

**MINUTES
SPECIAL COUNCIL MEETING
JUNE 10, 2010
7:00 PM
JURY ROOM
LAKEWOOD CITY HALL**

Present: Antonio, Bullock, Butler, Madigan, Powers, Smith, Summers

Also Present: Law Director Hurley, President of Lakewood Hospital Jan Murphy, Kate Spergen (Sun Post), M. Hagan recording minutes...(no audio recording for this meeting)

Introducing a resolution supporting the Cleveland Clinic Foundation and Lakewood Hospital Association's Vision for Tomorrow plan and its focus on Centers of Excellence at Lakewood Hospital.

Present: Nickie J. Antonio, Thomas R. Bullock, Kevin M. Butler, Mary Louise Madigan, Brian E. Powers, Monique Smith, Michael P. Summers

Also Present: Law Director Hurley, President of Lakewood Hospital Jan Murphy, Kate Spergen (Sun Post), M. Hagan recording minutes...(no audio recording for this meeting)

RESOLUTION NO. 8429-10 A RESOLUTION supporting the Cleveland Clinic Foundation and Lakewood Hospital Association's Vision for Tomorrow plan and its focus on Centers of Excellence at Lakewood Hospital.

WHEREAS, the City of Lakewood entered into a partnership with the Lakewood Hospital Association, whose sole member is the Cleveland Clinic Foundation, in 1996 through a definitive agreement and lease; and

WHEREAS, the City and Cleveland Clinic both aspire and commit to provide appropriate services suitable for the Lakewood community and to maintain the near- and long-term viability of Lakewood Hospital; and

WHEREAS, the marketplace, regulatory and financial trends and forces regarding health care delivery services, including hospital services, are in an extraordinarily dynamic and uncertain state, as evidenced by the fact that 50 percent of the hospitals in the United States reported operating losses in 2009; and

WHEREAS, as described in the April 6, 2010, letter to the City, the Cleveland Clinic and Lakewood Hospital Association have asked for approval for their Vision For Tomorrow strategy at Lakewood Hospital, with emphasis on four Centers of Excellence, as a means of addressing the marketplace trends and forces; and

WHEREAS, the City has worked diligently to understand these trends, the

proposed strategy, and the roles and responsibilities of all parties to the lease agreement as evidenced by numerous public forums as well as the May 24, 2010, questions-and- answers letter, the June 1 letter, and the most recent letter, received on June 9, from the Cleveland Clinic leadership; and

WHEREAS, as a result of these communications, the citizens of Lakewood, through their elected officials; have been assured continued, active participation in key decisions impacting the Vision for Tomorrow plan and related Centers of Excellence for the duration of the lease term; and

WHEREAS, Lakewood City Council and the Mayor of Lakewood appoint 10 of the 23 seats on the Board of Trustees of the Lakewood Hospital Association; and

WHEREAS, the Lakewood Hospital Association Board of Trustees has the responsibility and authority to oversee the performance and service strategy of Lakewood Hospital; and

WHEREAS, the Lakewood Hospital Association Board of Trustees has unanimously voted to support the Vision for Tomorrow strategy at Lakewood Hospital; and

WHEREAS, it is thus fitting and proper that the City join the Lakewood Hospital Association Board of Trustees in giving public cognizance and support to the Lakewood Hospital Vision for Tomorrow plan including its Centers of Excellence emphasis; now, therefore:

BE IT RESOLVED BY THE CITY OF LAKEWOOD, STATE OF OHIO:

Section 1. This Council and the Mayor affirm their support for the Vision for Tomorrow Plan at Lakewood Hospital, with its focus on the Centers of Excellence, as described in the April 16, 2010, letter from Cleveland Clinic leadership to the City.

Section 2. This Council and the Mayor affirm their duties and responsibilities as defined by the lease agreement entered into by the City and Lakewood Hospital Association in 1996, as well as their duties and responsibilities arising from any ancillary or related documents, including, principally, their recognition and need to work with and through the Lakewood Hospital Association Board of Trustees on matters pertaining to service and performance.

Section 3. It is found and determined that all formal actions of this Council concerning and relating to the passage of this resolution were adopted in an open meeting of this Council, and that all such deliberations of this Council and of any of its committees that resulted in such formal action were in meetings open to the public in compliance with all legal requirements.

Meeting Came to Order at 7:37 PM

Councilmember Butler indicates the proposed Resolution was sponsored by Mr. Summers with some input from himself supporting the Vision for Tomorrow Plan and changes references in the April 6, 2010 Letter to City Council and the Mayor.

Councilmember Butler provided an overview:

April 6, 2010 he received some indication in-patient pediatrics and trauma would be transitioned to Fairview Hospital because Lakewood Hospital was losing money as people were not electing to receive this service there.

In exchange for the reduction, the Clinic was interested in new areas Orthopedics Endocrinology (diabetes) Neuro, and Geriatrics.

Council President Butler further commented that between the time of the April 6, 2010 letter learned and the City was waiting for legal document as the letter of notification is required stating the Clinic's intentions. Notice of a request for a lease change requires 60 days. The City Council had that time to object or to not act. It was indicated that if Council objected to the services change under lease - they would continue, if Council did not response the Clinic would proceed with the Vision for Tomorrow plan.

Council President Butler further outlined what had transpired up to this point:

June 6, 2010 would be the expiration date

Council met with Council appointees

A Proposal and response to proposal was attempted to negotiate as a body that would offer protections, provide for additional services. Clinic was not interested in changing terms of lease, as the Clinic was reasonable the argument was that an extra review period would not be appropriate for a dynamic healthcare world. City's position was to protect citizens' interest and to have a viable hospital. A one week extension was granted.

A letter from Dr. Bronson was received and addressed the two concerns.

Dr. Bronson – assured City- if one of four centers of excellences would change the Clinic would give 60 days notice to Council & Mayor before Board.

1. Council and City Administration could raise questions and have an opportunity to lobby and also to participate in the educational process. Council would not ultimately be able to veto but Council would have opportunity to be heard. Mr. Butler indicated this satisfied one of his concerns.
2. Clinic was willing to meet with Council anytime along with trustees between now and when the lease was up in 2017. He indicated that at any meeting Council could ask candid questions and the process would help foster a working relationship with Hospital Board. Mr. Butler indicated that this was convincing to him and that he hoped it was convincing for all of Council to support the Vision for Tomorrow Plan.

Councilmember Powers indicated that the discussion was never about whether or not the Vision for Tomorrow was a Good plan as he indicated it believed it was a good plan. He indicated that the issue had always been if removing two services in exchange for new services that there needed to some assurances provided to the City. He indicated that he appreciated Lakewood Hospital's efforts in providing those.

Councilmember Powers indicated that the process made it evident that Council needed to continue making sure that appointments to the Board were Council appointees and that this there was now in place a promise to meet at least annually, an opportunity to call meetings and ask questions, for Council to ask tough questions. He indicated he was happy to support the Resolution and appreciated Council President Butler and Councilmember Summers' drafting of the Resolution. He indicated that there still work ahead.

Councilmember Summers indicated that the points were well taken and that he thought the Resolution did address many of the issues mentioned.

Councilmember Madigan indicated to Lakewood Hospital President Jan Murphy that she thought the dialogue between the entities was honest and that the shared interest of the long-term viability of the Hospital was the larger concern. She indicated that the issue was about memorializing changes for not just the present Council and Administration but for future Council and Mayors.

Councilmember Antonio indicated that it was necessary to change some things such as closer communication and reporting back. She indicated she appreciated the process and that documenting this in Resolution form was welcomed. She stated that this ultimately meets both City's needs and concerns of Hospital. She stated that accountability was now in place should things change again because there was the ability now to come back. She indicated she was very happy with the final document and was willing to support it.

Council President Butler indicated that he appreciated the historical overview provided in the negotiations over last 60 days. He stated that the discussions had been involved but never contentious and was very pleased with the professional, respectful, and impressive response provided Council.

Councilmember Bullock asked if the letter from Dr. Bronson was enforceable legally and directed his question to Lakewood Hospital President Janice Murphy.

Hospital President Murphy indicated she would need to decline comment on the legal aspect of the letter indicating she is not a lawyer but knew that Dr. Bronson shared a strong commitment to take care of the community. She indicated that Dr. Bronson was eager to provide a world class hospital and was duty bound that promise.

Councilmember Bullock indicated that he did appreciate the Hospital's business plan, that it was encouraging to know the Hospital was investing is important trends such as aging. He asked Law Director if the letter was legally binding?

Law Director Hurley indicated she did think it was legally binding and although not a contract with specifics, had validity.

Lakewood Hospital President Jan Murphy indicated that due to changes over time such as technology and what people want that would make continued dialogue very important. She indicated that the issues coming up next include health care reform, work force shortages, physician shortages, nursing shortages.

Councilmember Powers referenced the letter's legally by indicating that the legal representation for the Clinic was reviewed and that it was legally vetted.

Councilmember Summers indicated there was a role, an opportunity and a duty to remind citizens of Lakewood to signify a preference for its own Hospital, and in effect create a groundswell of promotion for this asset.

Motion by Mr. Summers, seconded Ms. Antonio, to adopt the Resolution.

Councilmember Smith indicated in expressing a preference for hospitals she was working from both a personal perspective and a public one. She indicated she was expecting a first child and was aware of personal stories and in was took into account places that were "with all the ammo".

She indicated that she thought some general societal trends worked against the City of Lakewood and that some trends were out of everyone's control. She said she said that when dealing with life and death issues that she was not comfortable with the Plan proposed and felt questions were not responded to as thoroughly as he had hoped.

She stated that she was not made aware of consideration being given to alternative plans such as scaling back versus elimination of in-patient pediatrics.

Councilmember Smith indicated that despite Council asking for information she never got to the point of feeling supportive of the plan on a gut level. She indicated that she seemed to be hearing that next time things will be done better but was wondering why not do them better now. She indicated that she wanted to get it right this time.

Councilmember Antonio indicated that whenever there was talk about communication with the Board, the concern was not missing any important issues but was advocating a general increase in communication. She indicated that she personally made a decision to find a new doctor in Lakewood Hospital and it agreed it was important to promote how we're utilizing the facility.

Council President Butler indicated that he would defend the process Council had taken this time around, citing the various conversations that took place throughout, the fielding of constituent concerns, the talks with physicians, talks with trustees, and public meetings including trustees and Lakewood Hospital/Cleveland Clinic representatives. He said it was also noteworthy to mention the unanimous support for the plan by the trustees. He indicated that the bigger question was can Council supplant its ideas or preferences for the Board's; can Council substitute its judgment for theirs.

Councilmember Bullock indicated that community marketing of the facility would need to be involved. He asked that a future Resolution be considered to instruct Council's boardmembers to adhere to strategic goals. He said they would have Council's specific marching papers to supplement their own and that then as trends emerge Council would have appropriate amount of time to deliberate instead of 60 days – which he stated was too short of a time.

Councilmember Smith indicated that she wanted to clarify her comments stating that she thought Council's process did include all necessary steps, that it deliberated earnestly, was thoughtful,

careful. She said the that in response to the initial letter dated April 6 that Council did ask for more detailed information and had hoped for more information than what was provided.

Motion by Mr. Butler, seconded by Mr. Powers to suspend the rules.

Yeas: Antonio, Bullock, Butler, Madigan, Powers, Smith, Summers

Nays: None

Motion passes. Rules Suspended.

Motion by Mr. Summers, seconded by Ms. Antonio, to adopt Resolution .

Yeas: Antonio, Bullock, Butler, Madigan, Powers, Summers

Nays: Smith

Motion passes. Resolution adopted.

Approved: _____

CLERK

PRESIDENT