

The MetroHealth System Board of Trustees

FULL BOARD REGULAR MEETING

Wednesday, October 25, 2023
5:00 – 7:00 pm
The MetroHealth System Board Room (K-107)

Meeting Minutes

Trustees: Inajo Chappell-R, John Corlett-I, Maureen Dee-I, Robert Hurwitz-R, John Moss-R, JB Silvers-I, E. Harry Walker, M.D.-I, Vanessa Whiting-R¹

Staff: Airica Steed, Ed.D,-R, Laura Black-I, Kate Brown-I, Nabil Chehade, M.D.-I, Alfred Connors, M.D.-R, Will Dube-I, Joseph Golob, M.D.,-I, Joseph Frolik-I, Geoff Himes-R, Derrick Hollings – I, Olusegun Ishmael, M.D.,-I, Julie Jacono-I, Natalie Joseph, M.D.,-R, Melissa Kline-I, Alison Poullos-I, Sonja Rajki-I, Dalph Watson-I, Adam Winston-I

Guests: Jasmine Boutros-R, Suzanne Aral-Boutros-I, Tess Boutros-I, Gail Long-R, Mark Wallach-R, Julie Washington-I

Dr. Walker called the meeting to order at 5:15 pm, 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

The minutes of the September 27, 2023, regular Board Meeting were approved as submitted, with one abstention. RESOLUTION NO. 19583

II. Mission Moment

A video was shared regarding the Multicultural Women’s Health Fair and Empowerment Expo that took place at the Huntington Convention Center on September 30, 2023.

III. Committee Reports

A. Quality, Safety and Experience Committee – *Dr. Silvers*

¹ I-In-person, R-Remote

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Dr. Silvers summarized that the Quality, Safety and Experience Committee met and reviewed metrics and measures regarding quality, safety and patient experience. He remarked that the staff is focused on the goal of no patient harmed, increase patient satisfaction, and being recognized as five stars for Medicare. He noted the challenge that improvements take time and that the System's current improved results will not show for another year or more.

B. Finance Committee – J. Moss

Mr. Moss summarized the Finance Committee meetings including Clearstead's update on The MetroHealth System's investment portfolio. Derrick Hollings reviewed the System's financials and provided an in-depth presentation with the team on the System's 2024 budget.

IV. Consent Agenda

Finance Committee

Dr. Walker asked for approval of the committee from the Finance Committee seeking the Approval of Certain Annual Purchasing Policies and Procedures and asked for a motion to approve the Consent Agenda. RESOLUTION NO. 19584

V. President and CEO's Report

Dr. Steed noted her written President and CEO's report. She expressed thanks to the team and all members of the System's workforce for their hard work and dedication during the past year. She showcased certain successes in a slide presentation including positive operating revenue performance with increases from last year's performance; increases in outpatient surgeries, emergency department visits; growth in ambulatory visits; large reductions in preventable harms metrics and improvements in patient experience metrics. She also notes the significant reduction in the System's staffing turnover rate.

Dr. Steed also noted that MetroHealth's unique and purposeful focus on health equity and truly impacting the lives and well-being of our community will position us for better connectivity with our community, caregivers and leaders as we move forward into the future.

VI. Medical Staff Report

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Dr. Joseph noted the Medical Staff Appointments, Actions and Reappointments for consideration and approval and the information in the Medical Staff newsletter which were distributed with the materials. She noted the medical staff holiday party date of December 16, 2023.

Dr. Joseph further noted that the medical staff was pleased to welcome Dr. Steed and some others from the senior leadership team the most recent Medical Staff meeting on October 3, 2023, where they addressed several questions presented by the medical staff and the Medical Staff team was grateful for the time taken and spent with them. Not all their questions were answered at the meeting and so others were submitted in writing and answered outside of the meeting. Due to the great success of the Q&A session with Dr. Steed, the Medical Staff is considering adding this as a part of their regular meeting agenda, more details to come.

Dr. Joseph informed the group that the Medical Staff had opportunity to be formally introduced to Derrick Hollings, EVP, CFO in the Medical Staff meeting as well. Lastly, Dr. Joseph called attention to the MEC minutes from September 8, 2023, for approval by the Board of Trustees.

The Board considered the Medical Staff Appointments, Reappointments and MEC Minutes from September 2023. The Board unanimously approved the same via RESOLUTION 19585.

VII. Information Items

A. Proposed Budget for the 2024 Fiscal Year

Dr. Walker stated that at the Finance Committee there was a detailed presentation on the System's proposed budget for 2024 including the underlying assumptions and strategic initiatives which support the budget. Dr. Walker informed the group that the Trustees were able to ask questions and recommend approval of the 2024 budget to the full board. Dr. Walker stated that he wanted to give the opportunity for further questions, and asked Mr. Hollings and Dr. Steed to present the budget.

Mr. Hollings presented the 2024 operating and capital budget and gave a summary of both. The total operating revenue budget for 2024 is \$1,946,657,000 and reviewed the components of the revenue and expenses with a targeted EBIDA of \$140,000,000.

Mr. Hollings presented the 2024 capital budget of \$40M and its components for expenditures allocated to information technology, facilities, clinical operations, and other contingencies.

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Dr. Steed thanked Mr. Hollings for the presentation and informed the group that we are heavily focused on ensuring a stable EBIDA position, repaying the System's debt, continuing to reinvest and to continue to fund strategic initiatives.

Ms. Chappell stated, based on the information presented, the budget appears to be reasonable and consistent with strategic objectives we have, with reasonable assumptions.

Ms. Whiting thanked everyone for all the hard work and dedication in preparing the budget. Ms. Whiting stated the budget appears to be on the right track and things appear to be trending in the right direction and everyone should feel good about this major accomplishment.

It was noted that the budget will be presenting to Cuyahoga County Council in November.

Dr. Steed informed the group that the budget represents a significant investment on the "People First" side of the System's mission. She stressed that we must invest in our people if we want to continue to move our mission forward. It also represents an investment on our Physician Enterprise side, a full investment on all 8,700 caregivers, in addition to keeping our focus on comparing ourselves industry benchmarks and local benchmarks.

B. Strategic Plan. Ms. Whiting asked Dr. Steed, to speak briefly the strategic planning process. Dr. Steed informed the group that the updated to the strategic plan will be getting underway with the goal being to start 2024 with a very comprehensive, community engagement planning process, with a partner assistance. Dr. Walker added that the System's strategic plan needs to be updated and that the entire board will be involved in this process. Dr. Walker asked if there were board members that were interested in being engaged more deeply in the strategic planning process to let him know as meetings will be scheduled to begin the process.

Dr. Walker then asked for a motion to recess into executive session to discuss hospital trade secrets as defined by ORC 1333.61; to conference with an attorney for the public body concerning disputes involving the public body that are subject to pending or imminent court action. Mr. Moss made a motion and Ms. Whiting 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. The Board went into executive session to discuss the identified matters at 5:51 pm.

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VIII. Executive Session

Following the executive session, the meeting reconvened in open session at approximately 7:01 pm and welcomed back the public via Zoom and those members of the public who remained in-person.

IX. Recommendation/Resolutions Approvals

A. Approval of Proposed Budget for the 2024 Fiscal Year and to Authorize the Submission of the same to the Government of Cuyahoga County, Ohio

Dr. Walker noted that the Trustees received information and were able to ask questions about the proposed 2024 budget both in Finance Committee and at the full Board meeting and asked if there were further questions. With none, Dr. Walker asked for a motion to approve the resolution which was approved unanimously. RESOLUTION NO. 19586

B. Approval of a Claim Settlement

Dr. Walker informed the group that they had received background information on the proposed settlement in executive session. Dr. Walker asked if there were any additional questions or discussion. With none, the resolutions was approved unanimously. RESOLUTION NO. 19587

There being no further business to bring before the Board, the meeting was adjourned.

THE METROHEALTH SYSTEM

E. Harry Walker, MD, Chairperson

NEXT MEETING: **Wednesday, November 20, 2023**
 5:00 – 7:00 pm
 The MetroHealth Board Room (K-107) or via Zoom