

THE METROHEALTH SYSTEM BOARD OF TRUSTEES RESOLUTIONS – FEBRUARY 22, 2023

RESOLUTION DESCRIPTION	RESOLUTION NO.
MINUTES Minutes – Approval of Board Meeting Minutes, January 25, 2023 and Spe Meeting February 15, 2023	ecial 19558
CONSENT AGENDA	
Compensation Committee	
Approval of the Engagement of an Executive Compensation Consultant	19559
<u>Facilities and Planning Committee</u> Approval of Owner's Representative/Project Management Service	19560
MEDICAL STAFF	
Approval of Medical Staff Providers Appointments, Reappointments and Afor February	ctions 19561
OTHER BOARD ITEMS	
Approval of Amendments to the Executive Compensation Policy BOT 06	19562

Approval of Board Meeting Minutes, January 25, 2023 and February 15, 2023

RESOLUTION 19558

WHEREAS, the Board of Trustees of The MetroHealth System has been presented the minutes of the Regular Meeting of January 25, 2023 and Special Meetings of February 15, 2023, for approval; and

WHEREAS, no amendment to these Minutes have been recommended by the Trustees assembled.

NOW, THEREFORE, BE IT RESOLVED, the Board of Trustees of The MetroHealth System hereby approve the minutes of the Regular Meeting of January 25, 2023, and Special Meetings of February 15, 2023, as presented.

AYES: Ms. Chappell, Mr. Corlett, Ms. Dee, Mr. Hairston, Mr.

Hurwitz, Mr. Moss, Dr. Silvers, Dr. Walker, Ms. Whiting

NAYS: None

ABSENT: None

ABSTAINED: None

Approval of the Engagement of an Executive Compensation Consultant

RESOLUTION 19559

WHEREAS, the Board of Trustees of The MetroHealth System has been presented a recommendation by the President and Chief Executive Officer for the approval of authority to engage an executive compensation consultant from among the respondents to the System's publicly issued request for competitive sealed proposals; and

WHEREAS, the Board's Compensation Committee has reviewed this recommendation and now recommends its approval.

NOW, THEREFORE, BE IT RESOLVED, the Board of Trustees of The MetroHealth System hereby approves of the System's engagement of an executive compensation consultant to serve as an advisor to the Board and the System, to be paid out of general operating funds.

BE IT FURTHER RESOLVED, the President and Chief Executive Officer is hereby authorized to negotiate and execute agreements and other documents consistent with this resolution.

AYES: Ms. Davis-Chappell, Mr. Corlett, Ms. Dee, Mr. Hairston,

Mr. Moss, Dr. Silvers, Dr. Walker, Ms. Whiting

NAYS:

ABSENT: Mr. Hurwitz

ABSTAINED:

Approval of Owner's Representative/Project Management Service Providers

RESOLUTION NO 19560

WHEREAS, the Board of Trustees of The MetroHealth System has been presented a recommendation for the approval of certain Pre-Authorized Owner's Representative/Project Management Services providers; and

WHEREAS, the Board's Facilities and Space Committee has reviewed this recommendation and now recommends its approval.

NOW, THEREFORE, BE IT RESOLVED, the Board of Trustees of The MetroHealth System hereby approves certain Pre-Authorized Owner's Representative/Project Management Services Providers for a period of up to three years. The list of Pre-Authorized Owner's Representative/Project Management Services Providers is shown in the attached Exhibit A.

BE IT FURTHER RESOLVED, the President and Chief Executive Officer is hereby authorized to negotiate and execute agreements and other documents consistent with this resolution.

AYES: Ms. Davis-Chappell, Mr. Corlett, Ms. Dee, Mr. Hairston,

Mr. Moss, Dr. Silvers, Dr. Walker, Ms. Whiting

NAYS:

ABSENT: Mr. Hurwitz

ABSTAINED:

Exhibit A

2023

PRE-AUTHORIZED OWNER'S REPRESENTATIVE/PROJECT MANAGEMENT SERVICES PROVIDERS

- 1. Construction Support Solutions
- 2. ECS Midwest
- 3. G Stephens, Inc.
- 4. Hill International
- 5. Hplex Solutions
- 6. JPT Architects
- 7. Makovich & Pusti
- 8. Next Generation Construction
- 9. NV5, Inc.
- 10. Ozanne Construction
- 11. Panzica
- 12. Regency Construction Services
- 13. Signet Real Estate

APPROVAL OF MEDICAL STAFF PROVIDERS APPOINTMENTS, ACTIONS AND REAPPOINTMENTS FOR FEBRUARY 2023

RESOLUTION NO. 19561

The following Appointments to the MetroHealth System Medical Staff will be reviewed by the Credentials Committee on January 24, 2023. The appointments will then be reviewed and accepted by the Medical Executive Committee on February 10, 2023

<u>Active</u>			
Name	Department	Division	Effective
Ahmed, Shamina, MD	Radiology		1/25/2023
Hottois, Michael, MD	Psychiatry	Child/Adolescent	1/25/2023
Pashmini, NAzly, MD	Pediatrics		1/25/2023
Saleh, Anas, MD	Orthopaedics		1/25/2023
<u>Associate</u>			
Name	Department	Division	Effective
Albright, Consulea, APRN-CNP	Family Medicine		1/25/2023
Badea, Cassie, APRN-CNP	Psychiatry		1/25/2023
Fitzgerald, Tyler, PA-C	Medicine	Internal Medicine	1/25/2023
Izydorczak, Cecilia, PA-C	Surgery	Trauma/Burn/Critical Care	1/25/2023
Kestranek, Todd, PA-C	Orthopaedics		1/25/2023
Nunnari, Gabrielle, CAA	Anesthesiology		1/25/2023
Rayokovich, Brooke, PA-C	Surgery	Trauma/Burn/Critical Care	1/25/2023
Privileged Non-Member			
Name	Department	Division	<i>Effective</i>
Newey, Christopher, DO	Neurology		1/25/2023
Ravitskiy, Larisa, MD	Dermatology		1/25/2023
Non reviewable list-Clean files Privileged Non-Member			
Name	Department	Division	Effective
Hughes, Graham, MD	Psychiatry		1/25/2023
Reilly, Rachel, PT	PM&R		1/25/2023

The following actions to the MetroHealth System Medical Staff will be reviewed by the Credentials Committee on January 24, 2023 The Actions will then be reviewed by the Medical Executive Committee on February 10, 2023.

Resignations

Name	Department	Division	End Date
Bell, Andrea, DO	Medicine	Hospital Medicine	1/23/2023-R
Buchanan, Grant, MD	Orthopaedics	-	7/29/2022-R
Hajinazarian, Melkon, MD	Medicine	Nephrology	12/2/2022-CT
Julio, Lisa, APRN-CNP	Surgery	Pre-Surgical Testing	12/9/2022-R
Stetzer, Bradley, DO	Ob/Gyn	Maternal Fetal Medicine 1/6/2023-R	

CC=Contract Complete, Fellowship Complete

R=Resigned

RL-Relocated

RT-Retired

ET-Employment Terminated

CT-Contract Terminated

January 2023 Reappointments

Last Name	First Name	Degree Degree	Department	Division
Ahmad	Subhan	MD	Medicine	Hospital Medicine
Ahuja	Payal	MD	Family Medicine	Express Care
Akhrass	Rami	MD	Surgery	Cardiothoracic
Alexander	Christine	MD	Family Medicine	Garaiotrioradio
Allen	Carrie	CAA	Anesthesiology	
Al-Mashni	Laith	DDS	Dental Medicine	Oral Health
Ambani	Ravi	MD	Surgery	Vascular Surgery
Aneja	Ashish	MD	Medicine	Cardiology
Bala	Elisa	MD, MSc, MBA	Surgery	Ophthalmology
Baltes	Matthew	DO	Family Medicine	5 1 1 1 1 1 1 1 1 1
Becker	Jeffery	MD	Medicine	Hospital Medicine
Belding	Jonathan	MD	Orthopaedics	'
Bement	Sarah	MD	Pediatrics	
Burns	Sara	APRN-CNP	Family Medicine	Express Care
Caballero	Ludy	APRN-CNP	Family Medicine	Express Care
Carter	John	MD	Medicine	Pulmonary Medicine
Cater	Grace	MD	Medicine	Cardiology
Chagin	Daniel	MD	Family Medicine	- 3,
Chotikanatis	Kobkul	MD	Pediatrics	Allergy/Immunology
Chrisman-Khawam	Leanne	MD	Family Medicine	3,
Claridge	Jeffrey	MD	Surgery	Trauma/Burn/Critical Care
Clemow	Justin	DMD, MD	Dental Medicine	Oral & Maxillofacial Surgery
Combs	Meaghan	MD, MPH	Family Medicine	
Copeland	Joi	DDS	Dental Medicine	Oral Health
Cotturo	Kerrie	CCP	Surgery	Cardiothoracic
Creamer	Johnbuck	MD	Medicine	Hospital Medicine
Crowe	David	MD	Dermatology	
De Roia	Brooke	APRN-CNP	Family Medicine	Express Care
DeJoy	Samuel	DMD, MD	Anesthesiology	
Dent	Arlene	MD	Pediatrics	Pediatric Comprehensive Care
Dietz	Michelle	MD	Geriatric Medicine	
Dirajlal-Fargo	Sahera	DO	Pediatrics	Pediatric Infectious Disease
Dobbs	Katherine	MD	Pediatrics	Pediatric Infectious Disease
Dodge	Emily	MD	Emergency Medicine	
Dong-Kondas	Julie	MD	Dermatology	
Downes	Sean	MD	Family Medicine	
Ekers	Brooke	PA-C	Neurosurgery	
Elias	Michael	CAA	Anesthesiology	
Finton	Paula	MD	Medicine	Internal Medicine
Forde	Wayne	MD	Family Medicine	
Frommelt	Jonathan	MD	Emergency Medicine	

Gerechu Fassil MD Gynecology Gemechu Fassil MD Geriatric Medicine Ghori Abdulla MD Pediatrics Gill Inderjit MD Surgery Cardiothoracic Gordon Deborah APRN-CNP Family Medicine Grady Angela DPM Orthopaedics Podiatry Griggs Jessica DO Family Medicine Haddad Maryanne DO Medicine Internal Medicine Harders Maureen MD Anesthesiology Hecker Michelle MD Medicine Infectious Disease Hirschfeld Adam MD Orthopaedics Hirschfeld Adam MD Orthopaedics Hodgson John MD Medicine Cardiology Kapur Rahi MD Emergency Medicine Kauffman Erick MD Family Medicine Kauffman Bram MD Surgery Plastic Surgery Krishnan Vidya MD Medicine Pulmonary Medicine Kumrar Deepak MD Pediatrics Neonatology Laurenty David PA-C Surgery General Surgery Lebak Kelly MD Anesthesiology Lengu Irma MD Surgery Urology Leonard Ethan MD Pediatrics Leonard Ethan MD Pediatrics Leonard Ethan MD Pediatrics Levine Ari MD Pediatrics Loventhal Rebecca MD Family Medicine Loventhal Rebecca MD Family Medicine Maria MD Anesthesiology MacKay Kara CAA Anesthesiology MacKay Kara				Obstetrics &	
Ghori Abdulla MD Pediatrics Gill Inderjit MD Surgery Cardiothoracic Gordon Deborah APRN-CNP Family Medicine Grady Angela DPM Orthopaedics Podiatry Griggs Jessica DO Family Medicine Internal Medicine Haddad Maryanne DO Medicine Internal Medicine Harders Maureen MD Anesthesiology Hecker Michelle MD Medicine Infectious Disease Hirschfeld Adam MD Orthopaedics Hodgson John MD Medicine Cardiology Kapur Rahi MD Emergency Medicine Kauffman Erick MD Family Medicine Kauffman Bram MD Surgery Plastic Surgery Krishnan Vidya MD Medicine Pulmonary Medicine Kumar Deepak MD Pediatrics Neonatology Kutoloski Karen DO Medicine Cardiology Laurenty David PA-C Surgery General Surgery Lebak Kelly MD Anesthesiology Lengu Irma MD Surgery Urology Leonard Ethan MD Pediatrics Pediatric Infectious Disease Lemer Raisa MD Medicine Internal Medicine Levine Ari MD Orthopaedics Li Benjamin MD Surgery Oncology MacKay Kara CAA Anesthesiology MacKay Kar	Garcia	Jose	MD		
Gill Inderjit MD Surgery Cardiothoracic Gordon Deborah APRN-CNP Family Medicine Correctional Medicine Grady Angela DPM Orthopaedics Podiatry Griggs Jessica DO Family Medicine Internal Medicine Harders Maureen MD Anesthesiology Hecker Michelle MD Medicine Infectious Disease Hirschfeld Adam MD Orthopaedics Cardiology Demonstrated MD Medicine MD Medicine Modicine	Gemechu	Fassil	MD	Geriatric Medicine	
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Grady Angela DPM Orthopaedics Podiatry Griggs Jessica DO Family Medicine Hardadd Maryanne Harders Maureen MD Anesthesiology Hecker Michelle MD Medicine Internal Medicine Hirschfield Adam MD Orthopaedics Hodgson John MD Dematology Kapur Rahi MD Emergency Medicine Kauffman Erick MD Family Medicine Kauffman Bram MD Surgery Plastic Surgery Krishnan Vidya MD Medicine Pulmonary Medicine Kumar Deepak MD Pediatrics Neonatology Kutoloski Karen DO Medicine Cardiology Lengu Irma MD Surgery General Surgery Lebak Kelly MD Anesthesiology Lengu Irma MD Surgery Urology Leonard Ethan MD Surgery Urology Leonard Ethan MD Pediatrics Pediatric Infectious Disease Lemer Raisa MD Medicine Internal Medicine Levine Ari MD Surgery Oncology Maria MD Anesthesiology MacKay Kara CAA Anesthesiology Masar Sarah APRN-CNP Family Medicine Micheline Express Care Magiewski Andrea PA-C Surgery Trauma/Burni/Critical Care MacLean Shoghi MD Medicine Express Care McLeauphlin Beth MD Medicine Hematology/Oncology Maria MD Anesthesiology MacKay Kara CAA Anesthesiology Masar Sarah APRN-CNP Pediatrics Micheline Express Care McLeauphlin Beth MD Medicine Hematology/Oncology Masar Sarah APRN-CNP Pediatrics McLeauphlin Beth MD Medicine Hematology/Oncology Majarian Sandra MD, FACEP Emergency Medicine Migraphy Medicine Petrie Timothy MD Emergency Medicine Medicine Hematology/Oncology Majarian Sandra MD, FACEP Emergency Medicine Petrie Timothy Emergency Medicine Life Flight	Gill	Inderjit			Cardiothoracic
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Haddad Maryanne DO Medicine Internal Medicine Harders Maureen MD Anesthesiology Hecker Michelle MD Medicine Infectious Disease Hirschfeld Adam MD Orthopaedics Hodgson John MD Medicine Cardiology MD Dermatology Cardiology MD Dermatology MD Dermato	Grady	Angela	DPM	Orthopaedics	Podiatry
Harders Maureen MD Anesthesiology Hecker Michelle MD Medicine Hirschfeld Adam MD Orthopaedics Hodgson John MD Medicine Cardiology Kapur Rahi MD Emergency Medicine Kauffman Erick MD Family Medicine Kauffman Bram MD Surgery Krishnan Vidya MD Medicine Pulmonary Medicine Kumar Deepak MD Pediatrics Kumar Deepak MD Pediatrics Kumar Deepak MD Pediatrics Lebak Kelly MD Anesthesiology Lebak Kelly MD Anesthesiology Lengu Irma MD Surgery Urology Leonard Ethan MD Surgery Urology Leonard Ethan MD Pediatrics Levine Ari MD Pediatrics Lowenthal Rebecca MD Pamily Medicine Loy Maria MD Anesthesiology Lowenthal Rebecca MD Pediatrics Loy Maria MD Anesthesiology MacKay Kara CAA Anesthesiology Magoulias Constance MD Geriatric Medicine Majewski Andrea PA-C Surgery Trauma/Burn/Critical Care Marinez Alan DDS Dental Medicine Majewski Andrea PA-C Surgery Trauma/Burn/Critical Care Martinez Alan DDS Dental Medicine Maria DDS Dental Medicine Maler Vanessa MD, MPH Family Medicine Maria Sarah APRN-CNP Pediatrics Micleon Sarah APRN-CNP Pediatrics Micleon Hematology/Oncology Maria Dob Medicine Hospital Medicine MocLaughlin Beth MD Medicine Hospital Medicine Morrow-White Cheryl MD Pediatrics Micleon Sarah APRN-CNP Pediatrics Murtz Denise APRN-CNP Medicine Hospital Medicine Morrow-White Cheryl MD Pediatrics Majarian Sandra MD, FACEP Emergency Medicine Petrie Timothy MD Emergency Medicine Life Flight	Griggs	Jessica	DO	Family Medicine	
Hecker Michelle MD Medicine Infectious Disease Hirschfeld Adam MD Orthopaedics Hodgson John MD Medicine Cardiology Jaworsky Christine MD Dermatology Kapur Rahi MD Emergency Medicine Kauffman Erick MD Family Medicine Kauffman Bram MD Surgery Plastic Surgery Krishnan Vidya MD Medicine Pulmonary Medicine Kumar Deepak MD Pediatrics Neonatology Kutoloski Karen DO Medicine Cardiology Laurenty David PA-C Surgery General Surgery Lebak Kelly MD Anesthesiology Lengu Irma MD Surgery Urology Leonard Ethan MD Pediatrics Pediatric Infectious Disease Lerner Raisa MD Medicine Levine Ari MD Orthopaedics Li Benjamin MD Surgery Oncology Loventhal Rebecca MD Family Medicine Loy Maria MD Anesthesiology Magoullas Constance MD Geriatric Medicine Maier Vanessa MD, MPH Family Medicine Majewski Andrea PA-C Surgery Trauma/Burn/Critical Care MCAA Anesthesiology Masar Sarah APRN-CNP Family Medicine Morton-Vihite Cheryl MD Medicine Hospital MD Pediatrics MD Pediatric Medicine Mackapy Masar Sarah APRN-CNP Pediatric Medicine Morton-Vihite Cheryl MD Medicine Hospital Medicine Morton-Vihite Cheryl MD Pediatrics MD Pediatrics MD Pediatrics MD Pediatrics MD Medicine Hospital Medicine Morton-Vihite Cheryl MD Medicine Hospital Medicine Morton-Vihite Cheryl MD Pediatrics Morton-Vihite Cheryl M	Haddad	Maryanne	DO		Internal Medicine
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Hodgson	Hecker	Michelle	MD	Medicine	Infectious Disease
Saworsky Christine MD Dermatology	Hirschfeld	Adam	MD	Orthopaedics	
Kapur Rahi MD Emergency Medicine Kauffman Erick MD Family Medicine Kaufman Bram MD Surgery Plastic Surgery Krishnan Vidya MD Medicine Pulmonary Medicine Kumar Deepak MD Pediatrics Neonatology Kumar Deepak MD Pediatrics Neonatology Lurenty David PA-C Surgery General Surgery Lebak Kelly MD Anesthesiology Lebak Kelly MD Anesthesiology Leonard Ethan MD Pediatrics Pediatric Infectious Disease Leonard Ethan MD Medicine Internal Medicine Levine Ari MD Orthopaedics Internal Medicine Levine Ari MD Anesthesiology Oncology Levine Ari MD Anesthesiology Oncology Levine Ari MD Anesthesiology	Hodgson	John	MD	Medicine	Cardiology
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Laurenty David PA-C Surgery General Surgery Lebak Kelly MD Anesthesiology Lengu Irma MD Surgery Urology Lengu Ethan MD Pediatrics Pediatric Infectious Disease Leonard Ethan MD Medicine Internal Medicine Levine Ari MD Orthopaedics Internal Medicine Levine Ari MD Orthopaedics Internal Medicine Li Benjamin MD Surgery Oncology Lowenthal Rebecca MD Family Medicine Poncology Lowenthal Rebecca MD Anesthesiology Moncology Mackay Kara CAA Anesthesiology Moncology Mackay Kara CAA Anesthesiology Moncology Magoulias Constance MD Geriatric Medicine Mordicine Majewski Andrea PA-C Surgery Trauma/Burn/Critical Care <td>Kumar</td> <td>Deepak</td> <td>MD</td> <td>Pediatrics</td> <td>Neonatology</td>	Kumar	Deepak	MD	Pediatrics	Neonatology
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Lengu Irma MD Surgery Urology Leonard Ethan MD Pediatrics Pediatric Infectious Disease Lerner Raisa MD Medicine Internal Medicine Levine Ari MD Orthopaedics Internal Medicine Li Benjamin MD Surgery Oncology Lowenthal Rebecca MD Family Medicine Loy Maria MD Anesthesiology MacKay Kara CAA Anesthesiology Magoulias Constance MD Geriatric Medicine Maier Vanessa MD, MPH Family Medicine Majewski Andrea PA-C Surgery Trauma/Burn/Critical Care Martinez Alan DDS Dental Medicine Surgery Masar Sarah APRN-CNP Family Medicine Express Care McElroy Sarah APRN-CNP Pediatrics McLean Shoghi MD Medicine Hospital Me	Laurenty	David	PA-C	Surgery	General Surgery
Leonard Ethan MD Pediatrics Pediatric Infectious Disease Lerner Raisa MD Medicine Internal Medicine Levine Ari MD Orthopaedics Li Benjamin MD Surgery Oncology Lowenthal Rebecca MD Family Medicine Loy Maria MD Anesthesiology MacKay Kara CAA Anesthesiology Magoulias Constance MD Geriatric Medicine Majerwski Andrea PA-C Surgery Trauma/Burn/Critical Care Martinez Alan DDS Dental Medicine Oral & Maxillofacial Surgery Masar Sarah APRN-CNP Family Medicine Express Care McElroy Sarah APRN-CNP Family Medicine Express Care McLean Shoghi MD Medicine Hospital Medicine McLean Shoghi MD Medicine Hospital Medicine Morrow-White Cheryl	Lebak	Kelly	MD	Anesthesiology	
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LevineAriMDOrthopaedicsLiBenjaminMDSurgeryOncologyLowenthalRebeccaMDFamily MedicineLoyMariaMDAnesthesiologyMacKayKaraCAAAnesthesiologyMagouliasConstanceMDGeriatric MedicineMaierVanessaMD, MPHFamily MedicineMajewskiAndreaPA-CSurgeryTrauma/Burn/Critical CareMartinezAlanDDSDental MedicineOral & Maxillofacial SurgeryMasarSarahAPRN-CNPFamily MedicineExpress CareMcElroySarahAPRN-CNPPediatricsMcLaughlinBethMDMedicinePalliative CareMcLeanShoghiMDMedicineHospital MedicineMorrow-WhiteCherylMDPediatricsMurtzDeniseAPRN-CNPMedicineHematology/OncologyNajarianSandraMD, FACEPEmergency MedicineO'SheaJodiAPRN-CNPGeriatric MedicinePahlajaniGeetuMDFamily MedicinePetrieTimothyMDEmergency MedicineLife Flight	Leonard	Ethan	MD	Pediatrics	
Li Benjamin MD Surgery Oncology Lowenthal Rebecca MD Family Medicine Loy Maria MD Anesthesiology MacKay Kara CAA Anesthesiology Magoulias Constance MD Geriatric Medicine Maier Vanessa MD, MPH Family Medicine Majewski Andrea PA-C Surgery Trauma/Burn/Critical Care Martinez Alan DDS Dental Medicine Express Care McElroy Sarah APRN-CNP Family Medicine Express Care McLean Shoghi MD Medicine Palliative Care McLean Shoghi MD Medicine Hospital Medicine Morrow-White Cheryl MD Pediatrics Murtz Denise APRN-CNP Medicine Hematology/Oncology Najarian Sandra MD, FACEP Emergency Medicine Pahlajani Geetu MD Emergency Medicine Petrie Timothy MD Emergency Medicine Life Flight	Lerner	Raisa	MD	Medicine	Internal Medicine
LowenthalRebeccaMDFamily MedicineLoyMariaMDAnesthesiologyMacKayKaraCAAAnesthesiologyMagouliasConstanceMDGeriatric MedicineMaierVanessaMD, MPHFamily MedicineMajewskiAndreaPA-CSurgeryTrauma/Burn/Critical CareMartinezAlanDDSDental MedicineOral & Maxillofacial SurgeryMasarSarahAPRN-CNPFamily MedicineExpress CareMcElroySarahAPRN-CNPPediatricsMcLaughlinBethMDMedicinePalliative CareMcLeanShoghiMDMedicineHospital MedicineMorrow-WhiteCherylMDPediatricsMurtzDeniseAPRN-CNPMedicineHematology/OncologyNajarianSandraMD, FACEPEmergency MedicineO'SheaJodiAPRN-CNPGeriatric MedicinePahlajaniGeetuMDFamily MedicineDetrieTimothyMDEmergency MedicineLife Flight	Levine	Ari	MD	Orthopaedics	
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Pahlajani Geetu MD Family Medicine Petrie Timothy MD Emergency Medicine Life Flight	Najarian	Sandra	MD, FACEP	Emergency Medicine	
Petrie Timothy MD Emergency Medicine Life Flight	O'Shea	Jodi	APRN-CNP	Geriatric Medicine	
Petrie Timothy MD Emergency Medicine Life Flight	Pahlajani	Geetu	MD	Family Medicine	
Phelan Michael MD Emergency Medicine	_		MD		Life Flight
	Phelan	Michael	MD	Emergency Medicine	

Pinault Gilles MD	Piktel	Joseph	MD	Emergency Medicine	
Pollard Robert MD Obstetrics & Gynecology Raju Nygi MD Family Medicine Cardiology Mamson James APRI-CNP Medicine Cardiology Maternal/Fetal Medicine Cardiology Maternal/Fetal Medicine Cardiology Maternal/Fetal Medicine Cardiology Maternal/Fetal Medicine Rataul Manjot MD Emergency Medicine Internal Medicine Ricanati Steven MD Medicine Internal Medicine Ricanati Steven MD Medicine Internal Medicine Roehrs Matthew DO Emergency Medicine Internal Medicine Romeo Nicholas DO Orthopaedics Orthopaedics Rosenberg Jeffrey MD Medicine Internal Medicine Rosenberg Arlene MD Dematology Pediatrics Pediatrics Pediatrics Saudeh Wasim MD Pediatrics Pediatrics Pediatrics Saudeh Wasim MD Pediatrics Pediatrics Internal Medicine Sears Jonathan MD Medicine Internal Medicine Sears Jonathan MD Medicine Internal Medicine Shaughnessy Allysen PA-C Surgery Ophthalmology Sigmund Eric APRN-CNP Emergency Medicine Correctional Medicine Sika Neil OD Surgery Ophthalmology Ophthalmology Sigmund Eric APRN-CNP Emergency Medicine Correctional Medicine Sika Neil OD Surgery Ophthalmology Ophthalmology Sigmund Eric APRN-CNP Emergency Medicine Correctional Medicine Sika Neil OD Surgery Ophthalmology Ophthalmology Sigmund Eric APRN-CNP Emergency Medicine Correctional Medicine Sika Neil OD Surgery Ophthalmology Ophthalmology Sigmund Sareena MD Dermatology Ophthalmology Sigmund Sareena MD Dermatology Ophthalmology Sigmund Sareena MD Dermatology Ophthalmology Sirvastava Sunil MD Surgery Ophthalmology Sirvastava Sunil MD Surgery Ophthalmology General Surgery Ophthalmology General Surgery General Surgery General Surgery General Surgery General Surgery Tratifis Ashley APRN-CNP Pediatrics Neonatology Trauma/Burn/Critical Care Trauma/	Pinault	Gilles	MD	Orthopaedics	
Raju Nygi MD Family Medicine Ramson James APRN-CNP Medicine Ranzini Angela MD Obstetrics & Gynecology Rataul Manjot MD Emergency Medicine Reichsman Ann MD Family Medicine Ricanati Steven MD Medicine Ricanati Steven MD Medicine Riley Nicholas MD, Ph.D Family Medicine Roehrs Matthew DO Emergency Medicine Rosenberg Jeffrey MD Medicine Rosenberg Arlene MD Dermatology Roy Aparma MD Pediatrics Saul James MD Medicine Internal Medicine Rosenberg Arlene MD Dermatology Roy Aparma MD Pediatrics Saul James MD Medicine Internal Medicine Schrock Jon MD, FACEP Emergency Medicine Sears Jonathan MD Surgery Ophthalmology Seeholzer Eileen MD Medicine Internal Medicine Shaughnessy Allysen PA-C Surgery Trauma/Burn/Critical Care Shary Nicholas PA-C Orthopaedics Shiber Linda-Dalal MD Anesthesiology Singh Maninder MD Anesthesiology Singh Maninder MD Anesthesiology Solymos Kornelia MD Family Medicine Semach Stephen MD Dermatology Roy Aparma MD Pediatrics Surgery Ophthalmology Singh Maninder MD Medicine Internal Medicine Shaughnessy Allysen PA-C Surgery Trauma/Burn/Critical Care Shiber Linda-Dalal MD Obstetrics & Gynecology Singh Maninder MD Anesthesiology Singh Maninder MD Anesthesiology Solymos Kornelia MD Family Medicine Somach Stephen MD Dermatology Srivastava Sunil MD Surgery Ophthalmology Sroka Ruth APRN-CNP Medicine Correctional Medicine Tang Xiaozhou MD Family Medicine Express Care Taraffic Ashley APRN-CNP Pediatrics Neonatology Trauma/Burn/Critical Care	Platt-Houston	Candis	MD	Pediatrics	
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Sherry Nicholas PA-C Orthopaedics Shiber Linda-Dalal MD Obstetrics & Gynecology Sigmund Eric APRN-CNP Emergency Medicine Correctional Medicine Sika Neil OD Surgery Ophthalmology Singh Maninder MD Anesthesiology Singh Sareena MD Obstetrics & Gynecologic Oncology Solymos Kornelia MD Family Medicine Somach Stephen MD Dermatology Srivastava Sunil MD Surgery Ophthalmology Sroka Ruth APRN-CNP Medicine Hospital Medicine Tallman Thomas DO Emergency Medicine Correctional Medicine Tang Xiaozhou MD Family Medicine Express Care Tarabichi Yasir MD Medicine Pulmonary Medicine Times Melissa MD Surgery General Surgery Traffis Ashley APRN-CNP Pediatrics Neonatology Tseng Esther MD Surgery Trauma/Burn/Critical Care	Seeholzer	Eileen	MD	Medicine	Internal Medicine
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Tseng Esther MD Surgery Trauma/Burn/Critical Care	Times	Melissa	MD	Surgery	General Surgery
	Traffis	Ashley	APRN-CNP	Pediatrics	Neonatology
Venna Ranga MD Anesthesiology	Tseng	Esther	MD	Surgery	Trauma/Burn/Critical Care
	Venna	Ranga	MD	Anesthesiology	

Wallis	Nicole	MD, FACEP	Emergency Medicine	
Whited-Watson	Amber	DO	Family Medicine	
Wilson	Lance	MD, FACEP	Emergency Medicine	
Winfield	Anna	MD, MPH	Pediatrics	
Wozniak	Kathryn	PA-C	Surgery	Plastic Surgery
Yuan	Alex	MD	Surgery	Ophthalmology
Zavracky	Lyndsey	PA-C	Emergency Medicine	
Zienkowski	Edward	APRN-CNP	Anesthesiology	Pre-Surgical Testing

AYES:	Ms. Davis-Chappell, Mr. Corlett, Ms. Dee, Mr. Hairston, Mr. Moss, Dr. Silvers, Dr. Walker, Ms. Whiting
NAYES:	T1033, D1. Onvers, D1. vvalker, T13. vvincing
ABSENT:	Mr. Hurwitz
ABSTAINED:	
DATE:	February 22, 2023

Approval of Amendments to Executive Compensation Policy BOT-06

RESOLUTION NO. 19562

WHEREAS, the Board of Trustees of The MetroHealth System has a policy regarding Executive Compensation, Policy BOT-06;

WHEREAS, Policy BOT-06 requires the Compensation Committee to define the scope of "Executives" whose compensation is subject to oversight by the Board;

WHEREAS, the Board acknowledges the particular challenges associated with the employment of interim Executives, whose employment more closely resembles consulting or separate contractual relationships and whose compensation is not readily comparable to full-time employment; and

WHEREAS, the proposed amendments seek to define Executives and provide a limited exception for interim Executive compensation.

NOW, THEREFORE, BE IT RESOLVED, the Board of Trustees of The MetroHealth System hereby approves the attached amended Board Policy BOT-06 for Executive Compensation.

AYES: Ms. Davis-Chappell, Mr. Corlett, Ms. Dee, Mr. Hairston,

Mr. Moss, Dr. Silvers, Dr. Walker, Ms. Whiting

NAYS:

ABSENT: Mr. Hurwitz

ABSTAINED:

BOARD POLICY



BOT-06 - Executive Compensation

Key Points

- This policy applies to The MetroHealth System (MHS).
- The Board of Trustees recognizes the need for MHS to attract and retain effective and committed executives to assist MHS in achieving its goals and providing high quality care in accordance with its mission, while acting in accordance with the laws and standards applicable to MHS.
- This policy sets forth the framework that the Board uses to carry out its fiduciary duties in determining appropriate and competitive compensation for the CEO and other MHS Executives¹.

Policy

- 1. The Board, through the Compensation Committee, shall review the CEO's and Executives' compensation at least annually. This review shall include actual compensation paid during the prior year as well as any proposed changes to the CEO's future compensation, if any.
- 2. To support the Board's fiduciary and statutory duties, MHS shall retain an independent compensation consultant (or consultants) to assist in providing the Board with information regarding comparable CEO and Executive compensation and related terms.
 - 2.1. The independent compensation consultant shall provide a written report(s) to and communicate directly with the Board's Compensation Committee.

3. CEO Compensation

- 3.1. The Board sets compensation for the CEO that is consistent with other comparable nonprofit and public hospitals and health systems and that reflects fair value for the services that MHS receives.
- 3.2. The Board shall approve all compensation paid to the CEO.
- 3.3. Any changes in the CEO's base salary outside of those contemplated by the CEO's employment agreement and any bonus or supplemental compensation paid to the CEO must be approved by the Board in advance of payment.

4. Executive Compensation

- 4.1. In accordance with Policy BOT-07, the CEO has the authority to set the wages, salaries and benefits for other MHS Executives, including base salary and other fixed, performance-based, or other incentive compensation.
- 4.2. However, the wages and salaries set by the CEO for Executives must be consistent with compensation provided by comparable nonprofit and public hospitals and health systems.
 - 4.2.1. The CEO must notify the Board if any Executive's total cash compensation (including performance-based variable compensation or other compensation) will exceed the 90th percentile of the comparable group and request Board approval.
 - 4.2.2. The requirement of 4.2.1 for Board approval does not apply to interim Executives who are employed on a temporary basis (less than 12 months) to fill an immediate need. In such a situation, the CEO must notify the Board Chair in writing if an interim Executive's total cash compensation will exceed the 90th percentile, but Board approval is not

BOT-06 – Executive Compensation

Owner: Board of Trustees Effective Date: XXXXXXXXX

Page 2 of 3

Paper copy may not be current; refer to electronic version for official policy

BOARD POLICY



required. The CEO shall report to the Board on all interim Executive hires at least annually.

- 4.3. The CEO shall report to the Board's Compensation Committee on Executives' compensation, including base salary and all other components of compensation, at least annually.
- 5. Performance-Based Variable Compensation (PBVC)
 - 5.1. The Board shall approve annual organizational goals and metrics utilized for the organizational portion of the PBVC program.
 - 5.1.1. Employees may have, in addition to organizational goals, personal goals and metrics that are approved by the CEO.
 - 5.2. The CEO shall report the organizational goals achievements and the performance of the PBVC program to the Board annually, including the aggregate amount awarded across the organization and the amount that would be awarded to the CEO and other MHS employees through the PBVC program.

References

ORC 339.06, 339.07

Endnotes

¹ Executives means employees at the level of a Vice President or above but does not include the CEO.

Effective Date: XXXXXXXXX