 4:07 pm.

Following Executive Session, the meeting reconvened in open session, there being no further business to bring before the Board, the meeting was adjourned at 6:48 pm.

NEXT MEETING: Wednesday, May 25, 2022 – 4:00-6:00 pm
MetroHealth Board Room (K-107) or via Zoom

Respectfully submitted,

THE METROHEALTH SYSTEM

Vanessa Whiting, Chairperson

Akram Boutros, MD, FACHE
President and Chief Executive Officer