**SUMMARY OF ACTIONS TAKEN**

*February 8, 2022 - Wexner Medical Center Board Meeting*

**Members Present:**

Hiroyuki Fujita  
Alan A. Stockmeister  
John W. Zeiger  
Carly G. Sobol  
Robert H. Schottenstein  
Cindy Hilsheimer  
Gary R. Heminger (ex officio)  
Kristina M. Johnson (ex officio)  
Melissa L. Gilliam (ex officio)  
Michael Papadakis (ex officio)  
Mark Larmore (ex officio)  
Andrew Thomas (ex officio)

**Members Present via Zoom:**

Leslie H. Wexner  
Abigail S. Wexner  
Erin P. Hoeflinger  
Stephen D. Steinour  
Amy Chronis (joined late)

**Members Absent:**

W.G. “Jerry” Jurgensen

**PUBLIC SESSION**

The Wexner Medical Center Board convened for its 41st meeting on Tuesday, February 8, 2022, in person at the Longaberger Alumni House on Ohio State’s Columbus campus and virtually over Zoom. Board Secretary Jessica A. Eveland called the meeting to order at 1:02 p.m. As co-interim leaders of the Wexner Medical Center, both Mark Larmore, CFO, and Andrew Thomas, Chief Clinical Officer, were in attendance, but only Dr. Thomas served as a voting member for this meeting.

**Item for Action**

1. **Approval of Minutes:** No changes were requested to the November 16, 2021, meeting minutes; therefore, a formal vote was not required, and the minutes were considered approved.

**Items for Discussion**

2. **Interim Co-Leaders’ Report:** Dr. Thomas noted that, since the November meeting, Ohio had faced another surge in the COVID-19 pandemic, and he expressed sincere appreciation for the support the medical center had received from CAS (formerly Chemical Abstracts) and the Ohio National Guard. CAS allowed the medical center to open a drive through COVID-19 testing site in its parking garage, which allowed for the testing of more than 1,000 patients per day during the peak of the surge, which had since dropped down to around 200 to 300 patients per day. Meanwhile, members of the Ohio National Guard provided support mainly in non-clinical areas – delivering food trays, cleaning rooms, transporting patients and sitting at their bedsides. They also worked in the Emergency Department and helped at testing sites. Dr. Thomas and Mr. Larmore both commented that the assistance the medical center received from the Ohio National Guard during this time was invaluable. Trustee John Zeiger requested that a resolution be drawn up honoring the service of the Ohio National Guard as well as Governor Mike DeWine for the role he played in making the guard members available. This resolution was added to the University Board of Trustees’ consent agenda and approved on February 10.
Dr. Thomas also shared that, six months into the fiscal year, the medical center was already tracking 20% ahead of the previous fiscal year’s record-setting targets in terms of new federal research grants. And in calendar year 2021, the medical center had performed a record number of transplant procedures, with the organization now ranking No. 7 out of 250 transplant programs nationwide. Finally, the medical center also launched the Ohio State Health & Discovery website (health.osu.edu), which serves as the primary source for external consumers of health, wellness, innovation, research and science news from the experts at Ohio State.

Mr. Larmore then thanked everyone at the medical center who was involved in quickly responding to a ransomware attack against workforce management company Ultimate Kronos Group. The attack on Kronos, which is a major timekeeping organization for health systems across the country, forced the medical center to develop a new, manual timekeeping process for 24,000 employees to ensure they were paid for the resulting two-week period. Mr. Larmore also acknowledged the third anniversary of the medical center’s Healthy State Alliance with Bon Secours Mercy Health, and he commented on the great progress being made in developing new facilities on campus and across Ohio, even amidst the significant economic challenges posed by the pandemic.

3. James Cancer Hospital Report: William Farrar, CEO of the James Cancer Hospital, shared a variety of updates, including the recognition of Ohio State’s Dr. Electra Paskett, the Marion N. Rowley Professor of Cancer Research, who was named a Top 50 Change Maker by the National Cancer Institute’s Division of Cancer Prevention for her work to address health disparities in cancer prevention, early detection and symptom science. He also highlighted a new collaboration with the Dayton Physicians Network as part of the James Cancer Network.

Dramatic progress has been made in treating cancer over the past three decades, predominantly coming from scientific research. The OSUCCC-James has 325 cancer researchers and more than 600 open clinical trials at any given time, with some of the world’s latest discoveries available to clinical trial patients. The medical center’s Outpatient Care West Campus facility, which is slated to open in 2023, will play a vital role in enhancing access to these cutting edge cancer services, such as the new proton therapy unit and the FLASH Mobetron device.

Halfway through FY22, the OSUCC-James has achieved a 7 percent increase in total surgeries, a 14 percent increase in new patient clinic visits, and a 10 percent increase in overall clinic visits. It has also enrolled 961 patients in its more than 600 clinical trials, and researchers have received $76 million in total funding from the National Cancer Institute, representing some incredible accomplishments despite a very challenging year.

(See Attachment X for background information, page XX)

4. Wexner Medical Center Financial Report: Mr. Larmore shared the medical center’s financial results for the first half of the fiscal year through December 31, 2021. The health system – which includes the seven hospitals – saw an excess of revenue over expenses of $134 million, which was approximately $27 million more than anticipated. This was a 2.8% improvement over the same time last year, and he commented that it was impressive to still see growth even during the pandemic surge. The combined Wexner Medical Center results, consisting of the health system, College of Medicine and OSU Physicians, showed $165 million excess of revenue over expenses, which was approximately $48 million more than anticipated, and a 12.5% improvement year-over-year. Additionally, the university executed a bond offering that generated $715 million in proceeds, increasing long-term debt. Cash from that offering went into assets limited as to use.

(See Attachment X for background information, page XX)
5. Resolution No. 2022-73, Recommend Approval to Enter Into Construction Contracts:

Synopsis: Authorization to increase professional services and construction contracts, as detailed in the attached materials, is proposed.

WHEREAS in accordance with the attached materials, the university desires to increase professional services and construction contracts for the following project:

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<thead>
<tr>
<th>Prof. Serv. Approval Requested</th>
<th>Construction Approval Requested</th>
<th>Total Requested</th>
</tr>
</thead>
<tbody>
<tr>
<td>East Hospital</td>
<td>$0.6M</td>
<td>$4.9M</td>
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<tr>
<td>Dock Expansion</td>
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NOW THEREFORE

BE IT RESOLVED, That the Wexner Medical Center Board hereby approves and proposes that the professional services and construction contracts for the project listed above be recommended to the University Board of Trustees for approval, and;

BE IT FURTHER RESOLVED, That the Wexner Medical Center Board hereby recommends that the President and/or Senior Vice President for Business and Finance be authorized to increase professional services and construction contracts for the project listed above in accordance with established university and State of Ohio procedures, with all actions to be reported to the Board at the appropriate time.

(See Attachment X for background information, page XX)

6. Resolution No. 2022-74, Recommend for Approval the Acquisition of Real Property:

Synopsis: Authorization to acquire property located adjacent to Outpatient Care East, on Leonard Avenue, City of Columbus, Franklin County, Ohio, for the development of parking facilities, is proposed.

WHEREAS The Ohio State University seeks to acquire approximately 5 acres of unimproved real property located at Outpatient Care East, on Leonard Avenue in the City of Columbus, Ohio; and

WHEREAS the ground will be developed into parking facilities for the Outpatient Care East facility:

NOW THEREFORE

BE IT RESOLVED, That the Wexner Medical Center Board hereby approves and proposes that the purchase of said property be recommended to the University Board of Trustees for approval; and
BE IT FURTHER RESOLVED, That the Wexner Medical Center Board hereby recommends that the President and/or Senior Vice President for Business and Finance shall be authorized to take any action required to effect the purchase of this property upon terms and conditions deemed to be in the best interest of the university.

7. **Resolution No. 2022-75, Ratification of Committee Appointments FY2022-2023:**

BE IT RESOLVED, That the Wexner Medical Center Board hereby approves that the ratification of appointments to the Quality and Professional Affairs Committee for FY2022-2023 are as follows:

**Quality and Professional Affairs Committee**

- Alan A. Stockmeister, Chair
- Erin P. Hoeflinger
- Carly G. Sobol
- Melissa L. Gilliam
- Michael Papadakis
- Jay M. Anderson
- Mark E. Larmore
- Andrew M. Thomas
- David E. Cohn
- Elizabeth Seely
- Scott A. Holliday
- Iahn Gonsenhauser
- Jacalyn Buck
- Kristopher M. Kipp
- Lisa Keder
- **PAUL MONK**
- Abigail S. Wexner (ex officio)

8. **Resolution No. 2022-76, Delegation of Oversight and Management of the Food & Dietetic Services for the Wexner Medical Center**

Synopsis: Approval of the oversight and management of the Food and Dietetic Services for the hospitals at the Ohio State University Hospitals d/b/a OSU Wexner Medical Center, including: Ohio State University Hospital, Ohio State Richard M. Ross Heart Hospital, Ohio State Harding Hospital, and Ohio State East Hospital, is proposed.

WHEREAS the mission of the Ohio State University Hospitals is to improve people’s lives through the provision of high-quality patient care; and

WHEREAS the Food and Dietetic Services for the Ohio State University Hospital, Ohio State Richard M. Ross Heart Hospital, Ohio State Harding Hospital, and Ohio State East Hospital must have a full-time employee who serves as the Director of the Food and Dietetic Services; and

WHEREAS the Director of the Food and Dietetic Services is responsible for the daily management of the dietary services, and must be qualified by experience or training; and
WHEREAS on November 10, 2021, the University Hospital Medical Staff Administration Committee granted the authority and delegated the responsibility to the Director of the Food and Dietetic Services for: the daily management of the food and dietetic services, the implementation of training programs for the dietary staff, and the establishment and maintenance of policies and procedures addressing safety practices for food handling; and

WHEREAS the University Hospital Medical Staff Administration Committee's delegation of oversight of the Food and Dietetic Services to the Director of the Food and Dietetic Services is contingent on final approval by the Wexner Medical Center Board; and

WHEREAS on November 23, 2021, the Quality and Professional Affairs Committee recommended that the Wexner Medical Center Board delegate the oversight and management of the Food and Dietetic Services to the Director of Food and Dietetic Services:

NOW THEREFORE

BE IT RESOLVED, That the Wexner Medical Center Board hereby delegates the oversight and management of the Food and Dietetic Services to the Director of Food and Dietetic Services for University Hospital, Ohio State Ross Heart Hospital, Ohio State Harding Hospital, and Ohio State East Hospital.

9. Resolution No. 2022-77, Delegation of Oversight and Management of the Food & Dietetic Services for the James Cancer Hospital

Synopsis: Approval of the oversight and management of the Food and Dietetic Services for the Ohio State Comprehensive Cancer Center — James Cancer Hospital and Solove Research Institute, is proposed.

WHEREAS the mission of The James is to eradicate cancer from individuals' lives by generating knowledge and integrating groundbreaking research with excellence in education and patient-centered care; and

WHEREAS the Food Services Director must have a full-time employee who serves as the Director of the Food and Dietetic Services at The James; and

WHEREAS the Director of the Food and Dietetic Services is responsible for the daily management of the dietary services, and must be qualified by experience or training; and

WHEREAS on November 19, 2021, The James Medical Staff Administration Committee granted the authority and delegated the responsibility to the Director of the Food and Dietetic Services for: the daily management of the food and dietetic services, the implementation of training programs for the dietary staff, and the establishment and maintenance of policies and procedures addressing safety practices for food handling; and

WHEREAS The James Medical Staff Administration Committee's delegation of oversight of the Food and Dietetic Services to the Director of the Food and Dietetic Services is contingent on final approval by the Wexner Medical Center Board; and

WHEREAS on November 23, 2021, the Quality and Professional Affairs Committee recommended that the Wexner Medical Center Board delegate the oversight and management of the Food and Dietetic Services to the Director of Food and Dietetic Services:
NOW THEREFORE

BE IT RESOLVED, That the Wexner Medical Center Board hereby delegates the oversight and management of the Food and Dietetic Services to the Director of Food and Dietetic Services for The James.

10. Resolution No. 2022-78, Amendments to the Bylaws and Rules & Regulations of the Medical Staff of University Hospitals

Synopsis: The amendments to the Bylaws and Rules and Regulations of the Medical Staff of The Ohio State University Hospitals are recommended for approval.

WHEREAS a summary of the proposed amendments to the Bylaws and Rules and Regulations of the Medical Staff of The Ohio State University Hospitals is attached; and

WHEREAS the proposed amendments are also attached; and

WHEREAS the proposed 2021 amendments to the Bylaws and Rules and Regulations of the Medical Staff of The Ohio State University Hospitals were approved by a joint University Hospitals and James Medical Staff Bylaws Committee on September 29, 2021; and

WHEREAS the proposed 2021 amendments to the Bylaws and Rules and Regulations of the Medical Staff of The Ohio State University Hospitals were approved by the University Hospitals Medical Staff Administrative Committee on October 13, 2021; and

WHEREAS the proposed 2021 amendments to the Bylaws and Rules and Regulations of the Medical Staff of The Ohio State University Hospitals were approved by vote of the University Hospitals Medical Staff on November 18, 2021; and

WHEREAS on December 8, 2021, the Quality and Professional Affairs Committee recommended that the Wexner Medical Center Board approve the amendments to the Bylaws and Rules and Regulations of the Medical Staff of The Ohio State University Hospitals:

NOW THEREFORE

BE IT RESOLVED, That the Wexner Medical Center Board hereby approves the amendments to the Bylaws and Rules and Regulations of the Medical Staff of The Ohio State University Hospitals.

(See Attachment X for background information, page XX)

11. Resolution No. 2022-79, Approval of Amendments to the Bylaws and Rules & Regulations of the Medical Staff of James Cancer Hospital

Synopsis: The amendments to the Bylaws and Rules and Regulations of the Medical Staff of the Arthur G. James Cancer Hospital and Richard J. Solove Research Institute are recommended for approval.

WHEREAS a summary of the proposed amendments to the Bylaws and Rules and Regulations of the Medical Staff of the James Cancer Hospital is attached; and

WHEREAS the proposed amendments are also attached; and

WHEREAS the proposed 2021 amendments to the Bylaws and Rules and Regulations of the Medical Staff of the James Cancer Hospital were approved by a joint University Hospitals and James Medical Staff Bylaws Committee on September 29, 2021; and
WHEREAS the proposed 2021 amendments to the Bylaws and Rules and Regulations of the Medical Staff of the James Cancer Hospital were approved by the James Cancer Hospital Medical Staff Administrative Committee on October 15, 2021; and

WHEREAS the proposed 2021 amendments to the Bylaws and Rules and Regulations of the Medical Staff of the James Cancer Hospital were approved by vote of the James Cancer Hospital Medical Staff on November 18, 2021; and

WHEREAS on December 8, 2021, the Quality and Professional Affairs Committee recommended that the Wexner Medical Center Board approve the amendments to the Bylaws and Rules and Regulations of the Medical Staff of the James Cancer Hospital:

NOW THEREFORE

BE IT RESOLVED, That the Wexner Medical Center Board hereby approves the amendments to the Bylaws and Rules and Regulations of the Medical Staff of The Arthur G. James Cancer Hospital and Richard J. Solove Research Institute.

(See Attachment X for background information, page XX)

Action: Upon the motion of Mr. Zeiger, seconded by Mr. Stockmeister, the Wexner Medical Center Board recommended agenda items No. 5 – Recommend for Approval to Increase Professional Services and Construction Contracts, and No. 6 – Recommend for Approval the Acquisition of Real Property, to the University Board of Trustees by unanimous roll call vote with the following members present and voting: Mr. Wexner, Mrs. Wexner, Mrs. Hoeflinger, Dr. Fujita, Mr. Stockmeister, Mr. Zeiger, Ms. Sobol, Mr. Steinour, Mr. Schottenstein, Ms. Hilsheimer, Mr. Heminger, Dr. Johnson, Dr. Gilliam, Mr. Papadakis and Dr. Thomas. Ms. Chronis was not present for this vote.

Action: Upon the motion of Mrs. Wexner, seconded by Mrs. Hoeflinger, the Wexner Medical Center Board approved the remaining motions – all related to the Quality and Professional Affairs Committee – by roll call vote with only the votes of the following members used for approval: Mrs. Wexner, Mrs. Hoeflinger, Dr. Fujita, Mr. Stockmeister, Mr. Zeiger, Ms. Sobol, Mr. Heminger, Dr. Johnson, Dr. Gilliam, Mr. Papadakis and Dr. Thomas.

EXECUTIVE SESSION

It was moved by Mr. Heminger and seconded by Ms. Hilsheimer that the Wexner Medical Center Board recess into executive session to consider business-sensitive trade secrets and quality matters required to be kept confidential by federal and state statutes, to consult with legal counsel regarding pending or imminent litigation, and to discuss personnel matters involving the appointment, employment and compensation of public officials, which are required to be kept confidential under Ohio law.

A roll call vote was taken, and the board voted to go into executive session with the following members present and voting: Mr. Wexner, Mrs. Wexner, Mrs. Hoeflinger, Dr. Fujita, Mr. Stockmeister, Mr. Zeiger, Ms. Sobol, Mr. Steinour, Mr. Schottenstein, Ms. Hilsheimer, Mr. Heminger, Dr. Johnson, Dr. Gilliam, Mr. Papadakis and Dr. Thomas. Ms. Chronis was not present for this vote.

The Wexner Medical Center Board entered executive session at 1:28 p.m. and adjourned at 3:13 p.m.