



**AGENDA**  
(REGULAR AND CONSENT)

HOSPITAL AUTHORITY BOARD OF TRUSTEES  
AND  
UNIVERSITY BOARD OF TRUSTEES

April 8, 2022

**MEDICAL UNIVERSITY HOSPITAL AUTHORITY (MUHA) BOARD OF TRUSTEES**  
**REGULAR AGENDA**  
April 8, 2022  
101 Colcock Hall

**Members of the Board of Trustees**

Dr. James Lemon, Chairman	Dr. Richard M. Christian, Jr.
Mr. Charles Schulze, Vice-Chairman	Dr. Paul T. Davis
Ms. Terri R. Barnes	Dr. Donald R. Johnson II
The Honorable James A. Battle, Jr.	Ms. Barbara Johnson-Williams
Mr. William H. Bingham, Sr.	Dr. G. Murrell Smith, Sr.
Dr. W. Melvin Brown III	Mr. Michael E. Stavrinakis
Dr. Henry F. Butehorn III	Thomas L. Stephenson, Esq.
Dr. C. Guy Castles III	Dr. Bartlett J. Witherspoon, Jr.

**Trustees Emeriti**

Ms. Margaret M. Addison	Dr. Charles B. Thomas, Jr.
Mr. Allan E. Stalvey	Dr. James E. Wiseman, Jr.

- |         |  |   |
|---------|--|---|
| Item 1. | Call to Order .....                      | Dr. James Lemon<br><i>Chairman</i>      |
| Item 2. | Roll Call .....                          | Mark Sweatman<br><i>Board Secretary</i> |
| Item 3. | Date of Next Meeting: May 20, 2022 ..... | Mark Sweatman<br><i>Board Secretary</i> |
| Item 4. | Approval of Meeting Minutes .....        | Dr. James Lemon<br><i>Chairman</i>      |

Approval of the meeting minutes from February 9, 2022, and February 11, 2022,  
are requested.

**Recommendations and Informational Report of the President: Dr. David Cole**

- |         |   |                                    |
|---------|---|------------------------------------|
| Item 5. | General Informational Report of the President ..... | Dr. David Cole<br><i>President</i> |
| Item 6. | Other Business.....                                 | Dr. David Cole<br><i>President</i> |

**Authority Operations, Quality and Finance Committee: Dr. Murrell Smith, Chair**

- Item 7. MUHA Status Report ..... Dr. Patrick Cawley  
*Chief Executive Officer, MUSC Health*
- Item 8. MUHA Financial Report ..... Lisa Goodlett  
*Chief Financial Officer, MUSC Health*
- Item 8.1 Capital Reprioritization Request for Approval ..... Lisa Goodlett  
*Chief Financial Officer, MUSC Health*
- Item 9. COVID-19 Update ..... Dr. Michael Sweat  
*Director, MUSC Center for Global Health*
- Item 10. Quality and Patient Safety Report ..... Dr. David Bundy  
*Chief Quality Officer, MUSC Health-Charleston*
- Item 11. Legislative Update ..... Mark Sweatman  
*Chief, Governmental Affairs*
- Item 12. MUSC Physicians Update ..... Dr. Eugene Hong  
*Chief Physician Executive, MUSC Physicians*
- Item 13. Other Committee Business ..... Dr. Murrell Smith  
*Committee Chair*

**MUHA and MUSC Physical Facilities Committee: Mr. Bill Bingham, Chair**

- Item 14. MUHA Leases for Approval ..... Jessica Paul  
*Chief Real Estate Officer, MUSC Health*
- Item 15. MUSC Leases for Approval ..... Jessica Paul  
*Chief Real Estate Officer, MUSC Health*
- Item 16. May River Shopping Center Primary Care Fit-Out for Approval ..... Greg Weigle  
*Interim Chief Facilities Officer, MUSC*
- Item 17. College of Nursing First Floor Renovation Project for Approval ..... Greg Weigle  
*Interim Chief Facilities Officer, MUSC*
- Item 18. MUSC Campus Elevated Walkway Connector Bridges Project for Approval ..... Greg Weigle  
*Interim Chief Facilities Officer, MUSC*
- Item 19. Other Committee Business ..... Bill Bingham  
*Committee Chair*

**MUHA and MUSC Audit Committee: Mr. Charles Schulze, Acting Chair**

- Item 20. Enterprise Compliance Report ..... Angela Wertz  
*Director, MUSC Compliance*
- Item 21. KPMG FY2022 External Auditor Entrance Conference ..... Jennifer Hall  
*Senior Partner, KPMG*
- Item 22. Fees for Agreed Upon Procedure by KPMG ..... Susan Barnhart  
*Director, Internal Audit*
- Item 23. Report of the Office of Internal Audit ..... Susan Barnhart  
*Director, Internal Audit*
- Item 24. Other Committee Business ..... Charles Schulze  
*Acting Committee Chair*

**Other Business for the Board of Trustees**

- Item 25. Approval of Consent Agenda ..... Dr. James Lemon  
*Chairman*
- Item 26. Executive Session ..... Dr. James Lemon  
*Chairman*
- Upon proper motion and vote, the Board may convene a closed session pursuant to SC Code Ann. §30-4-70. Although the Board will not vote on any items discussed in closed session, the Board may return to public session to vote on items discussed.
- Item 27. New Business for the Board of Trustees ..... Dr. James Lemon  
*Chairman*
- Item 28. Report from the Chairman ..... Dr. James Lemon  
*Chairman*



**MUSC Health - Board Package**  
**MUHA - Medical University Hospital Authority**  
Interim Financial Statements  
February 28, 2022

<b>Medical University Hospital Authority (MUHA)</b> <b>Statement of Revenues, Expenses and Changes in Net Assets</b> Consolidated	2 - 3
<b>Statements of Net Position</b> Consolidated	5 - 10
<b>Statements of Cash Flows</b> Consolidated	12 - 13
<b>MUHA FASB to GASB Report</b> Consolidated	15

Note:

- 1) MUHA has recognized CARES stimulus funding as non-operating revenue per GASB guidance.
- 2) In FY2018, the internal financial statement format was changed to a FASB basis report to appropriately match the income stream of state appropriations and expenses incurred in addition to a presentation format that matches HUD and the credit market expectations.

# Medical University Hospital Authority - Consolidated

## Statement of Revenues, Expenses and Change in Net Position

For the 8 Month Period Ending - February 28, 2022

### Modified FASB Basis

	Current Month					Fiscal Year To Date					YTD Prior Year
	Actual	Flex Budget	Variance	Var %	Fixed Budget	Actual	Flex Budget	Variance	Var %	Fixed Budget	
<b>Operating Revenues:</b>											
Net Patient Service Revenue	\$ 214,179,754	\$ 195,390,803	\$ 18,788,951	9.62%	\$ 210,438,299	\$ 1,635,501,441	\$ 1,592,131,274	\$ 43,370,167	2.72%	\$ 1,647,640,526	\$ 1,243,592,433
DSH	10,243,543	5,784,255	4,459,288	77.09%	5,784,255	49,334,921	45,427,583	3,907,338	8.60%	45,427,583	34,392,894
Retail Pharmacy Revenue	33,210,034	27,736,157	5,473,877	19.74%	22,985,883	249,335,220	222,026,663	27,308,557	12.30%	184,429,221	158,376,277
Other Revenue	8,928,706	7,845,827	1,082,879	13.80%	7,711,771	72,662,763	62,601,775	10,060,988	16.07%	62,537,261	64,660,487
State Appropriations	2,297,282	2,190,200	107,081	4.89%	2,190,200	20,387,103	17,719,100	2,668,003	15.06%	17,719,100	37,267,364
Total Operating Revenues	\$ 268,859,319	\$ 238,947,242	\$ 29,912,077	12.52%	\$ 249,110,409	\$ 2,027,221,448	\$ 1,939,906,394	\$ 87,315,053	4.50%	\$ 1,957,753,690	\$ 1,538,289,455
<b>Operating Expenses:</b>											
Salaries Wages	\$ 75,602,769	\$ 64,895,545	\$ 10,707,224	16.50%	\$ 70,984,475	\$ 586,961,236	\$ 542,597,196	\$ 44,364,040	8.18%	\$ 570,742,359	\$ 437,673,457
Benefits	23,264,819	23,852,282	(587,463)	-2.46%	25,353,469	190,020,642	192,425,418	(2,404,776)	-1.25%	199,533,189	160,466,079
Pension Expense	1,686,227	5,705,229	(4,019,003)	-70.44%	5,705,229	38,429,650	49,221,173	(10,791,523)	-21.92%	49,221,173	60,017,104
Other Post Employment Benefits	5,444,825	5,444,825	-	0.00%	5,444,824	44,363,785	45,121,179	(757,394)	-1.68%	45,121,177	13,037,255
Purchased Services	35,787,210	31,651,914	4,135,296	13.06%	32,187,247	274,450,527	268,757,483	5,693,044	2.12%	270,425,485	225,838,842
Physician Services	13,323,776	14,074,116	(750,340)	-5.33%	14,959,460	111,261,911	112,994,130	(1,732,219)	-1.53%	116,747,594	99,004,066
Pharmaceuticals	18,071,488	13,663,677	4,407,811	32.26%	14,273,928	140,204,620	120,652,044	19,552,576	16.21%	121,685,775	115,640,725
Retail Pharmaceuticals	16,224,693	13,217,847	3,006,847	22.75%	11,019,861	121,354,073	106,026,535	15,327,538	14.46%	88,841,567	76,304,966
Medical Supplies	32,515,096	31,748,463	766,633	2.41%	33,904,092	285,335,564	271,069,953	14,265,611	5.26%	284,932,333	203,943,916
COVID Supplies	1,306,903	-	1,306,903	0.00%	-	7,372,764	-	7,372,764	0.00%	-	29,029,699
Other Supplies	3,733,616	3,909,814	(176,198)	-4.51%	3,956,285	37,408,788	42,460,435	(5,051,647)	-11.90%	42,656,940	39,443,669
Utilities	2,181,182	2,739,242	(558,060)	-20.37%	2,823,235	20,547,500	20,035,697	511,803	2.55%	20,517,362	14,643,246
Insurance	856,950	984,659	(127,709)	-12.97%	1,055,907	8,174,073	7,787,093	386,980	4.97%	8,006,968	5,319,972
Leases	3,840,281	3,277,349	562,932	17.18%	3,733,414	31,587,930	26,842,999	4,744,931	17.68%	29,565,093	22,621,744
Other	3,827,879	3,730,405	97,474	2.61%	5,427,239	26,069,584	27,882,285	(1,812,701)	-6.50%	34,261,760	16,991,034
Physician Clinic Expense	2,573,153	2,126,751	446,401	20.99%	2,126,751	17,327,429	17,913,673	(586,245)	-3.27%	17,913,673	18,897,228
Total Operating Expenses	\$ 240,240,866	\$ 221,022,117	\$ 19,218,749	8.70%	\$ 232,955,418	\$ 1,940,870,075	\$ 1,851,787,293	\$ 89,082,782	4.81%	\$ 1,900,172,447	\$ 1,538,873,003
EBIDA	\$ 28,618,453	\$ 17,925,125	\$ 10,693,328	59.66%	\$ 16,154,991	\$ 86,351,373	\$ 88,119,102	\$ (1,767,729)	-2.01%	\$ 57,581,243	\$ (583,548)
Depreciation	\$ 9,343,763	\$ 9,510,430	\$ (166,668)	-1.75%	\$ 9,590,316	\$ 74,666,223	\$ 75,818,460	\$ (1,152,237)	-1.52%	\$ 76,377,657	\$ 71,641,124
Interest	\$ 3,923,711	\$ 3,313,745	\$ 609,966	18.41%	\$ 3,411,047	\$ 27,396,247	\$ 26,440,605	\$ 955,642	3.61%	\$ 27,123,720	\$ 26,141,373
Operating Income (Loss)	\$ 15,350,979	\$ 5,100,949	\$ 10,250,030	200.94%	\$ 3,153,628	\$ (15,711,098)	\$ (14,139,963)	\$ (1,571,135)	11.11%	\$ (45,918,134)	\$ (98,366,045)
Operating Margin	5.71%	2.13%			1.27%	-0.78%	-0.73%			-2.35%	-6.39%
One Time Acquisition Costs	\$ 1,039,403	\$ 2,301,819	\$ (1,262,415)	-54.84%	\$ 2,301,819	\$ 5,163,061	\$ 14,309,093	\$ (9,146,032)	-63.92%	\$ 14,309,093	\$ -
Adjusted Operating Income (Loss)	\$ 14,311,576	\$ 2,799,131	\$ 11,512,445	411.29%	\$ 851,810	\$ (20,874,158)	\$ (28,449,056)	\$ 7,574,897	-26.63%	\$ (60,227,227)	\$ (98,366,045)
Adjusted Operating Margin	5.32%	1.17%			0.34%	-1.03%	-1.47%			-3.08%	-6.39%
<b>NonOperating Revenues (Expenses):</b>											
Gifts and Grants	\$ 889,062	\$ 2,566,747	\$ (1,677,685)	-65.36%	\$ 3,129,188	\$ 4,975,921	\$ 18,369,146	\$ (13,393,226)	-72.91%	\$ 22,306,228	\$ 4,782,034
Pension OPEB Nonemployer Contribution	646,923	664,897	(17,974)	-2.70%	664,897	5,522,489	5,319,178	203,311	3.82%	5,319,178	1,039,703
Investment Income	(557,273)	49,913	(607,186)	-1216.48%	49,913	(4,110,294)	399,308	(4,509,602)	-1129.36%	399,308	(885,912)
Loss on Disposal of Capital Assets	-	-	-	0.00%	-	(88,405)	(68,955)	(19,450)	28.21%	(68,955)	(219,163)
COVID Funding	80,993	-	80,993	0.00%	-	21,777,163	-	21,777,163	0.00%	-	107,536,195
Other NonOperating Expenses	558	(290,088)	290,646	-100.19%	(365,455)	(721,985)	(2,030,613)	1,308,628	-64.44%	(2,558,182)	(971)
Debt Issuance Costs	(312,138)	-	(312,138)	0.00%	-	(479,761)	-	(479,761)	0.00%	-	(16,002)
Total NonOperating Revenues (Expenses)	\$ 748,126	\$ 2,991,470	\$ (2,243,344)	-74.99%	\$ 3,478,544	\$ 26,875,127	\$ 21,988,064	\$ 4,887,063	22.23%	\$ 25,397,577	\$ 112,235,884
Income (Loss) Before NonOperating Payments to MUSC Affiliates	\$ 15,059,702	\$ 5,790,601	\$ 9,269,101	160.07%	\$ 4,330,353	\$ 6,000,969	\$ (6,460,992)	\$ 12,461,961	-192.88%	\$ (34,829,650)	\$ 13,869,839
Non Operating Payments to MUSC Affiliates	-	-	-	0.00%	(2,000,000)	-	-	-	0.00%	(2,000,000)	-
Change in Net Position	\$ 15,059,702	\$ 5,790,601	\$ 9,269,101	160.07%	\$ 2,330,353	\$ 6,000,969	\$ (6,460,992)	\$ 12,461,961	-192.88%	\$ (36,829,650)	\$ 13,869,839
Total Margin	5.60%	2.42%			0.94%	0.30%	-0.33%			-1.88%	0.90%

Unaudited - For Management Use

# Medical University Hospital Authority – Consolidated

## Notes to the Interim Financial Statements

Statement of Revenues, Expenses and Changes in Net Assets: YTD February 28, 2022 (Unaudited)

*Actuals Compared to Fixed Budget*

**Revenue Explanation:** February year-to-date adjusted discharges were unfavorable to budget by 3.9%. Inpatient and outpatient surgeries were unfavorable to budget by 8.9% and 0.7%, respectively. Transplant procedures was favorable to budget by 4.9%. Case Mix Index was favorable 9.7M and Payor Mix shift and Length of Stay were unfavorable \$1.4M and \$1.6M, respectively. Charity care and bad debt expenses were \$33.7M unfavorable to budget. Retail pharmacy revenues were favorable by \$64.9M. Other Revenues were \$10.1M favorable to budget.

**Expense Explanation:** The salary rate variance was unfavorable to budget by \$27.7M due to clinical staff vacancies driving the use of premium and contract labor.

Unfunded pension expense was favorable \$10.8M year-to-date. Based on the most recent PEBA report, the estimated FY22 impact was \$31.6M favorable for the fiscal year. The favorable position was driven by the improved investment performance in the PEBA Pension Plan.

Purchased Services were unfavorable to budget \$4.0M due to maintenance contracts and other contractual services and budget alignment with physician services.

Pharmaceuticals, not explained by volume, were unfavorable to budget by \$19.6M due to higher COVID and oncology drug costs. Retail pharmacy revenues, net of expenses, were favorable to budget by \$32.4M.

Medical and Other Supplies, not explained by volume, were \$9.2M unfavorable to budget due to an increase in implant prosthetic supplies.

Utilities and Insurance were unfavorable to budget by \$0.2M due to premiums remaining flat for FY22.

Leases and Other were favorable to budget by \$6.2M due to unplanned equipment leases.

## **Statements of Net Position**

# Medical University Hospital Authority - Consolidated

## Statements of Net Position

February 28, 2022 and June 30, 2021

Assets and Deferred Outflows	As of 2/28/2022 (unaudited)	As of 6/30/2021 (audited)
<b>Current Assets:</b>		
Cash and Cash Equivalents	\$ 405,304,496	\$ 399,102,026
Cash Restricted for Capital Projects and Major Programs	71,736,976	35,468,718
Cash Restricted for COVID-19 Stimulus Funding	21,209,892	34,936,659
Investments Unrestricted	225,535,711	216,099,763
Investments Restricted for Capital Projects and Major Programs	35,987,837	31,600,161
Patient Accounts Receivable, Net of Allowance for Uncollectible Accounts of approximately \$317,300,000 and \$224,400,000	408,580,028	280,237,834
Due from Related Parties	8,977,657	1,070,385
Due from Third-Party Payors	5,749,100	5,382,263
Due from Joint Ventures and Partnerships	6,243,864	8,557,430
Other Current Assets	226,329,687	191,093,298
<b>Total Current Assets</b>	<b>\$ 1,415,655,248</b>	<b>\$ 1,203,548,537</b>
Investments Held by Trustees Under Indenture Agreements	\$ 65,381,621	\$ 63,420,714
Investments in Joint Ventures and Partnerships	32,833,871	7,006,875
Other Non-Current Assets	6,719,378	9,196,686
Capital Assets, Net	1,041,125,491	965,878,400
<b>Total Assets</b>	<b>\$ 2,561,715,609</b>	<b>\$ 2,249,051,212</b>
<b>Deferred Outflows</b>	<b>\$ 730,153,186</b>	<b>\$ 741,843,042</b>
<b>Total Assets and Deferred Outflows</b>	<b>\$ 3,291,868,795</b>	<b>\$ 2,990,894,254</b>
 <b>Liabilities, Deferred Inflows and Net Position</b>		
<b>Current Liabilities:</b>		
Current Installments of Long-Term Debt	\$ 109,357,654	\$ 32,275,873
Current Installments of Capital Lease Obligations	15,822,221	8,582,452
Current Installments of Notes Payable	1,590,238	2,158,755
Short-Term Debt	80,000,000	-
Advance Medicare Funding	129,138,952	104,156,497
Accounts Payable	208,864,835	148,507,602
Accrued Payroll, Withholdings and Benefits	141,086,099	106,967,579
Other Accrued Expenses	24,983,140	25,603,343
Unearned Revenue	8,161,931	105,979
<b>Total Current Liabilities</b>	<b>\$ 719,005,070</b>	<b>\$ 428,358,080</b>
Long-Term Debt	\$ 678,380,084	\$ 700,534,221
Capital Lease Obligations	116,026,637	73,781,584
Notes Payable	367,254	1,169,293
Other Liabilities	-	78,644,026
Net Pension Liability	1,149,452,257	1,174,093,986
Net OPEB Liability	1,103,179,040	1,060,313,034
<b>Total Liabilities</b>	<b>\$ 3,766,410,342</b>	<b>\$ 3,516,894,224</b>
<b>Deferred Inflows</b>	<b>\$ 122,481,662</b>	<b>\$ 73,644,245</b>
<b>Total Liabilities and Deferred Inflows</b>	<b>\$ 3,888,892,004</b>	<b>\$ 3,590,538,469</b>
<b>Net Position:</b>		
Net Investment in Capital Assets	\$ 131,953,153	\$ 162,706,935
Restricted:		
Under Indenture Agreements	65,381,621	63,420,714
Expendable for:		
Capital Projects	23,123,703	45,994,790
Major Programs	26,137,939	30,798,357
COVID-19 Stimulus Funding	21,209,892	34,936,659
Unrestricted (deficit)	(864,829,517)	(937,501,670)
<b>Total Net Position</b>	<b>\$ (597,023,209)</b>	<b>\$ (599,644,215)</b>
<b>Total Liabilities, Deferred Inflows and Net Position</b>	<b>\$ 3,291,868,795</b>	<b>\$ 2,990,894,254</b>

Unaudited - For Management Use

## MEDICAL UNIVERSITY HOSPITAL AUTHORITY – Consolidated

Balance Sheet: As of 02/28/22 (Unaudited) and 06/30/2021 (Audited)

### Cash and Cash Equivalents

Unrestricted cash and cash equivalents increased by \$6.2M from June 30, 2021. Significant FY22 events increasing cash include a \$80M RAN received for Midlands working capital, \$21M in DSH UPL payments, \$14.2M in Provider Relief Funds, \$12M in Disproportionate Share Hospital (DSH) and Graduate Medical Education (GME) programs and \$1.2M in Managed Care Organization Teaching payments, and maturity of federal bonds since June 30, 2021.

	<u>2/28/2022</u> <u>Balance</u>
Bank Balance:	
Insured (FDIC & SIPC)	\$ 1,739,721
Uninsured, uncollateralized by securities held by the pledging institution or by its trust department or agent in other than MUHA's name	<u>501,621,720</u>
Total	<u>\$ 503,361,441</u>
Carrying Amount (cash and cash equivalents)	\$ 405,304,496
Restricted Assets (cash and cash equivalents)	<u>92,946,868</u>
Total	<u>\$ 498,251,364</u>
	<u>2/28/2022</u> <u>Balance</u>
Investment Income comprises the following:	
Dividend and interest income	\$ 2,287,371
Realized and unrealized loss on investments	<u>(6,397,665)</u>
	<u>\$ (4,110,294)</u>

### Net Accounts Receivable

Net patient accounts receivable increased \$128.3M from June 30, 2021 due to a positive Case Mix Index and slower collections from payors. February 2022 net accounts receivable days were 54 compared to June 30, 2021 at 45.

## MEDICAL UNIVERSITY HOSPITAL AUTHORITY – Consolidated

Balance Sheet: As of 02/28/22 (Unaudited) and 06/30/2021 (Audited) cont'd

### Other Current Assets

The composition of other current assets is as follows:

	2/28/2022	6/30/2021
	<u>Balance</u>	<u>Balance</u>
Inventory	\$ 95,567,052	\$ 81,781,383
Other Prepayments	79,555,861	58,144,453
Non-Patient Accounts Receivable	41,024,631	51,167,462
Health Insurance Prepayments	4,732,981	-
Workers' Compensation Prepayments	5,338,410	-
Dental Prepayments	110,752	-
	<u>\$ 226,329,687</u>	<u>\$ 191,093,298</u>

Medicare and Medicaid owed MUHA \$5.7M, an increase of \$0.4M due to prior year Medicare cost adjustments.

	2/28/2022	6/30/2021
	<u>Balance</u>	<u>Balance</u>
Medicare/Medicaid Accounts Receivable	\$ 5,749,100	\$ 5,382,263

The total net receivable from MSV, MHI, Mainsail, Edgewater and MHP is reflected as a component of due from joint ventures and partnerships, net on the Statement of Net Position.

	2/28/2022	6/30/2021
	<u>Balance</u>	<u>Balance</u>
MUSC Health Partners (MHP)	\$ 6,973,628	\$ 8,993,758
Edgewater Surgery Center	1,031,661	1,179,291
MSV Health Inc (MHI)	206,818	206,950
Mainsail Health Partners	218,309	95,825
MUSC Strategic Ventures (MSV)	(2,186,552)	(1,918,394)
	<u>\$ 6,243,864</u>	<u>\$ 8,557,430</u>

### Advance Medicare Funding

The Authority received \$182.8M in requested Accelerated Medicare Payments in September 2020. The unapplied amount of accelerated Medicare payment requests due within one year are recorded in in the Statement of Net Position as Advanced Medicare funding, with a current portion due \$129.1M as of February 28, 2022.

### Accounts Payable

Accounts Payable increased by \$60.4M from June 30, 2021 mainly due to accrued AP.

## MEDICAL UNIVERSITY HOSPITAL AUTHORITY – Consolidated

Balance Sheet: As of 02/28/22 (Unaudited) and 06/30/2021 (Audited) cont'd

### Other Accrued Expenses

The composition of other accrued expenses is as follows:

	2/28/2022	6/30/2021
	<u>Balance</u>	<u>Balance</u>
Accrued Interest	\$ 4,324,638	\$ 2,125,593
Amounts due to contractors	1,490,348	329,462
Amounts due to South Carolina Medicaid		
Disproportionate Share Hospital Program	-	2,466,912
Lease Obligation	15,770,382	16,555,368
Other	3,397,772	4,126,008
	<u>\$ 24,983,140</u>	<u>\$ 25,603,343</u>

### Unearned Revenue

Unearned revenue increased \$8.1M from June 30, 2021 mainly due to State Appropriations deferral.

### Long Term Debt

As of February 28 2022, Current Installments of Long-Term Debt relates to HUD debt for Ashley River Tower (ART), Shawn Jenkins Children's Hospital (SJCH) and the Central Energy Plant (CEP). Current Installments of Notes Payable relate to the note payable for the Sabin Street Energy Plant. A table of outstanding balances by major issuance is listed below:

Project (mo/yr issued)	2/28/2022	6/30/2021
	<u>Balance</u>	<u>Balance</u>
SJCH (06/2019)	\$ 295,228,145	\$ 300,880,172
ART (12/2012)	226,224,334	237,330,884
CHS Acquisition (03/2019)	119,499,787	121,894,169
Capital Leases (various - see below)	131,848,858	82,364,035
Lifepoint Acquisition (07/2021)	76,380,000	-
Nexton and CSC (10/2018)	34,567,828	35,058,661
CEP (12/2013)	29,657,506	31,342,241
Edgewater (03/2019)	6,180,138	6,303,968
Sabin Street (04/2013)	1,957,492	2,732,070
Lease Buy-Outs (various)	-	595,978
	<u>\$ 921,544,088</u>	<u>\$ 818,502,178</u>



## MEDICAL UNIVERSITY HOSPITAL AUTHORITY – Consolidated

Balance Sheet: As of 02/28/22 (Unaudited) and 06/30/2021 (Audited) cont'd

As of February 28, 2022, capital leases relate to various pieces of equipment and properties. A table of outstanding balances by equipment description is listed below:

<u>Project (month/year issued)</u>	<u>2/28/2022</u> <u>Balance</u>	<u>6/30/2021</u> <u>Balance</u>
Summey Medical Pavilion (04/2019)	\$ 42,670,628	\$ 43,774,825
Equipment Lease - Charleston (various)	19,127,201	-
Equipment Lease - Midlands (various)	17,214,481	-
Imaging Equipment (01/2019)	16,123,145	16,622,011
Equipment Lease - Regional Health (various)	12,000,000	-
Medical Malls (02/2019)	9,500,748	9,637,113
Patient Monitors (07/2016)	7,613,144	9,635,903
1 Poston Road (10/2021)	5,833,903	-
Cardiovascular Equipment (various)	1,218,795	2,009,808
Ultrasound (various)	282,411	378,556
Property Leases - via acquisition (various)	129,760	-
Computer software (09/2019)	134,642	168,039
Generator (11/2014)	-	121,532
Lab Equip (01/2018)	-	16,248
	<u>\$ 131,848,858</u>	<u>\$ 82,364,036</u>

## MEDICAL UNIVERSITY HOSPITAL AUTHORITY – Consolidated

Balance Sheet: As of 02/28/22 (Unaudited) and 06/30/2021 (Audited) cont'd

Annual debt service costs for FY2021 totaled \$119.1M. A table of debt service by major issuance is listed below, as well as by equipment description as it relates to capital leases:

Project (month/year issued)	Monthly Debt Service
SJCH (06/2019)	\$ 8,735,376
ART (12/2012)	17,072,863
CHS Acquisition (03/2019)	3,682,454
Capital Leases (various - see below)	15,822,221
Lifepoint Acquisition (07/2021)	76,380,000
Nexton and CSC (10/2018)	687,067
CEP (12/2013)	2,609,449
Edgewater (03/2019)	190,445
Sabin Street (04/2013)	1,590,238
Lease Buy-Outs (various)	-
	<u>\$ 126,770,113</u>

Project (month/year issued)	Monthly Debt Service
Summey Medical Pavilion (04/2019)	\$ 1,712,001
Imaging Equipment (01/2019)	2,565,182
Equipment Lease - Charleston (various)	2,663,838
Equipment Lease - Midlands (various)	2,397,454
1 Poston Road (10/2021)	1,695,379
Equipment Lease - Regional Health (various)	619,105
Medical Malls (02/2019)	251,548
Patient Monitors (07/2016)	3,172,462
Cardiovascular Equipment (various)	460,738
Ultrasound (various)	148,243
Property Leases - via acquisition (various)	84,244
Computer Software (09/2019)	52,026
	<u>\$ 15,822,221</u>

### Pension and Other Post Employment Benefit (OPEB) Liabilities

As of February 28, 2022, the net pension liability decreased by \$24.6M from June 30, 2021.

As of February 28, 2022, the net other post-employment benefit liability increased \$42.9M from June 30, 2021.

# **Statements of Cash Flows**

# MEDICAL UNIVERSITY HOSPITAL AUTHORITY - Consolidated

## Statements of Cash Flows

February 28, 2022 and June 30, 2021

	<b>As of 02/28/2022</b>	<b>As of 6/30/2021</b>
	<b>(unaudited)</b>	<b>(audited)</b>
Cash flows from operating activities:		
Receipts received from patients and third-party payors	\$ 1,820,534,560	\$ 2,518,918,860
Other cash receipts	101,604,729	55,182,355
Payments to suppliers and employees	<u>(1,874,874,684)</u>	<u>(2,260,225,058)</u>
Net cash provided (used) by operating activities	<u>\$ 47,264,605</u>	<u>\$ 313,876,157</u>
Cash flows from noncapital financing activities:		
State appropriations	\$ 16,075,000	\$ 78,033,724
Proceeds from CARES Funding	16,259,755	116,344,785
Proceeds from noncapital grants and gifts	1,038,358	-
Proceeds from revenue anticipation notes	80,000,000	-
Payments of revenue anticipation notes	-	(120,000,000)
Nonoperating expenditures	<u>(721,985)</u>	<u>(3,517,098)</u>
Net cash provided (used) by noncapital financing activities	<u>\$ 112,651,128</u>	<u>\$ 70,861,411</u>
Cash flows from capital and related financing activities:		
Capital expenditures	\$ (81,110,359)	\$ (91,971,457)
Capital appropriations	-	39,000,000
Capital grants and gifts received	4,411,303	5,882,809
Proceeds from disposal of capital assets	1,500	104,397
Payments of principal on long-term debt	<u>(22,822,911)</u>	<u>(34,269,708)</u>
Proceeds from financing lease	50,000,000	2,263,820
Payment of bond issuance cost	<u>(432,138)</u>	<u>(16,002)</u>
Proceeds of escrow accounts	-	1,748,812
Payments of mortgage insurance premium	<u>(1,590,762)</u>	<u>-</u>
Payments on capital lease obligations	<u>(10,054,127)</u>	<u>(12,842,965)</u>
Proceeds on equipment replacement obligations	538,190	214,542
Interest payments	<u>(24,396,999)</u>	<u>(39,102,602)</u>
Net cash provided (used) by capital and related financing activities	<u>\$ (85,456,303)</u>	<u>\$ (128,988,354)</u>
Cash flows from investing activities:		
Proceeds from sale and maturity of investments	\$ 237,921,586	\$ 259,764,259
Investment income received	2,220,010	3,691,724
Distributions from joint ventures and partnerships	906,236	-
Purchases of investments	<u>(264,783,371)</u>	<u>(410,251,745)</u>
Contributions to joint ventures and partnerships	<u>(26,733,232)</u>	<u>(4,000,000)</u>
Net cash provided (used) by investing activities	<u>\$ (50,468,771)</u>	<u>\$ (150,795,762)</u>
Net increase (decrease) in cash and cash equivalents	23,990,659	104,953,452
Cash and cash equivalents at beginning of year	<u>479,016,532</u>	<u>374,063,080</u>
Cash and cash equivalents at end of year	<u><u>\$ 503,007,191</u></u>	<u><u>\$ 479,016,532</u></u>

Unaudited - For Management Use

# MEDICAL UNIVERSITY HOSPITAL AUTHORITY - Consolidated

## Statements of Cash Flows

February 28, 2022 and June 30, 2021

	As of 02/28/2022 (unaudited)	As of 6/30/2021 (audited)
Reconciliation of operating income to net cash provided by operating activities:		
Operating income (loss)	\$ (12,081,917)	\$ (220,327,989)
Adjustments to reconcile operating income to net cash provided by operating activities:		
Depreciation and amortization	74,666,223	109,246,214
Provision for uncollectible accounts	152,631,058	257,802,668
Changes in operating assets and liabilities:		
Patient accounts receivable	(280,973,253)	(239,762,871)
Due from (to) third-party payors	(366,837)	14,577,629
Due from (to) joint ventures and partnerships	2,313,565	(5,852,744)
Other current assets	(5,765,922)	(31,951,565)
Accounts payable	62,877,817	50,134,544
Other accrued/prepaid expenses and accrued payroll, withholding and benefits	25,457,066	9,811,566
Advanced Medicare funding, including long-term portion	(53,661,571)	182,800,523
Pension obligations	38,429,650	115,879,115
OPEB obligations	44,363,785	67,208,503
Note payable	-	2,263,820
Related parties, net	(8,129,272)	7,151,721
Unearned revenue	7,504,212	(2,841,155)
Net cash provided by operating activities	\$ 47,264,605	\$ 316,139,979
Reconciliation of cash and cash equivalents at end of year to the statement of net position:		
Cash and cash equivalents	\$ 405,304,496	\$ 399,102,026
Restricted for capital projects and other programs	92,946,868	70,405,377
Included in investments held by trustees under indenture agreements	4,755,827	9,509,129
Cash and cash equivalents at end of year	\$ 503,007,191	\$ 479,016,532
Noncash transactions:		
Capital assets acquired by capital lease, other financing	\$ 9,373,779	\$ 19,839,889
Capital assets and working capital acquired via debt	76,380,000	-
Change in fair value of investments	(6,397,665)	(3,425,652)
Change in capital assets payable	(3,092,856)	(27,740,680)
Pro rata income from joint ventures	-	1,650,084

Unaudited - For Management Use

**Crosswalk of Financial Accounting Standards Board (FASB)  
Income Statement Presentation to Government Accounting  
Standards Board (GASB)**

**Medical University Hospital Authority - Consolidated**  
**Statement of Revenues, Expenses and Change in Net Position**  
**For the 8 Month Period Ending - February 28, 2022**  
**Modified FASB Basis**

**Crosswalk from FASB to GASB**

	FASB			Variance	GASB			Variance
	Actual	Fiscal Year To Date			Actual	Fiscal Year To Date		
<b>Operating Revenues:</b>								
Net Patient Service Revenues	\$ 1,635,501,441	\$ 1,647,640,526	-0.74%	\$ 1,635,501,441	\$ 1,647,640,526	-0.74%		
Other Revenues - DHS Revenue	49,334,921	45,427,583	8.60%	49,334,921	45,427,583	8.60%		
Retail Pharmacy Revenue	249,335,220	184,429,221	35.19%	249,335,220	184,429,221	35.19%		
Other Revenues	72,662,763	62,537,261	16.19%	72,662,763	62,537,261	16.19%		
<b>State Appropriations</b>	<b>20,387,103</b>	<b>17,719,100</b>	<b>15.06%</b>					
<b>Total Operating Revenues</b>	<b>\$ 2,027,221,448</b>	<b>\$ 1,957,753,690</b>	<b>3.55%</b>	<b>\$ 2,006,834,345</b>	<b>\$ 1,940,034,591</b>	<b>3.44%</b>		
<b>Operating Expenses:</b>								
Salaries Wages	\$ 586,961,236	\$ 570,742,359	2.84%	\$ 586,961,236	\$ 570,742,359	2.84%		
Benefits	190,020,642	199,533,189	-4.77%	190,020,642	199,533,189	-4.77%		
Pension Expense	38,429,650	49,221,173	-21.92%	38,429,650	49,221,173	-21.92%		
Other Post Employment Benefits	44,363,785	45,121,177	-1.68%	44,363,785	45,121,177	-1.68%		
Purchased Services	274,450,527	270,425,485	1.49%	274,450,527	270,425,485	1.49%		
Physician Services	111,261,911	116,747,594	-4.70%	111,261,911	116,747,594	-4.70%		
Pharmaceuticals	140,204,620	121,685,775	15.22%	140,204,620	121,685,775	15.22%		
Retail Pharmaceuticals	121,354,073	88,841,567	36.60%	121,354,073	88,841,567	36.60%		
Medical Supplies	285,335,564	284,932,333	0.14%	285,335,564	284,932,333	0.14%		
COVID Supplies	7,372,764	-	100.00%	7,372,764	-	100.00%		
Other Supplies	37,408,788	42,656,940	-12.30%	37,408,788	42,656,940	-12.30%		
Utilities	20,547,500	20,517,362	0.15%	20,547,500	20,517,362	0.15%		
Insurance	8,174,073	8,006,968	2.09%	8,174,073	8,006,968	2.09%		
Leases	31,587,930	29,565,093	6.84%	31,587,930	29,565,093	6.84%		
Other	26,069,584	34,261,760	-23.91%	26,069,584	34,261,760	-23.91%		
Physician Clinic Expense	17,327,429	17,913,673	-3.27%	17,327,429	17,913,673	-3.27%		
<b>Total Operating Expenses</b>	<b>\$ 1,940,870,075</b>	<b>\$ 1,900,172,447</b>	<b>2.14%</b>	<b>\$ 1,940,870,074</b>	<b>\$ 1,900,172,449</b>	<b>2.14%</b>		
EBIDA	\$ 86,351,373	\$ 57,581,243	49.96%	\$ 65,964,271	\$ 39,862,142	65.48%		
Depreciation	\$ 74,666,223	\$ 76,377,657	-2.24%	\$ 74,666,223	\$ 76,377,657	-2.24%		
<b>Interest Expense</b>	<b>\$ 27,396,247</b>	<b>\$ 27,121,720</b>	<b>1.01%</b>					
<b>Operating Income (Loss)</b>	<b>\$ (15,711,098)</b>	<b>\$ (45,918,134)</b>	<b>-65.78%</b>	<b>\$ (8,701,952)</b>	<b>\$ (36,515,515)</b>	<b>-76.17%</b>		
Operating Margin	-0.78%	-2.35%	-66.96%	-0.43%	-1.88%	-76.96%		
One Time Acquisition Costs	\$ 5,163,061	\$ 14,309,093	-63.92%	\$ 5,163,061	\$ 14,309,093	-63.92%		
Adjusted Operating Income (Loss)	\$ (20,874,158)	\$ (60,227,227)	-65.34%	\$ (13,865,013)	\$ (50,824,608)	-72.72%		
Adjusted Operating Margin	-1.03%	-3.08%	-66.53%	-0.69%	-2.62%	-73.63%		
<b>NonOperating Revenues (Expenses):</b>								
Gifts and Grants	\$ 4,975,921	\$ 7,152,401	-30.43%	\$ 4,975,921	\$ 7,152,401	-30.43%		
Pension OPEB Nonemployer Contribution	5,522,489	20,473,006	-73.03%	5,522,489	20,473,006	-73.03%		
Investment Income	(4,110,294)	399,308	-1129.35%	(4,110,294)	399,308	-1129.35%		
Loss on Disposal of Capital Assets	(88,405)	(68,955)	-28.21%	(88,405)	(68,955)	-28.21%		
COVID-19 Stimulus Funding	21,777,163	-	100.00%	21,777,163	-	100.00%		
Other NonOperating Expenses	(721,985)	(2,558,182)	71.78%	(721,985)	(2,558,182)	71.78%		
Debt Issuance Costs	(479,761)	-	-100.00%	(479,761)	-	-100.00%		
<b>Total NonOperating Revenues (Expenses)</b>	<b>\$ 26,875,127</b>	<b>\$ 25,397,577</b>	<b>5.82%</b>	<b>\$ 19,865,984</b>	<b>\$ 15,994,958</b>	<b>24.20%</b>		
<b>Income (Loss) Before NonOperating Payments to MUSC Entities</b>	<b>\$ 6,000,969</b>	<b>\$ (34,829,650)</b>	<b>-117.23%</b>	<b>\$ 6,000,969</b>	<b>\$ (34,829,650)</b>	<b>-117.23%</b>		
NonOperating Payments to MUSC Entities	-	(2,000,000)	100.00%	-	(2,000,000)	100.00%		
<b>Change in Net Position</b>	<b>\$ 6,000,969</b>	<b>\$ (36,829,650)</b>	<b>-116.29%</b>	<b>\$ 6,000,969</b>	<b>\$ (36,829,650)</b>	<b>-116.29%</b>		
<b>Total Margin</b>	<b>0.30%</b>	<b>-1.88%</b>		<b>0.29%</b>	<b>-1.90%</b>			

**FACILITIES  
HOSPITAL AUTHORITY - COLUMBIA  
LEASE AMENDMENT  
FOR APPROVAL**

**APRIL 8, 2022**

DESCRIPTION OF LEASE AMENDMENT: This lease agreement is for approximately 61,645 square feet of clinical and office space located at 2001 Laurel Street, Columbia. The purpose of this amendment is to extend the lease term for an additional six months during the property transition to Mainsail. This space is occupied by MUSC Health Heart & Vascular. The current cost per square foot is \$27.34 which is comprised of \$23.60 a square foot base rent and \$3.74 a square foot for taxes and insurance passthroughs. The total monthly rental payment will be \$140,470.30, resulting in a total extension amount of \$842,821.80.

The Medical University Hospital Authority leases 27,872 square feet to MUSC Community Physicians and intends to extend this agreement for an additional six months at a total amount of \$381,010.26.

NEW LEASE AGREEMENT \_\_\_\_\_  
LEASE AMENDMENT   X  

LANDLORD: South Carolina Heath Center, Limited Partnership

LANDLORD CONTACT: Kathy Koenig, Business Manager

TENANT NAME AND CONTACT: MUSC Health Heart & Vascular, Joseph Bernard, Chief Operating Officer - Midlands

SOURCE OF FUNDS: General Operating Funds

LEASE TERMS:

TERM: Six (6) months: [7/1/2022-12/31/2022]

AMOUNT PER SQUARE FOOT: \$27.34

TOTAL EXTENDED AMOUNT: \$842,821.80

EXTENDED TERM OPTION: One (1) term, six (6) months

TOTAL AMOUNT OF EXTENDED TERM AND OPTION: \$1,685,643.60

OPERATING COSTS:

FULL SERVICE \_\_\_\_\_

MODIFIED   X



**FACILITIES  
HOSPITAL AUTHORITY - CHARLESTON  
LEASE RENEWAL  
FOR APPROVAL**

**APRIL 8, 2022**

DESCRIPTION OF LEASE RENEWAL: This lease renewal is for 2,316 square feet of office space located at 52 Courtenay Drive, Charleston. The purpose of this lease renewal is to continue to provide office space for Psychiatry & Behavioral Services. The cost per square foot is \$19.63. The monthly rental payment will be \$3,788.51, resulting in an annual lease amount of \$45,462.12. There is no annual rent increase for this property, annual rent shall remain constant throughout the lease term.

The Medical University Hospital Authority further subleases this entire space to the Medical University of South Carolina.

NEW LEASE AGREEMENT \_\_\_\_\_  
RENEWAL LEASE AGREEMENT  X

LANDLORD: The Medical University of South Carolina Foundation

LANDLORD CONTACT: Stuart Ames, Chief Executive Officer

TENANT NAME AND CONTACT: Psychiatry and Behavioral Services

SOURCE OF FUNDS: General Operating Funds

COMBINED LEASE TERMS:

TERM: Five (5) years: [7/1/2022-6/30/2027]

AMOUNT PER SQUARE FOOT: \$19.63

TOTAL ANNUALIZED LEASE AMOUNT: \$45,462.12

TOTAL AMOUNT OF LEASE TERM: \$227,310.60

EXTENDED TERM(S): To be negotiated

OPERATING COSTS:

FULL SERVICE \_\_\_\_\_

NET  X

**FACILITIES  
HOSPITAL AUTHORITY - CHARLESTON  
LEASE RENEWAL  
FOR APPROVAL**

**APRIL 8, 2022**

DESCRIPTION OF LEASE RENEWAL: This lease renewal is for 9,000 square feet of space located at 1001-B Michigan Avenue, Charleston. The purpose of this lease renewal is to continue to provide space for MUSC Children's Day Treatment Program. The cost per square foot is \$11.00. The monthly rental payment will be \$8,250.00, resulting in an annual lease amount of \$99,000.00. Rent shall increase to \$11.50 beginning year two.

NEW LEASE AGREEMENT \_\_\_\_\_  
RENEWAL LEASE AGREEMENT  X

LANDLORD: The Trustees of Riverbend Baptist Church

LANDLORD CONTACT: Lynn Christian, Business Manager

TENANT NAME AND CONTACT: MUSC Children's Day Treatment Program, Dianne Thesing, Directory of Ambulatory Services

SOURCE OF FUNDS: General Operating Funds

COMBINED LEASE TERMS:

TERM: Two (2) years: [11/1/2022-10/31/2024]

AMOUNT PER SQUARE FOOT: \$11.00

TOTAL ANNUALIZED LEASE AMOUNT

Year 1 \$99,000.00

Year 2 \$103,500.00

TOTAL AMOUNT OF LEASE TERM: \$202,500.00

EXTENDED TERM(S): To be negotiated

OPERATING COSTS:

FULL SERVICE \_\_\_\_\_

NET  X

**FACILITIES  
ACADEMIC  
LEASE RENEWAL  
FOR APPROVAL**

**APRIL 8, 2022**

DESCRIPTION OF LEASE RENEWAL: This lease renewal is for 7,962 square feet of office space located at 20 Ehrhardt Street, Charleston. The purpose of this lease is to continue to provide temporary office and swing space for assignment by the MUSC Executive Vice President of Finance & Operations. The cost per square foot is \$6.57. The monthly rental payment will be \$4,359.00, resulting in an annual lease amount of \$52,308.00. There is no annual rent increase for this property, annual rent shall remain constant throughout the lease term.

NEW LEASE AGREEMENT \_\_\_\_\_  
RENEWAL LEASE AGREEMENT  X

LANDLORD: The Medical University of South Carolina Foundation

LANDLORD CONTACT: Stuart Ames, Chief Executive Officer

TENANT NAME AND CONTACT: MUSC Executive Vice President of Finance & Operations for assignment of temporary office and swing space.

SOURCE OF FUNDS: General Operating Funds

COMBINED LEASE TERMS:

TERM: Five (5) years: [7/1/2022-6/30/2027]

AMOUNT PER SQUARE FOOT: \$6.57

TOTAL ANNUALIZED LEASE AMOUNT: \$52,308.00

TOTAL AMOUNT OF LEASE TERM: \$261,540.00

EXTENDED TERM(S): To be negotiated

OPERATING COSTS:

FULL SERVICE \_\_\_\_\_

NET  X

**FACILITIES  
ACADEMIC  
LEASE RENEWAL  
FOR APPROVAL**

**APRIL 8, 2022**

DESCRIPTION OF LEASE RENEWAL: This lease renewal is for 75,018 square feet of office and warehouse space located at 4295 Arco Lane, North Charleston. The purpose of this lease is to continue to provide space for MUSC Business Services which includes the University Records Center, Warehouse Operations, University Press and University Surplus. The cost per square foot is \$1.82 (rounded). The monthly rental payment will be \$11,400.00, resulting in an annual lease amount of \$136,000.00. There is no annual rent increase for this property, annual rent shall remain constant throughout the lease term.

NEW LEASE AGREEMENT \_\_\_\_\_  
RENEWAL LEASE AGREEMENT X

LANDLORD: The Medical University of South Carolina Foundation

LANDLORD CONTACT: Stuart Ames, Chief Executive Officer

TENANT NAME AND CONTACT: Business Services, John Runyon, Director

SOURCE OF FUNDS: General Operating Funds

COMBINED LEASE TERMS:

TERM: Five (5) years: [7/1/2022-6/30/2027]

AMOUNT PER SQUARE FOOT: \$1.82

TOTAL ANNUALIZED LEASE AMOUNT: \$136,000.00

TOTAL AMOUNT OF LEASE TERM: \$680,000.00

EXTENDED TERM(S): To be negotiated

OPERATING COSTS:

FULL SERVICE \_\_\_\_\_

NET X

**FACILITIES  
HEALTHCARE  
ESTABLISH PROJECT  
FOR APPROVAL**

**April 8, 2022**

PROJECT TITLE: May River Shopping Center Primary Care, Bluffton, SC

PROJECT NUMBER: TBD

TOTAL ESTIMATED BUDGET: \$900,000

SOURCE(S) OF FUNDS: MUHA with Mainsail Reimbursement/Lease

**SCOPE OF WORK:** This project will fit-out a 2,800 square foot primary care clinic at 3521 Okatie Highway. Tenant improvements are the responsibility of the tenant, with a \$40 per square foot tenant improvement allowance given by the landlord. The primary electrical service has been provided to two panels inside the space, and the primary HVAC unit is existing on the roof.

MUHA Real Estate and Design and Construction engaged JE Dunn Construction for a tour of the space in September to review the potential buildout. JE Dunn, in conjunction with LS3P, then provided an overall design and construction cost estimate of \$982,798. With the inclusion of the TI allowance, this fits within the allocated amount, but additional effort will be made to reduce the construction scope to allow for additional FF&E and contingency.

Design is anticipated to take 10 weeks, permitting 6-8 weeks, and construction approximately 4 months from receiving the permit.

The Mainsail Board of Trustees approved \$900,000 at their September Board meeting.

The MUSC Board of Trustees approved the lease of this space at their February Board meeting.

**Overview of Renovated 1<sup>st</sup> Floor Space:** The renovation will provide approximately 5 dedicated exam rooms, with one flexible exam/procedure room. A small lab will be included with all of the other necessary staff and utility support spaces. Finishes in the space will be commensurate with the current MUSC standards.

**JUSTIFICATION:** MUSC has entered into an agreement with a primary care physician for this market, and this growth aligns with the ISC Committees guidance.

**FACILITIES  
ACADEMIC/RESEARCH  
ESTABLISH PROJECT  
FOR APPROVAL**

**April 8, 2022**

PROJECT TITLE: College of Nursing (CON): 99 Jonathan Lucas Academic Building: 1<sup>st</sup> Floor Renovation

PROJECT NUMBER: TBD

TOTAL ESTIMATED BUDGET: \$3,710,000

SOURCE(S) OF FUNDS: CON Reserves (Clinical Funds)

**SCOPE OF WORK:** This project will renovate the existing ground floor of the College of Nursing (CON) building on Jonathan Lucas Street. The ground floor renovation will consist of approximately 11,000 gross square feet and will include a new accessible lobby for the Nursing Building from Jonathan Lucas at the ground level and an interior stair for access to the 2nd floor. The renovated 1<sup>st</sup> floor space will allow us to achieve 3 goals:

- 1) Increase student learning space so that we have the ability to manage our current enrollment as well as increase student enrollment in our academic programs, particularly our on-campus ABSN program (from 120 to 160 per class cohort). It will add a number of new flexible classrooms that vary in seat capacity with a maximum to 40, expand our skills lab space, and provide a number of new interactive student-centric learning spaces.
- 2) Provide dedicated space within the college to support our strategic plan goals to promote belonging, enhance ‘sense of community’ and engagement among and across faculty, staff, and students. As part of the proposed scope of work, we will examine either renovating or moving the current 3<sup>rd</sup> floor skills lab to the 1<sup>st</sup> floor. If the design results in the recommendation to move the current skills lab to the 1<sup>st</sup> floor, the 3<sup>rd</sup> floor space will be repurposed to support additional student study space or a common area to support community engagement for faculty, staff, and/or students.
- 3) Provide new dedicated but flexible office and multi-functional meeting room space to support our student support services (as we increase our on-campus ABSN enrollment in particular) as well as space for research and practice hubs that support networking, collaboration, and expanded translational research and clinical practice activities through tele-research pods, telehealth and teleprecepting.

**Overview of Renovated 1<sup>st</sup> Floor Space:** The renovation will provide new ground access to the building, including handicap access as well as same floor access to the elevator tower allowing direct access to the upper 4 floors. The design will employ the use of flexible space whenever possible, as well as provide an open concept environment for students, faculty, and staff to gather for education, training, interacting, eating, and holding meetings – where these spaces do not currently exist in the college.

The renovated 1<sup>st</sup> floor lobby will feature new student services and lead faculty undergraduate program offices, collaborative gathering areas for the entire college, and serve as a space for students to connect and convene scheduled and impromptu study groups. Such a space will not only support classroom and lecture spaces, but also will be available space for student break-out sessions. To support our research and practice missions, the renovation also will include a 600 square foot sub-dividable research/practice

hub. Finally, to promote CON workforce and student community/esprit de corps and engagement, and provide space to convene workshops, conferences and professional meetings, the renovation will include a 1,200 square foot multifunctional common area adjacent to a kitchen. To support in-person and remote/virtual participation in learning and professional development activities, the renovation will include state-of-the-art AV systems and technologies that support innovative education and learning.

**JUSTIFICATION:** The University Simulation Center has occupied the 1st floor of the CON building since approximately 2017; upon completion of the new MUSC Simulation Center moving to the Colbert Library this summer, this space will be returned to the CON. Therefore, this renovation represents new square footage to be utilized for the College of Nursing to support its education, research, and clinical missions.

Our main goal is to: *Increase student learning space so that we have the ability to manage our current enrollment as well as increase student enrollment in our academic programs, particularly our on-campus ABSN program (from 120 to 160 per class cohort).*

The college has reached maximum in-person capacity in our existing classrooms. As we look to expansion of our programs, having sufficient classroom and skills space is an essential step in making this a reality. The 1<sup>st</sup> floor renovated space will add a number of new flexible classrooms that vary in seat capacity with a maximum to 40, expand our skills lab space, and provide a number of new interactive student-centric learning spaces. The renovated largest new classroom will include a 1,750+ square foot flexible lecture-type hall that can be subdivided into smaller lecture rooms, plus two additional 375± square foot classrooms or combined to a single classroom. When open, the newest and largest classroom will accommodate a maximum of 40 new seats, allowing us the opportunity to increase ABSN enrollment across three large classrooms within the college to 160 students. Total new classroom seating capacity across the new large classroom and 4 smaller flexible classrooms will accommodate 124 students on the 1<sup>st</sup> floor. The smaller classrooms can also be reconfigured to expand skills training space needed to accommodate an increase in number of students as well as provide an optimal teaching-learning environment which is not currently provided in the designated 3<sup>rd</sup> floor skills space. Having flexible learning space will allow our faculty to reconfigure the learning environment based upon courses, learning experiences and skills training, student needs and class sizes.

The College of Nursing (CON) has been strategic over the past 3 years in efforts to increase overall student program enrollment numbers. For example, we have invested in a full-time (1.0 FTE) student recruiter with the goal of maximizing enrollment across all academic programs. We have transitioned to using NursingCAS, a national on-line centralized application system, to aid in program awareness and recruitment of highly qualified applicants to all our programs. We have added two new academic programs including the first in the nation, post-masters' DNP in Palliative Care Across the Lifespan and a post-graduate Certificate program in Psychiatric Mental Health. Our overall student enrollment has increased by 8.7% since academic year (AY) 2018, with a 4% growth occurring between AY2020 and AY2021. The following table shows the growth trend over the past few years. We expect this number to continue to increase over the next few years as recruitment efforts into the Accelerated Bachelors of Science in Nursing (ABSN) and Doctor of Nursing Practice (DNP) programs are amplified in response to nursing workforce shortages; as the negative impacts of COVID-19 decrease and the nursing workforce begins to apply to secondary educational programs; and as the CON establishes and expands our capacity to increase enrollment and our educational partnerships with MUHA and MUSC affiliates.

## Total CON Enrollment, by Academic Program, 2018-2021

	2018	2019	2020	2021
ABSN	361	355	353	386
RN-BSN*	42	34	28	26
DNP	224	278	282	276
MSN**	9	3	5	7
PMH Certificate	0	0	0	8
PhD***	32	28	30	23
<b>Total</b>	<b>668</b>	<b>698</b>	<b>698</b>	<b>726</b>

\*The effects of COVID on the current nursing workforce has resulted in a decline in enrollment into the RN-BSN program.

\*\*The CON stopped admitting directly into the MSN program in 2017, to align with the national call to have Advanced Practice Nurses enter the workforce at the doctoral level.

\*\*\*Nationally, there has been a decline in applications into PhD nursing programs as DNP programs proliferated.

The college's continued efforts are in response to the current and predicted South Carolina nursing workforce shortage and part of CON's strategic efforts to support growth for the long-term success of the college. The additional classrooms, skills lab space, and many adaptable learning hubs described in the proposed renovation feasibility study, will allow us to provide the space needed to increase our current on-campus CON student learning environment from approximately 120 maximum to the proposed 160 per admitted cohort in the ABSN program alone. We currently admit twice per year to our ABSN program – this would allow us to increase admission by **80 students per year to our on-campus program**. In addition to the classroom and skills space, we would concomitantly require securing additional: a) clinical placement sites to accommodate required CCNE program learning outcomes, b) adjunct and clinical preceptors, and c) faculty and program support personnel. Specifically, the number of faculty needed to teach didactic, simulation and skills lab, and clinical increases proportionately in accordance to the SC Board of Nursing (SCBON) practice act requirements.

- For example, for every additional 8 ABSN\* students enrolled, we need to hire 1 additional clinical instructor per clinical course/ section in Foundations, Med/Surg 1, Psych Mental Health, Pediatrics, Maternal Child, Public Health, Med/Surg 2 - totaling 8 new faculty (note: hiring faculty where advanced practice certification is required for specialty courses, such as Psych Mental Health, Pediatrics, and Maternal Child Health, is more challenging).
- Similarly, we would need to secure additional: a) clinical placement sites for each cohort of 8-10 students for the same above courses plus Public Health, and clinical preceptors for capstone clinical experiences in Med/Surg 2.
- In sum, for 40 additional students per cohort (a total of 80 additional students admitted in Fall and Spring), this would require 3.0 FTE's in additional didactic faculty; 2.0 FTE's in Academic Support Team members; and 5.4 FTE's in clinical adjuncts.
- Additionally, 40 students per cohort would require 0.5 FTE for a new Program Coordinator to support student services needs for these additional students.
- The proposed renovation will provide additional office space for the above FTE's directly related to student's instruction and educational support.

\*The above is intended as an example, applied only to our ABSN program; similar challenges impact our graduate practice program, but are based upon different SCBON requirements and specialty certifications.



Additionally, with the April 2021 endorsement and roll-out of the new American Association of Colleges of Nursing (AACN, 2021) Essentials, academic nursing is moving toward a new academic model and framework for bachelor’s and graduate nursing education using a competency-based approach (<https://www.aacnursing.org/AACN-Essentials>). Competency-based education focuses on skills-based training and learning assessments that ensure requisite and leveled competencies upon graduation and will require academic programs to create the necessary learning environments to meet these revised curriculum content standards within the next three years. To address these requirements, particularly as we look to increasing student enrollment in our ABSN program, an important goal of the proposed renovation is to provide additional and larger classroom as well as interactive spaces for learners to engage with one another and faculty, to practice and assimilate skills and complete assessments.

While the proposed renovation would increase ABSN enrollment by 40 students per cohort, we anticipate a conservative ramp-up period in the first two fiscal years after renovation to reach that maximum capacity; therefore, we project 10% annual growth until we reach maximum capacity.

**ABSN Student Enrollment Projected Increases**

<b>Fiscal Year</b>	<b>Fall Cohort</b>	<b>Fall Increase</b>	<b>Spring Cohort</b>	<b>Spring Increase</b>	<b>Total Increase</b>
FY24	132	12	132	12	24
FY25	145	25	145	25	50
FY26	160	40	160	40	80
FY27	160	40	160	40	80
FY28	160	40	160	40	80

*Goal 2: Provide dedicated space within the college to support our strategic plan goals to promote belonging, enhance ‘sense of community’ and engagement among and across faculty, staff, and students.*

Unfortunately, the last CON building renovation design (begun in 2012), did not provide space for interactive student-centric learning; sufficient and optimal skills learning space (the current space does not provide a sink for handwashing and preparation of skills, or adequate storage space for skills equipment and supplies); spaces for students between in-person classes to interact, eat, meet in small groups, or study in a quiet place prior to exams. Students are found sitting on the floor in hallways throughout the building as well as on windowsills. Students’ program evaluations consistently identify that the college does not provide space that fosters a sense of community or belonging.

Similarly, these same concerns are expressed by faculty and staff, since there is virtually no space within the college, for them to leave their offices to engage and socialize with one another for lunch, small working meetings, etc. Generally, all classrooms and conference rooms throughout the building are booked throughout the day. In fact, most conference rooms throughout the building are presently being used for on-campus ABSN student testing, clinical pre and post conferences, and skills training, as social distancing guidelines were implemented in response to COVID. Faculty and staff have access to a small workroom on each floor, which also has a sink, refrigerator, and microwave – the *total* multi-purpose space is approximately 5,115 square feet, which is distributed throughout the building on the 2<sup>nd</sup> through the 5<sup>th</sup> floors.

Therefore, a key objective of the proposed renovation is to provide dedicated community space with the aim of building a strong sense of a college-wide community. Evidence supports that a sense of community cultivates synergy and elevates productivity in ways that will advance the vision and missions of the college. Toward that purpose, below is a list of goals for how this renovated space will integrate our missions and foster an engaged college community:

- Growth in the CON's academic programs is outpacing the learning environment. In addition to providing the necessary space for learner success, the renovated space would also facilitate the integration of more innovation in a student-centric learning model to include virtual reality training environments and other technology enhancements where appropriate. It is also intended to provide more adequate collaborative and work study spaces to support learner engagement across the educational trajectory.
  - The learning environment needs to align with educational delivery and be spacious enough to accommodate small group learning and interaction. The mode of teaching/learning has shifted from 'the sage on the stage'/passive learning to active learning through in-class, team-based application activities. Students are grouped in pods to accomplish team-based learning and real-time application of course concepts into patient care scenarios, followed by student presentations with class discussion.
- Additionally, the renovated space will include a large open seating area which will provide alternative community space options, such as tables/chairs with power charging stations, smaller spaces which may be used for more private meetings, a cyber-café, and where lockers will be available for students as well as visitors to the college. These community spaces will be adjacent to a new large dual-purpose kitchen, which will be student, faculty, and staff accessible for informal meetings, breaks and meals, and where they may engage with one another. These community spaces provide new opportunities for engagement and promote a sense of belonging across the entire college's team members and students.

*Goal 3: Provide new dedicated but flexible office and multi-functional meeting room space to support our student support services (as we increase our on-campus ABSN enrollment in particular) as well as space for research and practice hubs that support networking, collaboration, and expanded translational research and clinical practice activities through tele-research pods, telehealth and tele-precepting. This space utilization is consistent with our current strategic plan mission and priority goals and objectives.*

- The proposed renovated space, including classrooms, new skills area, and large and small meeting areas, will allow us to foster and support an expanded and mutually beneficial partnership with MUHA in order to provide a dedicated focus on competency-based education and training as well as to keep pace with technological innovations in health care. The nursing profession is predicated on lifelong learning; thus, learners encompass all individuals from pre-licensure nursing students (ABSN) through practicing acute or ambulatory care nurses and advanced practice providers (APRN's and DNP's) in all care settings.
- Therefore, the renovated space in the CON creates an opportunity for a strategic academic-clinical partnership for the CON and MUHA to develop and implement training programs that ensure that the MUHA nursing workforce maintains necessary competencies for providing quality clinical care through lifelong learning across the continuum from pre-licensure to practicing nurse. These training programs would create an opportunity for additional revenue.

- A renovated space will facilitate opportunities to provide education and training to MUSC nurses who serve in an adjunct clinical faculty role in the CON ABSN programs, particularly necessary as we increase the number of adjunct faculty needed to support the proposed increase in students enrolled.

The renovation will create dedicated modifiable spaces (where none exist at this time) to support practice hubs allowing us to expand clinical practice activities through community engagement, such as use of tele-precepting, used in monitoring our students in community-based courses and learning environments, as well as telehealth used by our DNP faculty. These examples aid in providing healthcare services to rural and underserved South Carolinians, as well as support our proposed ABSN increase in student enrollment as well as our APRN students in each of our specialty tracks. Expanding practice activity also creates opportunity for additional revenue.

- The majority of the College's research is biobehavioral, and therefore engages patients, families, and caregivers as participants in on-going research studies. This requires space (which currently does not exist or is limited based on study needs), when telehealth is not appropriate, for direct study participant intake, participation and monitoring of the study intervention, and evaluation. In order to address this need, the renovation will therefore also create a research designated hub to support networking and collaboration that furthers the college's interprofessional and translational research mission and priorities and supports funded biobehavioral research project needs. Funded project needs include clinical study participant intake and exam rooms, meeting space for focus groups, study participant interviews, tele-research pods, and the designated space where research collaborators can come together to develop technology-enhanced interventions/applications, such as those being developed in the Technology Applications Center for Healthy Lifestyles, led by Dr. Ken Ruggiero, with the primary goal to reduce chronic disease health disparities affecting the health and well-being of South Carolinians. By designating space to facilitate and encourage research collaboration, with a focus on innovation, there is opportunity for future revenue through new funded projects as well as through intellectual property and technology transfer.

In summary, to adequately accommodate growth in student numbers, meet the Commission on Collegiate Nursing Education (CCNE) accreditation requirements for curriculum content, and support a pipeline of qualified nurses in South Carolina - all through innovative, competency-based training in a modern learning environment - it is imperative that our College strategically expand the utilization of existing space within our building. Addressing the above key goals is critical to not only our continued growth and sustainability in each of our tripartite mission areas (education, research, practice and community), but also in our ability to meet the growing health care needs of all South Carolinians.

**FACILITIES  
ACADEMIC/RESEARCH  
ESTABLISH PROJECT  
FOR APPROVAL**

**DATE: April 8, 2022**

PROJECT TITLE: MUSC Campus Elevated Walkway Connector Bridges

PROJECT NUMBER: TBD

TOTAL ESTIMATED BUDGET: \$34,399,710

SOURCE(S) OF FUNDS: \$24,079,797 – Building Resilient Infrastructure & Communities (BRIC) FEMA Grant

\$10,319,913 – Non-NIH Federal Grants passed through State of South Carolina

**SCOPE OF WORK:** This project will construct an elevated connector bridge adjacent to Doughty Street from the 2<sup>nd</sup> floor of the Ashley River Tower to the 2<sup>nd</sup> floor of the Bioengineering Building. Connections from this Doughty Street bridge will also be made at the 2<sup>nd</sup> floors of the Thurmond Gazes Building and the Psychiatric Building. A separate connector bridge will be constructed from the 2<sup>nd</sup> floor of the College of Nursing Building to the 2<sup>nd</sup> floor of the Clinical Sciences Building. Once completed all major campus buildings will be connected at the 2<sup>nd</sup> floor level. This project will also relocate the existing underground swiss log tube system to the new connector bridge. This tube system is essential to hospital lab operations and is compromised by its underground location.

**JUSTIFICATION:** The Charleston Medical District is spread out over 80 plus acres and is located within the 100-year floodplain, specifically flood zone AE. The entire area is prone to flooding during storm events including hurricanes/tropical storms, heavy rain events, and sometimes even during normal high tide events. Once complete the elevated walkway project will allow patients, care team members, and supplies to move freely from building to building during storm and flood events. This project will connect the entire MUSC Health campus network and provide safe passage to any emergency rooms or adult Level 1 Trauma centers via the helipad located on top of the Sean Jenkins Children’s Hospital. As South Carolina’s only integrated academic health sciences center and MUSC Health’s main campus which includes University Hospital, Ashley River Tower, and Shawn Jenkins Children’s Hospital and Pearl Tourville Women’s Pavilion, maintaining accessibility and operation for disaster response and recovery is imperative.

**MEDICAL UNIVERSITY OF SOUTH CAROLINA BOARD OF TRUSTEES**  
**REGULAR AGENDA**  
April 8, 2022  
101 Colcock Hall

**Members of the Board of Trustees**

Dr. James Lemon, Chairman  
Mr. Charles Schulze, Vice-Chairman  
Ms. Terri R. Barnes  
The Honorable James A. Battle, Jr.  
Mr. William H. Bingham, Sr.  
Dr. W. Melvin Brown III  
Dr. Henry F. Butehorn III  
Dr. C. Guy Castles III

Dr. Richard M. Christian, Jr.  
Dr. Paul T. Davis  
Dr. Donald R. Johnson II  
Ms. Barbara Johnson-Williams  
Dr. G. Murrell Smith, Sr.  
Mr. Michael E. Stavrinakis  
Thomas L. Stephenson, Esq.  
Dr. Bartlett J. Witherspoon, Jr.

**Trustees Emeriti**

Ms. Margaret M. Addison  
Mr. Allan E. Stalvey

Dr. Charles B. Thomas, Jr.  
Dr. James E. Wiseman, Jr.

- Item 1. Call to Order .....Dr. James Lemon  
*Chairman*
- Item 2. Roll Call .....Mark Sweatman  
*Board Secretary*
- Item 3. Date of Next Meeting: May 20, 2022 .....Mark Sweatman  
*Board Secretary*
- Item 4. Approval of Meeting Minutes .....Dr. James Lemon  
*Chairman*

Approval of the meeting minutes from February 9, 2022, and February 11, 2022,  
are requested.

**Recommendations and Informational Report of the President: Dr. David Cole**

- Item 5. General Informational Report of the President ..... Dr. David Cole  
*President*
- Item 6. Other Business..... Dr. David Cole  
*President*

**Research & Institutional Advancement Committee: Dr. Fritz Butehorn, Acting Chair**

- Item 7. Institutional Advancement Report .....Kate Azizi  
*Vice President for Institutional Advancement*
- Item 8. Office of Research Report .....Dr. Lori McMahon  
*Vice President for Research*
- Item 9. Update on Foundation for Research Development Board..... Dr. Jesse Goodwin  
*Chief Innovation Officer*
- Item 9.1. Other Committee Business..... Dr. Fritz Butehorn  
*Acting Committee Chair*

**Education, Faculty & Student Affairs Committee: Ms. Barbara Johnson-Williams, Chair**

- Item 10. Provost Report.....Dr. Lisa Saladin  
*Executive Vice President for Academic Affairs and Provost*
- Item 11. Changes to Academic Tuition & Fees for FY2023 .....Dr. Lisa Saladin  
*Executive Vice President for Academic Affairs and Provost*
- Item 12. Other Committee Business..... Barbara Johnson-Williams  
*Committee Chair*

**Finance and Administration Committee: Mr. Jim Battle, Chair**

- Item 13. MUSC Financial Report..... Patrick Wamsley  
*Chief Financial Officer, MUSC*
- Item 14. Major Purchase for Approval ..... Patrick Wamsley  
*Chief Financial Officer, MUSC*
- Item 15. South Carolina General Obligation Bonds for Approval..... Patrick Wamsley  
*Chief Financial Officer, MUSC*

A resolution authorizing the issuance of not exceeding \$20,000,000 of General Obligation State Institution Bonds will be presented for approval. The proceeds of the Bonds shall be applied to defray a portion of the costs associated with the construction of the new 75,000 SF College of Health Professions Academic Building; reimburse the University for expenses incurred in anticipation of the issuance of such bonds; and, to pay the costs of issuance of such bonds.

- Item 16. MUSC Physicians Financial Report .....Eva Greenwood  
*Chief Financial Officer, MUSC Physicians*
- Item 17. Other Committee Business..... Jim Battle  
*Committee Chair*

**Other Business for the Board of Trustees**

Item 18. Approval of Consent Agenda.....Dr. James Lemon  
*Chairman*

Item 19. Executive Session .....Dr. James Lemon  
*Chairman*

Upon proper motion and vote, the Board may convene a closed session pursuant to SC Code Ann. §30-4-70. Although the Board will not vote on any items discussed in closed session, the Board may return to public session to vote on items discussed.

Item 20. New Business for the Board of Trustees .....Dr. James Lemon  
*Chairman*

Item 21. Report from the Chairman .....Dr. James Lemon  
*Chairman*



# MUSC Board of Trustees Report

## Institutional Advancement Report

### March 2022



Changing What's Possible | [MUSC.edu](https://www.musc.edu)



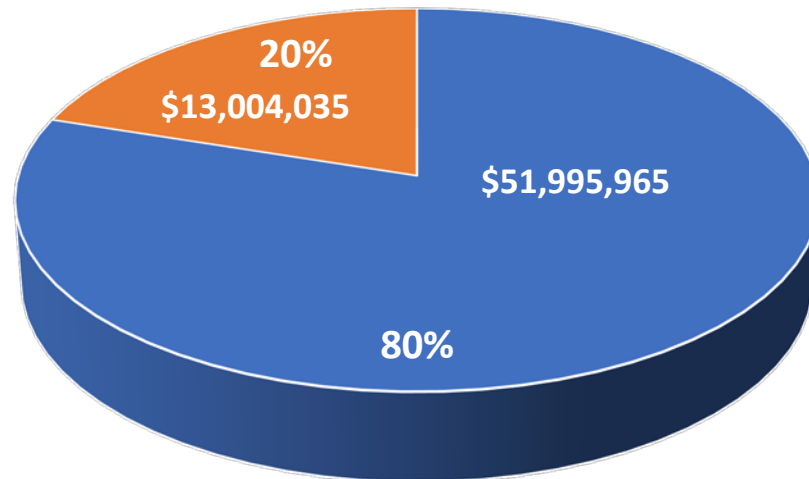


# Funds Raised FY22 to Date (as of March 17, 2022)

*We are grateful to our  
MUSC supporters!*

■ Total Raised

■ Funds Left to Raise



**FY22 Fundraising Goal: \$65,000,000**



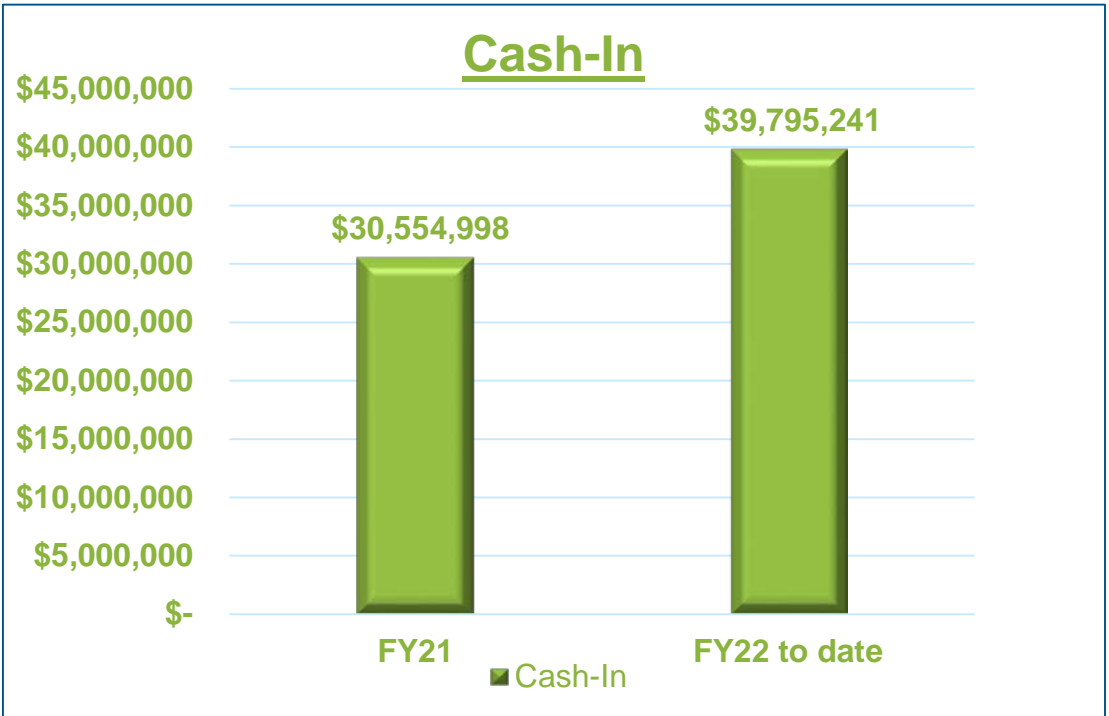
# Cash into the MUSC Foundation

\*unreconciled data from February 28, 2022

## We hit our FY22 Cash in Goal!

We have brought in \$9,240,243 more cash this year than last year so far!

This is a 30% increase over last year and this is only 8 months into the fiscal year!



# MUSC Fundraising Impact (Gifts of 1M+ FY22 to Date)



<b>Medical University of South Carolina</b>	
<b>Overview of Proposed Schedule of Academic Charges for FY 2023</b>	
College of Dental Medicine	5% tuition increase for Out-of-State Periodontics, MSD and Orthodontics, MSD
College of Graduate Studies	1 fee decreased
College of Health Professions	<p>New International tuition rate for Master of Science in Cardiovascular Perfusion</p> <p>New program- Master of Genetic Counseling</p> <p>37% tuition decrease- In and Out-of-State Bachelor of Science in Healthcare Studies</p> <p>1 fee decreased</p> <p>2 new fees added for new Master of Genetic Counseling program</p>
College of Medicine	<p>Fourth Year FLEX Curriculum</p> <p>.45% tuition decrease In-State</p> <p>.19% tuition decrease Out-of-State</p> <p>1 fee decreased</p> <p>* Per COM, beginning with the Class of 2021, the 4-year MD program costs have been locked at \$141,794 for in-state students and \$248,502 for out-of-state students. These rates are being tracked by class. Any fluctuation in a single year of the fee schedule represents an adjustment within a class's 4-year program costs in order to remain within the locked 4-year rates and to standardize rates across semesters.</p>
College of Nursing	<p>15% tuition increase in Out of State Undergraduate- BSN Part Time</p> <p>Added Part Time tuition for Undergraduate- RN-BSN</p> <p>No Fee Changes</p>
College of Pharmacy	<p>33% tuition decrease for Out-of-State Doctor of Pharmacy (Full and Part Time)</p> <p>New International tuition rate for Doctor of Pharmacy</p> <p>Tuition decrease for Out-of State PharmD/MSHI</p> <p>26% Decrease- Fall Semester Second and Third Year</p> <p>29% Decrease- Spring Semester Second and Third Year</p> <p>28% Decrease- Fall Semester Fourth Year</p> <p>Deleting Graduate Certificate Program in Clinical Pharmacy</p> <p>Deleting Out-of-State with Scholarship Tuition</p> <p>1 fee deleted</p>

**THE MEDICAL UNIVERSITY OF SOUTH CAROLINA**  
**Monthly Financial Reports**  
**Table of Contents**  
**For the Eight (8) Month Period Ended February 28, 2022**

	<u>Page</u>
Statement of Net Position	1
University Budgeted Funds Comparison to Budget	2
Direct Expenditures on Federal Grants and Contracts (By Responsibility Center)	3
Notes to the Financial Statements	4-5
Summary of Current Debt Obligations and Analysis of Available Bonded Debt Capacity	6
Statement of Revenues, Expenses and Changes in Net Position For Affiliated Organizations	7

**The Medical University of South Carolina and Affiliated Organizations**  
**Statement of Net Position**  
**As of February 28, 2022**

	<u>University</u>	<u>Area Health Education Consortium</u>	<u>CHS Development Company</u>
<b>Assets &amp; Deferred Outflows</b>			
Cash and Cash Equivalents	\$ 431,048,345	\$ 11,025,705	\$ -
Cash and Cash Equivalents - Restricted	31,748,083	-	683,413
State Appropriation Receivable	65,803,617	2,982,048	-
Student Tuition and Fees Receivable	2,040,176	-	-
Student Loan Receivable	11,639,184	-	-
Grants and Contracts Receivable	45,539,553	1,634	-
Capital Improvement Bond Proceeds Receivable	-	-	-
Capital Lease Receivable	-	-	5,269,973
Other Receivables	3,701,283	-	-
Investments	-	-	312,990
Prepaid Items	28,168,275	-	291,180
Capital Assets, net of Accumulated Depreciation	370,951,035	-	-
Due from Hospital Authority	7,999,134	-	-
Due from Other Funds	131,311,188	-	-
Bond Issue Costs	-	-	-
Derivative Instruments Fair Value / Deferred Outflows	-	-	-
Deferred loss on Debt Refinancing	19,490	-	47,635
Deferred Outflows-Pensions	43,288,893	-	-
Deferred Outflows-OPEB	171,157,636	-	-
Other Assets	-	-	-
<b>Total Assets &amp; Deferred Outflows</b>	<b>\$ 1,344,415,892</b>	<b>\$ 14,009,387</b>	<b>\$ 6,605,191</b>
<b>Liabilities &amp; Deferred Inflows</b>			
Accounts Payable	\$ 8,754,672	\$ -	\$ -
Accrued Payroll and Other Payroll Liabilities	21,066,501	-	-
Accrued Compensated Absences	31,891,281	205,450	-
Deferred Revenue	88,646,184	3,784,510	-
Retainages Payable	-	-	-
Long-Term Debt	144,678,920	-	5,450,000
Interest Payable	1,356,949	-	20,438
Deposits Held for Others	3,985,094	102,046	-
Due to Hospital Authority	-	-	-
Due to Other Funds	4,160,529	-	-
Federal Loan Program Liability	11,705,060	-	-
Derivative Instruments Fair Value / Deferred Inflows	-	-	-
Net Pension Liability	503,981,761	-	-
Net OPEB Liability	629,507,524	-	-
Deferred Inflows-Pensions	5,839,132	-	-
Deferred Inflows-OPEB	51,818,978	-	-
Other Liabilities	44,671,260	-	-
<b>Total Liabilities &amp; Deferred Inflows</b>	<b>\$ 1,552,063,845</b>	<b>\$ 4,092,006</b>	<b>\$ 5,470,438</b>
<b>Net Position</b>	<b>(207,647,953)</b>	<b>9,917,381</b>	<b>1,134,753</b>
<b>Total Liabilities &amp; Deferred Inflows and Net Position</b>	<b>\$ 1,344,415,892</b>	<b>\$ 14,009,387</b>	<b>\$ 6,605,191</b>

The Medical University of South Carolina  
 Budgeted Funds Comparison to Budget (Expenses Classified by Category)  
 For the period ending February 28, 2022

	Budget	Prorated Budget (Note)	Actual	Variance	
<b>Revenues</b>					
Federal Grants & Contracts	\$ 146,101,198	\$ 97,400,799	\$ 94,927,891	\$ (2,472,908)	U
Federal Grants Indirect Cost Recoveries	40,160,347	26,773,565	26,625,223	(148,342)	U
State Grants & Contracts	9,613,629	6,409,086	7,033,184	624,098	F
Private Grants & Contracts	30,399,388	20,266,259	22,775,689	2,509,430	F
Private Grants Indirect Cost Recoveries	5,400,344	3,600,229	4,009,755	409,526	F
<b>Total Grants &amp; Contracts</b>	<b>231,674,906</b>	<b>154,449,938</b>	<b>155,371,742</b>	<b>921,804</b>	<b>F</b>
State Appropriations	119,466,076	79,644,051	79,591,563	(52,488)	U
Tuition and Fees	112,510,653	75,007,102	74,881,174	(125,928)	U
Pass-Through Revenues	118,009,537	78,673,025	67,661,922	(11,011,103)	U
Gifts	17,162,252	11,441,501	16,103,808	4,662,307	F
Transfers from (to) MUSC Physicians	91,669,459	61,112,973	59,119,422	(1,993,551)	U
Sales and Services of Educational Departments	18,855,778	12,570,519	11,888,849	(681,670)	U
Sales and Services of Auxiliary Enterprises	14,622,507	9,748,338	8,375,516	(1,372,822)	U
Interest and Investment Income	21,702	14,468	10,297	(4,171)	U
Endowment Income	4,401,640	2,934,427	3,390,318	455,891	F
Miscellaneous	16,880,163	11,253,442	10,163,252	(1,090,190)	U
Miscellaneous - Residents	8,140,000	5,426,667	6,043,661	616,994	F
Authority Revenue	92,200,126	61,466,751	62,050,587	583,836	F
Authority Revenue - Residents	69,717,575	46,478,383	44,444,640	(2,033,743)	U
Intra-Institutional Sales	42,588,049	28,392,033	26,592,753	(1,799,280)	U
<b>Total Other</b>	<b>726,245,517</b>	<b>484,163,680</b>	<b>470,317,762</b>	<b>(13,845,918)</b>	<b>U</b>
<b>Total Revenues</b>	<b>957,920,423</b>	<b>638,613,618</b>	<b>625,689,504</b>	<b>(12,924,114)</b>	<b>U</b>
<b>Expenditures</b>					
Salaries	\$ 336,998,827	\$ 224,665,885	\$ 213,230,346	\$ 11,435,539	F
Miscellaneous Personnel Expenditures	5,011,011	3,340,674	4,264,446	(923,772)	U
Fringe Benefits	133,909,134	89,272,756	85,122,424	4,150,332	F
<b>Total Personnel</b>	<b>\$ 475,918,972</b>	<b>\$ 317,279,315</b>	<b>\$ 302,617,216</b>	<b>\$ 14,662,099</b>	<b>F</b>
Contractual Services	\$ 165,546,428	\$ 110,364,285	\$ 93,020,654	\$ 17,343,631	F
Pass-through Expenditures	118,009,537	78,673,025	67,661,922	11,011,103	F
Supplies	56,462,643	37,641,762	38,129,473	(487,711)	U
Fixed Charges	54,092,026	36,061,351	36,560,400	(499,049)	U
Equipment	8,913,903	5,942,602	5,072,595	870,007	F
Travel	3,800,334	2,533,556	684,310	1,849,246	F
Trainee / Scholarships	21,575,690	14,383,793	19,558,610	(5,174,817)	U
Other Expenses	6,519,084	4,346,056	1,743,134	2,602,922	F
Debt Service	8,294,082	5,529,388	6,752,129	(1,222,741)	U
<b>Total Other</b>	<b>\$ 443,213,727</b>	<b>\$ 295,475,818</b>	<b>\$ 269,183,227</b>	<b>\$ 26,292,591</b>	<b>F</b>
<b>Total Expenditures</b>	<b>\$ 919,132,699</b>	<b>\$ 612,755,133</b>	<b>\$ 571,800,443</b>	<b>\$ 40,954,690</b>	<b>F</b>
<b>Other Additions (Deductions)</b>					
Transfers from(to) Plant Funds	(56,846,519)	(37,897,679)	(40,515,521)	(2,617,842)	U
Other Transfers	51,690	34,460	(54,364)	(88,824)	U
Prior Year Fund Balance Usage	28,170,406	18,780,271	16,054,237	(2,726,034)	U
<b>Total Other Additions (Deductions)</b>	<b>\$ (28,624,423)</b>	<b>\$ (19,082,948)</b>	<b>\$ (24,515,648)</b>	<b>\$ (5,432,700)</b>	<b>U</b>
<b>NET INCREASE (DECREASE) in Fund Balance</b>	<b>\$ 10,163,301</b>	<b>\$ 6,775,537</b>	<b>\$ 29,373,413</b>	<b>\$ 22,597,876</b>	<b>F</b>
<b>Non-Budgeted Items</b>					
Net Unfunded Pension Expense			1,014,283		
Net Unfunded OPEB Expense			(13,151,706)		
Depreciation			(23,673,391)		
Endowment Gains/Losses			3,605,390		
Gain (Loss) on Disposition of Property			(274,512)		
Other Non-Budgeted Items			26,818,673		
<b>SRECNP Bottom Line</b>			<b>23,712,151</b>		

**The Medical University of South Carolina**

Direct Expenditures on Federal Grants and Contracts

(By Responsibility Center)

For the 8 Month Period Ending February 28, 2022

Administration	2,311,452
College of Dental Medicine	988,912
College of Graduate Studies	1,517,782
College of Health Professions	5,326,835
College of Medicine	66,868,469
College of Nursing	2,266,603
College of Pharmacy	610,061
Hollings Cancer Center	1,687,120
Library	772,545
Office of Sponsored Programs	21,526
	<hr/>
	<b>\$82,371,305</b>
	<hr/> <hr/>

NOTE: The federal direct expenditures shown above were incurred by the University.  
The federal grant and contract revenue earned to cover these direct expenditures.  
was \$82,371,305 .

In addition to this federal grant and contract revenue, the University received  
\$26,625,223 in federal monies to reimburse it for Facilities and Administration  
(F+A) costs incurred to administer the above federal grants and contracts.  
\$26,531,457 of the F+A recoveries received is unrestricted which means the  
University can use it for any of its operating needs. The remaining \$93,766  
represents the F+A recoveries on non-research federal grants and contracts.  
This amount is required to be remitted to the State.

University direct federal expenditures	\$82,371,305
Facilities and Administration costs	\$26,625,223
Federal operating grants and contracts	<hr/>
	\$108,996,528
	<hr/> <hr/>



**THE MEDICAL UNIVERSITY OF SOUTH CAROLINA**  
**NOTES TO THE FINANCIAL STATEMENTS**  
February 28, 2022

Note 1. *Basis of Presentation*

This financial statement provides summarized information for The Medical University of South Carolina (MUSC) and its affiliated organizations in discrete columns on the same page. The purpose of this financial report is to provide information that will be helpful to those who must make decisions about MUSC.

Note 2. *State Appropriations*

State appropriations revenue is prorated evenly over the twelve month period for which the funds are to be spent.

Note 3. *Cash and Cash Equivalents - Restricted*

Cash and cash equivalents - restricted include bond proceeds, the debt service reserve accounts, and the debt service fund accounts.

Note 4. *Capital Assets, Net of Accumulated Depreciation*

The University's capital assets, net of accumulated depreciation consists of the following:

Construction in progress	\$ 30,943,778
Projects in progress	513,308
Land/Bldgs/Equipment/Accumulated depreciation	<u>338,980,641</u>
Capital Assets, Net of Accumulated Depreciation	<u>\$ 370,437,727</u>

Note 5. *Construction in Progress*

Construction in progress consists of the following projects and expenditures to date and is included in Capital Assets, Net of Accumulated Depreciation on the Statement of Net Position.

	Jun 30, 2021	Fiscal Year 2022		Feb 28, 2022
	Balance	Added	Capitalized	Balance
Psych Inst. Chiller #1 Replacement	\$ 341,761	\$ 1,151,256	\$ -	\$ 1,493,017
Energy Performance Contract	3,898,676	784,338	-	4,683,014
BSB Exterior Envelope Repairs	-	1,516,747	-	1,516,747
SEI Chiller Replacement	2,343,134	64,761	-	2,407,895
New College of Pharmacy Addition	7,171,858	13,072,144	-	20,244,002
HCC Mechanical Systems	1,129,846	1,697,193	-	2,827,039
BSB AHU #4 and #4A Replacement	38,704	1,335,301	-	1,374,005
Others less than \$1,000,000 (ending balance)	840,007	<u>(4,441,948)</u>	-	<u>(3,601,941)</u>
Total construction in progress	<u>\$ 15,763,986</u>	<u>\$ 15,179,792</u>	<u>\$ -</u>	<u>\$ 30,943,778</u>

Note 6. *Deferred Revenue*

The University's deferred revenue consists of the following:

State appropriations	\$ 44,791,923
Grants and contracts	19,344,443
Student tuition and fees	21,541,004
Other	<u>2,968,814</u>
Total Deferred Revenue	<u>\$ 88,646,184</u>

**THE MEDICAL UNIVERSITY OF SOUTH CAROLINA**  
**NOTES TO THE FINANCIAL STATEMENTS**  
February 28, 2022

Note 7. *Long Term Liabilities*

The University's long term liabilities consist of the following:

Obligations under capital leases	\$ 44,123,077
Higher Ed Refunded Revenue bond payable	17,900,000
State Institution bonds payable	44,895,000
Energy Performance Note Payable	29,746,015
Premium on State Institution bonds payable	7,061,402
Premium on Refunding Revenue Bonds	953,426
	<hr/>
Total Long Term Liabilities	<u>\$ 144,678,920</u>

Note 8. *Summary of Net Position*

The University implemented GASB Statement No. 68, *Accounting and Financial Reporting for Pensions* in fiscal year 2015 and GASB Statement No. 75, *Accounting and Financial Reporting for Post Employment Benefits Other Than Pensions (OPEB)* in fiscal year 2018. These statements require participating employers to report their proportionate share of the plans' net pension liability and OPEB liabilities, pension and OPEB expense and deferred outflows and inflows. In fiscal year 2021, excluding the GASB 68 and GASB 75 impact, the University's unrestricted net position increased \$2.3 million for a total of \$160.6 million. In fiscal year 2020, excluding the GASB 68 and GASB 75 impact, the University's net position decreased \$7.1 million for a total of \$158.3 million. In fiscal year 2019, excluding the GASB 68 and GASB 75 impact, the University's unrestricted net position increased \$28.2 million for a total of \$165.4 million. In fiscal year 2018, excluding the GASB 68 and GASB 75 impact, the University's unrestricted net position increased \$0.6 million for a total of \$137.2 million.

	Per annual CAFR			
	FY2021	FY2020	FY2019	FY2018
Net investment in capital assets	\$ 256,273,784	\$ 273,745,547	\$ 290,960,785	\$ 318,787,398
Restricted				
Nonexpendable	93,450,804	92,884,333	91,997,286	91,314,812
Expendable	172,064,021	119,736,905	113,211,622	99,701,424
Unrestricted (exclusive of GASB 68 and 75 liabilities)	160,633,515	158,323,021	165,423,830	137,210,133
Unrestricted (including GASB 68 and 75 liabilities)	(908,652,076)	(868,396,874)	(841,631,771)	(812,662,227)
Total net position	<u>\$ (226,229,952)</u>	<u>\$ (223,707,068)</u>	<u>\$ (180,038,248)</u>	<u>\$ (165,648,460)</u>

Medical University of South Carolina  
Summary of Current Debt Obligations

(\$\$ in thousands)

	Original Issue	Purpose	Outstanding & Authorized as of 28-Feb-2022
<b>State Institution Bonds (SIB)</b>			
SIB 2011D	18,950	Deferred maintenance projects	-
SIB 2012B refunding	12,645	Refunding SIB 2001C, 2003D, & 2003J	2,420
SIB 2016D	30,095	Refunding SIB 2001C, 2003D, & 2003J	19,060
SIB 2021D	23,415	Refunding SIB 2011D & to fund construction of capital projects	23,415
	<u>\$ 146,150</u>		
<b>Current SIB Debt Authorized and Issued</b>			<u>\$ 44,895</u>
<b>Notes Payable - JEDA</b>	<u>\$ 32,985</u>	Construction of College Health Health Profession facilities	<u>\$ 5,450</u>
<b>Refunding Revenue Bonds, Series 2017</b>			
2017	<u>\$ 25,115</u>	Refunding of Higher Ed Revenue Bonds	<u>\$ 17,900</u>
<b>Energy Performance Note Payable</b>			
EPNP 02-27-19	<u>\$ 30,000</u>	Energy Savings	<u>\$ 29,746</u>

**MUSC Affiliated Organizations**  
**Statement of Revenues, Expenses and Changes in Net Position**  
**For the Eight (8) Month Period Ending February 28, 2022**

	<b>Area Health Education Consortium</b>	<b>CHS Development Company</b>
<b>Operating Revenues</b>		
Student Tuition and Fees	\$ -	\$ -
Federal Grants and Contracts	494,449	-
State Grants and Contracts	(17,649)	-
Local Government Grants and Contracts	-	-
Nongovernmental Grants and Contracts	50,000	-
Sales and Services to Hospital Authority	130,000	-
Sales and Services of Educational and Other Activities	-	-
Sales and Services of Auxiliary Enterprises	-	-
Interest Income	-	199,054
Other Operating Revenues	64,691	-
<b>Total Operating Revenues</b>	<b>721,491</b>	<b>199,054</b>
<b>Operating Expenses</b>		
Compensation and Employee Benefits	2,014,153	-
Pension Benefits		
OPEB Expense		
Services and Supplies	1,486,626	-
Utilities	-	-
Scholarships and Fellowships	3,200	-
Refunds to Grantors	-	-
Interest Expense	-	120,399
Depreciation and Amortization	-	104,233
<b>Total Operating Expenses</b>	<b>3,503,979</b>	<b>224,632</b>
<b>Operating Income (Loss)</b>	<b>(2,782,488)</b>	<b>(25,578)</b>
<b>Nonoperating Revenues (Expenses)</b>		
State Appropriations	7,569,020	-
State Appropriations - MUHA	-	-
Gifts and Grants Received	-	-
Investment Income	-	-
Interest Expense	-	-
Gain (Loss) on Disposal of Capital Assets	-	-
Transfers From (To) Other State Agencies	-	-
Other Nonoperating Revenues (Expenses), net	-	-
<b>Net Nonoperating Revenues (Expenses)</b>	<b>7,569,020</b>	<b>-</b>
<b>Income (Loss) Before Other Revenues, Expenses, Gains, Losses and Transfers</b>	<b>4,786,532</b>	<b>(25,578)</b>
Capital Appropriations	-	-
Capital Grants and Gifts	-	-
Additions to Permanent Endowments	-	-
Transfers From (To) MUSC Physicians (UMA)	-	-
Transfers From (To) AHEC	697	-
Transfers From (To) CHS Development	-	3,722
Transfers From (To) Facilities Corporation	-	-
<b>Increase (Decrease) In Net Position</b>	<b>\$ 4,787,229</b>	<b>\$ (21,856)</b>

**ACADEMIC  
MAJOR PURCHASE FOR  
BOARD OF TRUSTEES APPROVAL  
APRIL 8, 2022**

**Description of Purchase:** timsTOF flex LC-MS System to include Imaging StarterKit SpatialOMx as well as SW-License SCiLS Pro Acad

**Estimated Cost of Purchase:** This purchase is a 5-year lease to own the equipment. Total cost of \$979,468; plus estimated annual maintenance of \$30,000 not included in purchase price. First lease payment of \$325,000 due immediately on order and \$106,600 due 30 business days upon receipt of invoice every July starting July 2022. Last payment will be \$228,068 due July, 2026.

**Requisition Number:** 155187687

**Department Name(s) and UDAK numbers(s):**

Department of Cell and Molecular Pharmacology & Experimental Therapeutics

Proteomics SmartState Mehta	MUCR 22510008B295992388
Proteomics Center of Economic Excel Drake	MUCR 226000086659992388
F&A Recovery Mehta	MUCU 2251000233724525
Expendable Funds Proteomics Center	MUCU 2251000264575125

**Department Contact Person:** Kolette Thomas

**Name of Procurement Specialist:** Sarah Wall

**Method of Purchase:** Sole Source

**Vendor Name (If Sole Source):** Bruker Scientific, LLC

**New Purchase**  Yes  No

**New Contract for Existing Services?**  Yes  No

**Extension of Existing Contract?**  Yes  No

**Replacement of Existing Item(s)**  Yes  No

**Name of Item(s) Being Replaced:** RapifleX MALDI-TOF MS System

**Name and Value of Equipment the Requested Purchase Will Be Used in Conjunction With:** NA

**How Will This Purchase Benefit MUSC:** The timsTOF flex mass spectrometer will be used to support ongoing as well as new research projects; therefore, it must have capabilities that are capable with the RapifleX TissueTyper MALDI-TOF mass spectrometer that is currently being used by MUSC researchers. Other key requirements of the system are a MALDI imaging capability combined with the Trapped ion Mobility Separation (tims) and a high resolution QTOF that operates on a single integrated platform. Further, a key requirement is software compatibility with existing data acquisition, analysis and storage capabilities used within the research group.

The RapifleX instrument currently being used by researchers is nearing its limit of functionality due to its high-volume use and sensitivity capabilities. While the RapifleX provides a high-speed MALDI imaging platform, the timsTOF flex would provide a high-speed imaging platform with increased sensitivity and resolution capabilities, furthering the research efforts and limiting instrument backlog. Thus, the purchase of the timTOF flex instrument is critical in order to maintain the continuity of the research now being conducted.

**Why and How This Purchase Will Benefit MUSC By Having a Vendor Provide This Service Vs. MUSC Staff Providing the Service:** Bruker Scientific LLC is the sole provider for the timTOF flex LC-MS System.

**Academic  
Financial Information  
Major Purchases  
Board of Trustees' Approval  
April 7-8, 2022**

Item to be approved for Purchase: lease to own of timsTOF flex LC-MS System to include Imaging StarterKit SpatialOMx and SW-License SCiLS Pro Acad (1yr)

**1. Source of Revenue/Savings:**

There is a discount of \$199,932 on the quote bringing the price down significantly. Savings will be realized due to the data efficiency of the new equipment.

**2. Amount of Revenue/Savings to be generated:**

Having this equipment will increase the throughput of sample analysis and make MUSC much more competitive for new and additional funding.

**3. Initial cost:**

**a. Item:** \$979,468 lease to own over 5 years; \$325,000 due upon order and \$106,600 due July 2022 through July 2025; \$228,068 due July 2026. The initial payment of \$325,000 is covered by Dr. Mehta's SmartState, F&A and Expendable project. The remaining July payments will be split between Drs. Mehta and Drake's SmartState projects.

**b. Physical Plant Requirements (renovations):** none

**4. Annual costs** – maintenance approximately \$30,000

**5.** No additional personnel

**6. Financial analysis:** – Lease to own total price \$979,468 with first lease payment of \$325,000 due immediately on order and \$106,600 are due 30 business days upon receipt of invoice every July starting July 2022. The last lease payment will be \$228,068 due July 2026.

Funding sources:

Smarstate Mehta	8B295-88	\$522,429
Smartstate Drake	86659-88	\$327,234
F&A	23372	\$48,520
Expendable Project	26457	\$81,285

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RESOLUTION

REQUESTING THE ISSUANCE OF NOT EXCEEDING TWENTY MILLION DOLLARS (\$20,000,000) OF GENERAL OBLIGATION STATE INSTITUTION BONDS FOR THE MEDICAL UNIVERSITY OF SOUTH CAROLINA PURSUANT TO CHAPTER 107, TITLE 59, CODE OF LAWS OF SOUTH CAROLINA 1976, AS AMENDED

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Adopted by

BOARD OF TRUSTEES  
OF  
THE MEDICAL UNIVERSITY OF SOUTH CAROLINA

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April 8, 2022

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TABLE OF CONTENTS

Section 1. Findings of Fact ..... 1

Section 2. Application for Issuance of State Institution Bonds ..... 2

Section 3. Tuition Fees Received in Previous and Current Fiscal Years..... 2

Section 4. Current Schedule of Tuition Fees ..... 2

Section 5. Maturity Schedule for Bonds ..... 2

Section 6. Debt Service on Outstanding State Institution Bonds..... 2

Section 7. Debt Service on Outstanding Bonds Including Bonds Authorized Hereby ..... 2

Section 8. Request for Issuance of Bonds and Bond Anticipation Notes ..... 2

Section 9. Covenant to Impose Tuition Fees Sufficient to Pay Bonds ..... 3

Section 10. Tax Covenants ..... 3

Section 11. Secretary to Present Resolution to State Authority..... 4

Section 12. Execution of Closing Documents and Certificates ..... 4

Section 13. Reimbursement Declaration..... 4

Section 14. Law and Place of Enforcement of this Resolution..... 5

Section 15. Effect of Section Headings ..... 5

Section 16. Repeal of Inconsistent Resolutions ..... 5

Section 17. Effectiveness of this Resolution..... 5

Exhibit A Schedule of Tuition Fees..... A-1

Exhibit B Pro Forma Debt Service Table ..... B-1

Exhibit C Debt Service Requirements on Outstanding State Institution Bonds ..... C-1

Exhibit D Pro Forma Combined Debt Service Table..... D-1

Exhibit E Proof of Compliance with Enabling Act..... E-1

## A RESOLUTION

REQUESTING THE ISSUANCE OF NOT EXCEEDING TWENTY MILLION DOLLARS (\$20,000,000) OF GENERAL OBLIGATION STATE INSTITUTION BONDS FOR THE MEDICAL UNIVERSITY OF SOUTH CAROLINA PURSUANT TO CHAPTER 107, TITLE 59, CODE OF LAWS OF SOUTH CAROLINA 1976, AS AMENDED

BE IT RESOLVED BY THE BOARD OF TRUSTEES OF THE MEDICAL UNIVERSITY OF SOUTH CAROLINA IN A MEETING DULY ASSEMBLED:

SECTION 1. Findings of Fact. As an incident to the adoption of this Resolution, the Board of Trustees of The Medical University of South Carolina (the "Board of Trustees"), the governing body of The Medical University of South Carolina (the "University") hereby finds and determines as follows:

(a) This Resolution is adopted by the Board of Trustees pursuant to Title 59, Chapter 107, Code of Laws of South Carolina 1976, as amended (the "Enabling Act").

(b) Pursuant to Section 59-107-40 of the Enabling Act, the Board of Trustees is authorized to make application to the South Carolina State Fiscal Accountability Authority (the "State Authority") for the issuance of General Obligation State Institution Bonds ("State Institution Bonds"), the proceeds of which may be used: (i) to construct, equip and furnish a six-story, approximately 75,000 square foot building and related improvements on the University's campus (the "Project," as such term is more particularly described in paragraph (c) of this Section 1); (ii) to reimburse the University for expenses incurred in anticipation of the issuance of such bonds; and (iii) to pay the costs of issuance of such bonds.

(c) The Board of Trustees has determined that, in order to accommodate the growth in student numbers and programs, the need for the Project exists, and is anticipated to be used for general University purposes and by the University's College of Health Professions, and will include space for classrooms, office and support space for University faculty and staff, research space, as well as an elevated pedestrian bridge connecting the building to the existing Bioengineering building.

(d) The University estimates that the total cost of the Project will be approximately \$40,000,000. In order to fund a portion of the projected costs of the Project, and taking into account certain other sources, the Board of Trustees desires to make application to the State Authority to issue not exceeding Twenty Million Dollars (\$20,000,000) aggregate principal amount of General Obligation State Institution Bonds (Issued on Behalf of The Medical University of South Carolina) of the State of South Carolina (the "Bonds") pursuant to the Enabling Act, on the basis that a definite and immediate need exists for constructing and furnishing the Project, and therefore for issuing such Bonds. The proceeds of the Bonds shall be applied to defray a portion of the costs of the Project, reimburse the University for expenses incurred in anticipation of the issuance of the Bonds, and to pay the costs of issuance of the Bonds.

(e) Accordingly, this Resolution is adopted pursuant to Section 59-107-40 of the Enabling Act, in order to make formal application to the State Authority for the issuance of the Bonds, the proceeds of which will be used for the purposes set forth in paragraph (d) of this Section 1.

SECTION 2. Application for Issuance of State Institution Bonds. The Board of Trustees hereby makes formal application to the State Authority for funds through the issuance, on or after July 1, 2022, of the Bonds pursuant to the provisions of the Enabling Act, in order that the proceeds thereof may be used for the purposes set forth in paragraph (d) of Section 1 hereof.

SECTION 3. Tuition Fees Received in Previous and Current Fiscal Years. Based on tuition fees as defined in the Enabling Act (a) for the fiscal year July 1, 2020 through June 30, 2021, tuition fees available to pay debt service on State Institution Bonds amounted to the sum of \$5,338,417, and (b) for the current fiscal year July 1, 2021 to the date of adoption of this Resolution, tuition fees available to pay debt service on State Institution Bonds amounted to \$7,155,306.

SECTION 4. Current Schedule of Tuition Fees. The schedule of tuition fees, as defined in the Enabling Act and as now in effect at the University, is as set forth as Exhibit A to this Resolution, which schedule is hereby reaffirmed and approved.

SECTION 5. Maturity Schedule for Bonds. The suggested maturity schedule for the Bonds requested to be issued pursuant to this Resolution is set forth as Exhibit B to this Resolution. Said Exhibit B assumes that the principal amount of the Bonds will be \$20,000,000.

SECTION 6. Debt Service on Outstanding State Institution Bonds. A statement showing all State Institution Bonds heretofore issued on behalf of the University now outstanding and not defeased, together with the annual interest and principal payments to become due thereon, is set forth as Exhibit C to this Resolution.

SECTION 7. Debt Service on Outstanding Bonds Including Bonds Authorized Hereby. A table showing debt service on all State Institution Bonds to be outstanding for the University following the issuance of the Bonds (at an assumed principal amount of the Bonds of \$20,000,000 and at prevailing rates of interest) is set forth as Exhibit D to this Resolution. Upon the issuance of the Bonds, the maximum annual debt service on all State Institution Bonds secured by tuition fees of the University may not be greater than 90% of the tuition fees received by the University for the preceding fiscal year.

A calculation establishing the right of the University to seek the issuance of Bonds to the extent set forth in this Resolution is set forth as Exhibit E to this Resolution.

SECTION 8. Request for Issuance of Bonds and Bond Anticipation Notes.

(a) The State Authority is requested to make the findings required by the Enabling Act and to request the Governor and the State Treasurer to provide for the issuance of the Bonds by the State of South Carolina (the "State"). If the State Treasurer should determine that all or a portion of the proceeds needed to defray the costs of the Project should be funded by the issuance of bond anticipation notes (the "Notes") pursuant to Chapter 17, Title 11 of the Code of Laws of South Carolina 1976, as amended (the "BAN Act") rather than the Bonds and that the issuance of the Notes would be in the best interest of the State under prevailing market conditions or, in light of the subsequent borrowings necessary to finance the completion of the Project, would be more efficient than issuing Bonds at this time, the Governor and the State Treasurer are further requested to effect the issuance of Notes pursuant to the BAN Act. If Notes are issued and if, upon maturity thereof, the State Treasurer should determine that further issuance of Notes rather than the Bonds would be in the best interest of the State under prevailing market conditions, the Governor and the State Treasurer are requested to continue the issuance of Notes, in a principal amount not to exceed \$20,000,000 until the Governor and the State Treasurer determine to issue the Bonds on the basis as aforesaid, and the Bonds are issued.

(b) The Board of Trustees hereby covenants and agrees that the University will, and hereby directs the President and the Secretary to the Board of Trustees of the University to deposit and designate sufficient tuition fees during each fiscal year to satisfy the requirement that debt service on all State Institution Bonds issued on behalf of the University (including the Bonds herein requested) shall not exceed 90% of such tuition fees so deposited and designated. The President and the Secretary of the Board of Trustees are hereby authorized to certify the amount so deposited and designated to the State Authority. In the event this application is submitted to the State Authority, or the Bonds herein requested are delivered, in a fiscal year subsequent to the fiscal year in which this Resolution is adopted, the request herein made is expressly conditioned on such certification being made and showing that debt service on all State Institution Bonds issued on behalf of the University (including the Bonds herein requested) does not exceed 90% of such tuition fees so deposited and designated.

SECTION 9. Covenant to Impose Tuition Fees Sufficient to Pay Bonds. The Board of Trustees hereby covenants and agrees that the schedule of tuition fees now in effect at the University will be revised from time to time and whenever necessary in order to provide the annual principal and interest requirements of all State Institution Bonds now or hereafter to be outstanding, which have been or will be issued on behalf of the University.

SECTION 10. Tax Covenants. To the extent that the State Authority provides for the issuance of Bonds on a federally tax-exempt basis, the University will covenant as follows:

(a) Federal Guarantee Prohibition. The University shall not take any action or permit or suffer any action to be taken if the result of the same would be to cause the Bonds to be “federally guaranteed” within the meaning of Section 149(b) of the Internal Revenue Code of 1986, as amended (the “Code”), and regulations promulgated thereunder (the “Regulations”).

(b) Private Business Limitation. The University shall ensure that (i) not in excess of 10% of the amount actually or constructively received from the sale of the Bonds, together with the investment earnings thereon (“Net Proceeds”), is used directly or indirectly in a trade or business carried on by a natural person or in any activity carried on by a person other than a natural person, excluding, however, use by a state or local governmental unit and use as a member of the general public but not use by the federal government of the United States of America or any agency or instrumentality thereof (“Private Business Use”), if, in addition, the payment of more than ten percent of the principal or ten percent of the interest due on the Bonds during the term thereof is, under the terms thereof or any underlying arrangement, directly or indirectly, secured by any interest in property used or to be used for a Private Business Use or in payments in respect of property used or to be used for a Private Business Use or is to be derived from payments, whether or not to the State, in respect of property or borrowed money used or to be used for a Private Business Use; and (ii) in the event that both (a) in excess of five percent of the Net Proceeds are used for a Private Business Use, and (b) an amount in excess of five percent of the principal or five percent of the interest due on the Bonds during the term thereof is, under the terms thereof or any underlying arrangement, directly or indirectly, secured by any interest in property used or to be used for said Private Business Use or in payments in respect of property used or to be used for said Private Business Use or is to be derived from payments, whether or not to the State, in respect of property or borrowed money used or to be used for said Private Business Use, then said excess over said five percent of Net Proceeds used for a Private Business Use shall be used for a Private Business Use related to the governmental use of a portion of the facilities financed with the proceeds of the Bonds and shall not exceed the proceeds used for the governmental use of the portion of the undertaking to which such Private Business Use is related.

(c) Private Loan Limitation. The University shall ensure that not in excess of the lesser of (i) \$5,000,000 or (ii) 5% of the Net Proceeds will be used, directly or indirectly, to make or finance a loan to persons other than state or local government units.

(d) No Arbitrage. The University represents that it does not expect any portion of the proceeds of the Bonds to be used directly or indirectly to acquire higher yielding investments, or to replace funds which were used directly or indirectly to acquire higher yielding investments for other than a “temporary period” as defined in the Code and the Regulations. The University further covenants that it will not intentionally use any portion of the proceeds of the Bonds to acquire higher yielding investments or to replace funds which were used directly or indirectly to acquire higher yielding investments. In making the foregoing representation and covenant, the University understands and intends that words or phrases contained herein have meanings provided therefor under Section 148 of the Code and under the Regulations.

SECTION 11. Secretary to Present Resolution to State Authority. The Secretary to the Board of Trustees is hereby directed to present a certified copy of this Resolution, together with the Exhibits and any certification required by Section 8 to this Resolution, to the State Authority as evidence of the Board of Trustees’ formal request for the issuance of the Bonds on behalf of the University, and as evidence that all conditions precedent to the issuance of such Bonds have been met prior to the issuance of the Bonds. The date of application for purposes of the Enabling Act shall be such date as this Resolution and any certificate required by Section 8 hereof is submitted to the State Authority.

SECTION 12. Execution of Closing Documents and Certificates. The Chairman of and the Secretary to the Board of Trustees, and all other officers of the University, are fully authorized and empowered to take such further action and to execute and deliver such closing documents as may be necessary and proper in order to complete the borrowing herein authorized and the action of such officers or any one or more of them in executing and delivering any of such documents in such form as he or they shall approve, is hereby fully authorized. In particular, such officers of the University are authorized to abide by covenants made by or on behalf of the State Authority in connection herewith relating to Sections 9 and 10 hereof or relating to Rule 15c2-12 of the United States Securities and Exchange Commission or relating to Section 11-1-85 of the Code of Laws of South Carolina 1976, as amended.

SECTION 13. Reimbursement Declaration. The University hereby declares its intention to reimburse itself for a portion of the costs of the Project with the proceeds of the Bonds or the Notes, as the case may be, requested to be issued herein. To that end, the Board of Trustees determines and declares as follows:

(a) no funds from any sources other than the Bonds or the Notes, as the case may be, are, or are reasonably expected to be, reserved, allocated on a long-term basis or otherwise set aside by the University pursuant to the budget or financial policies of the University for the financing of the portion of the costs of constructing, equipping and furnishing the Project to be funded with the Bonds or the Notes, as the case may be;

(b) the University reasonably expects that all or a portion of the expenditures incurred for the Project and the issuance of the Bonds or the Notes, as the case may be, will be paid prior to the issuance of the Bonds or the Notes, as the case may be;

(c) the University intends and reasonably expects to reimburse itself for all such expenditures paid by it with respect to the Project prior to the issuance of the Bonds or the Notes, as the case may be, from the proceeds of the Bonds or the Notes, as the case may be, and such intention is consistent with the budgetary and financial circumstances of the University;

(d) all of the costs to be paid or reimbursed from the proceeds of the Bonds or the Notes, as the case may be, will be for costs incurred in connection with the issuance of the Bonds or the Notes, as the case may be, or will, at the time of payment thereof, be properly chargeable to the capital account of the Project (or would be so chargeable with a proper election) under general federal income tax principles; and

(e) this Resolution shall constitute a declaration of official intent under United States Department of the Treasury Regulation Section 1.150-2.

SECTION 14. Law and Place of Enforcement of this Resolution. This Resolution shall be construed and interpreted in accordance with the laws of the State. All suits and actions arising out of this Resolution shall be instituted in a court of competent jurisdiction in the State.

SECTION 15. Effect of Section Headings. The heading or titles of the several Sections hereof are solely for convenience of reference and shall not affect the meaning, construction, interpretation or effect of this Resolution.

SECTION 16. Repeal of Inconsistent Resolutions. All resolutions of the Board of Trustees, and any part of any resolution, inconsistent with this Resolution are hereby repealed to the extent of such inconsistency.

SECTION 17. Effectiveness of this Resolution. This Resolution shall become effective upon its adoption.

Done in meeting duly assembled this 8th day of April 2022.

**BOARD OF TRUSTEES OF THE MEDICAL  
UNIVERSITY OF SOUTH CAROLINA**

(SEAL)

\_\_\_\_\_  
Chairman

Attest:

\_\_\_\_\_  
Secretary

EXHIBIT A

THE MEDICAL UNIVERSITY OF SOUTH CAROLINA  
SCHEDULE OF TUITION FEES IN EFFECT FOR PURPOSES OF  
SECTIONS 59-107-10 ET SEQ., CODE OF LAWS OF  
SOUTH CAROLINA 1976, AS AMENDED

Set forth below are the tuition and fees charged by each of the Academic Division's Colleges for resident and non-resident students for the 2021-2022 academic year (excluding the summer term) on an annual basis (except as shown):

	<u>In-State</u> <sup>1</sup>	<u>Out-of-State</u> <sup>1</sup>
Dental Medicine		
Doctor of Dental Medicine	\$17,150	\$30,000
Dental Scientist Training Program	7,905	7,905
Master of Science in Dentistry - Endodontics	20,338	20,338
Master of Science in Dentistry – Periodontics	3,218	3,716
Master of Science in Dentistry - Orthodontics	3,218	3,716
Master of Science in Dentistry – Digital Dentistry	20,167	20,167
Master of Science in Oral Science	10,285	12,730
Graduate Studies		
Master of Science in Biomedical Sciences	\$ 6,752	\$9,484
Master of Science in Clinical Research	6,887	10,538
Master of Science in Medical Sciences	7,025	10,538
Ph.D. Program	7,954	10,686
Health Professions		
Bachelor of Science in Healthcare Studies	\$7,736	\$7,736
Cardiovascular Perfusion	8,149	12,831
Doctor of Nurse Anesthesia Practice - Post-Masters	7,724	7,956
Doctor of Nurse Anesthesia Practice - Post-Baccalaureate	7,724	11,397
Master in Health Administration-Executive	8,525	9,682
Master in Health Administration-Residential	8,525	12,828
Master of Science in Health Informatics	8,525	8,525
Master of Science in Speech Pathology	8,349	12,465
Master of Science in Physical Assistant Studies	8,274	14,787
Doctor of Health Administration – Health Professional	10,290	10,290
Doctor of Health Administration - Health Administrator	10,290	10,290
Doctor of Health Administration –Interprofessional	6,958	6,958
Doctor of Health Administration- Information Systems	6,958	6,958
Ph. D. in Health and Rehabilitation Science	6,202	6,569
Doctor of Physical Therapy	8,142	12,280
Doctor of Occupational Therapy	8,346	12,465
Medicine		
First Year	\$12,500	\$22,283
Second Year <sup>2</sup>	10,800	19,333
Third Year	14,533	24,000
Fourth Year	14,186	25,875

Master of Public Health	6,752	10,538
Nursing		
Undergraduate-BSN	\$ 7,811	\$14,092
Undergraduate-RN-BSN	5,480	5,926
Graduate – DNP	8,116	10,542
Graduate & Ph.D.	8,116	10,332
Pharmacy		
Doctor of Pharmacy-First, Second, Third Years	\$13,413	\$20,028
Doctor of Pharmacy-Fourth Year	11,691	17,505
Doctor of Pharmacy/Master of Science in Health Informatics (PharmD/MSHI) – Second & Third Year <sup>2</sup>		
Fall Term	18,603	25,926
Spring Term	16,008	22,977
– Fourth Year	14,286	20,454
Graduate Certificate Program in Clinical Pharmacy	55,125	55,125

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For the fiscal year ended June 30, 2021, the amount of receipts designated as tuition for state institution bonds purposes was not less than the sum of \$5,338,417. The tuition and fees generated for the 2021 summer term are not included.

For the fiscal year July 1, 2021 to the date of adoption of this Resolution, the amount of receipts designated as tuition for state institution bonds purposes was not less than the sum of \$7,155,306.

The maximum principal and interest debt service payment prior to the issuance contemplated herein is \$4,789,075, which occurs in the fiscal year ending June 30, 2023.

The maximum principal and interest debt service payment after the issuance contemplated herein is anticipated to be \$6,199,474\*, which is anticipated to occur in the fiscal year ending June 30, 2024.

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\* Preliminary, subject to change.

<sup>1</sup> All tuition per semester unless otherwise noted

<sup>2</sup> Annual tuition



EXHIBIT B

THE MEDICAL UNIVERSITY OF SOUTH CAROLINA  
PRO-FORMA DEBT SERVICE REQUIREMENTS OF  
NOT EXCEEDING \$20,000,000 STATE OF SOUTH CAROLINA  
GENERAL OBLIGATION STATE INSTITUTION BONDS,  
COMPUTED AT PREVAILING RATES OF INTEREST

Fiscal Year Ending	New Issue Debt Service*		Total Debt Service
	Principal	Interest	
June 30, 2023	\$ 750,000	\$ 638,537	\$ 1,388,537
June 30, 2024	780,000	636,199	1,416,199
June 30, 2025	795,000	618,727	1,413,727
June 30, 2026	815,000	600,124	1,415,124
June 30, 2027	835,000	580,320	1,415,320
June 30, 2028	855,000	559,445	1,414,445
June 30, 2029	880,000	537,386	1,417,386
June 30, 2030	900,000	514,066	1,414,066
June 30, 2031	925,000	489,586	1,414,586
June 30, 2032	950,000	464,148	1,414,148
June 30, 2033	980,000	437,453	1,417,453
June 30, 2034	1,010,000	407,171	1,417,171
June 30, 2035	1,040,000	373,639	1,413,639
June 30, 2036	1,080,000	337,239	1,417,239
June 30, 2037	1,120,000	297,819	1,417,819
June 30, 2038	1,160,000	255,595	1,415,595
June 30, 2039	1,205,000	210,587	1,415,587
June 30, 2040	1,255,000	162,628	1,417,628
June 30, 2041	1,305,000	111,550	1,416,550
June 30, 2042	1,360,000	57,392	1,417,392
Total	<u>\$ 20,000,000</u>	<u>\$ 8,289,608</u>	<u>\$ 28,289,608</u>

\* Preliminary, subject to change.

DEBT SERVICE REQUIREMENTS  
ON ALL STATE INSTITUTION BONDS  
ISSUED BY THE STATE OF SOUTH CAROLINA  
ON BEHALF OF  
THE MEDICAL UNIVERSITY OF SOUTH CAROLINA

Fiscal Year Ending	Existing Debt Service		Total Debt Service
	Principal	Interest	
June 30, 2022	\$ -	\$ -	\$ -
June 30, 2023	3,040,000	1,749,075	4,789,075
June 30, 2024	3,170,000	1,613,275	4,783,275
June 30, 2025	2,445,000	1,475,650	3,920,650
June 30, 2026	2,565,000	1,353,400	3,918,400
June 30, 2027	2,705,000	1,225,150	3,930,150
June 30, 2028	2,835,000	1,089,900	3,924,900
June 30, 2029	2,985,000	948,150	3,933,150
June 30, 2030	3,105,000	824,900	3,929,900
June 30, 2031	3,240,000	696,350	3,936,350
June 30, 2032	2,190,000	561,950	2,751,950
June 30, 2033	2,270,000	480,850	2,750,850
June 30, 2034	2,355,000	396,550	2,751,550
June 30, 2035	2,440,000	308,900	2,748,900
June 30, 2036	2,530,000	217,900	2,747,900
June 30, 2037	985,000	123,300	1,108,300
June 30, 2038	1,010,000	93,750	1,103,750
June 30, 2039	1,040,000	63,450	1,103,450
June 30, 2040	1,075,000	32,250	1,107,250
Total	<u>\$ 41,985,000</u>	<u>\$ 13,254,750</u>	<u>\$ 55,239,750</u>

EXHIBIT D

SCHEDULE SHOWING PRO-FORMA TOTAL DEBT SERVICE REQUIREMENTS OF  
ALL GENERAL OBLIGATION STATE INSTITUTION BONDS  
ISSUED BY THE STATE OF SOUTH CAROLINA  
ON BEHALF OF  
THE MEDICAL UNIVERSITY OF SOUTH CAROLINA  
INCLUDING THE PROPOSED ISSUE OF  
TWENTY MILLION DOLLARS (\$20,000,000)  
OF GENERAL OBLIGATION STATE INSTITUTION BONDS  
COMPUTED AT PREVAILING RATES OF INTEREST

Fiscal Year Ending	Combined Debt Service*		Total Debt Service
	Principal	Interest	
June 30, 2022	\$ -	\$ -	\$ -
June 30, 2023	3,790,000	2,387,612	6,177,612
June 30, 2024	3,950,000	2,249,474	6,199,474
June 30, 2025	3,240,000	2,094,377	5,334,377
June 30, 2026	3,380,000	1,953,524	5,333,524
June 30, 2027	3,540,000	1,805,470	5,345,470
June 30, 2028	3,690,000	1,649,345	5,339,345
June 30, 2029	3,865,000	1,485,536	5,350,536
June 30, 2030	4,005,000	1,338,966	5,343,966
June 30, 2031	4,165,000	1,185,936	5,350,936
June 30, 2032	3,140,000	1,026,098	4,166,098
June 30, 2033	3,250,000	918,303	4,168,303
June 30, 2034	3,365,000	803,721	4,168,721
June 30, 2035	3,480,000	682,539	4,162,539
June 30, 2036	3,610,000	555,139	4,165,139
June 30, 2037	2,105,000	421,119	2,526,119
June 30, 2038	2,170,000	349,345	2,519,345
June 30, 2039	2,245,000	274,037	2,519,037
June 30, 2040	2,330,000	194,878	2,524,878
June 30, 2041	1,305,000	111,550	1,416,550
June 30, 2042	1,360,000	57,392	1,417,392
Total	<u>\$ 61,985,000</u>	<u>\$ 21,544,358</u>	<u>\$ 83,529,358</u>

\* Preliminary, subject to change.

THE MEDICAL UNIVERSITY OF SOUTH CAROLINA  
PROOF SHOWING COMPLIANCE WITH  
TITLE 59, CHAPTER 107, CODE OF LAWS OF  
SOUTH CAROLINA 1976, AS AMENDED

Aggregate of tuition fees received by the University during the current fiscal year ending June 30, 2022	\$ 7,155,306 <sup>1</sup>
Multiplied by	90%
Produces	\$ 6,439,776
Maximum annual debt service on all State Institution Bonds of the University (including the proposed issue of not exceeding Twenty Million Dollars (\$20,000,000) General Obligation State Institution Bonds issued on behalf of the University)	\$ 6,199,474
Margin	\$ 240,302

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<sup>1</sup> As of April 8, 2022.

**MUSC Physicians and  
Carolina Family Care  
Financial Statements for the  
eight month period ending  
February 28, 2022**

<b>Consolidated Actual to Budget Variance</b>	<b>1</b>
<b>MUSCP Executive Summary</b>	<b>2</b>
<b>MUSCP Actual to Budget Variance</b>	<b>3</b>
<b>MUSCP Statement of Net Position</b>	<b>4-5</b>
<b>CFC Executive Summary</b>	<b>6</b>
<b>CFC Actual to Budget Variance</b>	<b>7</b>
<b>CFC Statement of Net Position</b>	<b>8-9</b>
<b>CFC Statement of Revenues, Expenses and Changes in Net Position – detailed</b>	<b>10</b>
<b>CFC Statement of Revenues, Expenses and Changes in Net Position – RHN</b>	<b>11</b>
<b>Consolidated Due to and Due From</b>	<b>12</b>
<b>Listing of Approved Unbudgeted Expenses</b>	<b>13</b>

**MUSC Physicians and Carolina Family Care, Inc.**  
(A Component Unit of MUSC)  
Statement of Revenues, Expenses and Changes in Net Position  
For the 8 Month Period Ending - February 28, 2022

	MUSC Physicians				Carolina Family Care, Inc.		Total		
	College of Medicine Actual	Corporate Actual	Ambulatory Care Actual	Other Actual	Carolina Family Care Primary Care Actual	Other Actual	Total Actual	Total Flex Budget	Total Variance
<b>Operating revenues:</b>									
Net clinical service revenue	\$ 283,745,393	\$ 1,500,000	\$ -	\$ 1,810,488	\$ 15,822,703	\$ 665,879	\$ 303,544,464	\$ 293,112,744	\$ 10,431,720
Supplemental medicaid	35,868,955	-	-	-	2,133,333	-	38,002,289	39,849,423	(1,847,135)
Other operating revenue	3,888,886	3,297,855	1,278	4,067,457	2,683,734	573,790	16,118,303	11,881,085	4,237,218
Intercompany transfers	(84,209,355)	25,607,500	55,756,723	2,845,132	-	-	-	-	-
Purchased services	68,534,400	594,965	(2,753,610)	1,330,181	294,793	2,107,447	71,192,678	73,933,529	(2,740,851)
Grant salary reimb. from MUSC	10,258,452	-	-	30,811	-	-	10,289,263	11,277,914	(988,651)
Total operating revenues	318,086,730	31,000,319	53,004,391	10,084,069	20,934,564	3,347,116	439,146,995	430,054,695	9,092,300
<b>Operating expenses:</b>									
Salaries, wages and benefits	230,812,108	26,140,224	18,382,944	5,400,217	13,673,218	2,326,521	296,939,220	294,893,631	(2,045,589)
MUSCP reimb. for education and research	60,542,597	-	-	-	-	-	60,542,597	60,542,597	-
Supplies	2,968,523	306,567	24,975,065	15,551	1,798,750	4,770	30,294,330	32,146,208	1,851,878
Contractual services	1,870,355	4,676,459	1,154,700	587,155	886,247	761,898	10,756,983	12,409,123	1,652,141
Facility cost and equipment	175,189	784,063	6,262,276	232,344	1,406,783	97,804	9,043,759	8,727,970	(315,789)
Professional liability insurance	5,229,065	23,042	377	898	280,804	31,405	5,565,591	6,202,552	636,961
Depreciation	-	113,632	2,303,352	410,001	199,475	-	3,672,253	4,137,547	465,294
Meals and travel	1,059,023	91,248	21,444	106,867	7,943	6,704	1,293,285	2,390,403	1,097,118
Other expenses	746,959	877,338	9,039	99,761	6,261	6,858	1,746,215	2,570,419	824,204
Faculty and staff recruitment	368,567	118,635	-	274,676	10,580	-	772,458	718,925	(53,533)
Donations - transfer to MUSCF and others	25,100	-	-	-	-	-	25,100	483,333	458,233
MUSCP corporate shared services	-	-	-	-	1,446,318	12,297	1,458,615	1,565,380	106,765
Total operating expenses	303,797,487	33,131,208	53,109,197	7,127,471	19,716,378	3,248,257	422,110,406	426,788,088	4,677,682
Operating income (loss)	14,289,244	(2,130,889)	(104,806)	2,956,599	1,218,186	98,859	17,036,590	3,266,607	13,769,983
Operating margin	4.5%	(6.9%)	(0.2%)	29.3%	5.8%	3.0%	3.9%	0.8%	
<b>Nonoperating revenue (expenses):</b>									
Investment income	119,638	3,117,891	-	(5,573,009)	208	-	(2,335,272)	3,139,024	(5,474,296)
Interest expense	-	(215,599)	-	(1,069,529)	-	(2,661)	(1,997,186)	(1,833,563)	(163,623)
Rental income	-	145,881	347,873	4,442,825	32,961	-	4,969,539	4,880,092	89,447
Rent expense	-	-	-	(1,002,177)	-	-	(1,002,177)	(1,002,177)	-
Gain (loss) on disposal of assets	-	-	25,000	2,000	(60,175)	-	(33,175)	(77,813)	44,638
Total Nonoperating revenue (expenses)	119,638	3,048,172	372,873	(3,199,889)	(27,006)	(2,661)	(398,270)	5,105,563	(5,503,833)
Change in net position	\$ 14,408,881	\$ 917,284	\$ 268,067	\$ (243,290)	\$ 1,191,180	\$ 96,198	\$ 16,638,320	\$ 8,372,170	\$ 8,266,150
Net margin	4.5%	3.0%	0.5%	(2.4%)	5.7%	2.9%	3.8%	1.9%	

**Notes:**

Financial statements exclude RHN clinics due to MCP transition at 1/30/2022

MUSC Physicians Other includes other Colleges (Nursing CoHP, Dental), Presidents Fund, Rental Properties and Investment Account

Carolina Family Care, Inc. Other includes Grace Internal Medicine, Institutional Advancement, and MHA Participant Distribution

## Medical University of South Carolina Physicians

### Executive Summary

For the eight month period ending February 28, 2022

#### Charges:

- **YTD-5% over budget and 13% over last year**
- Month of February: 3% over budget and 9% over last year
- Top 5 clinical departments: Pathology and Lab Medicine, Family Medicine, Pediatrics, OB/GYN, Anesthesiology
- Bottom 5 clinical departments: Otolaryngology, Ophthalmology, Radiation Oncology, Emergency Medicine, Dermatology

#### Payments:

- **YTD-3% over budget and 13% over last year**
- Month of February: 1% over budget and 12% over last year
- 38 Days in AR and \$77 per wRVU

#### Income/(Loss):

- **\$15.7M Operating Income; 3.8% Operating Margin**
  - \$9.4M favorable variance to fixed budget
    - \$16.6M favorable net clinical service revenue
    - (\$1.8M) unfavorable supplemental Medicaid
    - \$0.9M favorable net Health Alliance ACO payment distribution
    - (\$3.1M) hospital bill reduction for Q1-2
    - (\$10.1M) unfavorable salaries, wages & benefits
      - (\$6.6M) Z incentive unbudgeted
      - (\$2.7M) deficit in MUSCP Health Plan
    - \$5M favorable in various expense categories such as supplies, contractual services, and meals and travel
- **\$15.4M Net Income; 3.7% Net Margin**
  - \$3.9M favorable variance to fixed budget
    - (\$6.6M) unrealized/realized loss on investments
    - \$1.1M favorable interest income

#### Balance Sheet:

- Days cash on hand: 259 days and \$321.1M
- Current ratio: 6.1
- Net Position: \$447.7M; increased by \$20M compared to June 2021

#### Pension:

- YTD expense: \$28.6M; increased by 11.9% compared to YTD February 2022

## MUSC Physicians

(A Component Unit of MUSC)

Statement of Revenues, Expenses and Changes in Net Position  
For the 8 Month Period Ending - February 28, 2022

	Fiscal Year To Date				Prior Year To Date	
	Actual	Flex Budget	Variance	Var %	Fixed Budget	Actual
<b>Operating revenues:</b>						
Net clinical service revenue	\$ 287,055,881	\$ 277,053,553	\$ 10,002,328	4%	\$ 270,401,341	\$ 253,214,354
Supplemental medicaid	35,868,955	37,716,089	(1,847,134)	(5%)	37,716,089	36,395,421
Other operating revenue	11,255,476	7,244,803	4,010,673	55%	7,244,803	7,619,913
MUHA reimb. for ambulatory and revenue cycle	1,605,303	1,564,401	40,902	3%	1,564,401	4,307,613
Purchased services	68,790,438	71,846,513	(3,056,075)	(4%)	72,237,640	69,547,655
Grant salary reimb. from MUSC	10,289,263	11,277,914	(988,651)	(9%)	11,277,914	11,045,633
<b>Total operating revenues</b>	<b>414,865,316</b>	<b>406,703,273</b>	<b>8,162,043</b>	<b>2%</b>	<b>400,442,189</b>	<b>382,130,589</b>
<b>Operating expenses:</b>						
Salaries, wages and benefits	280,939,481	279,150,910	(1,788,571)	(1%)	270,845,651	250,491,136
MUSCP reimb. for education and research	60,542,597	60,542,597	-	0%	60,542,597	56,732,603
Supplies	28,490,810	30,250,218	1,759,408	6%	29,203,236	26,718,048
Contractual services	9,108,837	10,968,033	1,859,196	17%	10,941,062	9,289,016
Facility cost and equipment	7,539,172	7,138,592	(400,580)	(6%)	7,098,707	6,004,527
Professional liability insurance	5,253,382	5,867,983	614,601	10%	5,660,447	4,853,686
Depreciation	3,472,778	3,913,567	440,789	11%	3,913,567	3,569,815
Meals and travel	1,278,638	2,369,636	1,090,998	46%	2,305,427	276,995
Other expenses	1,733,096	2,538,594	805,498	32%	2,528,882	3,696,459
Faculty and staff recruitment	761,878	595,906	(165,972)	(28%)	595,906	296,356
Donations - transfer to MUSCF	25,100	483,333	458,233	95%	483,333	10,000
<b>Total operating expenses</b>	<b>399,145,770</b>	<b>403,819,369</b>	<b>4,673,599</b>	<b>1%</b>	<b>394,118,815</b>	<b>361,938,641</b>
Operating income (loss)	15,719,545	2,883,904	12,835,641	445%	6,323,374	20,191,948
Operating margin	3.8%	0.7%			1.6%	5.3%
<b>Nonoperating revenue (expenses):</b>						
Investment income	(2,335,480)	3,139,024	(5,474,504)	(174%)	3,139,024	27,025,700
Interest expense	(1,994,525)	(1,831,806)	(162,719)	(9%)	(1,831,806)	(2,144,258)
Rental income	4,936,578	4,863,940	72,638	1%	4,863,940	4,932,213
Rent expense	(1,002,177)	(1,002,177)	-	0%	(1,002,177)	(1,083,357)
Gain (loss) on disposal of assets	27,000	-	27,000	100%	-	-
CARES Act Provider Relief Fund	-	-	-	0%	-	(9,790,814)
<b>Total nonoperating revenue (expenses)</b>	<b>(368,604)</b>	<b>5,168,981</b>	<b>(5,537,585)</b>	<b>(107%)</b>	<b>5,168,982</b>	<b>18,939,483</b>
Change in net position	\$ 15,350,942	\$ 8,052,885	\$ 7,298,057	91%	\$ 11,492,356	\$ 39,131,431
Net margin	3.7%	2.0%			2.9%	10.2%

**Notes:**

*Supplemental medicaid includes accrued reduction of \$1.8M*

*Other operating revenue includes \$2.4M MHA participant distribution (unbudgeted) and \$1.6M College of Medicine miscellaneous income accrual*

*Purchased services includes the Hospital bill reduction of \$3.1M for Q1 and Q2 FY22 and MHA participant distribution of \$652K to CFC,*

*MUHA and MUSC (unbudgeted)*

*Salary, wages and benefits: \$6.6M Z accrual unbudgeted; \$2.7M deficit in MUSCP Health Plan; \$823K MHA participant distribution unbudgeted*

*Contractual services underbudget in multiple categories: Purchased outside services \$1M, Software maintenance \$645K and Dues/subscriptions \$206K*

*Facility cost and equipment: \$661K West Campus roof repair (budgeted \$517K, spread based on history)*

*Faculty recruitment fees related to Chief of Gastroenterology/Hepatology & Hollings Cancer Center Deputy Director & Program Co-Leader*

*Investment income includes unrealized/realized loss on investment of \$7.3M in February; Interest income overbudget \$1.1M*



## MUSC Physicians

(A Component Unit of the Medical University of South Carolina)

### Statement of Net Position

#### ASSETS

	February 28, 2022	June 30, 2021	Variance
<b>Current Assets:</b>			
Cash and investments	\$ 321,128,011	\$ 343,265,033	\$ (22,137,022)
Receivables:			
Patient services - net of allowances for contractual adjustments of \$155,155,489			
bad debts of \$25,657,341	53,795,748	49,070,745	4,725,003
Due from the Medical University of South Carolina	4,764,693	32,536,800	(27,772,107)
Due from the Medical University Hospital Authority	4,227,856	4,883,822	(655,966)
Due from the Medical University Foundation	291,910	854,141	(562,230)
Due from Carolina Family Care, Inc.	6,330,183	4,656,305	1,673,878
Note receivable from CFC/MHP	843,310	100,310	743,000
Investment / Advancements consolidated CFC	32,270,000	32,270,000	-
Due from Comprehensive Psychiatric Services	7,827	17,327	(9,499)
Due from MSV	-	733,232	(733,232)
Prepaid rent - MUSC Foundation	338,226	338,226	-
Other current assets	33,789,181	5,626,886	28,162,295
<b>Total Current Assets</b>	<b>457,786,945</b>	<b>474,352,826</b>	<b>(16,565,880)</b>
<b>Noncurrent assets:</b>			
Capital assets:			
Land	22,999,986	22,999,986	-
Buildings	51,956,947	51,956,947	-
Furniture and equipment	29,266,389	28,960,305	306,084
Leasehold improvements	63,145,874	59,855,236	3,290,638
Rental buildings under capital lease	13,989,600	13,989,600	-
Computer software	14,213,945	14,213,945	-
Accumulated depreciation and amortization	(94,835,847)	(90,809,366)	(4,026,481)
Prepaid rent - MUSC Foundation	4,833,010	5,213,856	(380,846)
Other assets	4,240,000	5,470,000	(1,230,000)
Net OPEB Asset	1,504,745	1,504,745	-
Investment in partnerships	7,321,697	7,772,020	(450,323)
<b>Total noncurrent assets</b>	<b>118,636,345</b>	<b>121,127,274</b>	<b>(2,490,928)</b>
<b>Total Assets</b>	<b>576,423,291</b>	<b>595,480,100</b>	<b>(19,056,808)</b>
<b>Deferred outflows of resources:</b>			
Deferred refunding cost	6,930,887	7,840,185	(909,298)
Deferred outflows-OPEB	26,711	26,711	-
<b>Total deferred outflows</b>	<b>6,957,598</b>	<b>7,866,896</b>	<b>(909,298)</b>
<b>Total Assets and Deferred Outflows</b>	<b>\$ 583,380,889</b>	<b>\$ 603,346,996</b>	<b>\$ (19,966,107)</b>

#### Notes:

*Cash and Investments: Advanced Medicare payment recoupment of \$9.6M in FY22, received \$10.1M STP Q1 FY22 in February, and February loss on investments of \$7.3M*

*Due from MUSC variance is due to receipt of FY21 Supplemental Medicaid payments received in FY22; balance includes Q4 FY21 DHHS \$4.1M*

*Note receivable increased due to \$743K promissory note with CFC for repayment of lab equipment*

*Due from MSV: Linac receivable of \$733K reclassified to due from MUHA*

*Other current assets variance is due to FY22 Supplemental Medicaid accrual \$36M and FY22 Envolve rebate accrual \$449K*

*Leasehold Improvements include new projects: ERP, Whitfield Tract and Parkshore Renovations*

*Other Assets - (Noncurrent) decrease in collateral deposit for Swap*

## MUSC Physicians

(A Component Unit of the Medical University of South Carolina)

### Statement of Net Position

#### LIABILITIES

	February 28, 2022	June 30, 2021	Variance
<b>Current Liabilities:</b>			
Accounts payable	\$ 3,616,902	\$ 7,892,080	\$ 4,275,177
Accrued interest payable	139,668	141,612	1,944
Accrued payroll	20,239,575	37,268,240	17,028,665
Accrued payroll withholdings	10,917,690	12,257,318	1,339,628
Accrued pension contribution	2,482,312	2,136,569	(345,742)
Unapplied cash - patient services	7,174,526	3,371,283	(3,803,243)
Other accrued liabilities	12,727,252	16,950,290	4,223,038
Due to Medical University of South Carolina	7,475	242,378	234,902
Due to Medical University Hospital Authority	10,078,128	12,360,670	2,282,541
Due to MUSC Health Alliance	(49,536)	4,719,371	4,768,907
Accrued compensated absences	3,287,934	3,197,751	(90,183)
Capital leases	320,969	320,969	-
Bonds payable	4,015,000	4,015,000	-
<b>Total current liabilities</b>	<b>74,957,895</b>	<b>104,873,529</b>	<b>29,915,634</b>
<b>Noncurrent Liabilities:</b>			
Accrued compensated absences	2,788,752	2,788,752	-
Capital leases	411,172	690,792	279,620
Bonds payable	52,625,000	56,140,000	3,515,000
Deferred inflows-OPEB	881,457	881,457	-
Fair value of derivative instruments	3,967,166	5,573,961	1,606,795
<b>Total noncurrent liabilities</b>	<b>60,673,547</b>	<b>66,074,962</b>	<b>5,401,415</b>
<b>Total liabilities</b>	<b>135,631,442</b>	<b>170,948,491</b>	<b>35,317,049</b>
<b>NET POSITION</b>			
Invested in capital assets, net of related debt	69,813,684	69,813,684	-
Unrestricted (deficit)	377,935,762	362,584,821	(15,350,942)
<b>Total Net Position</b>	<b>447,749,447</b>	<b>432,398,505</b>	<b>(15,350,942)</b>
<b>Total Liabilities, Inflows &amp; Net Position</b>	<b>\$ 583,380,889</b>	<b>\$ 603,346,996</b>	<b>\$ 19,966,107</b>

#### Notes:

Accounts payable FY22 balance includes infusion accrual of \$2.4M; reversal of FY21 AP accruals of \$5.7M in FY22

Accrued payroll FY22 balance includes Y and Z incentive accruals of \$16.6M (salary + fringe); reversal of FY21 Y and Z incentives of \$30.2M in FY22

Accrued payroll withholdings FY22 & FY21 balance includes FICA employer withholding being deferred (1/2 of original balance remaining)

Other accrued liabilities balance includes: deferred revenue from receipt of Advanced Medicare Payments \$2M (\$9.6M recouped in FY22), Hospital bill reduction accrual \$1.8M, American Rescue Plan funds \$1.8M, R Transfers accrual \$1.5M and Centene shared savings \$1M, and \$2.6M IBNR Liability

Due to MUHA FY21 balance included project costs related to Nexton, Lab Modernization, Chuck Dawley

Due to/from MHA: \$4.7M transfer of CMMI program funds in November

Rutledge Tower debt is approximately \$55.4M, including the swap valued at \$4M

**Carolina Family Care, Inc.**  
**Including Carolina Primary Care Physicians & MUSC Health Partners**  
Executive Summary  
For the eight month period ending February 28, 2022

**Charges-CFC:**

- **YTD-14% over budget and 25% over last year**
- Month of February: 16% over budget and 21% over last year

**Payment-CFC:**

- **YTD-0% versus budget and 24% over last year**
- Month of February: 0% versus budget and 28% over last year
- 28 Days in AR and \$79 per wRVU

**Income/(Loss):**

- Year to Date: \$1.3M Net Income; 5.3% Net Margin
  - \$1.1M favorable variance to fixed budget
    - \$246K favorable net clinical service revenue
    - \$574K favorable other operating revenue MUSC Health Alliance distribution
    - \$289K favorable salaries at Charleston
    - (\$238K) unfavorable salary accrual for MUSC Health Alliance distribution

**Balance Sheet:**

- Current ratio: 0.77
- Net Position: (\$2.7M); increased by \$1.6M compared to June 2021
- Assets decreased \$1.6M compared to June 2021
  - \$2.7M decrease in cash and cash equivalents
  - \$2.6M decrease in receivables (decrease in RHN receivables)
  - \$3M increase in other current assets – Supplemental Medicaid accrual
  - \$0.5M increase in lab equipment
- Liabilities decreased \$3M compared to June 2021
  - \$0.6M increase in accounts payable
  - (\$5.9M) decrease in accrued payroll (removal of RHN payroll)
  - (\$1.2M) decrease in accrued payroll withholdings
  - \$2.6M increase in Due to MUHA – RHN / RHN Settlement
  - \$1.7M increase in Due to UMA
  - \$.7M increase in Note payable to UMA for CFC lab equipment
  - \$.9M decrease in accrued compensated absences – removal of RHN vacation accrual

**Carolina Family Care, Inc.**

Including Carolina Primary Care Physicians and MUSC Health Partners

**Statement of Net Position****ASSETS**

	<u>February 28, 2022</u>	<u>June 30, 2021</u>	<u>Variance</u>
<b>Current Assets:</b>			
Cash and cash equivalents	\$ 3,035,789	\$ 5,803,109	\$ (2,767,319)
Receivables:			
Patient services - net of allowances for contractual adjustments of \$15,477,393			
bad debts of \$5,577,195	6,042,631	8,661,767	(2,619,136)
Due from the Medical University of South Carolina	-	2,116	(2,116)
Due from the Medical University Hospital Authority	235,440	447,963	(212,523)
Due from MSV	536,348	62,860	473,488
Other current assets	<u>3,539,323</u>	<u>511,674</u>	<u>3,027,650</u>
<b>Total Current Assets</b>	<u>13,389,532</u>	<u>15,489,489</u>	<u>(2,099,956)</u>
<b>Noncurrent assets:</b>			
Capital assets:			
Furniture and equipment	1,608,959	1,361,934	247,025
Leasehold improvements	2,678,566	2,678,566	-
Computer software	46,563	46,563	-
Accumulated depreciation and amortization	(2,297,688)	(2,537,707)	240,019
Investment in partnerships	<u>209,000</u>	<u>209,000</u>	<u>-</u>
<b>Total noncurrent assets</b>	<u>2,245,399</u>	<u>1,758,355</u>	<u>487,044</u>
<b>Total Assets</b>	<u>\$ 15,634,931</u>	<u>\$ 17,247,843</u>	<u>\$ (1,612,912)</u>

*Notes:**Other current assets variance due to Supplemental Medicaid accrual**Furniture and equipment variance due to purchase of lab equipment*

**Carolina Family Care, Inc.**

Including Carolina Primary Care Physicians and MUSC Health Partners

**Statement of Net Position****LIABILITIES**

	<b>February 28, 2022</b>	<b>June 30, 2021</b>	<b>Variance</b>
<b>Current Liabilities:</b>			
Accounts payable	\$ 1,523,833	\$ 848,229	\$ (675,605)
Accrued payroll	438,098	6,364,259	5,926,161
Accrued payroll withholdings	1,360,843	2,511,633	1,150,790
Unapplied cash - patient services	(96,956)	817,291	914,247
Other accrued liabilities	1,279,636	846,910	(432,726)
Due to Medical University of South Carolina	58,795	24,235	(34,560)
Due to Medical University Hospital Authority	52,594	60,843	8,249
Due to MUHA - RHN / RHN Settlement	5,501,230	2,922,717	(2,578,513)
Due to UMA	6,330,183	4,656,305	(1,673,878)
Note Payable to UMA	843,310	100,310	(743,000)
Note Payable to MSV	403,412	200,751	(202,661)
Due to MUSC Health Alliance	(155,803)	228,805	384,607
Accrued compensated absences	29,758	886,936	857,178
<b>Total current liabilities</b>	<b>17,568,932</b>	<b>20,469,221</b>	<b>2,900,289</b>
<b>Noncurrent Liabilities:</b>			
Accrued compensated absences	723,048	723,048	-
<b>Total noncurrent liabilities</b>	<b>723,048</b>	<b>723,048</b>	<b>-</b>
<b>Total liabilities</b>	<b>18,291,980</b>	<b>21,192,269</b>	<b>2,900,289</b>
<b>NET POSITION</b>			
Capital stock and Additional paid-in capital	32,270,000	32,270,000	-
Invested in capital assets, net of related debt	1,549,355	1,549,355	-
Unrestricted (deficit)	(36,476,403)	(37,763,781)	(1,287,378)
<b>Total Net Position</b>	<b>(2,657,048)</b>	<b>(3,944,426)</b>	<b>(1,287,378)</b>
<b>Total Liabilities, Inflows &amp; Net Position</b>	<b>\$ 15,634,931</b>	<b>\$ 17,247,843</b>	<b>\$ 1,612,912</b>

**Notes:**

Accounts payable FY22 balance includes corporate credit card payable \$1.4M and accrued medical supplies \$141K

Accrued payroll decrease due to payment of FY21 RHN wRVU bonuses in FY22 and reversal of RHN salary accruals

Accrued payroll withholdings FY22 and FY21 balance includes FICA Employer Withholding being deferred (1/2 of original balance remaining)

Other accrued liabilities includes American Rescue Plan funds \$1M and corporate income taxes payable \$107K

Note payable to UMA: increase due to promissory note of \$743K for lab equipment

Note payable to MSV: Line of credit was increased by \$200K and fully disbursed in FY22

MUSC Health Alliance: \$229K transfer of CMMI program funds in November

**Carolina Family Care, Inc.**

Including Carolina Primary Care Physicians and MUSC Health Partners

**Statement of Net Position****ASSETS**

	<u>February 28, 2022</u>	<u>June 30, 2021</u>	<u>Variance</u>
<b>Current Assets:</b>			
Cash and cash equivalents	\$ 3,035,789	\$ 5,803,109	\$ (2,767,319)
Receivables:			
Patient services - net of allowances for contractual adjustments of \$15,477,393			
bad debts of \$5,577,195	6,042,631	8,661,767	(2,619,136)
Due from the Medical University of South Carolina	-	2,116	(2,116)
Due from the Medical University Hospital Authority	235,440	447,963	(212,523)
Due from MSV	536,348	62,860	473,488
Other current assets	<u>3,539,323</u>	<u>511,674</u>	<u>3,027,650</u>
<b>Total Current Assets</b>	<u>13,389,532</u>	<u>15,489,489</u>	<u>(2,099,956)</u>
<b>Noncurrent assets:</b>			
Capital assets:			
Furniture and equipment	1,608,959	1,361,934	247,025
Leasehold improvements	2,678,566	2,678,566	-
Computer software	46,563	46,563	-
Accumulated depreciation and amortization	(2,297,688)	(2,537,707)	240,019
Investment in partnerships	<u>209,000</u>	<u>209,000</u>	<u>-</u>
<b>Total noncurrent assets</b>	<u>2,245,399</u>	<u>1,758,355</u>	<u>487,044</u>
<b>Total Assets</b>	<u>\$ 15,634,931</u>	<u>\$ 17,247,843</u>	<u>\$ (1,612,912)</u>

*Notes:**Other current assets variance due to Supplemental Medicaid accrual**Furniture and equipment variance due to purchase of lab equipment*

**Carolina Family Care, Inc.**

Including Carolina Primary Care Physicians and MUSC Health Partners

**Statement of Net Position****LIABILITIES**

	<b>February 28, 2022</b>	<b>June 30, 2021</b>	<b>Variance</b>
<b>Current Liabilities:</b>			
Accounts payable	\$ 1,523,833	\$ 848,229	\$ (675,605)
Accrued payroll	438,098	6,364,259	5,926,161
Accrued payroll withholdings	1,360,843	2,511,633	1,150,790
Unapplied cash - patient services	(96,956)	817,291	914,247
Other accrued liabilities	1,279,636	846,910	(432,726)
Due to Medical University of South Carolina	58,795	24,235	(34,560)
Due to Medical University Hospital Authority	52,594	60,843	8,249
Due to MUHA - RHN / RHN Settlement	5,501,230	2,922,717	(2,578,513)
Due to UMA	6,330,183	4,656,305	(1,673,878)
Note Payable to UMA	843,310	100,310	(743,000)
Note Payable to MSV	403,412	200,751	(202,661)
Due to MUSC Health Alliance	(155,803)	228,805	384,607
Accrued compensated absences	29,758	886,936	857,178
<b>Total current liabilities</b>	<b>17,568,932</b>	<b>20,469,221</b>	<b>2,900,289</b>
<b>Noncurrent Liabilities:</b>			
Accrued compensated absences	723,048	723,048	-
<b>Total noncurrent liabilities</b>	<b>723,048</b>	<b>723,048</b>	<b>-</b>
<b>Total liabilities</b>	<b>18,291,980</b>	<b>21,192,269</b>	<b>2,900,289</b>
<b>NET POSITION</b>			
Capital stock and Additional paid-in capital	32,270,000	32,270,000	-
Invested in capital assets, net of related debt	1,549,355	1,549,355	-
Unrestricted (deficit)	(36,476,403)	(37,763,781)	(1,287,378)
<b>Total Net Position</b>	<b>(2,657,048)</b>	<b>(3,944,426)</b>	<b>(1,287,378)</b>
<b>Total Liabilities, Inflows &amp; Net Position</b>	<b>\$ 15,634,931</b>	<b>\$ 17,247,843</b>	<b>\$ 1,612,912</b>

**Notes:**

*Accounts payable FY22 balance includes corporate credit card payable \$1.4M and accrued medical supplies \$141K*

*Accrued payroll decrease due to payment of FY21 RHN wRVU bonuses in FY22 and reversal of RHN salary accruals*

*Accrued payroll withholdings FY22 and FY21 balance includes FICA Employer Withholding being deferred (1/2 of original balance remaining)*

*Other accrued liabilities includes American Rescue Plan funds \$1M and corporate income taxes payable \$107K*

*Note payable to UMA: increase due to promissory note of \$743K for lab equipment*

*Note payable to MSV: Line of credit was increased by \$200K and fully disbursed in FY22*

*MUSC Health Alliance: \$229K transfer of CMMI program funds in November*

**Carolina Family Care, Inc.**  
(Including Carolina Primary Care Physicians and MUSC Health Partners)  
Statement of Revenues, Expenses and Changes in Net Position  
For the 8 Month Period Ending - February 28, 2022

	Grace Internal Medicine (1)	Other Entities (2)	Carolina Family Care (3)	CFC Total Sum of (1)-(3)
<b>Operating revenues:</b>				
Net clinical service revenue	\$ 614,846	\$ 51,033	\$ 15,822,703	\$ 16,488,583
Supplemental medicaid	-	-	2,133,333	2,133,333
Other operating revenue	-	573,790	2,683,734	3,257,523
Purchased services	-	2,107,447	294,793	2,402,241
Total operating revenues	614,846	2,732,270	20,934,564	24,281,680
<b>Operating expenses:</b>				
Salaries, wages and benefits	-	2,326,521	13,673,218	15,999,739
Supplies	103	4,667	1,798,750	1,803,520
Contractual services	756,232	5,666	886,247	1,648,146
Depreciation	-	-	199,475	199,475
Facility cost and equipment	51,120	46,684	1,406,783	1,504,587
Professional liability insurance	-	31,405	280,804	312,209
Meals and travel	-	6,704	7,943	14,647
Faculty and staff recruitment	-	-	10,580	10,580
MUSCP corporate shared services	12,297	-	1,446,318	1,458,615
Other expenses	-	6,858	6,261	13,119
Total operating expenses	819,752	2,428,505	19,716,378	22,964,635
Operating income (loss)	(204,906)	303,765	1,218,186	1,317,045
Operating margin	(33.3%)	11.1%	5.8%	5.4%
<b>Nonoperating revenue (expenses):</b>				
Investment income	-	-	208	208
Interest expense	-	(2,661)	-	(2,661)
Rental income	-	-	32,961	32,961
Gain (loss) on disposal of assets	-	-	(60,175)	(60,175)
Total nonoperating revenue (expenses)	-	(2,661)	(27,006)	(29,667)
Change in net position	\$ (204,906)	\$ 301,104	\$ 1,191,180	\$ 1,287,378
Net margin	(33.3%)	11.0%	5.7%	5.3%

**Notes:**

Financial statements exclude RHN clinics due to MCP transition at 1/30/2022

(1) Funding from MSV Line of credit in the amount of \$400K has been received in FY21 and FY22;  
accumulated fund balance of (\$420K)

(2) Other non-Primary Care entities:

- \$313K MHA Participant Distribution - \$574K distributed, (\$261K) salaries and benefits
- Other column also includes the following entities which are fully funded: Tidelands Multispecialty, Hampton Regional, Modern Minds, Charleston Cardiology, Centerspace and Heartland Physician Recruitment; East Cooper Radiology and Tidelands Neurosciences (closed in FY21) includes run off collections



**Carolina Family Care, Inc.**  
(Including Carolina Primary Care Physicians and MUSC Health Partners)  
Regional Health Network  
Statement of Revenues, Expenses and Changes in Net Position  
For the 8 Month Period Ending - February 28, 2022

	Florence Actual	Marion Actual	Chester Actual	Lancaster Actual	RHC Actual	RHN Integ. Costs Actual	RHN Consol. Actual
	(1)	(2)	(3)	(4)	(5)	(6)	Sum of (1)-(6)
<b>Operating revenues:</b>							
Net clinical service revenue	\$ 24,516,590	\$ 3,413,946	\$ 1,925,707	\$ 5,623,238	\$ -	\$ -	\$ 35,479,480
Supplemental medicaid	2,560,340	393,767	380,851	726,794	-	-	4,061,753
Purchased services	(1,037,353)	7,453	(13,207)	53,834	38,875	785,480	(164,918)
Total operating revenues	26,039,578	3,815,166	2,293,351	6,403,866	38,875	785,480	39,376,315
<b>Operating expenses:</b>							
Salaries, wages and benefits	30,971,709	4,281,708	1,649,548	9,047,065	4,899,326	673,811	51,523,168
Supplies	1,009,314	89,673	24,469	180,814	-	9,355	1,313,624
Contractual services	4,341,068	602,908	958,963	982,775	-	101,014	6,986,727
Facility cost and equipment	1,600,429	171,283	184,220	596,516	3,780	627	2,556,855
Professional liability insurance	957,579	226,092	112,754	380,441	331,182	-	2,008,047
Meals and travel	3,574	-	-	1,319	-	-	4,893
Faculty and staff recruitment	20,091	-	-	1,948	-	-	22,038
MUSCP corporate shared services	649,082	88,383	208,043	182,130	-	-	1,127,638
Other expenses	57,909	31,246	2,530	7,545	-	674	99,903
Total operating expenses	39,610,754	5,491,293	3,140,527	11,380,552	5,234,288	785,480	65,642,894
Operating income (loss)	(13,571,177)	(1,676,127)	(847,176)	(4,976,686)	(5,195,413)	-	(26,266,578)
<b>Nonoperating revenue (expenses):</b>							
Rental income	1,400	-	-	-	-	-	1,400
Total nonoperating revenue (expenses)	1,400	-	-	-	-	-	1,400
RHN provider practice strategic support	13,569,777	1,676,127	847,176	4,976,686	-	-	21,069,765
Salary reimbursement for RHCs	-	-	-	-	5,195,413	-	5,195,413
Change in net position	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -

**Notes:**

*RHN clinics transitioned to MCP at 1/30/2022.*

*Purchased services in operating revenues includes Medical Directorships, FCALL payments, other salary reimbursements*

*Salary Reimbursement for RHCs: Regional Health Clinics are fully reimbursed for salaries and other expenses by MUHA. Income is not recognized but reimbursed directly to MUHA.*

**FY2022 MUSCP Due to/Due From  
As of 2/28/22**

	<b>Outstanding</b>	
	<b>Balance</b>	<b>Notes</b>
<b>1. MUSCP/MUHA</b>		
MUSCP due from MUHA	\$4,227,856	February recurring: \$2M Epic Collections; \$.6M Leadership costs; \$.3M RHN Hospital Bill; \$.3M Parkshore; \$.2M Revenue Cycle
MUSCP due to MUHA	(\$10,063,128)	February recurring: \$5.5M Epic Collections; \$.8M IS costs; \$1.8M Ambulatory \$.6M Billing agreements
Net Amount Due	(\$5,835,272)	
<b>2. MUSCP/MUSC</b>		
MUSCP due from MUSC	\$4,764,693	Balance consists of \$4.1M remaining FY21 STP accrual
MUSCP due to MUSC	(\$7,475)	Balance consists of monthly recurring activity
Net Amount Due	\$4,757,218	
<b>3. CFC/MUHA</b>		
Net Amount Due	\$182,470	Balance consists of monthly recurring activity
<b>4. CFC/MUHA - RHN</b>		
Total RHN accounts-Due from (to) MUHA	(\$5,501,229)	Net Advance from MUHA for RHN expenses: includes AR Accrual
<b>5. CFC/MUSC</b>		
Net Amount Due	(\$58,763)	Balance consists of monthly recurring activity
<b>6. MHP/MUHA</b>		
Net Amount Due	\$0	Balance consists of monthly recurring activity
<b>7. MHP/MUSC</b>		
Net Amount Due	(\$33)	Balance consists of monthly recurring activity
<b>8. MSV</b>		
CFC due from MSV	(\$34,776)	Balance consists of monthly recurring activity
MHP due from MSV	\$571,124	\$.5M Modern Minds billing

**FY2022 MUSCP Consolidated Approved Unbudgeted Expenses  
As of 2/28/22**

<b>Unbudgeted Capital Projects</b>	<b>Amount</b>
Whitfield Tract	\$ 1,000,000
Imaging Sectra PACS system	1,070,662
Notable Digital platform	544,861
Nexton MOB ultrasound machine	72,706
Various equipment under \$50K	169,615
<b>Total</b>	<b>\$ 2,857,844</b>
<b>Unbudgeted Operating Expenses</b>	<b>Amount</b>
OneMUSC	\$ 1,250,000
Provost Office marketing efforts (fully funded)	800,000
Select Health Bonus	400,000
Emergency Department Chair search	173,000
Recruitment fees: Chief of Gastroenterology & Hepatology	133,000
Diversity Office support	105,699
Project Lego/Helix genomics initiative	83,000
Moncks Corner Pediatrics acquisition	80,000
HCC digital marketing tool (fully funded)	64,000
<b>Total</b>	<b>\$ 3,088,699</b>
<b>Total FY22 Approved Unbudgeted Expenses</b>	<b>\$ 5,946,543</b>

**MEDICAL UNIVERSITY HOSPITAL AUTHORITY (MUHA) BOARD OF TRUSTEES**  
**CONSENT AGENDA**  
April 8, 2022  
101 Colcock Hall

**Authority Operations, Quality and Finance Committee: Dr. Murrell Smith, Chair**

**Consent Agenda for Approval**

- Item 29. Appointments, Reappointments and Delineation of Privileges.....Dr. Carrie Herzke  
*Chief Medical Officer, MUHA*

**Consent Agenda for Information**

- Item 30. MEC Minutes .....Dr. Carrie Herzke  
*Chief Medical Officer, MUHA*
- Item 31. Contracts and Agreements..... Annette Drachman  
*General Counsel*

**MUHA and MUSC Physical Facilities Committee: Mr. Bill Bingham, Chair**

**Consent Agenda for Information**

- Item 32. MUHA and MUSC FY2022 Active Projects >\$250,000..... Greg Weigle  
*Interim Chief Facilities Officer, MUSC*
- Item 33. MUSC Facilities Contracts Awarded ..... Greg Weigle  
*Interim Chief Facilities Officer, MUSC*

**Other Business for the Board of Trustees: Dr. James Lemon, Chair**

**Consent Agenda for Approval**

- Item 34. Revisions to the MUHA Board of Trustees Bylaws .....Dr. James Lemon  
*Chairman*

**Board of Trustees Credentialing Subcommittee February 2022**  
**The Medical Executive Committee reviewed the following applicants on 2.16.22**  
**and recommends approval by the Board of Trustees Credentialing Subcommittee effective 2.28.2022**

**Changes in Privileges**

Alejandro Marin Spiotta, M.D.	Active	Neurosurgery	Charleston Div
Elizabeth Rogers Johnson, F.N.P.	Allied Health	Radiology	Charleston Div
Cristy L. Blackmon, F.N.P	Allied Health- Colleague- Other	Obstetrics & Gynecology	Charleston Div
Madeline Hillsman, P.A.	Provisional Allied Health- Colleague- Other	Emergency Medicine	Charleston Div
Cole Alan Winburn, M.P.A.S.	Provisional Allied Health- Colleague- Other	Emergency Medicine	Charleston Div

**Initial Appointment and Clinical Privileges**

Abdullah Khalifah Almebash, M.D.	Active Provisional	Emergency Medicine	Charleston Div
Bhishamjit Singh Chera, M.D.	Active Provisional	Radiation Oncology	Charleston Div
Jan Marie Griffin, M.B.,B.Ch.	Active Provisional	Medicine	Charleston Div
Kevin Paul Horn, M.D.	Active Provisional	Radiology	Charleston Div
Carol Gainey Bledsoe Jones, M.D.	Active Provisional	Pediatrics	Charleston Div
Teresa Catherine Rice, M.D.	Active Provisional	Surgery	Charleston Div
Mason Ray Ruthford, M.D.	Active Provisional	Pediatrics	Charleston Div
James William Greyard, M.D.	Provisional Affiliate- Colleague- Other	Anesthesiology	Regional Division
Bonnie Parker McTyre, M.D.	Provisional Affiliate- Colleague- Other	Pediatrics	Regional Division
Caitlin Brooke Tidwell, M.D.	Provisional Affiliate- Colleague- Other	Emergency Medicine	Regional Division
Jimmy Lee Turner, II, M.D.	Provisional Affiliate- Colleague- Other	Emergency Medicine	Regional Division
Michael Zhadkevich, M.D.	Provisional Affiliate- Colleague- Other	Surgery	Regional Division
Jessica Carolann Burt, P.A.C.	Provisional Allied Health	Psychiatry	Charleston Div
Caitlin Elizabeth Crabtree, M.P.A.S.	Provisional Allied Health	Radiology	Charleston Div
Jeannie Marie Dodd, CNP	Provisional Allied Health	Pediatrics	Charleston Div
Robert T Eliason, C.R.N.A.	Provisional Allied Health	Anesthesiology	Charleston Div
Christopher Blake Frazier, C.R.N.A.	Provisional Allied Health	Anesthesiology	Charleston Div
Eleanor Grace Hardy, P.A.C.	Provisional Allied Health	Medicine	Charleston Div
Nicole McCauley, FNP-BC	Provisional Allied Health	Medicine	Charleston Div
Zachary Hill Robbins, FNP	Provisional Allied Health	Neurosurgery	Charleston Div
Kelli Margaret Shilts, P.A.C.	Provisional Allied Health	Otolaryngology	Charleston Div
Kellie Lee Boeggeman, F.N.P.	Provisional Allied Health- Colleague- Other	Emergency Medicine	Regional Division
Anthony Robert Broderick, A.P.R.N.	Provisional Allied Health- Colleague- Other	Pediatrics	Regional Division
Mykenzi Alexis Gibbs, P.A.	Provisional Allied Health- Colleague- Other	Emergency Medicine	Regional Division
Donna M Granger, C.R.N.A.	Provisional Allied Health- Colleague- Other	Anesthesiology	Regional Division
Virginia I Hall, F.N.P.	Provisional Allied Health- Colleague- Other	Emergency Medicine	Regional Division
Christopher Carlton Hooks, P.A.	Provisional Allied Health- Colleague- Other	Emergency Medicine	Regional Division
Karen Darlene Jones, F.N.P.	Provisional Allied Health- Colleague- Other	Emergency Medicine	Regional Division
Stacey Sue Kerr, P.A.	Provisional Allied Health- Colleague- Other	Emergency Medicine	Regional Division
Joseph J Kukucka, F.N.P.	Provisional Allied Health- Colleague- Other	Emergency Medicine	Regional Division
Nicole Yajaira Ortiz, P.A.	Provisional Allied Health- Colleague- Other	Emergency Medicine	Regional Division
Megan Smith Oxford, F.N.P.	Provisional Allied Health- Colleague- Other	Family Medicine	Regional Division
Debra Johndon Prosser, M.S.N.	Provisional Allied Health- Colleague- Other	Emergency Medicine	Regional Division
Jillian Rengel, MSN	Provisional Allied Health- Colleague- Other	Emergency Medicine	Regional Division
Melissa L Rowland, FNP-BC	Provisional Allied Health- Colleague- Other	Emergency Medicine	Regional Division
Roy H Smith, D.N.P.	Provisional Allied Health- Colleague- Other	Emergency Medicine	Regional Division
Shelley Grainger Stevens, P.A.	Provisional Allied Health- Colleague- Other	Emergency Medicine	Regional Division
Samuel E Wachter, F.N.P.	Provisional Allied Health- Colleague- Other	Emergency Medicine	Regional Division
Lauren Grace Owens Williams, F.N.P.	Provisional Allied Health- Colleague- Other	Pediatrics	Regional Division
Bruce K Williams, MSN	Provisional Allied Health- Colleague- Other	Emergency Medicine	Regional Division

**Reappointment and Clinical Privileges**

Cameron Gram Anderson, M.D.	Active	Pediatrics	Charleston Div
David Jefferson Cole, M.D.	Active	Surgery	Charleston Div
Leonie Leventhal Gordon, M.D.	Active	Radiology	Charleston Div
Kathie Lynn Hermayer, M.D.	Active	Medicine	Charleston Div
John Michael Kaczmar, M.D.	Active	Medicine	Charleston Div
Anne Hawk LeClercq, M.D.	Active	Dermatology	Charleston Div
Vinaya Rao, M.D.	Active	Medicine	Charleston Div
Concetta Maria Riva, M.D.	Active	Psychiatry	Charleston Div

U. Joseph Schoepf, M.D.	Active	Radiology	Charleston Div
Heather Nicole Simpson, M.D.	Active	Medicine	Charleston Div
Nicole Sunderland Anderson, M.D.	Active Provisional	Radiation Oncology	Charleston Div
Ann Louise Quinn Bogard, M.D.	Active Provisional	Otolaryngology	Charleston Div
Kelly Anne Holes-Lewis, M.D.	Active Provisional	Psychiatry	Charleston Div
Virginia Paige Litz, D.O.	Active Provisional	Psychiatry	Charleston Div
Perry Victor Halushka, M.D.	Administrative/Honorary	Medicine	Charleston Div
John A. Schnorr, M.D.	Affiliate	Obstetrics & Gynecology	Charleston Div
Ernest McIntosh Atkinson, M.D.	Affiliate- Colleague- Other	Family Medicine	Regional Division
Darniya Powe Belton, M.D.	Affiliate- Colleague- Other	Pediatrics	Regional Division
Mohamad Hussein Bourji, M.D.	Affiliate- Colleague- Other	Medicine	Regional Division
Temujin Tom Chavez, M.D.	Affiliate- Colleague- Other	Medicine	Regional Division
Ivan Chernev, M.D.	Affiliate- Colleague- Other	Orthopaedics	Regional Division
William Arthur Chinery, M.D.	Affiliate- Colleague- Other	Pediatrics	Regional Division
Eduardo Albana Donato, Jr., M.D.	Affiliate- Colleague- Other	Medicine	Regional Division
Cecil Edward Floyd, M.D.	Affiliate- Colleague- Other	Surgery	Regional Division
Marion Logan Gibbons, M.D.	Affiliate- Colleague- Other	Pediatrics	Regional Division
Parakkat Gopalakrishnan, M.D.	Affiliate- Colleague- Other	Surgery	Regional Division
James Mark Harris, M.D.	Affiliate- Colleague- Other	Surgery	Regional Division
Shauna Elyse Hemingway, M.D.	Affiliate- Colleague- Other	Obstetrics & Gynecology	Regional Division
Michael Hsueh-Ching Hsia, M.D.	Affiliate- Colleague- Other	Urology	Regional Division
Iris Diana Ignacio, M.D.	Affiliate- Colleague- Other	Family Medicine	Regional Division
Bradlee Alexia Johnson, M.D.	Affiliate- Colleague- Other	Urology	Regional Division
Gregory Hugh Jones, M.D.	Affiliate- Colleague- Other	Surgery	Regional Division
Abdallah Kamouh, M.D.	Affiliate- Colleague- Other	Medicine	Regional Division
Wassef Karrowni, M.D.	Affiliate- Colleague- Other	Medicine	Regional Division
Benjamin Wade Lamb, M.D.	Affiliate- Colleague- Other	Family Medicine	Regional Division
Siddharth Malhotra, M.D.	Affiliate- Colleague- Other	Surgery	Regional Division
Gangatharan Mathisuthan, M.D.	Affiliate- Colleague- Other	Medicine	Regional Division
Lorrie Mello-Shropshire, M.D.	Affiliate- Colleague- Other	Pediatrics	Regional Division
Albert Durant Mims, M.D.	Affiliate- Colleague- Other	Family Medicine	Regional Division
Roberto A Miranda, M.D.	Affiliate- Colleague- Other	Family Medicine	Regional Division
Iris Marie Floyd Norris, M.D.	Affiliate- Colleague- Other	Family Medicine	Regional Division
Aran Marino O'Malley, M.D.	Affiliate- Colleague- Other	Orthopaedics	Regional Division
Elijah Daniel Owens, M.D.	Affiliate- Colleague- Other	Neurology	Regional Division
Mark Stephen Pack, M.D.	Affiliate- Colleague- Other	Surgery	Regional Division
Swapna Paladugu, M.D.	Affiliate- Colleague- Other	Family Medicine	Regional Division
Gregory R Palutsis, M.D.	Affiliate- Colleague- Other	Orthopaedics	Regional Division
Hudnall Weaver Paschal, M.D.	Affiliate- Colleague- Other	Family Medicine	Regional Division
Jennifer Christy Patchett, M.D.	Affiliate- Colleague- Other	Obstetrics & Gynecology	Regional Division
Joseph James Pierce, III, M.D.	Affiliate- Colleague- Other	Medicine	Regional Division
Larry Deon Rabon, M.D.	Affiliate- Colleague- Other	Urology	Regional Division
Ossama Abdul Rahman, M.D.	Affiliate- Colleague- Other	Medicine	Regional Division
Manver Razick, M.D.	Affiliate- Colleague- Other	Medicine	Regional Division
Brandie Andrews Reynolds, M.D.	Affiliate- Colleague- Other	Family Medicine	Regional Division
Mark Dozier Roberts, M.D.	Affiliate- Colleague- Other	Pediatrics	Regional Division
Anne Marie Samaha, M.D.	Affiliate- Colleague- Other	Family Medicine	Regional Division
Vincent Stephen Scott, M.D.	Affiliate- Colleague- Other	Obstetrics & Gynecology	Regional Division
Fadi Seif, M.D.	Affiliate- Colleague- Other	Medicine	Regional Division
Mark Stephen Steadman, Sr., M.D.	Affiliate- Colleague- Other	Family Medicine	Regional Division
Samuel Rogers Stone, M.D.	Affiliate- Colleague- Other	Family Medicine	Regional Division
Emily McDaniel Stonerock, M.D.	Affiliate- Colleague- Other	Obstetrics & Gynecology	Regional Division
Charles Edward Stonerock, M.D.	Affiliate- Colleague- Other	Surgery	Regional Division
Germina Suffrant, M.D.	Affiliate- Colleague- Other	Obstetrics & Gynecology	Regional Division
Chadwick Van Thomas, M.D.	Affiliate- Colleague- Other	Surgery	Regional Division
Charles Eric Wooten, M.D.	Affiliate- Colleague- Other	Radiation Oncology	Regional Division
Vera Zaraket, M.D.	Affiliate- Colleague- Other	Medicine	Regional Division
Rami Zebian, M.D.	Affiliate- Colleague- Other	Medicine	Regional Division
Mohamad Zein, M.D.	Affiliate- Colleague- Other	Medicine	Regional Division
Michael Joseph Lyons, M.D.	Provisional Affiliate	Pediatrics	Charleston Div
Eloise J. Prijoles, M.D.	Provisional Affiliate	Pediatrics	Charleston Div

Richard Curtis Rogers, M.D.	Provisional Affiliate	Pediatrics	Charleston Div
Steven Albert Skinner, M.D.	Provisional Affiliate	Pediatrics	Charleston Div
Elliot Seth Stolerman, M.D.	Provisional Affiliate	Pediatrics	Charleston Div
Alvin Carin Abinsay, M.D.	Provisional Affiliate- Colleague- Other	Medicine	Regional Division
Ramzy Al Hourany, M.D.	Provisional Affiliate- Colleague- Other	Medicine	Regional Division
Malik E. Ashe, Sr., M.D.	Provisional Affiliate- Colleague- Other	Family Medicine	Regional Division
Geoffrey Coates-Wynn, M.D.	Provisional Affiliate- Colleague- Other	Orthopaedics	Regional Division
Robert Louis DeGrood, M.D.	Provisional Affiliate- Colleague- Other	Surgery	Regional Division
Michael McCall Miller, D.O.	Provisional Affiliate- Colleague- Other	Emergency Medicine	Regional Division
Karim Nazer, M.D.	Provisional Affiliate- Colleague- Other	Medicine	Regional Division
Lindsay Marie Amerman, F.N.P.	Allied Health	Neurosurgery	Charleston Div
Sudie E Back, Ph.D., M.S.	Allied Health	Psychiatry	Charleston Div
Kristin Rebecca Calandra, P.A.	Allied Health	Emergency Medicine	Charleston Div
Ashley Lynn Early, LISW-CP	Allied Health	Pediatrics	Charleston Div
Amanda Elizabeth Hare , D.N.P.	Allied Health	Neurology	Charleston Div
Brittany Graham McCabe, C.R.N.A.	Allied Health	Anesthesiology	Charleston Div
Cynthia Cupit Swenson, Ph.D.	Allied Health	Psychiatry	Charleston Div
Mark T. Wagner, Ph.D.	Allied Health	Neurology	Charleston Div
Mara Palmateer Anderson, A.P.R.N.	Provisional Allied Health	Medicine	Charleston Div
Stantrenetta Akeya Harrold, A.P.R.N.	Provisional Allied Health	Department of Nursing	Charleston Div
Gail L Nestor-Loo, LCSW	Provisional Allied Health	Psychiatry	Charleston Div
Brian J Sherman, Ph.D.	Provisional Allied Health	Psychiatry	Charleston Div

**END OF ROSTER**

**Board of Trustees Credentialing Subcommittee March 2022**

**The Medical Executive Committee reviewed the following applicants on March 16, 2022 and recommends approval by the Board of Trustees Credentialing Subcommittee effective March 28, 2022**

**Medical Staff Initial Appointment and Clinical Privileges**

William Greer Albergotti, III, M.D.	Active Provisional	Otolaryngology	
Christian Brenes Vega, D.D.S.	Active Provisional	Oral & Maxillofacial	
Carrie Anne-Gilbert Herzke, M.D.	Active Provisional	Medicine	
Caroline Yasmin Nardi, M.D.	Active Provisional	Psychiatry	
Jason Gabriel Newman, M.D.	Active Provisional	Otolaryngology	
Frank Richard Voss, M.D.	Active Provisional	Orthopaedics	
Olga Blakley, M.D.	Provisional Affiliate- Colleague- Other	Anesthesiology	Employed Regional Division
Ahmad Tayyab Haq, M.D.	Provisional Affiliate- Colleague- Other	Medicine	Employed Regional Division

**Medical Staff Reappointment and Clinical Privileges**

Anne Lintzenich Andrews, M.D.	Active	Pediatrics	
Jason Robert Buckley, M.D.	Active	Pediatrics	
Theresa Margaret Cuoco, M.D.	Active	Medicine	
Mary Margaret Dugan, M.D.	Active	Pediatrics	
Alan Christopher Finley, M.D.	Active	Anesthesiology	
John Wyatt Gnann, Jr., M.D.	Active	Medicine	
Mahsa Javid, M.D., M.A., Ph.D.	Active	Surgery	
David Thor Johnson, M.D.	Active	Radiology	
Evgenia Kagan, M.D.	Active	Medicine	
Michael Stephen Marotta, M.D.	Active	Anesthesiology	
Fletcher Thompson Penney, M.D.	Active	Medicine	
Richard Rissmiller, Jr., M.D.	Active	Medicine	
Catherine Dawson Tobin, M.D.	Active	Anesthesiology	
Michael Eric Ullian, A.B., M.D.	Active	Medicine	
Adrian Bennet Van Bakel, M.D.	Active	Medicine	
Jordan Lane Foutch, M.D.	Active Provisional	Pediatrics	
Kathleen Marie Jackson, M.D.	Active Provisional	Pediatrics	
Arman Kilic, M.D.	Active Provisional	Surgery	
Martha Mappus Munden, M.D.	Active Provisional	Radiology	
Edward Davis Tarnawa, M.D.	Active Provisional	Obstetrics & Gynecology	
Antwana Sharee Wright, M.D.	Active Provisional	Surgery	
Michael John Slowey, M.D.	Affiliate	Obstetrics & Gynecology	
D. Walter Hiott, M.D.	Affiliate - Colleague	Psychiatry	
Sara S Cathey, M.D.	Provisional Affiliate	Pediatrics	
Evan Franklin Ekman, M.D.	Provisional Affiliate- Colleague- Other	Orthopaedics	Employed Regional Division
Wael Ghalayini, M.D.	Provisional Affiliate- Colleague- Other	Medicine	Employed Regional Division
John Alexander Johnson, M.D.	Provisional Affiliate- Colleague- Other	Medicine	Employed Regional Division
Jonathan Kevin Millard, M.D.	Provisional Affiliate- Colleague- Other	Emergency Medicine	Employed Regional Division
Steven H Nathanson, M.D.	Provisional Affiliate- Colleague- Other	Emergency Medicine	Employed Regional Division
Ashley Waynette Primus, M.D.	Provisional Affiliate- Colleague- Other	Medicine	Employed Regional Division
Amangeldi Rahmanov, M.D.	Provisional Affiliate- Colleague- Other	Medicine	Employed Regional Division
Cynthia Marie Wesley, M.D.	Provisional Affiliate- Colleague- Other	Obstetrics & Gynecology	Employed Regional Division

**Medical Staff Reappointment and Change in Clinical Privileges**

None

**Medical Staff Change in Privileges**

Elizabeth Anne Genovese, M.D.	Active	Surgery	Add Administration of
Joshua Joel Visserman, M.D.	Provisional Affiliate CFC	Family Medicine	Add Administration of

**Professional Staff Initial Appointment and Clinical Privileges**

Matthew Bogart, FNP	Provisional Allied Health	Medicine	
Rachel Anne Cage, C.R.N.A.	Provisional Allied Health	Anesthesiology	
Anna Elizabeth Chesson, C.R.N.A.	Provisional Allied Health	Anesthesiology	
Ashton Elizabeth Getchell, P.A.C.	Provisional Allied Health	Otolaryngology	
Jennifer Marie Reitman, AGAC-NP	Provisional Allied Health	Medicine	
Savannah Michelle Weeks, R.D.	Provisional Allied Health	Psychiatry	
Steven Robert Cumberledge, FNP	Provisional Allied Health CFC	Family Medicine	
Kelley N Evans, C.R.N.A.	Provisional Allied Health- Colleague-	Anesthesiology	Employed Regional Division



Susannah Neal Graham, P.A.	Provisional Allied Health- Colleague-	Surgery	Employed Regional Division
Tylar Stein Lee, B.S., M.P.A.S.	Provisional Allied Health- Colleague-	Surgery	Employed Regional Division
Nathan Emory Smith, C.R.N.A.	Provisional Allied Health- Colleague-	Anesthesiology	Employed Regional Division
Sharon E Whelahan, C.R.N.A.	Provisional Allied Health- Colleague-	Anesthesiology	Employed Regional Division
Yvannah Garcia Willis, P.A.	Provisional Allied Health- Colleague-	Surgery	Employed Regional Division
Patricia Ajoa Yeboah, F.N.P.	Provisional Allied Health- Colleague-	Surgery	Employed Regional Division

**Professional Staff Reappointment and Clinical Privileges**

Robin T Buchanan, C.R.N.A.	Allied Health	Anesthesiology	
Kelley E. Deaton, P.N.P.	Allied Health	Pediatrics	
Laura Nicole Dority, R.D.	Allied Health	MUHA Dietetic Services	
Sara Colbert Edmondson, N.P.	Allied Health	Surgery	
Angela Sczypta McKeta, P.A.	Allied Health	Pediatrics	
Laura L Milligan, F.N.P.	Allied Health	Medicine	
Angela D Moreland , Ph.D.	Allied Health	Psychiatry	
Michael Cameron Schroeder, C.R.N.A.	Allied Health	Anesthesiology	
Kathern Vaughn Sowards, C.R.N.A.	Allied Health	Anesthesiology	
Ethan Brody Clontz, P.A.C.	Provisional Allied Health	Neurosurgery	
Patrick Duffy, Jr., Psy.D.	Provisional Allied Health	Psychiatry	
Angie Powers, A.P.R.N.	Provisional Allied Health	Department of Nursing	
Bethany Bryn Zanetti, P.A.C.	Provisional Allied Health	Medicine	
Alexandria Faile Ingram, F.N.P.	Provisional Allied Health- Colleague-	Medicine	Employed Regional Division
Brittany Leigh Smith, P.A.	Provisional Allied Health- Colleague-	Emergency Medicine	Employed Regional Division

**Professional Staff Reappointment and Change in Privileges**

None

**Professional Staff Change in Privileges**




Carolyn Friedland Wahl, A.G.N.P.-C,	Allied Health	Anesthesiology	Dept chg from Surg to ANE
Elizabeth Verdier Dougherty, N.P.	Provisional Allied Health	Medicine	Add Biopsy Priv

**END OF ROSTER**

## MEDICAL EXECUTIVE COMMITTEE

<b>Medical Executive Committee</b> <b>Presiding:</b> Dr. Phillip Warr <b>Date:</b> November 17, 2021 <b>Meeting Place:</b> MS Teams <b>Recording:</b> Sarah de Barros <b>Meeting Time:</b> 7:30 am <b>Adjournment:</b> 8:15 am	<b>Members:</b> Dr. Andrews, Dr. Baliga, Dr. Basco, N. Brahney, Dr. Baliga, Dr. Cina ,Dr. Clark, Dr. Clyburn, Dr. DiSalvo, Dr. DuBois, Dr. Edwards, M. Fulton, Patti Hart, Dr. Kocher, Dr. Kowalenko, Dr. Mack, Dr. McSwain, Dr. Melroy (Resident Rep.), Dr. S. Patel (Resident Rep.), Dr. Russell, Dr. Salgado, S. Scarbrough, Dr. M. Scheurer, Dr. Warr Dr. Atz, Dr. Brendle, Dr. Bundy, Dr. Carroll, Dr. Costello, Dr. Crawford, Dr. Hong, Lois Kerr, Dr. Eddy, David Mclean, Dr. Reeves, Dr. D Scheurer, Dr. Streck, Dr. Zaas, Dr. Zwerner		
Agenda/Topic	Debate & Discussion	Conclusions	Recommendation/ Follow-Up What/When/Who
<b>Executive Session</b>	n/a	n/a	
<b>Review of Minutes</b>	Minutes from June MEC meeting approved	<b>Information</b>	<b>Approved</b>
<b>Credentials Committee</b> <ul style="list-style-type: none"> <li>• Dr. Edwards</li> </ul>	Nora Brahney reported the following: Board Certification Exemption Requests: 0 Medical Staff Initial Appointment and Clinical Privileges: 68 Medical Staff Reappointment and Clinical Privileges: 57 Medical Staff Reappointment and Change in Clinical Privileges: 2 Medical Staff Change in Privileges: 0 Professional Staff Initial Appointment and Clinical Privileges: 0 Professional Staff Reappointment and Clinical Privileges: 0 Professional Staff Reappointment and Change in Privileges: 0 Professional Staff Changes in Privileges: 0 Telemedicine by Proxy Medical Staff: 0	MEC recommends the Board Certification Exemption Requests for Board of Trustees approval.	<b>Approved</b>
<b>GME Report</b> <ul style="list-style-type: none"> <li>• Dr. Clyburn</li> </ul>	<ul style="list-style-type: none"> <li>• Continuing to work of food after hours for House Staff. There are options for the Main Hospital, but Shawn Jenkins and ART continue to be a challenge.</li> <li>• There are new ACGME requirements that maternity and paternity leave for Residents be funded. The requirements are six weeks of funded leave and cannot be required to use up vacation time. Policies are being developed that will be shared with this group in the future.</li> </ul>	<b>Information</b>	

## MEDICAL EXECUTIVE COMMITTEE

<b>Quality Report</b> <ul style="list-style-type: none"> <li>• Dr. Bundy</li> </ul>	<ul style="list-style-type: none"> <li>• Dr. Bundy shared the attached Chief Quality Officer update presentation with the group. A hard copy accessible in the MEC file.</li> </ul>	<i>Information</i>	 21_11_17 MEC Bundy.pptx
<b>Communication's Report</b> <ul style="list-style-type: none"> <li>• Dr. Warr</li> </ul>	<ul style="list-style-type: none"> <li>• Dr. Warr shared the attached Chief Medical Officer update presentation with the group. A hard copy accessible in the MEC file.</li> </ul>	<i>Information</i>	 MEC-CMO Update11.17.21.ppt:
<b>Nursing Report</b> <ul style="list-style-type: none"> <li>• Patti Hart</li> </ul>	<ul style="list-style-type: none"> <li>• Patti Hart shared the attached Chief Nursing Officer update presentation with the group. A hard copy accessible in the MEC file.</li> </ul>	<i>Information</i>	 11.17.21 Med Executive Committee
<b>New Business</b> <ul style="list-style-type: none"> <li>• CTM Support Work</li> </ul>	Dr. Mack will present at a later date.	<i>Information</i>	
<b>Consent Items</b>			
<b>Policies</b> <i>(Consent)</i>	<p><b><u>Policies for Approval:</u></b>                      IPC-012 Risk-Based MSSA/MRSA Screening and Infection Prevention Interventions C-025                      Time-Out (Universal Protocol) Policy                      C-207 Medical and Nursing Care in the High-Risk Infectious Disease Unit (HRID)                      C-125 Organ Donation After Cardiopulmonary Death                      C-179 Pediatric Anticoagulation Management                      C-074 Resident Supervision                      C-078 Medication Orders</p> <p><b>Section#</b>                      MM Medication Distribution to Non-Pharmacy Areas                      PC-86 Liberation from Invasive Positive Pressure Ventilation</p>	<i>Information</i>	<b>Approved</b>




## MEDICAL EXECUTIVE COMMITTEE

<b>Standing Orders</b> <i>(Consent)</i>	<u><b>Standing Orders for Approval:</b></u> Storm Eye OMP.RN.LPN Intake 3.18.21 Rheumatology Labs Sinus Center Standing orders for IV start Sinus Center Medication Refills Spine Center Holding Area Standing Orders Pediatric Pre Liver Transplant Evaluation Testing Pediatric Post Liver Transplant Pediatric Liver Transplant Evaluation PROTOCOL Pediatric Liver Post Transplant Lab and Procedure PROTOCOL Orthopedics-Medication Refills Clinic EKGs Peds Cardiology Standing Orders Cardiovascular Clinics Medication Renewal Standing Order Cardiovascular Clinics ECG Standing Order		<b>Information</b>	<b>Approved</b>
<b>Other Consent Items</b> <i>(Consent)</i>	n/a		<b>N/A</b>	
<b>Data &amp; Service Reports</b> <i>(Consent)</i>	<u>Data reports reviewed:</u>	<u>Service reports reviewed:</u>	<b>Information</b>	
<b>Subcommittee Minutes</b> <i>(Consent)</i>	<ul style="list-style-type: none"> <li>○ Moderate Sedation</li> <li>○ HIMC</li> <li>○ Credentials Committee</li> </ul>		<b>Information</b>	
<b>Adjournment</b> 8:15 am	The next meeting of the Medical Executive Committee will be December 15, 2021 at 8:30 am via TEAMS.			



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Elizabeth Mack, MD, Secretary of the Medical Staff

# MEDICAL EXECUTIVE COMMITTEE


<b>Medical Executive Committee</b> <b>Presiding:</b> Dr. Phillip Warr <b>Date:</b> December 15, 2021 <b>Meeting Place:</b> MS Teams <b>Recording:</b> Phillip Warr <b>Meeting Time:</b> 7:30 am <b>Adjournment:</b> 8:35 am	<b>Members present:</b> To be updated prior to the January MEC meeting <b>Members excused:</b> <b>Guests:</b>		
Agenda/Topic	Debate & Discussion	Conclusions	Recommendation/ Follow-Up What/When/Who
<b>Executive Session</b>	n/a	n/a	
<b>Review of Minutes</b>	Minutes from November MEC meeting approved	<b>Information</b>	<b>Approved</b>
<b>Joint Commission Readiness</b> <ul style="list-style-type: none"> <li>Lois Kerr</li> </ul>	Lois Kerr reported <ul style="list-style-type: none"> <li>Joint Commission made a surprise visit Monday, December 6<sup>th</sup> for cause</li> </ul>		 MEC December 15.pptx
<b>Credentials Committee</b> <ul style="list-style-type: none"> <li>Dr. Edwards</li> </ul>	Nora Brahney reported the following: Board Certification Exemption Requests: 0 Monthly credentialing roster presented. No controverseys.	MEC recommends the approval of roster to the Board of Trustees	<b>Approved</b>
<b>New Business</b> <ul style="list-style-type: none"> <li>Nora Brahney</li> </ul>	<ul style="list-style-type: none"> <li>Medical Staff Office 2022 My Quest Lessons</li> </ul>	MEC approved the lessons for 2022.	 Medical Staff Office 2022 Mandatory My C
<b>GME Report</b> <ul style="list-style-type: none"> <li>Dr. Clyburn</li> </ul>	<ul style="list-style-type: none"> <li>VA Tracking for reimbursement</li> </ul>	<b>Information</b>	
<b>Quality Report</b> <ul style="list-style-type: none"> <li>Dr. Bundy</li> </ul>	<ul style="list-style-type: none"> <li>Scorecard</li> <li>COVID-19</li> <li>Joint Commission</li> <li>Blood Supply</li> </ul>	<b>Information</b>	 21_12_15 MEC Bundy.pptx

## MEDICAL EXECUTIVE COMMITTEE



<b>Communication's Report</b> <ul style="list-style-type: none"> <li>• Dr. Warr</li> </ul>	<ul style="list-style-type: none"> <li>• Dr. Warr shared the attached Chief Medical Officer update presentation with the group. A hard copy accessible in the MEC file.</li> </ul>		<b>Information</b>	 MEC-CMO Update12.15.21.pptx
<b>Nursing Report</b> <ul style="list-style-type: none"> <li>• Patti Hart</li> </ul>	<ul style="list-style-type: none"> <li>• Patti Hart shared the attached Chief Nursing Officer update presentation with the group. A hard copy accessible in the MEC file.</li> </ul>		<b>Information</b>	 12.15.21 MEC Hart presentation (1).pptm
<b>Consent Items</b>				
<b>Policies</b> <i>(Consent)</i>	<u><b>Policies for Approval:</b></u> <ul style="list-style-type: none"> <li>• C-169 Communication Process for Inpatients with Life Limiting Illness</li> <li>• CH-SOP-COVID EpiPen Anaphylaxis Protocol EpiPen</li> <li>• C-025 Time-Out (Universal Protocol) Policy</li> <li>• C-040 Consultations</li> </ul>		<b>Information</b>	<b>Approved</b>
<b>Standing Orders</b> <i>(Consent)</i>	<u><b>Standing Orders for Approval:</b></u> <ul style="list-style-type: none"> <li>• Prescription Refill Protocol- Pain Management Clinic</li> <li>• Orthopedics-Non-Operative Fracture Orders</li> </ul>		<b>Information</b>	
<b>Other Consent Items</b> <i>(Consent)</i>	n/a		<b>N/A</b>	
<b>Data &amp; Service Reports</b> <i>(Consent)</i>	<u>Data Reports:</u> <ul style="list-style-type: none"> <li>• Admit Transfer Report</li> <li>• Admit Transfer Report FY 19</li> <li>• YTD Census Report 2018-2019</li> <li>• Handy Hygiene July 2019 YTD</li> </ul>	<u>Service reports reviewed:</u> <ul style="list-style-type: none"> <li>• Discharge Summary Turnaround Time</li> <li>• Discharge Detail Turnaround Time by Physician</li> </ul>	<b>Information</b>	
<b>Subcommittee Minutes</b> <i>(Consent)</i>			<b>Information</b>	
<b>Adjournment</b> 8:35 am	The next meeting of the Medical Executive Committee will be January 19, 2022 at 7:30 am via TEAMS.			

Elizabeth Mack, MD, Secretary of the Medical Staff

## MEDICAL EXECUTIVE COMMITTEE

<b>Medical Executive Committee</b> <b>Presiding:</b> Dr. Phillip Warr <b>Date:</b> January 19, 2022 <b>Meeting Place:</b> MS Teams <b>Recording:</b> Elaine Jenkins <b>Meeting Time:</b> 7:30 am <b>Adjournment:</b> 8:35 am	<b>Members present:</b> To be updated prior to the January MEC meeting <b>Members excused:</b> <b>Guests:</b>		
Agenda/Topic	Debate & Discussion	Conclusions	Recommendation/ Follow-Up What/When/Who
<b>Executive Session</b>	n/a	n/a	
<b>Review of Minutes</b>	Minutes from December MEC meeting approved	<b>Information</b>	<b>Approved</b>
<b>New Business</b> <ul style="list-style-type: none"> <li>• <b>Grant Goodrich</b></li> </ul>	<ul style="list-style-type: none"> <li>• Policy C-224: “Treatments that are ineffective or harmful (with proposed changes)”</li> <li>• Policy C-169: “Communication Process for Inpatients with Life Limiting Illness”</li> <li>• Guidelines for the treatment of individuals who are 46XX with Congenital Adrenal Hyperplasia.</li> <li>• A hard copy accessible in the MEC file.</li> </ul>	<b>Discussion</b>	 Overview of C-224 and C-163.pptx
<b>Credentials Committee</b> <ul style="list-style-type: none"> <li>• <b>Dr. Edwards</b></li> </ul>	Monthly credentialing roster presented. No controversies.	MEC recommends the approval of roster to the Board of Trustees	<b>Approved</b>
<b>GME Report</b> <ul style="list-style-type: none"> <li>• <b>Dr. Clyburn</b></li> </ul>	<ul style="list-style-type: none"> <li>• Thank the hospital/health system for supporting/approving resident’s salaries</li> <li>• Radiation/oncology has an in person/virtual site visit today</li> <li>• Inline for a clear visit/learning environment visit and may have one at any time.</li> </ul>	<b>Information</b>	
<b>Quality Report</b> <ul style="list-style-type: none"> <li>• <b>Dr. Bundy</b></li> </ul>	<ul style="list-style-type: none"> <li>• SHIELD has rolled out this week</li> </ul>	<b>Information</b>	

# MEDICAL EXECUTIVE COMMITTEE

<p><b>Communication's Report</b></p> <ul style="list-style-type: none"> <li>• <b>Dr. Warr</b></li> </ul>	<ul style="list-style-type: none"> <li>• Dr. Warr shared the attached Chief Medical Officer update presentation with the group. A hard copy accessible in the MEC file.</li> </ul>	<p><i>Information</i></p>	 MEC-CMO Update1.19.22.pptx
<p><b>Joint Commission Readiness</b></p> <ul style="list-style-type: none"> <li>• <b>Lois Kerr</b></li> </ul>	Lois Kerr reported <ul style="list-style-type: none"> <li>• Introduction Kim Denty- New Manager of Accreditation &amp; Regulatory Program</li> <li>• A hard copy accessible in the MEC file.</li> </ul>	<p><i>Information</i></p>	 MEC January 19th.pptx
<b>Consent Items</b>			
<p><b>Policies</b> <i>(Consent)</i></p>	<p><b><u>Policies for Approval:</u></b></p> <ul style="list-style-type: none"> <li>• C-146 Medication Reconciliation</li> <li>• A-015A Vendor Representation Access to Procedural Service Departments</li> <li>• A-031 Family Presence and Visitation</li> <li>• C-075B Central Venous Line, Insertion, Care and Maintenance in Children's Hospital</li> <li>• C-092 Criteria for Telemetry Monitoring</li> <li>• C-061 Medication Administration</li> <li>• C-171 Scope of Anesthesia Services</li> <li>• C-169 Communication Process for Inpatients with Life Threatening Illness</li> </ul> <p>This was on hold from last month pending Grant Goodrich's attendance at MEC.</p>	<p><i>Information</i></p>	<p><b>Approved</b></p>
<p><b>Standing Orders</b> <i>(Consent)</i></p>	<p><b><u>Standing Orders for Approval:</u></b></p> <ul style="list-style-type: none"> <li>• Lab Requirements Pulmonary Standing Order</li> <li>• Chronic Care Management Care Plan COPD</li> <li>• Chronic Care Management Care Plan Hypertension</li> <li>• Chronic Care Management Care Plan Diabetes</li> <li>• Chronic Care Management Care Plan Heart Failure/CAD</li> <li>• OB Standing Orders</li> <li>• Adult Heart Post Transplant HCV Donor Positive Organ Orders</li> <li>• Adult Heart Post Transplant Lab Orders</li> <li>• Adult Heart Post Transplant Heart Catheterization Orders</li> <li>• Adult Heart Post Transplant Follow up Protocol</li> <li>• Adult Heart Pre Transplant Evaluation Orders</li> <li>• Adult Liver Pre Transplant MELD Recertification</li> </ul>	<p><i>Information</i></p>	<p><b>Approved</b></p>




## MEDICAL EXECUTIVE COMMITTEE

	<ul style="list-style-type: none"> <li>• Adult Liver Pre Transplant Evaluation</li> <li>• Adult Liver Post Transplant Acute Labs</li> <li>• Adult Liver Post Transplant HCC Orders</li> <li>• Adult Liver Post Transplant Chronic Labs</li> <li>• Adult Liver Pre Transplant Screening Sick Visit</li> <li>• Adult Occlusion Line Management with Alteplase (TPA)</li> </ul>		
<b>Other Consent Items</b> <i>(Consent)</i>	n/a		<b>N/A</b>
<b>Data &amp; Service Reports</b> <i>(Consent)</i>	<u>Data Reports:</u> <ul style="list-style-type: none"> <li>• Admit Transfer Report</li> <li>• Admit Transfer Report FY 19</li> <li>• YTD Census Report 2018-2019</li> <li>• Handy Hygiene July 2019 YTD</li> </ul>	<u>Service reports reviewed:</u> <ul style="list-style-type: none"> <li>• Discharge Summary Turnaround Time</li> <li>• Discharge Detail Turnaround Time by Physician</li> </ul>	<b>Information</b>
<b>Subcommittee Minutes</b> <i>(Consent)</i>	<ul style="list-style-type: none"> <li>• Infection Control Committee</li> <li>• Ethics Committee</li> <li>• CDI/Coding</li> <li>• Quality Executive Committee</li> </ul>	<ul style="list-style-type: none"> <li>• Pharmacy &amp; Therapeutics</li> <li>• HIMC Committee</li> <li>• Credentials Committee</li> </ul>	<b>Information</b>
<b>Adjournment</b> 8:31 am	The next meeting of the Medical Executive Committee will be February 23, 2022 at 7:30 am via TEAMS.		

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Elizabeth Mack, MD, Secretary of the Medical Staff

## MEDICAL EXECUTIVE COMMITTEE

<b>Medical Executive Committee</b> <b>Presiding:</b> Dr. Robert Cina <b>Date:</b> February 16, 2022 <b>Meeting Place:</b> MS Teams <b>Recording:</b> Elaine Jenkins <b>Meeting Time:</b> 7:30 am <b>Adjournment:</b> 7:52 am	<b>Members present:</b> Dr. Andrews, Dr. Atz, Dr. Basco, Dr. Boylan, N. Brahney, Dr. Bundy, Dr. Cina, Dr. Clyburn, Dr. DiSalvo, H. Dorr, Dr. DuBois, Dr. Edwards, V. Fairbairn, M. Field, Dr. Herzke, Dr. Hong, D. Krywko, L. Kerr, Dr. Mack, J. Melroy, Dr. Russell, Dr. Salgado, S. Scarbrough, Dr. D. Scheurer <b>Members excused:</b> Dr. Baliga, Dr. Brendle, Dr. Carroll, Dr. Clark, Dr. Costello, Dr. Crawford, M. Fulton, P. Hart, M. Kocher, L. Leddy, Dr. Reeves, Dr. M. Scheurer, Dr. Streck, Dr. Zaas, Dr. Zwerner, S. Patel, <b>Guests:</b> K. Denty		
Agenda/Topic	Debate & Discussion	Conclusions	Recommendation/ Follow-Up What/When/Who
<b>Executive Session</b>	n/a	n/a	
<b>Review of Minutes</b>	Minutes from January 19, 2022 MEC meeting approved	<b>Information</b>	<i>Approved</i>
<b>Credentials Committee</b> <ul style="list-style-type: none"> <li>• Dr. Edwards</li> </ul>	Monthly credentialing roster presented. No controverseys or exceptions.	MEC recommends the approval of roster to the Board of Trustees	<b>Approved</b>
<b>GME Report</b> <ul style="list-style-type: none"> <li>• Dr. Clyburn</li> </ul>	<ul style="list-style-type: none"> <li>• Still working with VA leadership to clarify new rules regarding VA duty hrs reporting</li> <li>• Planning for orientation</li> </ul>	<b>Information</b>	
<b>Quality Report</b> <ul style="list-style-type: none"> <li>• Dr. Bundy</li> </ul>	<ul style="list-style-type: none"> <li>• Shared Quality and Safety Pillar Scorecard</li> <li>• Shared Charleston Area COVID-19 Impact- Omicron surge</li> <li>• IMPROVE Updates- Various Action Plans</li> <li>• Joint Commission</li> </ul>	<b>Information</b>	 22_02_16 MEC Bundy.pptx
<b>Communication's Report</b> <ul style="list-style-type: none"> <li>• Dr. Herzke</li> </ul>	<ul style="list-style-type: none"> <li>• Introduction</li> </ul>	<b>Information</b>	
<b>Joint Commission Readiness</b> <ul style="list-style-type: none"> <li>• Lois Kerr</li> </ul>	Lois Kerr reported <ul style="list-style-type: none"> <li>• Joint Commission Update</li> </ul>	<b>Information</b>	

## MEDICAL EXECUTIVE COMMITTEE

Consent Items			
<b>Policies</b> <i>(Consent)</i>	<b><u>Policies for Approval:</u></b> <ul style="list-style-type: none"> <li>• C-146 Medication Reconciliation</li> <li>• C-144B Pediatric Parenteral Nutrition – PN – and Intravenous Lipid Emulsion – ILE</li> <li>• C-050 Care at the End of Life</li> <li>• CHS-IPC-003 Collection, Storage, and Handling of Human Milk</li> </ul>		<b>Information</b>  <b>Approved</b>
<b>Standing Orders</b> <i>(Consent)</i>	<b><u>Standing Orders for Approval:</u></b> <ul style="list-style-type: none"> <li>• 4391 Primary Care Medication Refills</li> <li>• 4396 Primary Care Urine Micro Albumin</li> <li>• 4401 Primary Care Shortness of Breath</li> <li>• 6055 Adult Liver Post Transplant HCV Positive Organ Orders</li> <li>• 6612 Oxygen Titration Standing Order</li> <li>• 4643 In-basket Standardization</li> <li>• 8553 Guidelines for Surgical Interventions for Patients with CAH</li> <li>• 8551 Standing Orders – Vascular Surgery NEW Patients</li> <li>• 8550 Standing Orders – Vascular Surgery ESTABLISHED Patients</li> <li>• 4393 Primary Care PPD placement</li> <li>• 8546 CHF Lab Orders-Same Day Testing</li> <li>• 8545 CHF Lab Orders -Established Patients</li> </ul>		<b>Information</b>  <b>Approved</b>
<b>Data &amp; Service Reports</b> <i>(Consent)</i>	<u>Data Reports:</u>	<u>Service reports reviewed:</u>	<b>Information</b>
<b>Subcommittee Minutes</b> <i>(Consent)</i>	<u>Committee minutes:</u> <ul style="list-style-type: none"> <li>• Credentials Committee</li> </ul>		<b>Information</b>
<b>Adjournment</b> 7:52 am	The next meeting of the Medical Executive Committee will be March 16, 2022 at 7:30 am via TEAMS/In Person		

Elizabeth Mack, MD, Secretary of the Medical Staff

**AGREEMENTS ENTERED INTO BY THE  
MEDICAL UNIVERSITY HOSPITAL AUTHORITY  
SINCE THE FEBRUARY 2022 MEETING  
OF THE BOARD OF TRUSTEES**

**Hospital Services** - Any contract involving the exchange of Hospital services either for money or other services.

**Managed Care** - The Medical Center has entered a Managed Care Agreement with the following:

- BlueChoice – Medicaid
- Humana Choice Care
- Mecost
- CVS Caremark Network Services X4
- Select Health of South Carolina
- Humana Military
- Cigna
- Medcost
- South Carolina Department of Social Services
- BCBSSC
- Medicaid Branches of DHHS
- Humana Choice Care
- Molina
- Centers for Medicare & Medicaid Services

**Transplant Agreements** - For the institution(s) listed below, the Medical Center Transplant Unit agrees to provide tissue typing and transplantation to those patients who are medically suitable and to follow those patients in the transplant clinic at MUSC.

**Transfer Agreements** - MUHA agrees to accept the admission of individuals requiring specialized care and meet certain criteria from the following facilities:

- Doctors Hospital of Augusta
- Keresh Long Term Care Center
- Fresenius Medical Care
- Spring Street Senior Housing OPCO, LLC

**Affiliation Agreements** –

- Coker University
- Marist College
- Central Piedmont Community College

**Shared Services Agreements** –

			March 2022							
Proj #	Description	MUSC Approved Budget	FY22 Funding	Funds Committed to Date	Balance to Finish	A/E	Contractor	Status	Projected Final Completion	
<b>PENDING APPROVAL</b>										
<b>MUHA FY22 APPROVED CAPITAL PROJECTS</b>										
210047	Siemens - Cath Lab 11 & 12 (Construction)	\$ 812,250	\$ 812,250	\$ 752,010	\$ 60,240	Liollio	Chastain	Design	June 2022	
	<del>Siemens - RT R&amp;F X-Ray (Construction)</del>	<del>\$ 141,075</del>	<del>\$ 141,075</del>	<del>\$ -</del>	<del>\$ 141,075</del>			<del>Pending</del>	<del>Pending</del>	
220015	Siemens - RT 1st Floor 3T Skyra MRI (Construction)	\$ 513,000	\$ 513,000	\$ -	\$ 513,000	LS3P	TBD	Design	Pending	
210048	Siemens - UHE 2nd NES 6th Floor (Construction)	\$ 1,150,000	\$ 1,150,000	\$ 1,092,865	\$ 57,135	Josie Abrams	Stenstrom	Design	March 2022	
220016	Siemens - ART CT 3rd Floor Angio Room 1 Replacement (Construction)	\$ 213,750	\$ 213,750	\$ -	\$ 213,750		TBD	Design	June 2022	
220017	Siemens - ART X-Ray Luminos Agile Max RF Room 2 (Construction)	\$ 81,000	\$ 81,000	\$ 27,051	\$ 53,949	LS3P	TBD	Design	June 2022	
220017	Siemens - UH R&F X-Ray Luminos Agile Max (Construction)	\$ 81,000	\$ 81,000	\$ 27,051	\$ 53,949	LS3P	TBD	Design	June 2022	
220017	Siemens - UH R&F X-Ray Ysio Max (Construction)	\$ 81,000	\$ 81,000	\$ 27,051	\$ 53,949	LS3P	TBD	Design	June 2022	
	Siemens - UH 5th Floor Pheno (Construction)	\$ 598,500	\$ 598,500	\$ 79,795	\$ 518,705	Doyle / DWG	TBD	Design	Enabling Projects J	
220021	Siemens - ART ERCP Phase 2 + Holding (Construction)	\$ 878,750	\$ 878,750	\$ 84,312	\$ 794,438	Compass 5	TBD	Design	June 2022	
210029	Siemens - UHE 5th Floor Room 3 (Construction)	\$ -	\$ -	\$ 130,054	\$ -	Doyle Architecture	Stenstrom	Construction	March 2022	
210041	UHE Air Handler Unit 3	\$ 600,000	\$ 600,000	\$ 560,585	\$ 39,415	RMF	Triad Mechanical	Construction	March 2022	
220022	RT Air Handler Unit 2-2	\$ 75,000	\$ 75,000	\$ 52,500	\$ 22,500	BR+A	NA	Design	Design Only	
150437	UHE Cooling Tower Phase I	\$ 2,150,000	\$ 2,150,000	\$ 2,051,219	\$ 98,781	MECA	Triad Mechanical	Construction	May 2022	
210054	UH - 8E NSICU Expansion (Construction)	\$ 1,750,000	\$ 1,750,000	\$ 1,099,761	\$ 650,239	Compass 5	Stenstrom	Construction	April 2022	
220023	UH 5E Renovation for SSICU (Construction)	\$ 1,500,000	\$ 1,500,000	\$ 110,000	\$ 1,390,000	Compass 5	TBD	Design	September 2022	
210066	CSB Hyperbaric Unit (Construction)	\$ 600,000	\$ 600,000	\$ 515,000	\$ 85,000	McMillan Pazdan Smith	Branks	Bidding	April 2022	
210062	RT Oncology H&N Expansion (Construction)	\$ 600,000	\$ 600,000	\$ -	\$ 600,000	McMillan Pazdan Smith	TBD	On Hold	On Hold	
<del>220025</del>	<del>Therapies PT/OT Health West Clinic Phase 2 (Construction)</del>	<del>\$ 30,000</del>	<del>\$ 30,000</del>	<del>\$ -</del>	<del>\$ 30,000</del>	<del>Josie Abrams</del>		<del>On Hold</del>	<del>On Hold</del>	
220026	ART BMT Expansion (Philanthropy)	\$ 1,000,000	\$ 1,000,000	\$ 24,350	\$ 975,650	LS3P	NA	Pending	Pending	
	<b>Total</b>	<b>\$ 12,855,325</b>	<b>\$ 12,855,325</b>	<b>\$ 6,633,604</b>	<b>\$ 6,351,775</b>					

University Active Project List > \$250,000		April 2022						
Project #	Description	MUSC Approved	Funds Committed to	Balance to Finish	A/E	Contractor	Status	Projected Final Completion
<b>Approved Projects</b>								
9834	IOP Chiller # 2 Replacement	\$2,500,000	\$1,910,834	\$589,166	MECA	McCarter	Construction	June 2022
9835	Energy Performance Contract	\$30,000,000	\$27,500,000	\$2,500,000	Ameresco	Ameresco	Construction	June 2022
9840	BSB Envelope Repairs	\$7,000,000	\$4,677,000	\$2,323,000	REI	Hawkins	Construction	December 2022
9844	HCC 3rd Floor Renovations	\$4,500,000	\$426,280	\$4,073,720	MPS		Design	June 2023
9845	BSB Replace AHU 5 and 3 with new AHU	\$1,200,000	\$289,000	\$911,000	RMF		Bidding	December 2022
9846	Pharmacy Addition/Innov Instruc Classroom Renov	\$58,000,000	\$51,263,000	\$6,737,000	Compass 5	Whiting Turner	Construction	October 2022
9847	HCC Mechanical Systems Replacement	\$3,500,000	\$3,400,000	\$100,000	RMF	CR Hipp	Construction	June 2022
9848	BSB Replace AHU #4 and #4A (serve animal area)	\$1,700,000	\$1,588,500	\$111,500	RMF	Triad	Construction	June 2022
9851	BSB AHU #1 Replacement	\$5,800,000	\$5,344,000	\$456,000	RMF	CR Hipp	Construction	December 2022
9852	MUSC Combined Heat & Power Facility	\$1,500,000	\$1,500,000	\$0	Ameresco		Design	TBD
9854	CoHP President Street Academic Building	\$40,000,000	\$532,000	\$39,468,000	SMHa		Design	May 2024
51335	BSB Chiller #6 Replacement	\$1,500,000	\$114,000	\$1,386,000	MECA		Bidding	December 2022
51356	HCC Generator #3 Replacement	\$3,000,000	\$188,000	\$2,812,000	GWA		Design	TBD
51357	HCC Lab Air System Replacement	\$1,300,000	\$5,000	\$1,295,000	DWG		Schematic Design	TBD
51358	Campus Elevators Modernization	\$4,300,000		\$4,300,000	TBD		Design Award Pends	TBD
51359	IOP Cooling Tower Upgrade	\$1,800,000	\$950,000	\$850,000	RMF	McCarter	Construction Award Pends	December 2022
51360	HCC 4th Floor Roof Replacement	\$1,300,000	\$1,210,000	\$90,000	BEE	Bone Dry	Construction	June 2022
50095	T-G Humidifier Replacement	\$700,000	\$515,000	\$185,000	RMF	Triad	Construction	June 2022
50098	BSB Heat Exchanger Replacement	\$350,000	\$241,000	\$109,000	RMF	Triad	Construction	August 2022
50100	IOP Sleep Lab	\$990,000	74,595	\$915,405	Liollio		HOLD per COM	TBD
50121	Quad F Building Roof Replacement	\$600,000	\$500,000	\$100,000	BEE	Bone Dry	Construction	June 2022
50122	CSB Fuel Tanks Replacement	\$990,000	\$800,000	\$190,000	S&ME	JB Petroleum	Construction	June 2022
50123	CODM Clinics Building Cooling Tower Upgrade	\$980,000	\$71,000	\$909,000	RMF		Design	TBD
50124	CSB Cooling Tower Piping Upgrade	\$300,000	\$24,000	\$276,000	RMF		Design	TBD
50126	Miscs Research Hoods Phoenix Control Upgrades	\$450,000	\$282,000	\$168,000	N/A	Hoffman	Construction	June 2022
50127	DDB Air Cooled Chiller Replacement	\$450,000	\$414,000	\$36,000	MECA	McCarter	Construction	December 2022
50131	University Facilities Condition Assessment	\$741,504	\$721,504	\$20,000	SSR		Design	June 2022
50133	CSB Suite 215/216 Renovations	\$660,000	\$33,200	\$626,800	RMF	Satchell	Construction Award Pends	December 2022
50134	CSB Exterior Envelope Brick Repairs	\$500,000	\$63,000	\$437,000	BEE		Design	TBD
50141	Quad E AHU 5, 6, & 7 Replacement	\$450,000	\$43,000	\$407,000	RMF		Design	TBD
50145	CSB Wound Care Renovations	\$500,000	\$463,000	\$37,000		Branks	Construction	June 22

**MEDICAL UNIVERSITY OF SOUTH CAROLINA  
PROFESSIONAL SERVICES  
FOR REPORTING  
APRIL 7, 2022**

***MUSC Indefinite Delivery Releases***

**GWA, Inc.** \$182,701.00  
Hollings Cancer Center Generator #3 Replacement Phase 2 Services

***IDQ Contracts***

**LS3P Associates LTD**

Provide architectural services on an as-needed basis over a two year period throughout the campus. Individual projects not to exceed \$200,000. Services are not to exceed \$500,000 over a two year period.

**Liollo**

Provide architectural services on an as-needed basis over a two year period throughout the campus. Individual projects not to exceed \$200,000. Services are not to exceed \$500,000 over a two year period.

**McMillan Pazdan Smith**

Provide architectural services on an as-needed basis over a two year period throughout the campus. Individual projects not to exceed \$200,000. Services are not to exceed \$500,000 over a two year period.

**Compass 5 Partners, LLC**

Provide architectural services on an as-needed basis over a two year period throughout the campus. Individual projects not to exceed \$200,000. Services are not to exceed \$500,000 over a two year period.

**GWA, Inc.**

Provide electrical engineering services on an as-needed basis over a two year period throughout the campus. Individual projects not to exceed \$200,000. Services are not to exceed \$500,000 over a two year period.

**DWG, Inc. Consulting Engineers**

Provide electrical engineering services on an as-needed basis over a two year period throughout the campus. Individual projects not to exceed \$200,000. Services are not to exceed \$500,000 over a two year period.

**RMF Engineering, Inc.**

Provide electrical engineering services on an as-needed basis over a two year period throughout the campus. Individual projects not to exceed \$200,000. Services are not to exceed \$500,000 over a two year period.

**MEDICAL UNIVERSITY OF SOUTH CAROLINA  
CONSTRUCTION CONTRACTS  
FOR REPORTING  
APRIL 07,2022**

***MUSC General Construction Projects***

<b>Triad Mechanical Contractors, Inc.</b>	\$208,322.00
BSB Heat Exchanger Replacement	
<b>Branks General Contractors LLC</b>	\$462,900.00
CSB Wound Care Renovation	
<b>Whiting Turner Contracting Company</b>	\$84,549.71
New College of Pharmacy Addition & Innovative Instructional Redesign	
<b>Hipp, C.R., Construction Co., Inc.</b>	\$4,954,000.00
BSB AHU #1(West Side) Replacement	





# **Bylaws of the Medical University Hospital Authority Board of Trustees**

169 ASHLEY AVENUE  
CHARLESTON, SOUTH CAROLINA 29425  
~~April 2, 2020~~ [April 8, 2022](#)

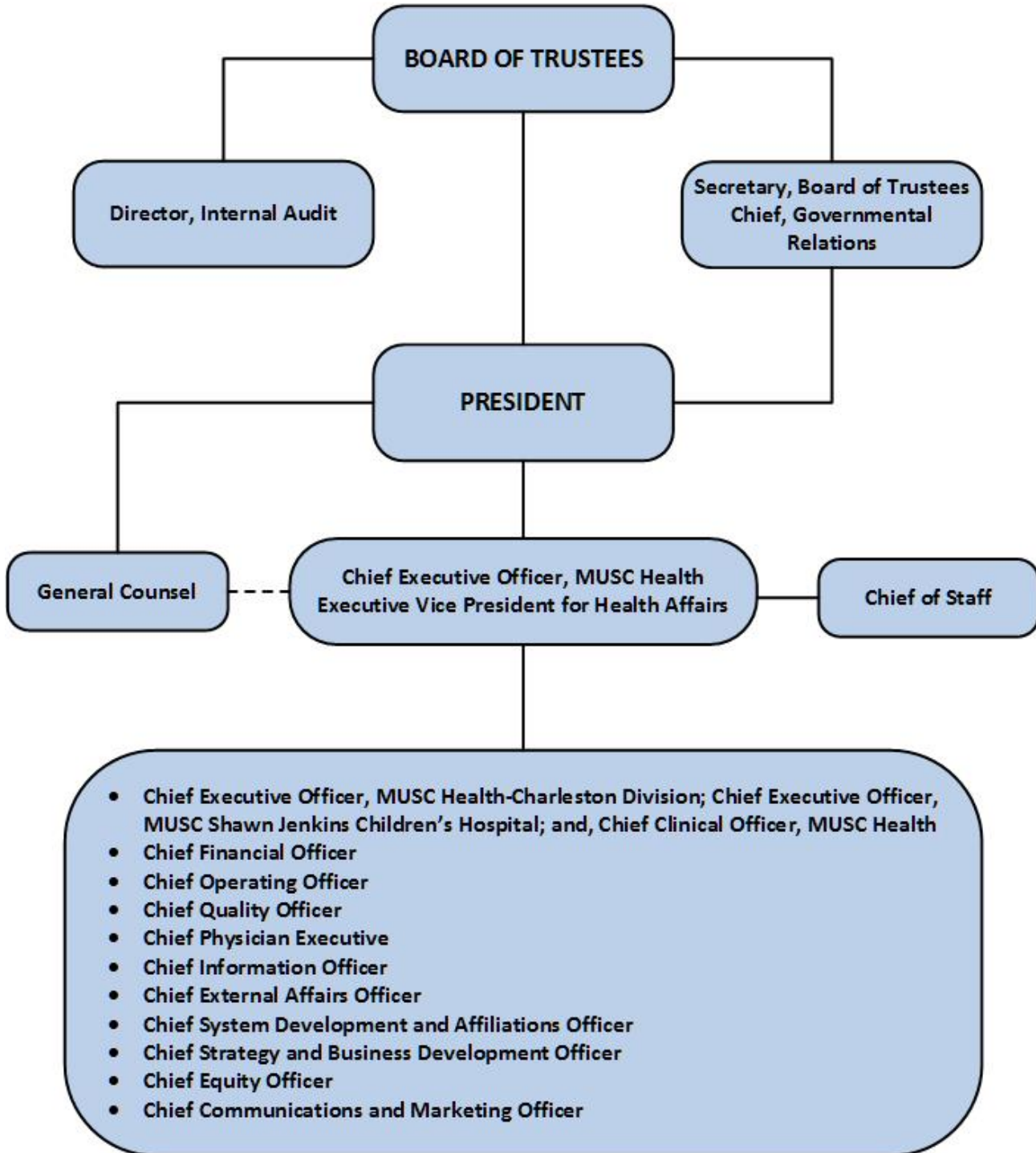
## TABLE OF CONTENTS

FOREWORD .....	1
CENTRAL ADMINISTRATIORGANIZATION.....	2
Section I. Powers and Duties of the Board of Trustees .....	3
Section II. Meetings of the Board of Trustees .....	3
Section III. Officers of the Board of Trustees.....	4
Section V. The Officers and Administration of the Authority.....	13
Section VI. The Executive Medical Director and Medical Staff.....	14
Section VII. Appeals to the Board. ....	15
Section VIII. Certain Income Tax Exemption Purposes Matters.....	16
Section IX. Requirements of Section 242 of National Housing Act, As Amended.....	16
Section X. Amendment. ....	17

## FOREWORD

1. The Medical University Hospital Authority (MUHA) does not discriminate on the basis of race, color, religion, sex, age, national origin, disability, veteran status, genetic information, sexual orientation or gender identity in the administration of admission policies, educational policies, financial aid, employment, or any other University activity, except where sex is a bona fide occupational qualification.
2. Since the English language contains no singular pronoun which includes both sexes, wherever a masculine term appears in this document it signifies both genders.
3. The meetings of the Board of Trustees are held in conformance with the Freedom of Information Act as amended, S.C. Code Ann. § 30-4-10, *et seq.*

**MEDICAL UNIVERSITY HOSPITAL AUTHORITY  
CENTRAL ADMINISTRATION ORGANIZATION**  
(As referenced in the MUHA Board of Trustees Bylaws)



# BYLAWS OF THE MEDICAL UNIVERSITY HOSPITAL AUTHORITY BOARD OF TRUSTEES

## Section I. Powers and Duties of the Board of Trustees

(A) The final authority and responsibility for the governance of the Medical University Hospital Authority (the "Authority," MUHA, or the Medical Center), its hospitals and clinics (the "Medical Center"), the outreach programs, and ancillary functions are vested in the Board of Trustees of the Authority in accordance with the statutes of the State of South Carolina pertaining thereto.

(B) The Board of Trustees, directly or through its authorized committees, shall establish the general policies of the Authority, shall define its general program of educational activity, shall annually at or before its August meeting fix and approve the Authority's application for State appropriations, if any, and shall approve the budget for the next fiscal year.

(C) The Board of Trustees avoids conflict of interest. Any Trustee having a potential or perceived conflict of interest should make a full disclosure of the facts to the Chairman and should refrain from voting, participating or influencing a decision on the matter. The minutes of the meeting should reflect that disclosure was made and the member abstained from voting.

(D) The Board of Trustees shall name the principal officers of the Authority as prescribed in Section V of these Bylaws, but it may delegate to those elected officers the employment of subordinate officers and employees.

(E) The Board of Trustees shall review or review and revise these Bylaws at least every four (4) years or earlier if a material change occurs.

## Section II. Meetings of the Board of Trustees

(A) **Regular Meetings.** Regular meetings of the Board of Trustees shall be held on the second Friday of February, April, August, October, and December, and on the day before the commencement of the Medical University of South Carolina, provided that the place and/or time of any regular meeting may be changed by the Chairman of the Board of Trustees. Any change in the date, place and/or time of any regular meeting shall be publicly noticed in accordance with S.C. Code of Laws §30-4-80.

### (B) **Special Meetings.**

(1) Special meetings of the Board of Trustees may be called at the will of the Chairman; or

(2) Upon the written request of three or more members, the Chairman shall call a special meeting of the Board.

At least 24-hour's notice of any such meeting shall be given to the members of the Board of Trustees. The 24-hour's notice will not apply to emergency meetings in accordance with S.C. Code of Laws §30-4-80. Special meetings of the Board of Trustees may be in person, or via teleconference or video-conference. Trustees must be in attendance in person, or via teleconference or videoconference to vote on an action item at a Special Meeting. The vote will occur publicly, either by written ballot, roll

call or other electronic means approved by a majority of the Trustees in attendance at the time of the vote.

(C) **Agenda.** Prior to each regular meeting of the Board of Trustees and with the notice of any special meeting, the Secretary of the Board shall include a proposed agenda and pertinent information for the meeting. Any changes to the agenda shall be done in accordance with S.C. Code of Laws §30-4-80.

(D) **Quorum.** A majority of the elected and ex-officio voting Trustees shall constitute a quorum.

(E) **Voting.** Except as otherwise specifically provided herein, all matters coming before the Board or a committee thereof for determination shall be determined by a majority of the members present by voice acclamation. Upon request of any Board or committee member, a vote by the Board or committee, as applicable, shall be by a call of the roll and results of such roll call vote shall be recorded in the minutes of the Board or committee.

(F) **Order of Business.** The order of business for all meetings of the Board of Trustees shall be as follows:

(1) Roll call.

(2) Corrections and approval of all minutes of regular and special Board and Committee meetings not previously approved.

(3) Reports and recommendations of the President, who may at his discretion call upon other officials of the Medical Center for reports on their areas of authority.

(4) Reports of standing committees.

(5) Reports of special committees.

(6) Old business.

(7) New business.

(G) **Rules of Order.** Except as charged by specific rules and regulations of the Board of Trustees, the current edition of *Robert's Rules of Order* shall constitute the rules of parliamentary procedure applicable to all meetings of the Board and its several Committees.

### **Section III. Officers of the Board of Trustees**

(A) **Ex-Officio Chairman.** The Governor of the State of South Carolina is the voting ex-officio Chairman of the Board of Trustees and he shall preside at those meetings of the Board which he attends. The Governor's designee will vote for the Governor in his absence.

(B) **Chairman.** The Chairman of the Board of Trustees of the Medical University of South Carolina shall serve as the Chairman of the Board of Trustees of the Authority. The Chairman shall:

- (1) Preside at all meetings at which the ex-officio Chairman does not preside,
- (2) Appoint all board committees not otherwise provided for,
- (3) Be an ex-officio member of all standing committees of the Board,
- (4) Execute all legal documents and instruments on behalf of the Board, and
- (5) Represent the Board in making any budget requests to the General Assembly of the State.

The Chairman of the Board shall be the official spokesman of the Board.

(C) **Vice Chairman.** The Vice Chairman of the Board of Trustees of the Medical University of South Carolina shall serve as the Vice Chairman of the Board of Trustees of the Authority. The Vice Chairman shall perform the duties of the Chairman in his absence, disability, or unavailability.

(D) **Secretary.**

(1) The Secretary of the Board of Trustees of the Medical University of South Carolina shall serve as the Secretary of the Board of Trustees of the Authority. The Secretary shall also serve as Secretary of all committees of the Board.

(2) Duties. It is the duty of the Secretary to arrange for all Board meetings and to act as Secretary to all Board committees, to keep records and minutes of Board actions, to review and prepare proposed revisions to the Bylaws of the Board every four (4) years or earlier if a material change occurs, and to complement the links with the President. In this role, the Secretary's primary responsibility is to the Board members. **SPECIFICALLY, THE SECRETARY WILL:**

(a) Prepare agenda, place requests in proper format for Board meetings and Board action, record minutes of all meetings, and mail notices and other information to Trustees;

(b) Assist the Board in reviewing, and prepare proposed revisions to, the bylaws of the Board every four (4) years or earlier if a material change occurs. Upon completion of the review by the Board, incorporate all adopted amendments, and submit changes to other parts of the bylaws which are reasonably implied by the adopted amendments;

(c) Obtain necessary legal opinions pertaining to the Board of Trustees as an entity and to individual members in their official capacities;

- (d) Receive all direct correspondence, reports, telephone calls, etc., for the Board. Formulate proposed actions and communicate results to the Chairman and Board members;
- (e) Relay to the President requests received by Board members from constituents;
- (f) Make all arrangements for meetings of the Board of Trustees and committees; make travel accommodations and meal arrangements, including social functions when appropriate;
- (g) Keep all records of Board actions taken via mail or telephone between meetings;
- (h) Process the Board of Trustees including supplies, printing, binding, travel, subsistence and per diem;
- (i) Take care of routine correspondence on behalf of the Chairman and Board members;
- (j) Provide copies of minutes of Board of Trustees meetings to members and other addressees as appropriate;
- (k) Arrange for screening of the General Assembly's daily calendars and journals, proposed legislation, relevant newspapers, and other information sources. Report pertinent information to the Board and to the President;
- (l) Keep a log of term of office and appropriate filing duties and procedures for Trustee members;
- (m) Insure compliance with the requirements of the South Carolina Freedom of Information Act as it pertains to Board meetings and records; and
- (n) Ensure that the Chairman of the Board of Trustees fills certain seats on affiliate boards, as specified by the affiliates' Bylaws. As such positions become available all Board members will be made aware of the open seat prior to the Chairman appointing an individual to fill the seat. Where two or more seats are available on an affiliate board consideration shall be given to filling the slots with one professional and one lay person from the Board of Trustees.

**(E) Internal Auditor.**

(1) The Internal Auditor of the Medical University of South Carolina shall serve as the Internal Auditor of the Authority. The Board directs that the Internal Auditor's position and its support staff shall report and be accountable directly to the Board of Trustees. It is further directed that the Board of Trustees of the Medical University of South Carolina shall be responsible for managing the Internal Auditor's tenure and for setting the financial budget for the Internal Audit Department, including salaries, operational expenses, and support costs.



(2) Duties. The Internal Auditor is responsible for managing a professional Internal Audit Department to provide analyses, appraisals, recommendations, counsel, and information concerning the activities reviewed to management, and ultimately to the Board of Trustees.

(3) The Internal Auditor is also responsible for providing the Board of Trustees with information about the adequacy and effectiveness of the organization's system of internal control and the quality of performance.

(4) The Internal Auditor will assist the Audit Committee of the Board of Trustees in carrying out its duties as stated in Section IV(D)(3) of these Bylaws.

(5) The Internal Auditor will assist the Audit Committee in the selection, oversight, and evaluation of the External Auditor.

(F) **Trustees Emeriti.** The Board of Trustees of the Medical University Hospital Authority may recognize a former trustee for loyal, dedicated and significant service to the Authority. Trustee Emeritus status will be granted when a former Board member is nominated in writing by a current Board member and elected by a two-thirds majority vote. To be eligible, the former Board member must have served at least eight (8) consecutive years or have been awarded an honorary degree by the Medical University of South Carolina.

Trustees Emeriti will be elected for life. Trustees Emeriti will be non-voting, ex-officio members who are not reimbursed from appropriated funds. These Board Members will be invited to all Board functions and events and will provide support for the Authority as knowledgeable friends and ambassadors.

#### **Section IV. Committees of the Board.**

(A) **Standing Committees.** In addition to such special committees as from time to time may be appointed or elected by the Board of Trustees, there shall be the following standing committees:

- (1) Audit
- (2) Operations, Quality and Finance
- (3) Physical Facilities

(B) **Organization and Terms of Office.** All standing committee assignments shall be made by the Chairman of the Board of Trustees from the membership of the Board within 30 days following the August meeting each even numbered year. Their terms of service shall be for two (2) years. Each standing committee shall be composed of a minimum of three (3) members. Each standing committee shall elect its own chairman from its members by a majority vote taken by voice acclamation at the first committee meeting following the August meeting of the Board at which a Board Chairman is elected, excluding special elections, or at the first regular meeting of a new standing committee. Upon request of any standing committee member, a vote by the committee shall be by call of the roll and results of such roll call vote shall be recorded in the minutes of the committee. Board members may only serve as Chairman of more than one standing committee of the Authority or the Medical

University of South Carolina Boards when the same committee (e.g., Physical Facilities, Audit) serves both entities.

(C) **Quorum.** A majority of the membership of any standing committee shall constitute a quorum.

(D) **Powers and Duties of Standing Committees.** The standing committees shall have the following powers and duties:

**(1) Audit Committee.**

(a) The Audit Committee shall concern itself with assisting the Board of Trustees in discharging its fiduciary and stewardship obligations relative to the reliability and integrity of 1) systems of internal control, 2) accounting practices, 3) annual reporting, 4) internal and external audit processes, 5) management of business exposures and 6) compliance with legal, regulatory, and ethical requirements.

(b) The Committee will provide an open avenue of communication among the internal and external auditors, management, and the Board. The full Board will continue to have complete access to management and the Internal Audit department and may continue to request the Internal Audit department to review areas of concern to them.

(c) The role of the Committee is oversight. It is not the duty of the Committee to prepare financial statements or to conduct audits to independently verify management's representations or to determine that the financial statements are complete and fairly present the financial condition of MUHA. These are the responsibilities of management and the external auditors.

(d) The Audit Committee has the full authority to review/investigate any matter or activity within the scope of its responsibilities. It shall have direct access to management, Internal Audit, Legal Counsel and any other members of or resources within MUHA and its affiliated organizations. All employees shall be directed to cooperate as requested by members of the Committee. The Committee shall also have the resources and authority to retain special legal, accounting, or other experts it deems necessary in the performance of its responsibilities.

(e) In accordance with Section IV(B) of these bylaws, the Chairman of the Board shall appoint the Audit Committee members, all of whom shall be Trustees, and the Committee members will elect one individual to serve as Committee Chairman. Each member of the Committee, including the Chairman, shall be independent and by reason of education or experience possess such degree of financial literacy as required to oversee the performance of the internal and external auditors, review MUHA's financial statements, and otherwise faithfully execute the role of the Audit Committee set forth in the bylaws. At least one member of the Committee should have appropriate experience with internal controls, an understanding of applicable accounting principles, the application of such principles in preparing or auditing financial statements, and an understanding of audit committee functions.

(f) Members of the Committee shall uphold their duty of care by attending and participating in meetings, strengthening his or her understanding of the institution and its operations, maintaining professional skepticism, addressing appropriate subjects, gathering adequate facts, making reasonable and prudent inquiries before making a decision, and seeking outside counsel when necessary.

(g) The Audit Committee shall meet at least two times per year. Internal Audit will coordinate the Committee's agenda in consultation with the Committee Chair. All Board members are encouraged to attend and participate in the Audit Committee meeting.

(h) The Committee will set the appropriate tone in communicating the importance of internal control and direct management to establish appropriate internal controls.

(i) The Management Development and Compensation Sub-Committee shall be a subcommittee of the Audit Committee and reports to the Board through the Audit Committee.

- i. The Management Development and Compensation Sub-Committee shall ensure that executive management and employees of the entities receive compensation that is market-level competitive, supports achieving the entities' strategic objectives, and is relevant to the individual's annual job performance while being sensitive to funding availability and longer term budget goals. The sub-committee will review all policy matters related to evaluation and compensation of the President, the Vice Presidents, the Administrators, the Secretary of the Board (collectively "Executive Leadership"), and any other positions the sub-committee may decide. The sub-committee will make recommendations to the Board via the Audit Committee regarding these matters. The sub-committee will assist the Board in determining a compensation package for the President and advise the President regarding appropriate compensation structures for other members of Executive Leadership.
- ii. The sub-committee shall review, at least annually, MUHA's assessment of potential candidates for promotion (Key Employees) to, at a minimum, a Vice President, Administrator, or other senior executive position designated by the Board. The assessment should identify candidates potential for promotion, professional development needed to address perceived deficiencies in a candidate's preparedness for promotion, or other actions to develop a "deep bench" of potential MUHA leaders. The sub-committee shall assist the President in determining appropriate professional development assistance for the MUHA Key Employees and in determining the best approaches to providing that assistance. The sub-committee shall review, at least annually, the Management Development plans in place and planned to ensure that all employees are encouraged to continuously improve their professional capabilities.

- iii. As with other standing committees, members of this sub-committee will be appointed by the Chairman of the Board of Trustees and is not limited to members of the Audit Committee. The Chairman of the Audit Committee will serve as chairman of this sub-committee.
  - iv. The Management Development and Compensation Sub-Committee shall meet as needed. All Board members are encouraged to attend and participate in the sub-committee meetings.
  - v. No offer of compensation, whether written or oral, subject to the review of the Management Development and Compensation Sub-Committee shall be effective as binding on the entities without the required approval(s).
- (j) The Committee shall report to the Board on all financial matters in its area of concern.

**(2) Operations, Quality and Finance Committee.**

(a) The principal objectives of the Authority and the Medical Center, to include all hospitals and clinics, the outreach programs, and all services rendered to all patients, are to support the tri-part mission of the Medical University of South Carolina and the Medical University Hospital Authority including:

- i. To deliver direct health services as a corollary to the primary objective of education and to establish a medical center for the needs of the State of South Carolina, and
- ii. To improve the organization and delivery of the health care system to society as a demonstration of responsibility, in conjunction with the appropriate State professional organizations.

(b) In order to implement these objectives, the Operations, Quality and Finance Committee shall concern itself with the operations of the Medical Center, to include all hospitals and clinics, the outreach programs, and all services rendered all patients. This Committee will recommend and seek Board approval for necessary outpatient clinics in off-campus locations. With Board approval, these recommendations will be forwarded to the Physical Facilities Committee.

(c) In like manner, the planning of hospital services; the organizational structure for the delivery of health care; human, financial, and informational resources of the Medical Center and related activities to include the development and approval of the budget, and all other specific financial and contractual matters, quality of care, quality assurance mechanisms, credentials review and privilege delineation, and review of the Committee's performance annually are also responsibilities of this Committee.

(d) The Executive Medical Director of the Medical Center, or his designee, shall report quality assurance findings to the Operations, Quality and Finance Committee at each meeting. This report shall include quality indicators, departmental activities and mechanisms for resolving patient care problems. The quality assurance findings of the Operations, Quality and Finance Committee shall be reported to and acted upon by the full Board of Trustees. These reports should include activities related to hospital-wide quality assurance.

(e) The Operations, Quality and Finance Committee shall review the recommendation of the President for the CEO, MUSC Health-Charleston Division, and the recommendation of the Executive Medical Director of the Authority for the medical staff and department chairmen and shall make its recommendations thereon to the Board of Trustees.

(f) The Operations, Quality and Finance Committee shall concern itself with the broad financial overview of the Authority, as well as with the operation, routine care, and maintenance of the existing physical facilities of the Authority. Specific financial details for physical facilities will be provided in the Physical Facilities Committee of the Board of Trustees.

(g) The Committee shall especially concern itself with such matters as procurement, accounting, budgeting, and information systems.

(h) The Committee shall concern itself with the financial and fiscal policies and procedures of the Authority.

(i) The Committee will assist the Audit Committee in setting the appropriate tone in communicating the importance of internal control and directing management to establish appropriate internal controls.

(j) The proposed annual budget for the Authority shall be prepared by the appropriate Authority officers for review by the Committee.

(k) The Committee shall concern itself with personnel policies and personnel administrative programs to achieve satisfactory quality, productivity, and morale of personnel of the Authority.

(l) The Committee will make appropriate and timely reports and recommendations to the Board of Trustees which, upon approval by the Board of Trustees, shall become established policy.

### **(3) Physical Facilities Committee.**

(a) The Physical Facilities Committee shall concern itself with the real property and improvements thereto of the Medical Center. It shall be responsible for prioritizing and implementing all development plans for Authority properties and their improvements. It shall solicit, evaluate, and select suggestions and proposals from administration,

consultants, and other professionals relating to the development and capital improvements of the physical facilities and make recommendations to the Board of Trustees. This Committee will only be concerned with capital projects exceeding cost limits specified in approved Board policies. This Committee shall assume full responsibility of the Medical University Hospital Authority Facility Plan, to include, but not be limited to, 1) selecting architects, engineers and other related professionals; 2) prioritizing all requests for facilities; 3) conducting feasibility studies; and 4) reviewing major renovations required for the installation of equipment.

(b) To help carry out the duties of the Physical Facilities Committee, the Committee Chairman can appoint one member of the Physical Facilities Committee and two members of the Board of Trustees at large as a separate project committee for each major building project for architect/engineer and related construction professionals selections. There may be multiple project committees with different Trustees functioning concurrently for different projects. A project committee is an active part of the Physical Facilities Committee and serves at the supervision, control and direction of the Physical Facilities Committee. The Physical Facilities Committee Chair shall take into account any expertise or experience of Board members and of their willingness to serve on a committee for a specific project.

(c) The Committee shall be familiar with and report to the Board of Trustees preliminary details of costs associated with various developments and improvements of physical facilities.

(d) The Committee shall be charged with the responsibility of all Board matters relating to the physical properties of the Authority; the design and location of new buildings, master planning, and improvements or remodeling of buildings and all other matters having to do with the preservation of the Authority's physical facilities. It shall report to the Board of Trustees with its recommendations thereon and on all contracts relating to new construction, capital improvements, and major repairs/renovations to existing buildings and grounds.

(e) The Committee will establish a formal mechanism decreeing the time and appropriate ceremony to formally accept any completed project.

(f) At each Board meeting, the CEO of MUSC Health or his designee will update the Physical Facilities Committee on 1) construction progress, 2) budgetary increases on construction/facility improvements, and 3) all change orders to date.

(g) Once the Physical Facilities Committee accepts and prioritizes capital project(s) for development, the project(s) will be forwarded to the Operations, Quality and Finance Committee of the Board of Trustees for funding consideration. The Operations, Quality and Finance Committee will have the responsibility for seeking appropriate funding in consideration of the Authority's budgetary status, bonding requirements and other financial requirements or restrictions of the Authority. In accordance with approved

Board policies, the Operations, Quality and Finance Committee will make recommendations for approval of expenditures to the full Board.

(h) The Committee shall report to the Board on all financial matters in its area of concern.

## **Section V. The Officers and Administration of the Authority.**

(A) **The President.** The Chief Executive Officer of the Authority shall be its President who shall be the President of the Medical University of South Carolina.

(1) The President shall have and exercise full executive powers over the Authority and its related operations within the framework of the policies established by the Board of Trustees.

(2) More specifically, the President shall be charged with the organization of the administrative and professional personnel of the Authority and the method of selecting the personnel, subject only to the limitations imposed by these bylaws, South Carolina laws, and applicable State policies and procedures. He shall be the medium of formal communication between the Board of Trustees and the administrative organization of the Authority and also the official spokesman of the Authority except as to matters within the special province of the Board of Trustees, in which realm the Chairman of the Board of Trustees shall be the official spokesman. The President, with his appropriate executive officers and the appropriate committees, shall prepare or receive and forward all requisite reports, budgets, and presentations to public agencies and to the Board of Trustees of the Authority.

(3) The President shall present to the Board of Trustees an organizational chart showing divisions, departments, and lines of reporting and command in the administrative organization of the Authority. After approval of such organizational chart, any changes shall be made only after the proposed change has been approved by the Board.

(B) **Chief Executive Officer, MUSC Health and Executive Vice President for Health Affairs.** By and with the advice of the President and/or appropriate standing committee, the Board of Trustees shall elect the Executive Vice President for Health Affairs and CEO of MUSC Health and approve his total compensation package and subsequent changes thereto. The Executive Vice President of Health Affairs of the Authority will be elected by a majority vote of the Trustees. Trustees must be present to vote. The vote shall be by signed written ballot unless a Board member requests a vote by call of the roll prior to initial distribution of the ballots. The results of such roll call vote shall be recorded in the minutes of the Board.

(1) The CEO, MUSC Health and Executive Vice President for Health Affairs is administratively responsible to the President and Board for all Authority functions and shall exercise overarching control and responsibility for clinical service delivery of the Authority, as well as, human, financial, informational resources and related activities. The CEO, MUSC Health and Executive Vice President for Health Affairs is expected to align strategically with the Executive Vice President of Academic Affairs and Provost related to the development and implementation of joint initiatives to ensure overall alignment of mission and vision and shall ensure that MUSC Health provides a supportive environment for high quality, sophisticated clinical teaching and research programs carried out by



MUSC faculty. This officer shall formulate policies with respect to the clinical, educational and research activities of MUSC Health and is expected to align strategically with the Dean of the College of Medicine and Vice President for Medical Affairs for all College of Medicine clinical activities as well as MUSC Physicians.

~~(1) The Vice President for Health Affairs is administratively responsible to the President for the MUSC clinical enterprise and jointly serves as the Chief Executive Officer of the clinical enterprise (MUSC Health). As Vice President, this officer shall report to the President for all clinical matters as they relate to MUSC Health. Associated duties as Vice President for Health Affairs include responsibility for the activities of MUSC Health including purview over the organizations as they relate to the total program of the Medical University.~~

(2) Except as otherwise provided in these bylaws, the officers and administrators of the Authority shall report to and through this officer to the President.

~~(3) This officer shall be responsible for the development and implementation of joint initiatives to ensure overall alignment of mission and vision and shall ensure that MUSC Health provides a supportive environment for high quality, sophisticated clinical teaching and research programs carried out by MUSC faculty. This officer shall formulate policies with respect to the educational and research activities of MUSC Health and shall submit such policies to the Board of Trustees for approval.~~

**(C) Chief Executive Officer (CEO), MUSC Health-Charleston Division.** By and with the advice of the President and the Executive Vice President for Health Affairs and CEO of MUSC Health, and/or appropriate standing committee, the Board of Trustees shall elect the CEO, MUSC Health-Charleston Division and approve his total compensation package and subsequent changes thereto. The CEO, MUSC Health-Charleston Division, will be elected by a majority vote of the Trustees. Trustees must be present to vote. The vote shall be by signed written ballot unless a Board member requests a vote by call of the roll prior to initial distribution of the ballots. The results of such roll call vote shall be recorded in the minutes of the Board.

(1) The CEO, MUSC Health-Charleston Division is administratively responsible to the Executive Vice President for Health Affairs and CEO of MUSC Health for Authority functions and services that it provides and shall exercise control and responsibility for human, financial, and informational resources of the Authority and related activities. Except as otherwise provided in these bylaws, the officers and administrators of the Charleston Division shall be appointed by and report to and through this officer to the Executive Vice President for Health Affairs and CEO, MUSC Health.

## **Section VI. The Executive Medical Director and Medical Staff.**

**(A) Executive Medical Director.** The CEO, MUSC Health-Charleston Division in collaboration with the Executive Vice President for Health Affairs and CEO of MUSC Health will recommend a candidate(s) for the position of Executive Medical Director of the Authority to the President for approval. At the discretion of the CEO of MUSC Health-Charleston Division, the responsibilities of the Executive Medical Director of the Authority may be divided between a Chief Medical Officer and a Chief Quality Officer, each of whom shall be subject to the same recommendation and approval procedure set forth



hereinabove. The Board of Trustees delegates the general responsibility and authority for the operation of the Authority's Charleston Division, patient care programs, and related activities of the Authority's Charleston Division to the CEO of MUSC Health-Charleston Division, under whom specific responsibility and authority for the patient care programs are assigned to the Executive Medical Director of the Authority's Charleston Division. The responsibility and authority delegated in this matter by the Board of Trustees are intended to provide for administrative actions as may be deemed necessary or appropriate to the proper and effective conduct of patient care and related programs.

**(B) Medical Staff.**

(1) The Board shall create a medical staff organization to be known as the Medical Staff of the MUSC Medical Center, whose membership shall be comprised of professional healthcare providers (i.e., physicians, dentists, osteopaths, etc.), who are privileged to attend patients in the Medical Center. The selection of the Medical Staff and department chairmen is made by the Board of Trustees upon the recommendation of the Executive Medical Director of the Medical Center with the review and recommendation of the Operations, Quality and Finance Committee. The Medical Staff shall propose and adopt bylaws for its internal governance, as specified in the Medical Staff Bylaws, which shall be effective when approved by the Board. According to Joint Commission standards, neither the Board of Trustees nor the Medical Staff can unilaterally amend the Medical Staff Bylaws or Rules and Regulations. These bylaws shall set forth the policies by which the Medical Staff exercises and accounts for its delegated authority and responsibilities. The bylaws shall include a mechanism for review of decisions, including the right to be heard at each step of the process, when requested by a member of the Medical Staff. Whenever the Board does not concur with the Medical Staff recommendation relative to appointment and clinical privileges, there must be a provision in the bylaws for a review of the recommendation by a joint committee of the Medical Staff and the Board before a final decision is reached by the Board.

(2) While the medical care provided to the patients in the Medical Center is the ultimate responsibility of the Board of Trustees, it is the policy of the Board of Trustees to delegate this function, insofar as is legally permissible, to the Medical Staff. Thus, the Medical Staff is responsible for the delivery of health services, for keeping pace with advances in medical science, for evolving new concepts of improved organization and for promoting better health care, education, and research. Nevertheless, the Board shall review the efforts of the Medical Staff in its conduct of ongoing appraisal of the quality of care provided at the Medical Center. In addition, the Board of Trustees shall have the final authority on all appointments, re-appointments, and other changes in the Medical Staff, the granting of clinical privileges, disciplinary actions, including a provision for the termination of professional healthcare providers that are members of the Medical Staff in a medico-administrative position in the Medical Center in accordance with procedures as established in the Medical Staff Bylaws, and all matters relating to professional competency.

**Section VII. Appeals to the Board.**

(A) **Medical Staff.** The right of appeal to the Board of Trustees by any member of the Medical Staff of the Medical Center or the administration is a right recognized by the Board and shall be exercised in

accordance with the respective grievance procedures for the Medical Staff as approved by the Board of Trustees as outlined in the Medical Staff Bylaws.

(B) **Administrative Personnel.** With respect to administrative personnel, the Board of Trustees, in its sole discretion, may grant a review of any adverse administrative action. However, if this review is granted, the Board shall not be required to conduct a hearing or hear arguments but shall review the record of any proceedings.

### **Section VIII. Certain Income Tax Exemption Purposes Matters.**

(A) **General.** In addition to the other purposes of the Authority as set forth in the Authority's enabling legislation which is codified under South Carolina Code Ann. § 59-123-10 et seq., and other purposes set forth below, the Authority is constituted so as to attract substantial support from contributions, directly or indirectly, from a representative number of persons in the community in which it operates and other sources which are appropriate under the applicable provisions of the Internal Revenue Code of 1986, as amended ("Code"), governing income tax exempt organizations, and has not been formed for pecuniary profit or financial gain, and no part of the assets, income, or profits of the Authority is or shall be distributable to, or inure to the benefit of, its trustees or officers except to the extent permitted under the applicable laws of South Carolina, and the applicable provisions of the Code governing income tax exempt organizations. No substantial part of the activities of the Authority shall be the carrying on of propaganda, or otherwise attempting to influence legislation; and the Authority shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of the Authority's enabling legislation, which is identified above, the Authority shall not carry on any other activities not permitted to be carried on (i) by a corporation exempt from federal income tax under Code section 501(c)(3) or (ii) by a corporation, contributions to which are deductible under Code section 170(c).

(B) The funds or assets of the Authority shall not be distributed or otherwise made available to any organization or entity other than the State of South Carolina and its agencies and instrumentalities (including, without limitation, The Medical University of South Carolina), unless such funds or assets are transferred or exchanged in accordance with applicable South Carolina law; and in return for goods or services of equal value or unless such funds or assets are distributed or otherwise made available in furtherance of a scientific, educational, or charitable purpose, or for the purpose of lessening the burdens of government, qualifying as exempt under the aforementioned provisions of the Code.

### **Section IX. Requirements of Section 242 of National Housing Act, As Amended.**

(A) The Authority shall provide on a nonprofit basis hospital facilities and services for the care and treatment of persons who are acutely ill who otherwise require medical and related services of the kind customarily furnished most effectively by hospitals, pursuant to Section 242 of the National Housing Act, as amended.

(B) The Authority shall have the power to mortgage or otherwise hypothecate its real and personal property and to do and perform all acts reasonably necessary to accomplish the purposes of the Authority including the execution of a Regulatory Agreement with the Secretary of Housing and Urban Development, acting by and through the Federal Housing Commissioner, and of such other instruments and undertakings as may be necessary to enable the Authority to secure the benefits of financing with the assistance of mortgage insurance under the provisions of the National Housing Act. Such Regulatory Agreement and other instruments and undertakings shall remain binding upon the Authority, its successor and assigns, so long as a mortgage on the Authority's property is insured or held by the Secretary of Housing and Urban Development.

(C) So long as a mortgage on the Authority's property is insured or held by the Secretary of Housing and Urban Development, these provisions within the Authority's Bylaws may not be amended without the prior written approval of the said Secretary.

(D) In the event of a conflict between any of the provisions of these Bylaws and any of the provisions of the Note, Mortgage, Security Agreement, or the Regulatory Agreement (the "HUD Loan Documents"), the provisions of the HUD Loan Documents shall govern and be controlling in all aspects.

(E) The Authority may adopt Bylaws at any regular meeting of the Authority or at any special meeting called for that purpose, so long as they are not inconsistent with these Articles or with the Regulatory Agreement between the Authority and the Secretary of Housing and Urban Development.

## **Section X. Amendment.**

These bylaws may be amended at any regular meeting of the Board of Trustees by a favorable vote of at least two-thirds of the members present and voting, but the proposed amendment must first have been stated in writing and sent to each member of the Board at least 15 calendar days prior to such meeting.

*Revisions: June 16, 2000, October 12, 2001, December 12, 2003, February 13, 2004, April 7, 2006, April 11, 2008, April 9, 2010, December 14, 2012, August 9, 2013, April 11, 2014, October 9, 2014, October 9, 2015, December 9, 2016, ~~April 2, 2020~~ April 8, 2022.*

**MEDICAL UNIVERSITY OF SOUTH CAROLINA (MUSC) BOARD OF TRUSTEES**

**CONSENT AGENDA**

April 8, 2022

101 Colcock Hall

**Research & Institutional Advancement Committee: Dr. Fritz Butehorn, Acting Chair**

Consent Agenda for Information

- Item 22. Amended & Restated Bylaws for the  
Institute for Applied Neurosciences Inc., ..... Dr. Fritz Butehorn  
*Acting Committee Chair*

**Education, Faculty & Student Affairs Committee: Ms. Barbara Johnson-Williams, Chair**

Consent Agenda for Approval

- Item 23. Endowed Chair ..... Dr. Lisa Saladin  
*Executive Vice President for Academic Affairs and Provost*

College of Medicine

**Robert Labadie, MD, PhD**, Professor and Chair in the Department of Otolaryngology-Head and Neck Surgery, for appointment to the Paul R. Lambert, M.D. Endowed Chair in Otolaryngology-Head and Neck Surgery, effective April 8, 2022.

**Jason G. Newman, M.D.**, Professor in the Department of Otolaryngology-Head and Neck Surgery, for appointment to the Wendy and Keith Wellin Endowed Chair in Head and Neck Surgery, effective March 1, 2022.

**Ozgur Sahin, Ph.D.**, Professor in the Department Biochemistry and Molecular Biology, for appointment to the SmartState Endowed Chair in Lipidomics and Drug Discovery, effective May 1, 2022.

- Item 24. Distinguished University Professor ..... Dr. Lisa Saladin  
*Executive Vice President for Academic Affairs and Provost*

College of Medicine

**B. Joseph Elmunzer, M.D.**, Professor in the Department of Medicine, for appointment as a Distinguished University Professor, effective April 8, 2022.

- Item 25. Change in Faculty Status ..... Dr. Lisa Saladin  
*Executive Vice President for Academic Affairs and Provost*

College of Medicine

**S. David McSwain, M.D.** from Professor to Adjunct Professor, in the Department of Pediatrics, Division of Pediatric Critical Care, effective February 14, 2022.

Item 26. Faculty Appointments .....Dr. Lisa Saladin  
*Executive Vice President for Academic Affairs and Provost*

College of Medicine

Dual appointment for **Prince Mohan Anand, M.D.**, as Clinical Associate Professor in the Department of Surgery, Division of Transplant Surgery (Regional-Lancaster), effective February 1, 2022. Dr. Anand's primary appointment rests in the Department of Medicine, Division of Nephrology (Regional-Lancaster).

**Carrie Herzke, M.D., M.B.A.**, as Associate Professor, on the Clinician Educator track, Department of Medicine, Division of Hospital Medicine, effective February 7, 2022.

Dual appointment for **Marcelo Hochman, M.D.**, as Professor, in the Department of Surgery, Division of Plastic Surgery, effective March 1, 2022. Dr. Hochman's primary appointment rests in the Department of Otolaryngology-Head and Neck Surgery.

**Albert A. Maniscalco, M.D.** as Clinical Associate Professor, in the Department of Medicine, Division of Nephrology, effective December 20, 2021.

**Jason G. Newman, M.D.**, as Professor with tenure, in the Department of Otolaryngology-Head and Neck Surgery, effective March 1, 2022. He will also hold the Wendy and Keith Wellin Endowed Chair in Head and Neck Surgery.

**John V. Pastore, M.D., M.B.A.**, as Clinical Professor, in the Department of Pediatrics, Division of Hospital Medicine, effective May 1, 2022.

Dual appointment for **Krishna Patel, M.D.** as Professor, in the Department of Surgery, Division of Plastic Surgery, effective January 1, 2022. Dr. Patel's primary appointment rests in the Department of Otolaryngology-Head and Neck Surgery.

**Patricia A. Resick, Ph.D.**, as Adjunct Professor, in the Department of Psychiatry and Behavioral Sciences, effective February 1, 2022.

**Ozgur Sahin, Ph.D.**, as Professor, on the Academic Investigator track, in the Department Biochemistry and Molecular Biology, effective May 1, 2022. He will also hold the SmartState Endowed Chair in Lipidomics and Drug Discovery.

**Frank R. Voss, M.D.**, as Associate Professor, on the Clinician Educator track, in the Department of Orthopaedics and Physical Medicine, effective April 1, 2022.

**A. Marissa Wolfe, D.V.M.**, as Associate Professor, on the Clinician Educator track, in the Department of Comparative Medicine, effective January 24, 2022.

**Yuan Zhai, M.D., Ph.D.**, as Professor, on the Academic Investigator track, in the Department of Surgery, Division of Transplant Surgery, effective July 1, 2022.

Item 27. Affiliate Faculty Appointments.....Dr. Lisa Saladin  
*Executive Vice President for Academic Affairs and Provost*

College of Medicine

**David E. Hall, M.D.**, as Affiliate Professor, in the Department of Pediatrics, Division of General Pediatrics, retroactive to December 1, 2021.

**Desmond P. Kelly, M.D.**, as Affiliate Associate Professor, in the Department of Pediatrics, Division of Developmental/Behavioral Pediatrics, effective March 1, 2022.

**Emily P. Lowell, Ph.D.**, as Affiliate Associate Professor, in the Department of Pediatrics, Division of Developmental/Behavioral Pediatrics, effective March 1, 2022.

Item 28. Emerita/Emeritus .....Dr. Lisa Saladin  
*Executive Vice President for Academic Affairs and Provost*

College of Health Professions

**Walter Jones, Ph.D.**, from Professor to Professor Emeritus, in the Department of Healthcare Leadership and Management, effective September 1, 2022.

**Craig A. Velozo, Ph.D.**, from Professor to Professor Emeritus, in the Department of Rehabilitation Sciences, Division of Occupational Therapy, effective July 1, 2022.

College of Medicine

**Dhan Kuppuswamy, Ph.D.**, from Associate Professor to Professor Emeritus, in the Department of Medicine, Division of Cardiology, effective February 8, 2022.

**Sally E. Self, M.D.**, from Professor to Professor Emerita, in the Department of Pathology and Laboratory Medicine, effective to May 2, 2022.

College of Dental Medicine

**Samuel Theodore McGill, DMD.**, from Professor to Professor Emeritus, in the Department of Oral Rehabilitation, effective July 1, 2019.

Item 29. Faculty Tenure .....Dr. Lisa Saladin  
*Executive Vice President for Academic Affairs and Provost*

College of Medicine

**Jason G. Newman, M.D.**, as Professor with tenure, in the Department of Otolaryngology-Head and Neck Surgery, effective March 1, 2022. He will also hold the Wendy and Keith Wellin Endowed Chair in Head and Neck Surgery.

Item 30. Faculty Promotions.....Dr. Lisa Saladin  
*Executive Vice President for Academic Affairs and Provost*

**Academic Affairs Faculty – effective July 1, 2022**

From Associate Professor to Professor

**Jean Gudenas, MLIS, AHIP**, Academic Affairs Faculty

From Assistant to Associate Professor

**Christine Andresen, MLS, MIT**, Academic Affairs Faculty

**Monique Hill, MSW**, Academic Affairs Faculty

**Casey O’Neill, PhD**, Academic Affairs Faculty

**Bennie H. Reynolds, III, PhD**, Academic Affairs Faculty

**Tabitha Samuel, MLIS**, Academic Affairs Faculty

**College of Nursing Promotions – effective July 1, 2022**

From Assistant Professor to Associate Professor, Educator/Clinician Track

**Carrie Cormack, DNP, APRN, CPNP-PC**, Department of Nursing

**Amy Williams, DNP, APRN, CPNP-PC**, Department of Nursing

From Assistant Professor to Associate Professor, Educator/Researcher Track

**Michelle Nichols, PhD, RN**, Department of Nursing

**College of Dental Medicine Promotions – effective July 1, 2022**

From Assistant Professor to Associate Professor, Academic Clinician track

**Raymond A. Kessler, DMD**, Department of Oral Rehabilitation

**Theodore D Ravenel V, DMD**, Department of Oral Rehabilitation

From Assistant Professor to Associate Professor, Non-Clinical Educator track

**Joni D. Nelson, PhD, MS**, Department of Stomatology; Dual: Department of Public Health Sciences, College of Medicine

**College of Health Professions Promotions – effective July 1, 2022**

From Associate Professor to Professor, Academic Researcher Track

**Mark Bowden, PT, PhD**, Department of Rehabilitation Sciences, Division of Physical Therapy

From Associate Professor to Professor, Academic Educator Track

**Jillian Harvey, MPH, PhD**, Department of Healthcare Leadership and Management

**Annie Simpson, PhD**, Department of Healthcare Leadership and Management

**Gretchen Seif, DPT**, Department of Rehabilitation Sciences, Division of Physical Therapy

From Assistant to Associate Professor, Academic Educator Track

**Cristina Smith, OTD, OTR/L**, Department of Rehabilitation Sciences, Division of Occupational Therapy

**John Duncan Williams, MHA, PhD**, Department of Healthcare Leadership and Management

**College of Medicine Promotions – effective July 1, 2022**

From Associate Professor to Professor, Academic Investigator track

**Kelly C. Harris, Ph.D.**, Department Otolaryngology – Head and Neck Surgery

From Associate Professor to Professor, Academic Clinician track

**Anne L. Andrews, MD**, Department of Pediatrics, Division of General Pediatrics

**Katherine R. Sterba, PhD, MPH**, Department of Public Health Sciences

Bethany Jacobs Wolf, PhD, Department of Public Health Sciences

From Associate Professor to Professor, Clinician Educator track

**Jeremy R. Burt, MD**, Department of Radiology and Radiological Science

**Robert L. Grubb, III, MD**, Department of Urology

**Karen J. Hartwell, MD**, Department of Psychiatry and Behavioral Sciences

**Fernando A. Herrera, Jr., MD**, Department of Surgery, Division of Plastic Surgery

**Ashli Karin O'Rourke, MD**, Department of Otolaryngology – Head and Neck Surgery

**Maria Aurora Posadas Salas, MD**, Department of Medicine, Division of Nephrology

**Christopher M. Pruitt, MD**, Department of Pediatrics, Division of Pediatric Emergency Medicine

From Clinical Associate Professor to Clinical Professor, Modified track

**Elizabeth A. Higgins, MD**, Department of Medicine, Division of General Internal Medicine

From Assistant Professor to Associate Professor, Academic Investigator track

**Xingbao Li, MD, MSCR**, Department of Psychiatry and Behavioral Sciences

Paula S. Ramos, PhD, Department of Medicine, Division of Rheumatology; Dual, Department of Public Health Sciences

From Assistant Professor to Associate Professor, Academic Clinician track

**Alana Marie Rojewski, PhD**, Department of Public Health Sciences

From Assistant Professor to Associate Professor, Clinician Educator track

**Chirantan Banerjee, MD**, Department of Neurology

**Natalie Barnett, MD**, Department of Anesthesia and Perioperative Medicine

**Alison K. Chapman, MD**, Department of Pediatrics, Division of Neonatology

**Samuel Lewis Cooper, MD, MSCR**, Department of Radiation Oncology

**Erin M. Forster, MD, MPH**, Department of Medicine, Division of Gastroenterology and Hepatology

**Renuka Miriam George, MD**, Department of Anesthesia and Perioperative Medicine

**Mileka R. Gilbert, MD, PhD**, Department of Pediatrics, Division of Pediatric Rheumatology

**Heather Y. Hughes, MD, MPH**, Department of Medicine, Division of Infectious Diseases

**W. Ennis James, IV, MD**, Department of Medicine, Division of Endocrinology

**Mahsa Javid, MBBCh, MA, DPhil**, Department of Surgery, Division of Oncologic & Endocrine Surgery

**Aundrea E. Loftley, MD**, Department of Medicine, Division of Endocrinology

**James E. Madory, DO**, Department of Pathology and Laboratory Medicine

**Claire Anne MacGeorge, MD, MSCR**, Department of Pediatrics, Division of General Pediatrics

**Robert A. Moran, MBBCh**, Department of Medicine, Division of Gastroenterology and Hepatology



**Karim M. Soliman, PhD, MBBCh, MSc**, Department of Medicine, Division of Nephrology; Dual, Department of Surgery, Division of Transplant Surgery

From Research Assistant Professor to Research Associate Professor, Modified track

**Ralph Claude Ward, Jr., PhD**, Department of Public Health Sciences

**Royce R. Sampson, MSN, RN, CRA**, Department of Psychiatry and Behavioral Sciences

From Clinical Assistant Professor to Clinical Associate Professor, Modified track

**Stephanie Kirk, PharmD**, Department of Medicine, Division of Infectious Diseases

**Oana M. Nicoara, MD**, Department of Pediatrics, Division of Pediatric Nephrology

**Virginia L. Richards, MD**, Department of Pathology and Laboratory Medicine

**Rachael T. Zweigorn, MD**, Department of Pediatrics, Division of General Pediatrics

**Deanna Vroman, MD**, Department of Medicine, Division of General Internal Medicine

**Phillip D. Warr, MD**, Department of Medicine, Division of Hospital Medicine

From Affiliate Assistant Professor to Affiliate Associate Professor

**Robert A. Clifford, MD**, Department of Pediatrics, Division of General Pediatrics

**Manjakkollai P. Veerabagu, MD**, Department of Medicine, Division of Gastroenterology and Hepatology (AnMed Health-Anderson)

### **Other Business for the Board of Trustees: Dr. James Lemon, Chair**

#### Consent Agenda for Approval

- Item 31. Revisions to the MUSC Board of Trustees Bylaws.....Dr. James Lemon  
*Chairman*



(the “*Bylaws*”), the sole member of the Institute shall be FRD. The purposes, for which the Institute are organized, include the provision of scientific research and investigation and to otherwise support MUSC’s mission. In furtherance thereof, the Institute is additionally established to support, benefit, promote, and aid its sole member, FRD, and MUSC and its supporting organizations, affiliates, programs, and activities.

**Section 2.3. Authority.** Except as may be limited by the Articles, these Bylaws, and applicable law, the Institute will have such powers as are now or may hereafter be granted corporations under the South Carolina Nonprofit Corporation Act of 1994, as amended, Chapter 31, Title 33, S.C. Code (the “*Nonprofit Act*”), including the authority:

- (a) To sue and be sued, complain, and defend in its corporate name;
- (b) To have a corporate seal, which may be altered at will, and to use it, or a facsimile of it, by impressing or affixing or in any other manner reproducing it;
- (c) To make and amend bylaws not inconsistent with the Articles or with the laws of the State for regulating and managing the affairs of the Institute;
- (d) To purchase, receive, lease, or otherwise acquire, and own, hold, improve, use, and otherwise deal with, real or personal property or any legal or equitable interest in property, wherever located, for the benefit of FRD;
- (e) To sell, convey, mortgage, pledge, lease, exchange, and otherwise dispose of all or any part of its property;
- (f) To purchase, receive, subscribe for, or otherwise acquire, own, hold, vote, use, sell, mortgage, lend, pledge, or otherwise dispose of, and deal in and with, shares or other interest in or obligations of any entity;
- (g) To make contracts and guaranties, incur liabilities, borrow money, issue notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of any of its property, franchises, or income;
- (h) To lend money, invest and reinvest its funds, and receive and hold real and personal property as security for repayment, except as limited by Section 33-31-832 of the Nonprofit Act;
- (i) To be a promoter, partner, trustee, member, associate, or manager of any partnership, joint venture, trust, or other entity. When acting as a trustee of a trust in which it has a beneficial interest, the Institute is not conducting a trust business with regard to that trust for purposes of Section 34-21-10 of the Nonprofit Act;

- (j) To conduct its activities, locate offices, and exercise the powers granted by the Nonprofit Act within or without the State;
- (k) To elect or appoint directors, officers, employees, and agents of the Institute, define their duties, and fix their compensation;
- (l) To pay pensions and establish pension plans, pension trusts, and other benefit and incentive plans for any or all of its current or former directors, officers, employees, and agents;
- (m) To make donations not inconsistent with law for the public welfare or for charitable, religious, scientific, or educational purposes and for other purposes that further the interest of the Institute;
- (n) To accept gifts, devises, and bequests on behalf of itself, FRD, or MUSC, subject to any conditions or limitations, contained in the gift, devise, or bequest so long as the conditions or limitations are not contrary to the Nonprofit Act or the purposes for which the Institute is organized;
- (o) To carry on a business;
- (p) To construct buildings and other improvements to real property;
- (q) To establish investment policies and procedures and to establish endowment funds;
- (r) To acquire, construct, and operate facilities for the benefit of the Institute, FRD, or MUSC;
- (s) To assist, collaborate, and work with any tax-exempt organization which is established for the support and benefit of FRD and/ or MUSC, on projects, activities, and endeavors for the benefit or support of FRD and/ or MUSC; and
- (t) To have and exercise all other authorities necessary to carry out its purposes and to perform all other acts as permitted by law to a nonprofit corporation under the laws of the State; provided, however, that the Institute shall not engage in any activity not permitted by a tax-exempt organization pursuant to Section 501(c)(3) of the Code.

**Section 2.4. Prohibition Against Private Inurement.** No part of net earnings shall inure to the benefit of or be distributable to its directors, officers, other private

individuals or organizations organized and operating for a profit except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes as hereinabove stated.

**Section 2.5. Additional Limitations.** No substantial part of the activities of the organization shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the organization shall not participate or intervene in, including the publishing or distributing of statements, any political campaign on behalf of or in opposition to any candidate for public office.

**Section 2.6. Exempt Activities.** Notwithstanding any other provision of these Bylaws, the Institute shall not carry on any activities not permitted by an organization exempt under Section 501(c)(3) of the Internal Revenue Code and its regulations as they now exist or as they may be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Code and regulations as they now exist or as they may be amended.

**Section 2.7. Operating Policies, Procedures and Guidelines.** From time to time, the Board may enact policy statements intended to support and promote the most efficient day-to-day operation of the Institute. Policy statements adopted by the Board shall become effective upon adoption and shall remain in force until amended or revoked by future actions of the Board. In the event of conflict between policies of FRD and the Board, the policies of FRD will control.

### **ARTICLE III MEMBER**

**Section 3.1. Member.** As defined in Section 33-31-140(a)(23) of the SC Nonprofit Act, FRD is the sole member of the Institute. As may be permitted by the Articles, these Bylaws and applicable law, FRD may subsequently establish additional classes of membership within the Institute with such rights, preferences and limitations associated with any such class as determined by FRD Board in its sole discretion.

**Section 3.2. Meetings.** In its capacity as member, FRD shall hold an annual meeting of the Institute (the “*Annual Meeting*”), where the Chair and the Treasurer shall report to the board of directors of FRD (the “*FRD Board*”) on the activities and financial condition of the Institute. Additional regular and special meetings of FRD, in its capacity as member of the Institute, shall take place at such times and places as shall be determined by FRD in accordance with the Nonprofit Act.

**Section 3.3. Authority of Member.** The power and authority of FRD as the sole

member of the Institute shall be as expressly provided in the Articles, these Bylaws, and applicable law. The authority and power of FRD, as member of the Institute, shall be exercised through action or decision of either (1) the FRD Board or (2) the chief executive officer of FRD. Notwithstanding the foregoing, such actions and decisions as contemplated in Section 3.4 below may only be exercised by the Member, acting by and through the FRD Board.

**Section 3.4 Required Approval of the Member for Certain Actions.**

Notwithstanding anything to the contrary herein or otherwise, the following actions and decisions on behalf of the Institute shall require the approval of the FRD Board in accordance with the then-current Bylaws of FRD and applicable law:

- (a) Authorizing the merger, consolidation, reorganization, restructuring or dissolution of the Institute;
- (b) Authorizing, agreeing or completing the sale, lease, exchange or mortgage of all or substantially all of the Institute's properties or assets;
- (c) Amending, deleting, modifying or otherwise changing the Articles or these Bylaws;
- (d) Establishing any additional class of membership in the Institute, with any rights, preferences, or limitations associated therewith;
- (e) Appointing or removing Directors to the Board of the Institute;
- (f) Establishing, amending, restating, modifying, terminating, or waiving any material agreement between the Institute and FRD, in whole or in part;
- (g) Changing the name of the Institute;
- (h) Changing the fiscal year of the Institute;
- (i) Authorizing distributions of support from the Institute to FRD or MUSC, its supported organizations or permissible beneficiaries;
- (j) Initiating bankruptcy proceedings on behalf of the Institute, dissolving the Institute, or liquidating the assets of the Institute; and
- (k) Approving the annual operating budget of the Institute.

**Section 3.5. No Member Liability.** FRD is not, as such, personally liable for the acts, debts, liabilities, or obligations of the Institute.

**ARTICLE IV  
BOARD OF DIRECTORS**

**Section 4.1. General Powers/ Authority.** The FRD Board shall serve, ex officio, as the board of directors of the Institute (the “*Board*” or the “*Board of Directors*,” and each individual thereon, a “*Director*”) and the FRD Board shall additionally exercise all powers and authority of FRD as sole member of the Institute.

**Section 4.2. Term of Office.** Each Director shall serve for such length of time as permitted in the bylaws of FRD (the “*FRD Bylaws*”).

**Section 4.3. Removal.** Any individual removed as Director of FRD shall automatically be removed as a Director of the Institute.

**Section 4.4. Resignation.** Any Director may resign at any time by serving written notice to the Chair or Secretary. Such resignation shall take effect at the time specified therein or, if no time is specified, upon receipt of the notice.

**Section 4.5. Vacancies.** A vacancy of a Director from the Board may be filled in accordance with the FRD Bylaws.

**Section 4.6. Compensation/ Expenses.** No Director shall by reason of office be entitled to receive any salary or compensation, but nothing herein shall be construed to prevent a Director from receiving any compensation from the organization for duties other than as a Director.

**Section 4.7. Exculpation of Directors.** No Director shall be liable to anyone for any acts on behalf of the Institute nor any admission with respect to the Institute committed by such Director except for such Director’s own willful, wanton, or gross negligence pursuant to Section 33-31-834 of the Nonprofit Act.

**ARTICLE V  
MEETINGS OF DIRECTORS**

**Section 5.1. Regular Meetings.** The Board shall hold regular meetings according to such schedule and at such times and places as the Board may fix by resolution or otherwise.

**Section 5.2. Special Meetings.** Special meetings of the Board may be called by or at the request of the Chair of the Institute or by any two Directors through the delivery of such request to the Chair of the Institute. Such meetings may be held at the time and place

fixed by the person or persons calling the meeting.

**Section 5.3. Notice of Meetings.** Notice of the time and place of regular meetings shall be served either personally or by mail not less than ten (10) nor more than forty (40) days before the regular meeting upon each person who is a member of the Board. Notice of a special meeting must state the time, place and purpose or purposes thereof and shall be served personally or by mail upon each member of the Board not less than two (2) nor more than forty (40) days before such meeting. Any Director may waive the notice requirements of any such meeting. Attendance by a Director at a meeting shall constitute a waiver of notice of such meeting, except where a Director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called.

**Section 5.4. Quorum.** At any meeting of the Board, the presence of a majority of the Directors in office immediately before the meeting shall constitute a quorum for transaction of business at any meeting of the Board. In the absence of any quorum or when a quorum is present, a meeting may be adjourned from time to time by a vote of the majority of the Directors without notice other than by announcement at the meeting and without further notice to any absent Director.

**Section 5.5. Manner of Acting.** Except as otherwise provided in these Bylaws or as required by South Carolina law, the act of the majority of the Directors present in person at a meeting at which a quorum is present shall be the act of the Board. No voting of Directors by proxy shall be permitted.

**Section 5.6. Informal Action by All Directors.** Any action required by law to be taken at a meeting of the Board, or any action that may be taken at the meeting of the Board or of any committee of the Board may be taken without a meeting, if a consent in writing, setting forth the action so taken, shall be signed by all of the Directors entitled to vote on the subject thereof. Such consent shall have the same force and effect as a unanimous vote of the Board and shall be recorded with the minutes of the Institute.

**Section 5.7. Meeting by Video-Conference, Telephone, and other Communication Means.** Directors may participate in and hold a meeting by means of telephone conference, video conferencing, or similar communications equipment by means of which all persons participating in the meeting can hear each other. Participation in such a meeting shall constitute presence in person at the meeting, except where a person participates in the meeting for the express purpose of objecting to the transaction of any business on the grounds that the meeting is not lawfully called or convened.

**Section 5.8. Order of Business.** At regular meetings of the Board, the Chair, with the approval of the Board, may prescribe the order of business.



## ARTICLE VI OFFICERS

**Section 6.1. Officers and Duties.** The officers of FRD as provided in the FRD Bylaws, including the Chair, Vice Chair, Secretary, and Treasurer, shall serve, ex officio, as the officers of the Institute.

**Section 6.2. Officer Term.** Each officer shall hold office for such length of time as provided in the FRD Bylaws.

**Section 6.3. Vacancies.** In the case of a resignation of an officer, the removal of an officer, or for any other reason, a successor officer shall be appointed to complete the then-current officer term in accordance with the FRD Bylaws.

**Section 6.4. Resignations.** Any officer may resign at any time by serving written notice to the Chair or the Secretary. Such resignation shall take effect at the time specified therein or, if no time is specified, upon receipt of the notice by the Chair or the Secretary.

**Section 6.5. Removal.** Any officer may be removed from such position in accordance with the FRD Bylaws.

**Section 6.6. Compensation/ Expenses.** No officer shall by reason of office be entitled to receive any salary or compensation, but nothing herein shall be construed to prevent an officer from receiving any compensation from the organization for duties other than as an officer of the Board.

## ARTICLE VII ADVISORY BOARDS & COMMITTEES

**Section 7.1. Advisory Boards, Standing, Ad Hoc, and Special Committees.** The Board of Directors or the Chair may establish such advisory boards, standing committees, special committees, and ad hoc committees, as each shall from time to time determine. Each advisory board and committee so established shall be tasked with a mission, which is consistent with the charitable purpose of the Institute. Each advisory board and committee shall be composed of such persons, whether Directors or not, who will add some additional knowledge, expertise, or experience of value to such committee. The Chair shall appoint all individuals to serve on each committee on an annual basis, unless these Bylaws expressly specifies the appointment of specific individuals to a committee or the Board reserves such power of appointment in the establishment of the committee.

**Section 7.2. Ex-officio Committee Members.** The Chair shall serve as an ex-

officio, non-voting member of all committees, on which the Chair does not serve as a regular voting member.

**Section 7.3. Term of Office.** Each member of a committee shall serve as a member until the final meeting of the Board of Directors for the fiscal year and until a successor is appointed unless the committee shall be sooner terminated.

**Section 7.4. Committee Chair.** A chair shall be appointed to each committee by the Chair.

**Section 7.5. Vacancies.** Vacancies in the membership of any committee may be filled by appointments made in the same manner as provided in the case of the original appointments.

**Section 7.6. Quorum.** A majority of the whole committee shall constitute a quorum and the act of a majority of the members present at a meeting at which a quorum is present shall be the act of the committee.

**Section 7.7. Rules.** Subject to the requirements of this Article VII, each committee may adopt rules for its own governance not inconsistent with these Bylaws.

## **ARTICLE VIII AMENDMENTS**

**Section 8.1. Bylaws.** The FRD Board, in its discretion and from time to time, may amend, restate, modify or otherwise change the Articles of Incorporation and these Bylaws. The Board of Directors of the Institute may, from time to time, recommend to FRD Board amendments, restatements, modifications or changes to these Bylaws.

Provided, however, that notwithstanding anything to the contrary contained herein or otherwise, for as long as FRD is a recognized affiliate of MUSC and the sole member of the Institute, the provisions of Sections 2.1, 2.2, and Articles III, VIII, X, and XII of these Bylaws, or the Conflict of Interest Policy attached hereto as Appendix A may not be amended, restated, altered, or repealed without the written consent of MUSC evidenced by the signature of the secretary of its board of trustees. In addition, notice of any proposed amendment, restatement, alteration, or repeal of all or any portion of the Bylaws, including a copy thereof, shall be given, in writing, to the secretary of the board of trustees of MUSC, concurrently with notice to the Board of Directors of FRD, and copy to the Office of General Counsel of MUSC.

## **ARTICLE IX**

## FINANCES AND REPORTS

### Section 9.1. Funds.

- (a) The current funds of the Institute shall be deposited in such bank or banks, in such types of accounts, and subject to such deposit and withdrawal procedures as may be directed by the Board of Directors by resolution. Reserve funds of the Institute shall be invested in such kinds and types of securities as may be directed by the Board of Directors by resolution, subject to the provisions of these Bylaws.
- (b) The Board of Directors may from time to time provide procedures for the establishment of special or designated funds to be administered by the Board of Directors under the condition of their creation in accordance with the Articles of Incorporation and these Bylaws.

**Section 9.2. Income and Disbursements.** All income, including contributions, received by FRD shall be deposited by the Treasurer, or the Treasurer's delegate, in a special account or accounts in such banks, trust companies, or other depositaries as the Board of Directors may select. All disbursements shall be made under a proper authority of the Board of Directors. All contributions to and disbursements from FRD shall be recorded by the Treasurer, or the Treasurer's delegate, and such records shall be subject to examination at any reasonable time, upon request, by any Director.

**Section 9.3. Operating Budget.** An itemized statement of the proposed operating income and expenditures for the following year shall be prepared by and for the Board, pursuant to the leadership of the Chair and the Treasurer, prior to the commencement of each fiscal year of the Institute; and a copy of such budget shall be provided to the secretary of the board of trustees of MUSC prior to the commencement of each fiscal year of the Institute. The operating budget shall be approved by the FRD Board, and thereafter, such budget shall be the authorization for expenditures for operating expenses of the Institute subject to subsequent changes made by the FRD Board.

**Section 9.4. Checks, Drafts, Etc.** All checks, drafts, or orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the Institute shall be signed by such officer or officers, agent or agents of the Institute and in such manner as shall from time to time be provided by resolution of the Board. In the absence of such provision by the Board such instrument shall be signed by the chief executive officer of FRD, the Chair, the Vice Chair, Treasurer and countersigned by one of the foregoing or such other officer as the Board may designate.

**Section 9.5. Audit.** A qualified firm of certified public accountants may be designated, from time to time, and at the discretion of FRD, as auditors prior to the Institute's close of business for each fiscal year to audit and examine the books of account of the

Institute, and to certify and report in writing to the Board and FRD the annual balances and condition of such books as prepared at the close of the fiscal year.

**Section 9.6. Fiscal Year.** The fiscal year of the Institute shall end on June 30 but may be changed by FRD Board, in its sole discretion.

**Section 9.7. Reports; Other Information.**

- (a) A detailed annual report of the work and financial condition of the Institute, including any audited financial statement and management letter, shall be submitted jointly by FRD and the Institute on an annual basis to the secretary of the board of trustees of MUSC, following its approval by the FRD Board.
- (b) By the last day of the fifth month following the close of the tax year, FRD and the Institute shall provide a written notice to the president of MUSC and the chair of the MUSC board of trustees, describing the type and amount of support provided by FRD and the Institute to MUSC during the prior tax year, a copy of FRD's and the Institute's Form 990 that were most recently filed as of the date the notification is provided; and a copy of each supporting organizations' governing documents, as most recently amended, to the extent not previously provided.
- (c) All books and records of the Institute shall be available for review and/or audit by MUSC, or any person acting on its behalf.

**ARTICLE X  
CONFLICT OF INTEREST**

The Board shall implement and enforce the Conflict of Interest Policy attached to these Bylaws as Appendix A.

**ARTICLE XI  
INDEMNIFICATION**

**Section 11.1. Expenses and Liabilities.** To the maximum extent permitted by the Nonprofit Act, the Institute shall indemnify each of its member, Directors, officers and Agents against expenses, judgments, fines, settlements and other amounts actually and reasonably incurred in connection with any proceeding arising by reason of the fact that any such person is or was an agent of the Institute. For purposes of this Article, an "**Agent**" of the Institute includes any person who is or was a director, officer, employee, or other agent of the Institute; or is or was serving at the request of the Institute as a director, officer,

employee, partner, joint venturer, trustee, or similar position.

**Section 11.2. Advance of Expense.** To the extent permitted by law, the Institute shall advance expenses incurred or to be incurred by a Director, officer, or Agent in connection with any proceeding arising by reason of the fact that said person was or is a Director, officer, or Agent of the Institute, provided said advance is authorized by the Board and permitted by law.

**Section 11.3. Insurance.** The Board may adopt a resolution authorizing the purchase and maintenance of insurance on behalf of any Director, officer, or Agent of the Institute against any liability asserted against or incurred by such persons in such capacity or arising out of their status as such, whether or not the Institute would have the power to indemnify such persons against that liability under the provisions of this Article.

## **ARTICLE XII DISSOLUTION**

Upon dissolution of the Institute, the remaining assets of the Institute shall be distributed in accordance with the Institute's Articles, these Bylaws, and applicable law.

## **ARTICLE XIII RESTRICTION**

The Institute may, with the approval of the Board, receive as its sources of income, gifts, bequests from wills, and restricted and unrestricted use of monies or properties of any kind or description from any and all sources, but no gift, bequest or devise of any such property shall be received and accepted if it be for other than charitable purposes as limited to and including charitable, scientific, literary, or other educational purposes within the meaning of those terms as used in Section 501(c)(3) of the Internal Revenue Code or as shall, in the opinion of the Board or FRD, jeopardize the federal income tax exemption of the Institute pursuant to Section 501(c)(3) of the Internal Revenue Code.

## **ARTICLE XIV Separate and Independent Organization**

Although the intention of the Institute is to cooperate, augment and aid, in the ways previously enumerated, the mission and programs of MUSC, FRD, and any other nonprofit exempt organization(s) within the meaning of Section 501(c)(3) of the Internal Revenue Code organized for the support and benefit of MUSC, it is here and now to be clearly stated

that the Institute is a separate and independent organization to be operated under its own charter and articles of incorporation as laid down in the law of South Carolina for this and similar nonprofit corporations.

**ARTICLE XV**  
**GENERAL PROVISIONS**

**Section 15.1. Seal.** The Institute shall be authorized to adopt a seal in circular form for its use.

**Section 15.2. General.** The regulation of the business and conduct of the affairs of the Institute will conform to federal and state income tax laws and any other applicable federal and state law, including, but not limited to, the Nonprofit Act. In the interpretation of these Bylaws, wherever reference is made to the United States Code, the Code or Treasury Regulations thereunder, the Nonprofit Act, the South Carolina Code or any other statute, or to any section thereof, such reference will be construed to mean such code, act, laws, statutes, or section thereof, and the regulations thereunder, as the case may be, as heretofore or hereafter amended or supplemented or as superseded by laws or regulations covering equivalent subject matter.

**Section 15.3. Governing Law.** These Bylaws are executed and delivered in the State of South Carolina and they will be governed by, construed and administered in accordance with the laws of the State of South Carolina.

**Section 15.4. Plan of Implementation.** Upon the adoption of these Amended and Restated Bylaws, the Institute shall follow the plan of implementation, a true copy of which is attached hereto and incorporated herein as **Appendix B**, in order to transition the Board composition from the prior bylaws to these Amended and Restated Bylaws. Upon the completion of the Plan of Implementation as provided in **Appendix B**, this section 15.4 and **Appendix B** shall terminate and thereafter be deleted from these Bylaws in their entirety.

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**APPENDIX A**  
**TO THE**  
**BYLAWS OF**  
**INSTITUTE FOR APPLIED NEUROSCIENCES, INC.**

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**CONFLICTS OF INTEREST POLICY**

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**ARTICLE I**  
**Purpose**

The purpose of this conflicts of interest policy is to protect the interest of the Institute for Applied Neurosciences, Inc. (hereinafter the “*Corporation*”) when it is contemplating entering a transaction or arrangement that might benefit the private interest of an officer or director of the Corporation. This policy is intended to supplement but not replace Sections 33-31-831 or 33-31-832 of the South Carolina Code or other applicable state laws governing conflicts of interest applicable to the Corporation.

**ARTICLE II**  
**Definitions**

1. Interested Person.

Any director, officer, or member of a committee with Board-delegated powers who has a direct or indirect Financial Interest, as defined below, is an Interested Person.

2. Financial Interest.

A person has a Financial Interest if the person has, directly or indirectly, through business, investment, or family:

- a. an ownership or investment in any entity with which the Corporation has a transaction or arrangement;
- b. a compensation arrangement with the Corporation or with any entity or individual with which the Corporation has a transaction or arrangement; or

- c. a potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Corporation is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are substantial in nature.

For purposes of clarity, a Financial Interest shall not be deemed to include the acquisition or ownership by an Interested Party, solely as a passive investor with no involvement in the operation of the business, of no more than two percent (2%) of the ownership of a corporation, partnership, company, or other entity whose stock or ownership interest is publicly traded on a national securities exchange, the NASDAQ Stock Market or over-the-counter.

A Financial Interest is not necessarily a conflict of interest. Under Article III, Section 2, a person who has a Financial Interest may have a conflict of interest only if the appropriate Board or committee decides that a conflict of interest exists.

### **ARTICLE III Procedures**

1. Duty to Disclose.

In connection with any actual or possible conflict of interest, an Interested Person must disclose the existence of any Financial Interest of the Interested Person and all material facts to the Directors and members of committees with Board-delegated powers considering the proposed transaction or arrangement.

2. Determining Whether a Conflict of Interest Exists.

After disclosure of the Financial Interest and all material facts, and after any discussion with the Interested Person, the Interested Person shall leave the Board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining Board or committee members shall decide if a conflict of interest exists.

3. Procedures for Addressing the Conflict of Interest.

- a. An Interested Person may make a presentation at the Board or committee meeting, but after such presentation, the Interested Person shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement that results in the conflict of interest.
- b. The Chair of the Board or the chair of the committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the



proposed transaction or arrangement. In the event that the Chair is in a position of conflict, the Vice-Chair will assume the foregoing responsibility.

- c. After exercising due diligence, the Board or committee shall determine whether the Corporation can obtain a more advantageous transaction or arrangement with reasonable efforts from a person or entity that would not give rise to a conflict of interest.
  - d. If a more advantageous transaction or arrangement is not reasonably attainable under circumstances that would not give rise to a conflict of interest, the Board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Corporation's best interest and for its own benefit and whether the transaction is fair and reasonable to the Corporation and shall make its decision as to whether to enter into the transaction or arrangement in conformity with such determination.
4. Violations of the Conflicts of Interest Policy.
- a. If the Board or committee has reasonable cause to believe that a member has failed to disclose an actual or possible conflict of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
  - b. If, after hearing the response of the member and making such further investigation as may be warranted in the circumstances, the Board or committee determines that the member has in fact failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

#### **ARTICLE IV**

##### **Records of Proceedings**

The minutes of the Board and all committees with Board-delegated powers shall contain:

- a. The names of the persons who disclosed or otherwise were found to have a Financial Interest in connection with an actual or possible conflict of interest, the nature of the Financial Interest, any action taken to determine whether a conflict of interest was present, and the Board's or committee's decision as to whether a conflict of interest in fact existed.
- b. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection therewith.

**ARTICLE V**  
**Compensation Committees**

A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Corporation for services is precluded from voting on matters pertaining to that member's compensation.

**ARTICLE VI**  
**Annual Statements**

Each director, principal officer, and member of a committee with Board-delegated powers shall annually sign a statement which affirms that such person—

- a. has received a copy of the Conflicts of Interest Policy,
- b. has read and understands the policy,
- c. has agreed to comply with the policy, and
- d. understands that the Corporation is a charitable organization and that in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

**ARTICLE VII**  
**Periodic Reviews**

To ensure that the Corporation operates in a manner consistent with its charitable purposes and that it does not engage in activities that could jeopardize its status as an organization exempt from federal income tax, periodic reviews shall be conducted. The periodic reviews shall, at a minimum include the following subjects:

- a. Whether compensation arrangements and benefits are reasonable and are the result of arm's-length bargaining.
- b. Whether transactions with parties are properly recorded, reflect reasonable payments for goods and services, further the Corporation's charitable purposes and do not result in inurement or impermissible private benefit.

**ARTICLE VIII**  
**Use of Outside Experts**

In conducting the periodic reviews provided for in Article VII, the Corporation may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the Board of its responsibility for ensuring that periodic reviews are conducted.

Robert F Labadie, MD, PhD  
**Abbreviated Curriculum Vitae**  
 Professor  
 843-792-7161  
 labadie@musc.edu

**Personal Information**

No activities entered.

**Contact Information**

Office Number: RT1130  
 Office Building: P.O. Box MSC 550  
 Street 1: 135 Rutledge Ave  
 Street 2: Charleston, South Carolina 29425

**Degrees**

Degree	Discipline	Institution	City	State or Province	Nation	Year Conferred	Title of Dissertation or Thesis
M.S.	Management in Health Care					2013	
M.D.	Medicine	University of Pittsburgh				1996	
Ph.D.	Engineering	University of Pittsburgh				1996	
B.S.	Mechanical Engineering	University of Notre Dame				1988	

**Post-Graduate Training**

Type	Institution	Specialty	Begin Month/Year	End Month/Year
Internship	University of North Carolina Hospitals	General Surgery	June 1996	June 1997
Residency	University of North Carolina Hospitals	Otolaryngology - Chief Resident	June 2000	June 2001
Residency	University of North Carolina Hospitals	Otolaryngology	June 1997	June 2000

**Additional Training**

Start Date	End Date	Institution	Specialty	Type
2011-09-01	2011-12-31	Belmont University	Mini MBA	Course
2001-04-19	2001-04-21	Carolina Ear Institute	Temporal Bone	Course
2000-12-01	2000-12-31	Med-El® Investigators Meeting and Research Forum	Med-El® Investigators Meeting and Research Forum	Forum
1999-12-9	1999-12-31	Med-El® Split Electrode Meeting	Med-El® Split Electrode Meeting	Course
1999-11-12	1999-11-13	Advances in Skull Base Surgery;	Advances in Skull Base Surgery	Course

1999-07-31	1999-08-01	Raising the Standard in Endoscopic Sinus Surgery	Raising the Standard in Endoscopic Sinus Surgery	Course
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### Certifications

Organization Name	Type of Certification	Specialty	Sub-Specialty	Certification Number	Effective Date	Expiration Date (if none, see note above)	Lifetime Board Certification
American Board of Otolaryngology	Board Certification			16780	2002	2022	

### Professional Licensures

Title	Month / Year Originally Conferred	Month/Year Expires	Organization	State of Issue	Country for International Issue	Number (if applicable)	Type	Description
Tennessee Medical License	January 2001					MD35159		

### MUSC Rank and Promotion History

Faculty Rank	Institution	College	Department	Division	Effective Start Date of Rank	Effective End Date of Rank
Professor	Medical University of South Carolina	College of Medicine	Otolaryngology - Head and Neck Surgery		2022-01-01	

### Non-MUSC Rank and Promotion History

Faculty Rank	Institution/Organization	College	Department	Division	Effective Start Date of Rank	Effective End Date of Rank
Assistant Professor	Vanderbilt University Medical Center				2001	
Assistant Professor	Vanderbilt University Medical Center		Biomedical Engineering		2005	
Associate Professor	Vanderbilt University Medical Center		Biomedical Engineering		2007	
Associate Professor with Tenure	Vanderbilt University Medical Center		Otolaryngology-Head and Neck Surgery		2007	
Professor	Vanderbilt University Medical Center		Biomedical Engineering		2013	
Professor with Tenure	Vanderbilt University Medical Center		Otolaryngology-Head and Neck Surgery		2013	

Jason Newman, MD  
**Abbreviated Curriculum Vitae V1**  
 Professor  
 newmajas@musc.edu

**Degrees**

1997 M.D., Medicine, Thomas Jefferson University  
 1993 B.A., Biology and Society, Cornell University

**Post-Graduate Training**

Fellowship, University of Pennsylvania, Head and Neck Surgery/Oncology and Microvascular Surgery, July 2004, June 2005  
 Internship, Pennsylvania Hospital, General Surgery, July 1997, June 1998  
 Residency, New York Presbyterian Hospital of Columbia and Cornell and Memorial Sloan Kettering Cancer Center, Otolaryngology, July 1999, June 2002  
 Residency, Manhattan Eye, Ear & Throat Hospital, Otolaryngology, July 1998, June 1999

**Certifications**

American Heart Association, Type of Certification: Life Support, Specialty: BLS, Certification Number: N/A, Effective Date: 2004  
 American Heart Association, Type of Certification: Life Support, Specialty: ACLS, Certification Number: N/A, Effective Date: 2004  
 American Board of Otolaryngology, Type of Certification: Board Certification, Certification Number: N/A, Effective Date: 2003-05-09, Expiration Date (if none, see note above): 2026-04-01

**Professional Licensures**

Pennsylvania Medical License, Month / Year Originally Conferred: April 2004

**MUSC Rank and Promotion History**

Faculty Rank	Institution	College	Department	Division	Effective Start Date of Rank	Effective End Date of Rank
Professor	Medical University of South Carolina	College of Medicine	Otolaryngology - Head and Neck Surgery		2022-03-01	

**Non-MUSC Rank and Promotion History**

Faculty Rank	Institution/Organization	College	Department	Division	Effective Start Date of Rank	Effective End Date of Rank
Assistant Professor of Otorhinolaryngology	Head and Neck Surgery at the Hospital of the University of Pennsylvania				2005-01-01	2014-12-31
Assistant Professor of Otorhinolaryngology	University of Pennsylvania School of Medicine				2005-01-01	2014-12-31
Assistant Professor of Otorhinolaryngology	Pennsylvania Hospital				2011-01-01	2014-12-31

Associate Professor of Otorhinolaryngology	Pennsylvania Hospital	2014-01-01	2020-12-31
Associate Professor of Otorhinolaryngology	University of Pennsylvania School of Medicine	2014-01-01	2020-12-31
Associate Professor of Otorhinolaryngology	Head and Neck Surgery at the Hospital of the University of Pennsylvania	2014-01-01	2020-12-31
Professor of Otorhinolaryngology	University of Pennsylvania School of Medicine	2020-01-01	
Professor of Otorhinolaryngology	Head and Neck Surgery at the Hospital of the University of Pennsylvania	2020-01-01	
Professor of Otorhinolaryngology	Pennsylvania Hospital	2020-01-01	

Ozgur Sahin, PhD  
**Abbreviated Curriculum Vitae**  
Professor  
sahin@musc.edu

Personal Information

No activities entered.

Contact Information

No activities entered.

Degrees

2008	Ph.D., Molecular Genome Analysis, German Cancer Research Center and University of Heidelberg
2005	M.Sc., International Molecular and Cellular Biology, Middle East Technical University
2002	B.Sc., Molecular Biology and Genetics, Middle East Technical University

Post-Graduate Training

No activities entered.

Additional Training

No activities entered.

Certifications

No activities entered.

Professional Licensures

No activities entered.

MUSC Rank and Promotion History

Professor, Medical University of South Carolina, College of Medicine, Biochemistry and Molecular Biology, 2022-05-01

Non-MUSC Rank and Promotion History

Instructor, UT MD Anderson Cancer Center, Molecular and Cellular Oncology, 2012-01-01, 2013-08-31  
Associate Professor, University of South Carolina, Drug Discovery and Biomedical Sciences, 2017-10-01  
Associate Professor, (Docentlik) from the Higher Education Council of Turkey (YOK), 2017  
Assistant Professor, Bilkent University, , 2013, 2018

Badih Joseph Elmunzer, MD, MSc

**Abbreviated Curriculum Vitae**

Professor

843-876-4261

elmunzer@musc.edu

Personal Information

No activities entered.

Contact Information

Office Number: 275

Office Building: P.O. Box MSC 702

Street 1: Thurmond Gazes - 30 Courtenay Drive

Street 2: Charleston, South Carolina 29425

Degrees

2002 M.D., Medicine, University of Miami School of Medicine, Florida, United States

1998 B.S., Biology, University of Miami, Florida, United States

Post-Graduate Training

Post-Doctorate, University Hospitals Case Medical Center, Cleveland, OH, Special Fellow in Developmental Endoscopy and Natural Orifice Transluminal Endoscopic Surgery (NOTES) research, August 2007, December 2007

Post-Doctorate, University of Michigan Medical Center, Ann Arbor, MI, Fellow in Gastroenterology and Advanced Endoscopy, July 2005, June 2008

Post-Doctorate, University of Texas-Southwestern Medical Center, Parkland Memorial Hospital, Dallas, TX, Resident in Internal Medicine, July 2002, June 2005

Additional Training

No activities entered.

Certifications

American Board of Internal Medicine, Gastroenterology, Effective Date: 2008

American Board of Internal Medicine, Effective Date: 2005

Professional Licensures

South Carolina Medical License - MD 36694

Michigan Medical License 4301084830

MUSC Rank and Promotion History

Adjunct Associate Professor, Medical University of South Carolina, College of Medicine, Medicine, Gastroenterology & Hepatology, 2014-06-01, 2014-06-30

Professor, Medical University of South Carolina, College of Medicine, Medicine, Gastroenterology & Hepatology, 2018-07-01

Associate Professor, Medical University of South Carolina, College of Medicine, Medicine, Gastroenterology & Hepatology, 2014-07-01, 2018-06-30

Non-MUSC Rank and Promotion History

Lecturer, University of Michigan, Internal Medicine, Gastroenterology, 2008-07-01, 2011-03-01



Assistant Professor, University of Michigan, Internal Medicine, Gastroenterology, 2011-04-01, 2014-05-01

S. David McSwain, MD  
**Abbreviated Curriculum Vitae V1**  
 Professor  
 843-876-0506  
 mcswains@musc.edu

**Degrees**

2002 M.D., Medicine, University of North Carolina Medical School, North Carolina, United States

2001 M.P.H., Health Policy and Administration, University of North Carolina, North Carolina, United States

1997 B.S., Biology and Psychology, Duke University, North Carolina, United States

**Post-Graduate Training**

Fellowship, Duke University Medical Center, Pediatric, July 2006, June 2009

Internship, University of North Carolina Hospital, Internal Medicine/Pediatrics, July 2002, June 2003

Residency, University of North Carolina Hospital, Internal Medicine/Pediatrics, July 2003, June 2006

**Certifications**

The Council for Six Sigma Certification, Type of Certification: Yellow Belt Certification, Certification Number: , Effective Date: 2016-12-12

IT Infrastructure Library Foundation, Type of Certification: Certificate in IT Service Management, Certification Number: , Effective Date: 2017-10-20

American Board of Preventative Medicine, Type of Certification: Board Certification, Specialty: Clinical Informatics, Certification Number: 31-18561, Effective Date: 2021-01-01

American Board of Pediatrics, Type of Certification: Board Certification, Specialty: General Pediatrics, Certification Number: 86963, Effective Date: 2006-10-24

American Board of Pediatrics, Type of Certification: Board Certification, Specialty: Pediatric Critical Care Medicine, Certification Number: 1784, Effective Date: 2011

American Board of Internal Medicine, Type of Certification: Board Certification, Specialty: General Internal Medicine, Certification Number: , Effective Date: 2006-09-08, Expiration Date (if none, see note above): 2016-12-31

**Professional Licensures**

South Carolina Medical License, Month / Year Originally Conferred: September 2009, South Carolina Board of Medical Examiners, South Carolina, 31811

North Carolina Medical License, Month / Year Originally Conferred: July 2002, Month/Year Expires: June 2010, North Carolina Medical Board, North Carolina

**MUSC Rank and Promotion History**

Faculty Rank	Institution	College	Department	Division	Effective Start Date of Rank	Effective End Date of Rank
Assistant Professor	Medical University of South Carolina	College of Medicine	Pediatrics	Pediatric Critical Care	2009-08-17	2014-12-31
Associate Professor	Medical University of South Carolina	College of Medicine	Pediatrics	Pediatric Critical Care	2015-01-01	2021-12-31
Professor	Medical University of South Carolina	College of Medicine	Pediatrics	Pediatric Critical Care	2022-01-01	2022-02-14

Adjunct Professor	Medical University of South Carolina	College of Medicine	Pediatrics	Pediatric Critical Care	2022-02-15	2022-06-30
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**Non-MUSC Rank and Promotion History**

Faculty Rank	Institution/Organization	College	Department	Division	Effective Start Date of Rank	Effective End Date of Rank
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Prince Anand, MD  
**Abbreviated Curriculum Vitae V1**  
 Clinical Associate Professor  
 mohanp@musc.edu

**Degrees**

2004 M.D., Medicine, Medical University of Pleven

**Post-Graduate Training**

- Fellowship, Columbia University Medical Center, Renal/Pancreas Transplant , July 2013, June 2014
- Post-Doctorate, Columbia University Medical Center, Nephrology Fellow, July 2011, June 2013
- Post-Doctorate, Columbia University Medical Center, Renal/Pancreas Transplant Fellow, July 2013, January 2009
- Post-Doctorate, New York Hospital Queens, Internal Medicine Residency, June 2007, June 2011
- Post-Doctorate, New York Hospital Queens, Chief Medical Resident, June 2010, June 2011

**Certifications**

- American Board of Internal Medicine, Nephrology, Effective Date: 2013
- American Board of Internal Medicine, Effective Date: 2010

**Professional Licensures**

- South Carolina Medical License, Month / Year Originally Conferred: January 2016, Month/Year Expires: October 2016
- Pennsylvania State License, Month / Year Originally Conferred: Ongoing
- New York Medical License, Month / Year Originally Conferred: Ongoing
- Indiana Medical License, Month / Year Originally Conferred: Ongoing

**MUSC Rank and Promotion History**

Faculty Rank	Institution	College	Department	Division	Effective Start Date of Rank	Effective End Date of Rank
Assistant Professor	Medical University of South Carolina	College of Medicine	Medicine	Nephrology	2014-08-01	2016-10-31
Clinical Associate Professor	Medical University of South Carolina	College of Medicine	Medicine	Nephrology	2021-09-01	

**Non-MUSC Rank and Promotion History**

Faculty Rank	Institution/Organization	College	Department	Division	Effective Start Date of Rank	Effective End Date of Rank
Instructor	Columbia University Medical Center		Medicine		2013-07-01	2014-07-31
Clinical Associate Professor of Medicine	Geisinger Commonwealth Medical School				2018-03-01	

Carrie Herzke, MD, MBA  
**Abbreviated Curriculum Vitae V1**  
 Associate Professor  
 herzke@musc.edu

**Degrees**

2017 M.B.A., Business Administration, Carey School of Business, Johns Hopkins  
 2004 M.D., Medicine, Medical College of Virginia  
 2000 B.A., History, University of Virginia

**Post-Graduate Training**

Residency, Duke University Medical Center, Internal Medicine-Pediatrics, July 2004, June 2008

**Certifications**

American Board of Pediatrics Hospital Medicine , Type of Certification: Board Certification , Certification Number: N/A, Effective Date: 2009  
 American Board of Pediatrics, Type of Certification: Board Certification , Certification Number: N/A, Effective Date: 2008  
 American Board of Internal Medicine , Type of Certification: Board Certification, Certification Number: N/A, Effective Date: 2008

**Professional Licensures**

Maryland Medical License , Month / Year Originally Conferred: PRESENT 2008

**MUSC Rank and Promotion History**

Faculty Rank	Institution	College	Department	Division	Effective Start Date of Rank	Effective End Date of Rank
Associate Professor	Medical University of South Carolina	College of Medicine	Medicine	Hospital Medicine	2022-02-07	

**Non-MUSC Rank and Promotion History**

Faculty Rank	Institution/Organization	College	Department	Division	Effective Start Date of Rank	Effective End Date of Rank
Assistant Professor	, Johns Hopkins				2009	

Marcelo L. Hochman, MD  
**Abbreviated Curriculum Vitae**  
Affiliate Professor  
hochman@musc.edu

Personal Information

No activities entered.

Contact Information

No activities entered.

Degrees

1985 M.D., Medicine, University of Texas, San Antonio, Texas, United States  
1981 B.A., Biology, University of Texas at Austin, Texas, United States

Post-Graduate Training

Fellowship, Washington University, Facial Plastic and Reconstructive Surgery, July 1990, June 1991  
Fellowship, Arkansas Children's Hospital, Cleft Lip and Palate/Vascular Birthmarks, July 1990, June 1991  
Fellowship, St Louis University, Facial Plastic and Reconstructive Surgery, July 1990, June 1991  
Residency, Stanford University Medical Center, Otolaryngology-Head and Neck Surgery, July 1985, June 1990

Additional Training

No activities entered.

Certifications

American Board of Otolaryngology, Type of Certification: Board Certification, Specialty: Head and Neck Surgery,  
Certification Number: N/A, Effective Date: 1990-10-02, Lifetime Board Certification: Yes  
American Board of Facial plastic and Reconstructive Surgery , Type of Certification: Board Certification,  
Certification Number: N/A, Effective Date: 1997-07-01, Lifetime Board Certification: Yes

Professional Licensures

South Carolina Medical License, Month / Year Originally Conferred: December 1991, Month/Year Expires: June  
2023, 15785

MUSC Rank and Promotion History

Affiliate Professor, Medical University of South Carolina, College of Medicine, Otolaryngology - Head and Neck  
Surgery, 2020-07-01, 2023-06-30  
Affiliate Professor, Medical University of South Carolina, College of Medicine, Surgery, Plastic Surgery, 2022-03-  
01, 2023-06-30  
Affiliate Assistant Professor, Medical University of South Carolina, College of Medicine, Otolaryngology - Head  
and Neck Surgery, 2018-07-01, 2020-06-30  
Clinical Assistant Professor, Medical University of South Carolina, College of Medicine, Otolaryngology - Head  
and Neck Surgery, 2000-08-01, 2018-06-30

Non-MUSC Rank and Promotion History

Clinical Instructor, Washington University, Otolaryngology-Head and Neck Surgery, 1990-01-01, 1991-12-31  
Clinical Instructor, St. Louis University, Otolaryngology-Head and Neck Surgery, 1990-01-01, 1991-12-31  
Clinical Instructor, University of Arkansas for Medical Sciences,, Otolaryngology-Head and Neck Surgery, 1991-

01-01, 1991-12-31

Associate Professor, University of Arkansas for Medical Sciences, Dermatology, 1998-01-01, 1999-12-31

Assoc. Professor with Tenure, University of Arkansas for Medical Sciences, Otolaryngology-Head and Neck Surgery, Facial Plastic and Reconstructive Surgery , 1998-01-01, 1999-12-31

Albert Anthony Maniscalco, MD  
**Abbreviated Curriculum Vitae V1**  
 Clinical Associate Professor  
 843-792-4123  
 manisca@musc.edu

**Degrees**

1966 M.D., Medicine, New York Medical College, New York, United States  
 1962 B.S., Biology, University of Notre Dame, Indiana, United States

**Post-Graduate Training**

Post-Doctorate, Duke University Medical Center, Fellowship in Nephrology under Dr. Roscoe Robinson, September 1972, September 1974  
 Post-Doctorate, St. Vincent's Hospital & Medical Center, New York, NY, Rotating Internship, September 1966, September 1967  
 Post-Doctorate, St. Vincent's Hospital & Medical Center, New York, NY, Junior Assistant Resident in Medicine, September 1967, September 1968  
 Post-Doctorate, St. Vincent's Hospital & Medical Center, New York, NY, Assistant Resident in Medicine, September 1968, September 1969  
 Post-Doctorate, St. Vincent's Hospital & Medical Center, New York, NY, Chief Resident in Medicine, September 1969, September 1970

**Certifications**

American Board of Internal Medicine: Nephrology, Effective Date: 1976  
 American Board of Internal Medicine, Effective Date: 1972

**Professional Licensures**

South Carolina  
 New York

**MUSC Rank and Promotion History**

Faculty Rank	Institution	College	Department	Division	Effective Start Date of Rank	Effective End Date of Rank
Clinical Assistant Professor	Medical University of South Carolina	College of Medicine	Medicine	Nephrology	2010-01-01	2019-06-30
Clinical Associate Professor	Medical University of South Carolina	College of Medicine	Medicine	Nephrology	2019-07-01	2020-02-09
Clinical Associate Professor	Medical University of South Carolina	College of Medicine	Medicine	Nephrology	2021-12-13	

**Non-MUSC Rank and Promotion History**

Faculty Rank	Institution/Organization	College	Department	Division	Effective Start Date of Rank	Effective End Date of Rank
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Jason Newman, MD  
**Abbreviated Curriculum Vitae V1**  
 Professor  
 newmajas@musc.edu

**Degrees**

1997 M.D., Medicine, Thomas Jefferson University  
 1993 B.A., Biology and Society, Cornell University

**Post-Graduate Training**

Fellowship, University of Pennsylvania, Head and Neck Surgery/Oncology and Microvascular Surgery, July 2004, June 2005  
 Internship, Pennsylvania Hospital, General Surgery, July 1997, June 1998  
 Residency, New York Presbyterian Hospital of Columbia and Cornell and Memorial Sloan Kettering Cancer Center, Otolaryngology, July 1999, June 2002  
 Residency, Manhattan Eye, Ear & Throat Hospital, Otolaryngology, July 1998, June 1999

**Certifications**

American Heart Association, Type of Certification: Life Support, Specialty: BLS, Certification Number: N/A, Effective Date: 2004  
 American Heart Association, Type of Certification: Life Support, Specialty: ACLS, Certification Number: N/A, Effective Date: 2004  
 American Board of Otolaryngology, Type of Certification: Board Certification, Certification Number: N/A, Effective Date: 2003-05-09, Expiration Date (if none, see note above): 2026-04-01

**Professional Licensures**

Pennsylvania Medical License, Month / Year Originally Conferred: April 2004

**MUSC Rank and Promotion History**

Faculty Rank	Institution	College	Department	Division	Effective Start Date of Rank	Effective End Date of Rank
Professor	Medical University of South Carolina	College of Medicine	Otolaryngology - Head and Neck Surgery		2022-03-01	

**Non-MUSC Rank and Promotion History**

Faculty Rank	Institution/Organization	College	Department	Division	Effective Start Date of Rank	Effective End Date of Rank
Assistant Professor of Otorhinolaryngology	Head and Neck Surgery at the Hospital of the University of Pennsylvania				2005-01-01	2014-12-31
Assistant Professor of Otorhinolaryngology	University of Pennsylvania School of Medicine				2005-01-01	2014-12-31
Assistant Professor of Otorhinolaryngology	Pennsylvania Hospital				2011-01-01	2014-12-31

Associate Professor of Otorhinolaryngology	Pennsylvania Hospital	2014-01-01	2020-12-31
Associate Professor of Otorhinolaryngology	University of Pennsylvania School of Medicine	2014-01-01	2020-12-31
Associate Professor of Otorhinolaryngology	Head and Neck Surgery at the Hospital of the University of Pennsylvania	2014-01-01	2020-12-31
Professor of Otorhinolaryngology	University of Pennsylvania School of Medicine	2020-01-01	
Professor of Otorhinolaryngology	Head and Neck Surgery at the Hospital of the University of Pennsylvania	2020-01-01	
Professor of Otorhinolaryngology	Pennsylvania Hospital	2020-01-01	

John V Pastore, MD, MBA  
**Abbreviated Curriculum Vitae**  
Clinical Professor  
pastorej@musc.edu

Personal Information

No activities entered.

Contact Information

No activities entered.

Degrees

2020	M.B.A., Business Administration, State University of New York at Buffalo School of Management
1995	M.D., Medicine, St. George's University School of Medicine
1991	B.S., Biology, Fordham University

Post-Graduate Training

Residency, State University of New York at Buffalo The Women and Children's Hospital of Buffalo, General Pediatrics, July 1995, June 1998

Additional Training

No activities entered.

Certifications

American Board of Pediatrics, Type of Certification: Board Certification, Specialty: Pediatrics, Certification Number: 65382, Effective Date: 1998-10-30, Expiration Date (if none, see note above): 2022-12-15

Professional Licensures

South Carolina Medical Board, Month / Year Originally Conferred: February 2022, 87253  
New York Medical License, Month / Year Originally Conferred: November 2001

MUSC Rank and Promotion History

Clinical Professor, Medical University of South Carolina, College of Medicine, Pediatrics, General Pediatrics, 2022-05-01

Non-MUSC Rank and Promotion History

Volunteer Faculty, State University of New York at Stony Brook, Pediatrics, 2002-01-01, 2004-12-31  
Clinical Associate Professor, Jacobs School of Medicine and Biomedical Sciences, Pediatrics, 2018-01-01  
Clinical Associate Professor, John R. Oishei Children's Hospital of Buffalo, Pediatrics, 2018-01-01  
Clinical Assistant Professor, Jacobs School of Medicine and Biomedical Sciences, Pediatrics, 2005-01-01, 2018-12-31

Krishna G. Patel, MD, PhD  
**Abbreviated Curriculum Vitae V1**  
 Professor  
 843-792-8299  
 patelkg@musc.edu

**Degrees**

- 2002 M.D., Ph.D., Medicine and Molecular Medicine, Medical College of Georgia, Georgia, United States
- 1994 B.A., History, Columbia University in the City of New York, New York, United States

**Post-Graduate Training**

- Post-Doctorate, University of California, Davis Medical Center, Facial Plastic and Reconstructive Surgery Fellowship, September 2007, September 2008
- Post-Doctorate, University of North Carolina Hospitals, Resident, September 2003, September 2007

**Certifications**

- Otolaryngology-Head and Neck Surgery, Effective Date: 07/2008
- Facial Plastic and Reconstructive Surgery, Effective Date: 06/2011

**Professional Licensures**

- South Carolina
- California

**MUSC Rank and Promotion History**

Faculty Rank	Institution	College	Department	Division	Effective Start Date of Rank	Effective End Date of Rank
Assistant Professor	Medical University of South Carolina	College of Medicine	Otolaryngology - Head and Neck Surgery		2008-08-18	2015-06-30
Associate Professor	Medical University of South Carolina	College of Medicine	Otolaryngology - Head and Neck Surgery		2015-07-01	2020-12-31
Professor	Medical University of South Carolina	College of Medicine	Otolaryngology - Head and Neck Surgery		2021-01-01	
Professor	Medical University of South Carolina	College of Medicine	Surgery	Plastic Surgery	2022-01-01	

**Non-MUSC Rank and Promotion History**

Faculty Rank	Institution/Organization	College	Department	Division	Effective Start Date of Rank	Effective End Date of Rank
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Patricia A Resick, PhD  
**Abbreviated Curriculum Vitae V1**  
 Adjunct Professor  
 resick@musc.edu

**Degrees**

1976                    B.A., Kent State University  
                               Ph.D., Clinical Psychology

1974                    M.A., University of Georgia

**Post-Graduate Training**

No activities entered.

**Certifications**

American Board of Professional Psychology, Specialist in Cognitive and Behavioral Therapy,  
 Type of Certification: American Board of Professional Psychology, Certification Number: N/A,  
 Effective Date: 2010

**Professional Licensures**

Psychologist and Health Service Provider State of North Carolina, Month / Year Originally  
 Conferred: February 2015, 4745

Psychologist and Health Service Provider State of Missouri, Month / Year Originally Conferred:  
 October 1981, Month/Year Expires: December 2015, R0078

**MUSC Rank and Promotion History**

Faculty Rank	Institution	College	Department	Division	Effective Start Date of Rank	Effective End Date of Rank
Adjunct Professor	Medical University of South Carolina	College of Medicine	Psychiatry and Behavioral Sciences		2022-02-01	2022-06-30

**Non-MUSC Rank and Promotion History**

Faculty Rank	Institution/Organization	College	Department	Division	Effective Start Date of Rank	Effective End Date of Rank
Assistant-Associate Professor	University of South Dakota				1976-01-01	1980-12-31
Associate Professor	University of Missouri-St. Louis				1981-01-01	1987-12-31
Professor	University of Missouri-St. Louis				1987-01-01	2006-12-31
Curators' Professor	University of Missouri-St. Louis				2000-01-01	2006-12-31
Professor of Psychology	Boston University				2004-01-01	2013-12-31
Professor of Psychiatry	Boston University School of Medicine				2004-01-01	2014-12-31
Adjunct Professor	Duke University Medical Center				2013-08-01	2014-12-31

Professor of  
Psychiatry

Duke University Medical  
Center

2014-01-01

Ozgur Sahin, PhD  
**Abbreviated Curriculum Vitae**  
Professor  
sahin@musc.edu

Personal Information

No activities entered.

Contact Information

No activities entered.

Degrees

2008	Ph.D., Molecular Genome Analysis, German Cancer Research Center and University of Heidelberg
2005	M.Sc., International Molecular and Cellular Biology, Middle East Technical University
2002	B.Sc., Molecular Biology and Genetics, Middle East Technical University

Post-Graduate Training

No activities entered.

Additional Training

No activities entered.

Certifications

No activities entered.

Professional Licensures

No activities entered.

MUSC Rank and Promotion History

Professor, Medical University of South Carolina, College of Medicine, Biochemistry and Molecular Biology, 2022-05-01

Non-MUSC Rank and Promotion History

Instructor, UT MD Anderson Cancer Center, Molecular and Cellular Oncology, 2012-01-01, 2013-08-31  
Associate Professor, University of South Carolina, Drug Discovery and Biomedical Sciences, 2017-10-01  
Associate Professor, (Docentlik) from the Higher Education Council of Turkey (YOK), 2017  
Assistant Professor, Bilkent University, , 2013, 2018

Frank R Voss, MD  
**March 2021 - March 2022**  
**Abbreviated Curriculum Vitae**  
 Assistant Professor  
 vossf@musc.edu

**Personal Information**

No activities entered.

**Contact Information**

No activities entered.

**Degrees**

Degree	Discipline	Institution	City	State or Province	Nation	Year Conferred	Title of Dissertation or Thesis
M.D.	Medicine	Harvard Medical School				1986	
B.S.	Biochemistry	Brown University				1982	

**Post-Graduate Training**

Type	Institution	Specialty	Begin Month/Year	End Month/Year
Fellowship	Rush-Presbyterian - St. Luke's Medical Center	Joint Replacement	July 1992	June 1993
Residency	Harvard Combined Orthopaedic Program	Orthopaedic Surgery	July 1988	June 1992
Residency	Brigham and Women's Hospital	General Surgery	July 1986	June 1988

**Additional Training**

Start Date	End Date	Institution	Specialty	Type
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**Certifications**

Organization Name	Type of Certification	Specialty	Sub-Specialty	Certification Number	Effective Date	Expiration Date (if none, see note above)	Lifetime Board Certification
American Board of Orthopaedic Surgery	Board Certification			N/A	1995-07-13	2025-12-31	

**Professional Licensures**

Title	Month / Year Originally Conferred	Month/Year Expires	Organization	State of Issue	Country for International Issue	Number (if applicable)	Type	Description
South Carolina Board of Medical Examiners	September 1993	June 2023				16790		

**MUSC Rank and Promotion History**

Faculty Rank	Institution	College	Department	Division	Effective Start Date of Rank	Effective End Date of Rank
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Associate Professor	Medical University of South Carolina	College of Medicine	Orthopaedics and Physical Medicine	2022-04-01
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**Non-MUSC Rank and Promotion History**

Faculty Rank	Institution/Organization	College	Department	Division	Effective Start Date of Rank	Effective End Date of Rank
Instructor	M1 Teaching - Anatomy				1994	2000
Instructor	M1 and M2 Problem Based Learning Small Group Leader				2003	2011

Marissa Wolfe, DVM  
**Abbreviated Curriculum Vitae**  
Associate Professor  
843-876-5205  
wolfea@musc.edu

Personal Information

No activities entered.

Contact Information

Office Number: STB 643  
Office Building: P.O. Box MSC 777  
Street 1: Thurmond Gazes - 30 Courtenay Drive  
Street 2: Charleston, South Carolina 29425

Degrees

2011	D.V.M., Veterinary Medicine, University of Georgia, College of Veterinary Medicine, Georgia, United States
2005	B.S., Biology, University of South Carolina, South Carolina, United States

Post-Graduate Training

Post-Doctorate, University of Michigan, Unit for Laboratory Animal Medicine, Postdoctoral Research Fellow, September 2011, September 2014

Additional Training

No activities entered.

Certifications

USDA National Veterinary Accreditation #062370

Professional Licensures

Michigan Veterinary License #6901010417

MUSC Rank and Promotion History

Associate Professor, Medical University of South Carolina, College of Medicine, Comparative Medicine, 2022-01-24

Assistant Professor, Medical University of South Carolina, College of Medicine, Comparative Medicine, 2014-07-07, 2019-11-12

Non-MUSC Rank and Promotion History

No activities entered.

Yuan Zhai, MD, PhD  
**Abbreviated Curriculum Vitae**  
Professor  
zhaiy@musc.edu

Personal Information

No activities entered.

Contact Information

No activities entered.

Degrees

1998	Ph.D., Transplant Immunology, University of Wisconsin-Madison
1991	M.S., Biochemistry, Tsinghua University
1988	B.M., Medicine, Beijing Medical University

Post-Graduate Training

Post-Doctorate, University of Oxford Sir William Dunn School of Pathology, Medicine, July 2001, June 2002

Post-Doctorate, University of California-Los Angeles School of Medicine, Surgery, July 1998, June 2001

Additional Training

No activities entered.

Certifications

No activities entered.

Professional Licensures

No activities entered.

MUSC Rank and Promotion History

Professor, Medical University of South Carolina, College of Medicine, Surgery, Transplant Surgery, 2022-07-01

Non-MUSC Rank and Promotion History

Professor-in-Residence, UCLA School of Medicine, 2016-01-01

Associate Professor-in-Residence, UCLA School of Medicine, 2010-01-01, 2016-12-31

Adjunct Associate Professor, UCLA School of Medicine, 2009-01-01, 2010-12-31

Adjunct Assistant Professor, UCLA School of Medicine, 2003-01-01, 2009-12-31

David E Hall, MD  
**Abbreviated Curriculum Vitae V1**  
 Affiliate Professor  
 halldav@musc.edu

**Degrees**

1976 M.D., Medicine, University of Chicago, Pritzker School of Medicine  
 1972 B.A., University of Missouri

**Post-Graduate Training**

Fellowship, Johns Hopkins University, General Pediatrics Academic Development Program, January 1979, December 1981  
 Internship, Johns Hopkins Hospital, Pediatrics,, January 1976, December 1977  
 Residency, Johns Hopkins Hospital, Pediatrics,, July 1977, June 1979

**Certifications**

American Board of Pediatrics , Type of Certification: Board Certification , Certification Number: 27456 , Effective Date: 1982

**Professional Licensures**

Tennessee Medical License , Month / Year Originally Conferred: January 2013  
 South Carolina Medical License , Month / Year Originally Conferred: January 2020  
 Ohio Medical License , Month / Year Originally Conferred: January 2010  
 Maryland Medical License, Month / Year Originally Conferred: January 1977  
 Georgia Medical License , Month / Year Originally Conferred: January 1992

**MUSC Rank and Promotion History**

Faculty Rank	Institution	College	Department	Division	Effective Start Date of Rank	Effective End Date of Rank
Affiliate Professor	Medical University of South Carolina	College of Medicine	Pediatrics	General Pediatrics	2021-12-01	2024-06-30

**Non-MUSC Rank and Promotion History**

Faculty Rank	Institution/Organization	College	Department	Division	Effective Start Date of Rank	Effective End Date of Rank
Assistant Professor	Johns Hopkins University School of Medicine				1991	1992
Assistant Professor	Emory University School of Medicine				1992	1994
Associate Clinical Professor	Emory University School of Medicine				1998	2010
Professor, Clinical Pediatrics	University of Cincinnati School of Medicine				2010	2013
Professor, Clinical Pediatrics	Vanderbilt University School of Medicine				2013	2020

Desmond P Kelly, MD  
**Abbreviated Curriculum Vitae**  
Adjunct Associate Professor  
kellydp@musc.edu

Personal Information

No activities entered.

Contact Information

No activities entered.

Degrees

1977 M.B.,Ch.B., Medicine and Surgery, Cape Town Medical School

Post-Graduate Training

Fellowship, University of Maryland, Developmental-Behavioral Pediatrics , March 2022, March 2022

Fellowship, University of North Carolina School of Medicine, Developmental-Behavioral Pediatrics , March 2022, March 2022

Residency, Southern Illinois University School of Medicine, Pediatrics, March 2022, March 2022

Additional Training

No activities entered.

Certifications

American Board of Pediatrics, Type of Certification: Board Certification, Specialty: General Pediatrics, Certification Number: 36137, Effective Date: 1987-01-01

American Board of Pediatrics, Type of Certification: Board Certification, Specialty: Developmental-Behavioral Pediatrics, Certification Number: 146, Effective Date: 2002-01-01

Professional Licensures

South Carolina Medical License, Month / Year Originally Conferred: January 1995

MUSC Rank and Promotion History

Adjunct Associate Professor, Medical University of South Carolina, College of Medicine, Pediatrics, Developmental-Behavioral Pediatrics, 2022-03-01, 2025-06-30

Non-MUSC Rank and Promotion History

Professor , University of South Carolina School of Medicine , Pediatrics, 2019-07-01

Clinical Professor, Clemson University, School of Health Research, 2014-11-01

Emily Lowell, PhD  
**Abbreviated Curriculum Vitae**  
Affiliate Associate Professor  
lowellem@musc.edu

Personal Information

No activities entered.

Contact Information

No activities entered.

Degrees

2011	Ph.D., Psychology, University of South Carolina
2008	M.A., Psychology, University of South Carolina
2006	B.S., Psychology, University of Maryland

Post-Graduate Training

Internship, Developmental Pediatrics Clinic, University of South Carolina School of Medicine, Psychology, August 2010, June 2011  
Internship, Pediatric Infectious Disease Clinic, Psychology, August 2010, June 2011  
Internship, Richland School District Two, Psychology, August 2010, June 2011

Additional Training

No activities entered.

Certifications

National Association of School Psychologists, Type of Certification: Board Certification, Certification Number: 41633, Effective Date: 2016-12-16, Expiration Date (if none, see note above): 2023-12-31

Professional Licensures

South Carolina Board of Examiners in Psychology, Month / Year Originally Conferred: December 2012, Month/Year Expires: November 2023, 1244

MUSC Rank and Promotion History

Affiliate Associate Professor, Medical University of South Carolina, College of Medicine, Pediatrics, Developmental-Behavioral Pediatrics, 2022-03-01, 2025-06-30

Non-MUSC Rank and Promotion History

Assistant Professor of Clinical Pediatrics, Prisma Health Midlands, 2011-08-01



Medical University of South Carolina  
COLLEGE OF HEALTH PROFESSIONS  
ABBREVIATED CURRICULUM VITAE

Date: 3/15/2022

Name: Jones Walter Joseph  
Last First Middle

Citizenship and/or Visa Status: U.S. citizen

Office Address: DHLM, 151 Rutledge Ave., Building B, MSC 962 Telephone: 843-792-8464  
Charleston, SC 29425-9620

Education: (*Baccalaureate and above*)

<u>Institution</u>	<u>Years Attended</u>	<u>Degree/Date</u>	<u>Field of Study</u>
<u>Pennsylvania State University</u>	<u>1970-1974</u>	<u>B.A. / 1974</u>	<u>Political Science</u>
<u>University of Wisconsin, Madison</u>	<u>1974-1975</u>	<u>M.A. / 1975</u>	<u>Political Science</u>
<u>University of Wisconsin, Madison</u>	<u>1975-1980</u>	<u>Ph.D. / 1980</u>	<u>Political Science</u>
<u>Medical University of South Carolina</u>	<u>1989-1990</u>	<u>MHSA / 1990</u>	<u>Health Administration</u>

Graduate Medical Training: (*Chronological*)

	<u>Place</u>	<u>Dates</u>
<b>Internship</b>		

	<u>Place</u>	<u>Dates</u>
<b>Residencies or Postdoctoral:</b>		

Board Certification: \_\_\_\_\_ Date: \_\_\_\_\_

\_\_\_\_\_ Date: \_\_\_\_\_

Licensure: \_\_\_\_\_ Date: \_\_\_\_\_

\_\_\_\_\_ Date: \_\_\_\_\_

Faculty appointments: (*Begin with initial appointment*)

<u>Years</u>	<u>Rank</u>	<u>Institution</u>	<u>Department</u>
<u>1978-1979</u>	<u>Visiting Instructor</u>	<u>Purdue University</u>	<u>Dept. of Political Science</u>
<u>1979-1980</u>	<u>Acting Assistant Professor</u>	<u>University of Oklahoma</u>	<u>Dept. of Political Science</u>
<u>1980-1987</u>	<u>Assistant Professor</u>	<u>Memphis State University</u>	<u>Dept. of Political Science</u>
<u>1987-1990</u>	<u>Associate Professor</u>	<u>Memphis State University</u>	<u>Dept. of Political Science</u>
<u>1990-1995</u>	<u>Associate Professor</u>	<u>Medical University of South Carolina</u>	<u>Dept. of Health Services Admin.</u>
<u>1995-present</u>	<u>Professor</u>	<u>Medical University of South Carolina</u>	<u>DHLM</u>

First Appointment to MUSC: Rank Associate Professor Date: 7/1/1990





Dhandapani Kuppuswamy, PhD  
**Abbreviated Curriculum Vitae V1**  
 Associate Professor  
 843-876-5069  
 kuppusd@musc.edu

**Degrees**

1984                      Ph.D., University of Madras, India, India

1979                      M. Phil., Biochemistry, University of Madras, India, India

1975                      B.Sc., Chemistry and Mathematics and Physics, University of Madras, India, India

**Post-Graduate Training**

Post-Doctorate, Mount Sinai School of Medicine, New York, Post-Doctoral Fellow, Department of Biochemistry, September 1984, September 1986

Post-Doctorate, University of Madras, India, Junior Research Fellow, Council of Scientific and Industrial Research, September 1981, September 1982

Post-Doctorate, University of Madras, India, Senior Research Fellow, Council of Scientific and Industrial Research, September 1982, September 1984

**Certifications**

No activities entered.

**Professional Licensures**

No activities entered.

**MUSC Rank and Promotion History**

Faculty Rank	Institution	College	Department	Division	Effective Start Date of Rank	Effective End Date of Rank
Assistant Professor	Medical University of South Carolina	College of Medicine	Medicine	Cardiology	1994-01-17	2001-06-30
Associate Professor	Medical University of South Carolina	College of Graduate Studies			1995-04-12	2022-02-07
Associate Professor	Medical University of South Carolina	College of Medicine	Medicine	Cardiology	2001-07-01	2022-02-07
Professor	Medical University of South Carolina	College of Medicine	Medicine	Cardiology	2022-02-08	

**Non-MUSC Rank and Promotion History**

Faculty Rank	Institution/Organization	College	Department	Division	Effective Start Date of Rank	Effective End Date of Rank
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Sally E. Self, MD  
**Abbreviated Curriculum Vitae V1**  
 Professor  
 843-792-3215  
 selfs@musc.edu

**Degrees**

1978 M.D., Medicine, Vanderbilt University, Tennessee, United States  
 1974 B.A., Mathematics and Molecular Biology, Vanderbilt University, Tennessee, United States

**Post-Graduate Training**

Post-Doctorate, Medical University of South Carolina, Fellow in Immunopathology, July 1984, June 1986  
 Post-Doctorate, Medical University of South Carolina, Resident in Anatomic Pathology, July 1978, June 1982  
 Post-Doctorate, Medical University of South Carolina, Resident in Laboratory Medicine, July 1982, June 1984

**Certifications**

American Board of Pathology - Immunopathology, Effective Date: 1985  
 American Board of Pathology - Anatomic and Clinical Pathology, Effective Date: 1984  
 American Board of Pathologist, Effective Date: 2013

**Professional Licensures**

South Carolina State Board of Medical Examiners, South Carolina License #9365

**MUSC Rank and Promotion History**

Faculty Rank	Institution	College	Department	Division	Effective Start Date of Rank	Effective End Date of Rank
Instructor	Medical University of South Carolina	College of Medicine	Pathology and Laboratory Medicine		1987-01-01	1988-06-30
Assistant Professor	Medical University of South Carolina	College of Medicine	Pathology and Laboratory Medicine		1988-07-01	1996-06-30
Assistant Professor	Medical University of South Carolina	College of Medicine	Microbiology and Immunology		1993-12-01	1996-06-30
Associate Professor	Medical University of South Carolina	College of Medicine	Pathology and Laboratory Medicine		1996-07-01	2003-06-30
Associate Professor	Medical University of South Carolina	College of Dental Medicine	Pathology and Laboratory Medicine		1996-07-01	2003-06-30
Associate Professor	Medical University of South Carolina	College of Medicine	Microbiology and Immunology		1996-07-01	2003-01-01
Professor	Medical University of South Carolina	College of Dental Medicine	Pathology and Laboratory Medicine		2003-07-01	2022-05-01
Professor	Medical University of South Carolina	College of Medicine	Pathology and Laboratory Medicine		2003-07-01	2022-05-01
Professor	Medical University of South Carolina	College of Medicine	Pathology and Laboratory Medicine		2022-05-02	

**Non-MUSC Rank and Promotion History**

Faculty Rank	Institution/Organization	College	Department	Division	Effective Start Date of Rank	Effective End Date of Rank
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Jason Newman, MD  
**Abbreviated Curriculum Vitae V1**  
 Professor  
 newmajas@musc.edu

**Degrees**

1997 M.D., Medicine, Thomas Jefferson University  
 1993 B.A., Biology and Society, Cornell University

**Post-Graduate Training**

Fellowship, University of Pennsylvania, Head and Neck Surgery/Oncology and Microvascular Surgery, July 2004, June 2005  
 Internship, Pennsylvania Hospital, General Surgery, July 1997, June 1998  
 Residency, New York Presbyterian Hospital of Columbia and Cornell and Memorial Sloan Kettering Cancer Center, Otolaryngology, July 1999, June 2002  
 Residency, Manhattan Eye, Ear & Throat Hospital, Otolaryngology, July 1998, June 1999

**Certifications**

American Heart Association, Type of Certification: Life Support, Specialty: BLS, Certification Number: N/A, Effective Date: 2004  
 American Heart Association, Type of Certification: Life Support, Specialty: ACLS, Certification Number: N/A, Effective Date: 2004  
 American Board of Otolaryngology, Type of Certification: Board Certification, Certification Number: N/A, Effective Date: 2003-05-09, Expiration Date (if none, see note above): 2026-04-01

**Professional Licensures**

Pennsylvania Medical License, Month / Year Originally Conferred: April 2004

**MUSC Rank and Promotion History**

Faculty Rank	Institution	College	Department	Division	Effective Start Date of Rank	Effective End Date of Rank
Professor	Medical University of South Carolina	College of Medicine	Otolaryngology - Head and Neck Surgery		2022-03-01	

**Non-MUSC Rank and Promotion History**

Faculty Rank	Institution/Organization	College	Department	Division	Effective Start Date of Rank	Effective End Date of Rank
Assistant Professor of Otorhinolaryngology	Head and Neck Surgery at the Hospital of the University of Pennsylvania				2005-01-01	2014-12-31
Assistant Professor of Otorhinolaryngology	University of Pennsylvania School of Medicine				2005-01-01	2014-12-31
Assistant Professor of Otorhinolaryngology	Pennsylvania Hospital				2011-01-01	2014-12-31

Associate Professor of Otorhinolaryngology	Pennsylvania Hospital	2014-01-01	2020-12-31
Associate Professor of Otorhinolaryngology	University of Pennsylvania School of Medicine	2014-01-01	2020-12-31
Associate Professor of Otorhinolaryngology	Head and Neck Surgery at the Hospital of the University of Pennsylvania	2014-01-01	2020-12-31
Professor of Otorhinolaryngology	University of Pennsylvania School of Medicine	2020-01-01	
Professor of Otorhinolaryngology	Head and Neck Surgery at the Hospital of the University of Pennsylvania	2020-01-01	
Professor of Otorhinolaryngology	Pennsylvania Hospital	2020-01-01	



# **Bylaws of the Medical University of South Carolina Board of Trustees**

179 ASHLEY AVENUE  
CHARLESTON, SOUTH CAROLINA 29425  
~~DECEMBER 13, 2019~~ [April 8, 2022](#)

## TABLE OF CONTENTS

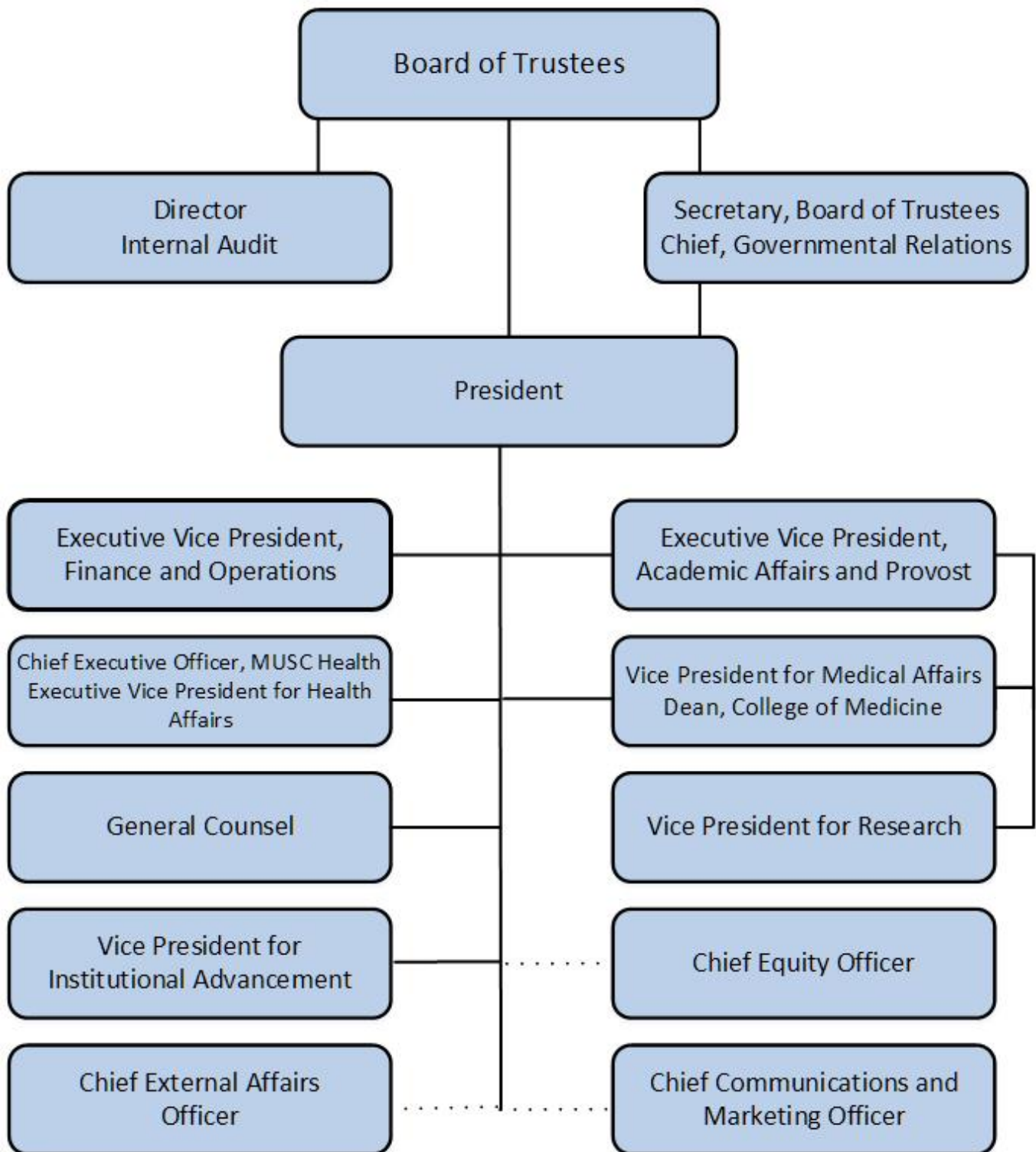
FOREWORD.....	1
CENTRAL ADMINISTRATION ORGANIZATION .....	2
BYLAWS OF THE MEDICAL UNIVERSITY OF SOUTH CAROLINA BOARD OF TRUSTEES .....	3
Section I. Powers and Duties of the Board of Trustees. ....	3
Section II. Meetings of the Board of Trustees. ....	3
Section III. Officers of the Board of Trustees. ....	5
Section IV. Committees of the Board.....	8
Section V. The Officers and Administration of the University. ....	14
Section VI. The Faculty.....	17
Section VII. Appeals to the Board.....	17
Section VIII. Board of Visitors. ....	18
Section IX. Amendment. ....	19



## FOREWORD

1. The Medical University of South Carolina does not discriminate on the basis of race, color, religion, sex, age, national origin, disability, veteran status, genetic information, sexual orientation or gender identity in the administration of admission policies, educational policies, financial aid, employment, or any other University activity, except where sex is a bona fide occupational qualification.
2. Since the English language contains no singular pronoun which includes both sexes, wherever a masculine term appears in this document it signifies both genders.
3. The meetings of the Board of Trustees are held in conformance with the Freedom of Information Act as amended, SC Code Ann. §30-4-10, *et seq.*

**MEDICAL UNIVERSITY OF SOUTH CAROLINA  
CENTRAL ADMINISTRATION ORGANIZATION**  
(As referenced in the MUSC Board of Trustees Bylaws)



# BYLAWS OF THE MEDICAL UNIVERSITY OF SOUTH CAROLINA BOARD OF TRUSTEES

## Section I. Powers and Duties of the Board of Trustees.

(A) The final authority and responsibility for the governance of the Medical University of South Carolina (MUSC), its colleges, the outreach programs, and ancillary functions are vested in the Board of Trustees of the Institution in accordance with the statutes of the State of South Carolina pertaining thereto.

(B) The Board of Trustees, directly or through its authorized committees, shall establish the general policies of the University, shall define its general program of educational activity, shall annually at or before its August meeting, fix and approve the University's application for State appropriations, and shall approve the budget for the next fiscal year.

(C) The Board of Trustees avoids conflict of interest. Any Trustee having a potential or perceived conflict of interest should make a full disclosure of the facts to the Chairman and should refrain from voting, participating or influencing a decision on the matter. The minutes of the meeting should reflect that disclosure was made and the member abstained from voting.

(D) The Board of Trustees shall name the principal officers of the University as prescribed in Section V of these Bylaws, but it may delegate to those elected officers the employment of subordinate officers and employees.

(E) The Board of Trustees shall confer appropriate degrees in medicine, dental medicine, pharmacy, nursing, health professions, and graduate studies in related health fields. These degrees shall be conferred upon students and such other persons as the Board of Trustees deems qualified to receive them.

(F) The Board of Trustees may confer honorary degrees to individuals deemed appropriate and worthy by a majority vote of the Board.

(G) The Board of Trustees shall review or review and revise these Bylaws at least every four (4) years or earlier if a material change occurs.

## Section II. Meetings of the Board of Trustees.

(A) **Regular Meetings.** Regular meetings of the Board of Trustees shall be held on the second Friday of February, April, August, October, and December and on the day before the Commencement Exercises, provided that the place and/or time of any regular meeting may be changed by the Chairman of the Board of Trustees. Any change in the date, place and/or time of any regular meeting shall be publicly noticed in accordance with S.C. Code of Laws §30-4-80.

### (B) **Special Meetings.**

(1) Special meetings of the Board of Trustees may be called at the will of the Chairman; or

(2) Upon the written request of three or more members, the Chairman shall call a special meeting of the Board.

At least 24-hour's notice of any such meeting shall be given to the members of the Board of Trustees. The 24-hour's notice will not apply to emergency meetings in accordance with S.C. Code of Laws §30-4-80. Special meetings of the Board of Trustees may be in person, or via teleconference or videoconference. Trustees must be in attendance in person, or via teleconference or videoconference to vote on an action item at a Special Meeting. The vote will occur publicly, either by written ballot, roll call or other electronic means approved by a majority of the Trustees in attendance at the time of the vote.

(C) **Agenda.** Prior to each regular meeting of the Board of Trustees and with the notice of any special meeting, the Secretary of the Board shall include a proposed Agenda and pertinent information for the meeting. Any changes to the agenda shall be done in accordance with S.C. Code of Laws §30-4-80.

(D) **Quorum.** A majority of the elected and ex-officio voting Trustees shall constitute a quorum.

(E) **Voting.** Except as otherwise specifically provided herein, all matters coming before the Board or a committee thereof for determination shall be determined by a majority of the members present by voice acclamation. Upon request of any Board or committee member, a vote by the Board or committee, as applicable, shall be by a call of the roll and results of such roll call vote shall be recorded in the minutes of the Board or committee.

(F) **Order of Business.** The order of business for all meetings of the Board of Trustees shall be as follows:

(1) Roll call.

(2) Corrections and approval of all minutes of regular and special Board and Committee meetings not previously approved.

(3) Reports and recommendations of the President of the University, who may at his discretion call upon other officials of the University for reports on their areas of authority.

(4) Reports of standing committees.

(5) Reports of special committees.

(6) Old business.

(7) New business.

(G) **Rules of Order.** Except as charged by specific rules and regulations of the Board of Trustees, the current edition of *Robert's Rules of Order* shall constitute the rules of parliamentary procedure applicable to all meetings of the Board and its several Committees.

### Section III. Officers of the Board of Trustees.

(A) **Ex-Officio Chairman.** The Governor of the State of South Carolina is the voting ex-officio Chairman of the Board of Trustees and he shall preside at those meetings of the Board which he attends. The Governor's designee will vote for the Governor in his absence.

(B) **Chairman.** Biennially (every even-numbered year), at its August meeting, by a majority vote, the Board of Trustees shall elect from its membership a Chairman to serve for a term of two years or until his successor is elected. Trustees must be present to vote. The vote shall be by signed written ballot unless a Board member requests a vote by call of the roll prior to initial distribution of the ballots. The results of such roll call vote shall be recorded in the minutes of the Board.

Should the office of Chairman of the Board become vacant or should the Chairman suffer disability that obviously would be of an extended duration, a special election shall be held for a new Chairman. Such election shall take place at the second Board meeting within four months following such an eventuality. No Chairman shall be eligible to succeed himself after he has served two consecutive terms as the Chairman of the Board. The Chairman shall:

- (1) Preside at all meetings at which the ex-officio Chairman does not preside,
- (2) Appoint all board committees not otherwise provided for,
- (3) Be an ex-officio member of all standing committees of the Board,
- (4) Execute all legal documents and instruments on behalf of the Board, and
- (5) Represent the Board in making its budget requests to the General Assembly of the State.

The Chairman of the Board shall be the official spokesman of the Board.

(C) **Vice Chairman.** At the same time, by a like method and for a like term of office as the Chairman, the Board of Trustees shall elect from its membership a Vice Chairman to perform the duties of the Chairman in his absence, disability, or unavailability.

(D) **Secretary.**

(1) A Secretary of the Board of Trustees shall be elected by a majority of the Board to serve at the will of the Board. Trustees must be present to vote. The vote shall be by signed written ballot unless a Board member requests a vote by call of the roll prior to initial distribution of the ballots. The results of such roll call vote shall be recorded in the minutes of the Board. The Secretary need not be a member of the Board and may be an officer or employee of the institution in another capacity. The Secretary shall also serve as Secretary of all committees of the Board.

(2) **Duties.** It is the duty of the Secretary to arrange for all Board meetings and to act as Secretary to all Board committees, to keep records and minutes of Board actions, to review and

prepare proposed revisions to the bylaws of the Board every four (4) years or earlier if a material change occurs, and to complement the links with the President. In this role, the Secretary's primary responsibility is to the Board members. **SPECIFICALLY, THE SECRETARY WILL:**

- (a) Prepare agenda, place requests in proper format for Board meetings and Board action, record minutes of all meetings, and mail notices and other information to Trustees;
- (b) Assist the Board in reviewing, and prepare proposed revisions to, the bylaws of the Board every four (4) years or earlier if a material change occurs. Upon completion of the review by the Board, incorporate all adopted amendments, and submit changes to other parts of the bylaws which are reasonably implied by the adopted amendments;
- (c) Obtain necessary legal opinions pertaining to the Board of Trustees as an entity and to individual members in their official capacities;
- (d) Receive all direct correspondence, reports, telephone calls, etc., for the Board. Formulate proposed actions and communicate results to the Chairman and Board members;
- (e) Relay to the President requests received by Board members from constituents;
- (f) Make all arrangements for meetings of the Board of Trustees and committees, make travel accommodations and meal arrangements, including social functions when appropriate;
- (g) Keep all records of Board actions taken via mail or telephone between meetings;
- (h) Process the Board of Trustees expenses including supplies, printing, binding, travel, subsistence and per diem;
- (i) Take care of routine correspondence on behalf of the Chairman and Board members;
- (j) Provide copies of minutes of Board of Trustees meetings to members and other addressees as appropriate;
- (k) Arrange for screening of the General Assembly's daily calendars and journals, proposed legislation, relevant newspapers, and other information sources. Report pertinent information to the Board and to the President;
- (l) Keep a log of term of office and appropriate filing duties and procedures for Trustee members;
- (m) Insure compliance with the requirements of the South Carolina Freedom of Information Act as it pertains to Board meetings and records; and

(n) Ensure that the Chairman of the Board of Trustees fills certain seats on affiliate boards, as specified by the affiliates' Bylaws. As such positions become available; all Board members will be made aware of the open seat prior to the Chairman appointing an individual to fill the seat. Where two or more seats are available on an affiliate board, consideration shall be given to filling the slots with one professional and one lay person from the Board of Trustees.

**(E) Internal Auditor.**

(1) The Internal Auditor shall be elected by a majority of the Board of Trustees to serve at the will of the Board. Trustees must be present to vote. The vote shall be by signed written ballot unless a Board member requests a vote by call of the roll prior to initial distribution of the ballots. The results of such roll call vote shall be recorded in the minutes of the Board. The Board directs that the Internal Auditor's position and its support staff shall report and be accountable directly to the Board of Trustees of the Medical University of South Carolina. It is further directed that the Board of Trustees for the Medical University of South Carolina shall be responsible for managing the Internal Auditor's tenure and for setting the financial budget for the Internal Audit Department, including salaries, operational expenses, and support costs.

(2) Duties. The Internal Auditor is responsible for managing a professional Internal Audit Department to provide analyses, appraisals, recommendations, counsel, and information concerning the activities reviewed to management, and ultimately to the Board of Trustees.

(3) The Internal Auditor is also responsible for providing the Board of Trustees with information about the adequacy and effectiveness of the organization's system of internal control and the quality of performance.

(4) The Internal Auditor will assist the Audit Committee of the Board of Trustees in carrying out its duties as stated in Section IV(D)(5) of these Bylaws.

(5) The Internal Auditor will assist the Audit Committee in the selection, oversight, and evaluation of the External Auditor.

**(F) Trustees Emeriti.** The MUSC Board of Trustees may recognize a former trustee for loyal, dedicated and significant service to the University. Trustee Emeritus status will be granted when a former Board member is nominated in writing by a current Board member and elected by a two-thirds majority vote. To be eligible, the former Board member must have served at least eight (8) consecutive years or have been awarded an honorary degree by the Medical University of South Carolina.

Trustees Emeriti will be elected for life. Trustees Emeriti will be non-voting, ex-officio members who are not reimbursed from appropriated funds. These Board members will be invited to all Board functions and events and will provide support for the University as knowledgeable friends and ambassadors.

## Section IV. Committees of the Board.

(A) **Standing Committees.** In addition to such special committees as from time to time may be appointed or elected by the Board of Trustees, there shall be the following standing committees:

- (1) Audit
- (2) Education, Faculty and Student Affairs
- (3) Finance and Administration
- (4) Physical Facilities
- (5) Research and Institutional Advancement

(B) **Organization and Terms of Office.** All standing committee assignments shall be made by the Chairman of the Board of Trustees from the membership of the Board within 30 days following the August meeting each even numbered year. Their terms of service shall be for two (2) years. Each standing committee shall be composed of a minimum of three (3) members. Each standing committee shall elect its own chairman from its members by a majority vote taken by voice acclamation at the first committee meeting following the August meeting of the Board at which a Board Chairman is elected, excluding special elections, or at the first regular meeting of a new standing committee. Upon request of any standing committee member, a vote by the committee shall be by call of the roll and results of such roll call vote shall be recorded in the minutes of the committee. Board members may only serve as Chairman of more than one standing committee of the University or the Medical University Hospital Authority (MUHA) Boards when the same committee (e.g., Physical Facilities, Audit) serves both entities.

(C) **Quorum.** A majority of the membership of any standing committee shall constitute a quorum.

(D) **Powers and Duties of Standing Committees.** The standing committees shall have the following powers and duties:

### (1) **Audit Committee.**

(a) The Audit Committee shall concern itself with assisting the Board of Trustees in discharging its fiduciary and stewardship obligations relative to the reliability and integrity of 1) systems of internal control, 2) accounting practices, 3) annual reporting, 4) internal and external audit processes, 5) management of business exposures, and 6) compliance with legal, regulatory, and ethical requirements.

(b) The Committee will provide an open avenue of communication among the internal and external auditors, management, and the Board. The full Board will continue to have complete access to management and the Internal Audit department and may continue to request the Internal Audit department to review areas of concern to them.

(c) The role of the Committee is oversight. It is not the duty of the Committee to prepare financial statements or to conduct audits to independently verify management's representations or to determine that the financial statements are complete and fairly present the financial condition of MUSC and its affiliates. These are the responsibilities of management and the external auditors.



(d) The Audit Committee has the full authority to review/investigate any matter or activity within the scope of its responsibilities. It shall have direct access to management, Internal Audit, Legal Counsel and any other members of or resources within MUSC and its affiliated organizations. All employees shall be directed to cooperate as requested by members of the Committee. The Committee shall also have the resources and authority to retain special legal, accounting, or other experts it deems necessary in the performance of its responsibilities.

(e) In accordance with Section IV(B) of these bylaws, the Chairman of the Board shall appoint the Audit Committee members, all of whom shall be Trustees, and the Committee members will elect one individual to serve as Committee Chairman. Each member of the Committee, including the Chairman, shall be independent and by reason of education or experience possess such degree of financial literacy as required to oversee the performance of the internal and external auditors, review MUSC's financial statements, and otherwise faithfully execute the role of the Audit Committee set forth in the bylaws. At least one member of the Committee should have appropriate experience with internal controls, an understanding of applicable accounting principles, the application of such principles in preparing or auditing financial statements, and an understanding of audit committee functions.

(f) Members of the Committee shall uphold their duty of care by attending and participating in meetings, strengthening his or her understanding of the institution and its operations, maintaining professional skepticism, addressing appropriate subjects, gathering adequate facts, making reasonable and prudent inquiries before making a decision, and seeking outside counsel when necessary.

(g) The Audit Committee shall meet at least two times per year. Internal Audit will coordinate the Committee's agenda in consultation with the Committee Chair. All Board members are encouraged to attend and participate in the Audit Committee meeting.

(h) The Committee will set the appropriate tone in communicating the importance of internal control and direct management to establish appropriate internal controls.

(i) The Management Development and Compensation Sub-Committee shall be a subcommittee of the Audit Committee and reports to the Board through the Audit Committee.

- i. The Management Development and Compensation Sub-Committee shall ensure that executive management and employees of the entities receive compensation that is market-level competitive, supports achieving the entities' strategic objectives, and is relevant to the individual's annual job performance while being sensitive to funding availability and longer term budget goals. The sub-committee will review all policy matters related to evaluation and compensation of the President, the Vice Presidents, the Deans, the Secretary of the Board (collectively "Executive Leadership"), and any other positions the sub-committee may decide.

The sub-committee will make recommendations to the Board via the Audit Committee regarding these matters. The sub-committee will assist the Board in determining a compensation package for the President and advise the President regarding appropriate compensation structures for other members of Executive Leadership.

- ii. The sub-committee shall review, at least annually, MUSC's assessment of potential candidates for promotion (Key Employees) to, at a minimum, a Vice President, Dean, or other senior executive position designated by the Board. The assessment should identify candidates' potential for promotion, professional development needed to address perceived deficiencies in a candidate's preparedness for promotion, or other actions to develop a "deep bench" of potential MUSC leaders. The sub-committee shall assist the President in determining appropriate professional development assistance for the MUSC Key Employees and in determining the best approaches to providing that assistance. The sub-committee shall review, at least annually, the Management Development plans in place and planned to ensure that all employees are encouraged to continuously improve their professional capabilities.
- iii. As with other standing committees, members of this sub-committee will be appointed by the Chairman of the Board of Trustees and is not limited to members of the Audit Committee. The Chairman of the Audit Committee will serve as chairman of this sub-committee.
- iv. The Management Development and Compensation Sub-Committee shall meet as needed. All Board members are encouraged to attend and participate in the sub-committee meetings.
- v. No offer of compensation to any position included under (ii.) above, whether written or oral, subject to the review of the Management Development and Compensation Sub-Committee shall be effective as binding on the entities without the required approval(s).

(j) The Committee shall report to the Board on all financial matters in its area of concern.

## **(2) Education, Faculty and Student Affairs Committee.**

(a) The Education, Faculty and Student Affairs Committee shall concern itself with the formation of policy regarding matters affecting the quality, character, extent and relative standards in instruction and research.

(b) Also, the Committee shall concern itself with the formation of policy affecting student life, welfare, and morale.

(c) The Committee shall concern itself with the faculty organization, quality, effectiveness, welfare, and morale.

(d) The Committee shall create, with approval of the Board, multi-specialty group practice plan(s) whose membership shall be comprised of qualifying faculty and employees of the University. These practice plan(s) will develop administrative board(s) and bylaws for approval by the MUSC Board of Trustees. Faculty members shall have but one annual contract which shall accurately reflect their activities and compensation from MUSC, MUHA, Veterans Administration, clinical practice plan, and all other approved sources. Such compensation shall be considered part of the total MUSC compensation package and shall, pursuant to law, receive prior approval by the President and/or the Board of Trustees.

(e) The Education, Faculty and Student Affairs Committee will make appropriate and timely reports and recommendations to the Board of Trustees which, upon approval by the Board of Trustees, these shall become established policy of the Board.

(f) The Committee, whenever needed, shall make available to the Board reports and recommendations regarding grants and scholarships from trust funds and endowments. Upon approval by the Board of Trustees, these recommendations shall become established policy. The Committee shall also report to the Board the recipients of such grants and scholarships.

(g) The Committee shall report to the Board on all financial matters in its areas of concern.

### **(3) Finance and Administration Committee.**

(a) The Finance and Administration Committee shall concern itself with the broad financial overview of the University, as well as with the operation, routine care, and funding of maintenance of the existing physical facilities of the University. Specific financial details will be provided in the other respective standing committees of the Board of Trustees.

(b) The Committee shall especially concern itself with such matters as procurement, accounting, budgeting, and information systems.

(c) The Committee will concern itself with the financial and fiscal policies and procedures of the University.

(d) The annual requests for appropriation and the proposed annual budgets shall be prepared by the appropriate University officers for review by the Committee.

(e) The Committee shall concern itself with personnel policies and personnel administrative programs to achieve satisfactory quality, productivity, and morale of personnel of the University.

(f) The Committee will assist the Audit Committee in setting the appropriate tone in communicating the importance of internal control and directing management to establish appropriate internal controls.

(g) The Committee will make appropriate and timely reports and recommendations to the Board of Trustees which, upon approval by the Board of Trustees, shall become established policy of the Board.

#### **(4) Physical Facilities Committee.**

(a) The Physical Facilities Committee shall concern itself with the real property and improvements thereto of the Medical University of South Carolina and its affiliates. It shall be responsible for prioritizing and implementing all development plans for University properties and their improvements. It shall solicit, evaluate, and select suggestions and proposals from administration, consultants, and other professionals relating to the development and capital improvements of the physical facilities and make recommendations to the Board of Trustees. This Committee will only be concerned with capital projects exceeding cost limits specified in approved Board policies. This Committee shall assume full responsibility of the MUSC Facility Plan, to include, but not limited to, 1) selecting architects, engineers, and other related professionals; 2) prioritizing all requests for facilities; 3) conducting feasibility studies; and 4) reviewing major renovations required for the installation of equipment.

(b) To help carry out the duties of the Physical Facilities Committee, the Committee Chairman can appoint one member of the Physical Facilities Committee and two members of the Board of Trustees at large as a separate project committee for each major building project for architect/engineer and related construction professionals selections. There may be multiple project committees with different Trustees functioning concurrently for different projects. A project committee is an active part of the Physical Facilities Committee and serves at the supervision, control, and direction of the Physical Facilities Committee. The Physical Facilities Committee Chair shall take into account any expertise or experience of Board members and of their willingness to serve on a committee for a specific project.

(c) The Committee shall be familiar with and report preliminary details of costs associated with various developments and improvements of physical facilities to the Board of Trustees.

(d) The Committee shall be charged with the responsibility of all Board matters relating to the physical properties of the University; the design and location of new buildings, master planning, improvements or remodeling of buildings, and all other matters having to do with the maintenance of the University's physical facilities. It shall report to the Board of Trustees with its recommendations thereon and on all contracts relating to new construction, capital improvements, and major repairs/renovations to existing buildings and grounds.

(e) The Committee will establish a formal mechanism decreeing the time and appropriate ceremony to formally accept any completed project.

(f) At each Board meeting, the Executive Vice President for Finance and Operations or his designee (i.e., the Director of Engineering and Facilities) will update the Physical Facilities Committee on: 1) construction progress, 2) budgetary increases on construction/facility improvements, and 3) all change orders to date.

(g) Once the Physical Facilities Committee accepts and prioritizes capital project(s) for development, the project(s) will be forwarded to the Finance and Administration Committee of the Board of Trustees for funding consideration. The Finance and Administration Committee will have the responsibility of seeking appropriate funding in consideration of the University's budgetary status, bonding requirements, and other financial requirements or restrictions of the University. In accordance with approved Board policies, the Finance and Administration Committee will make recommendations for approval of expenditures to the full Board.

(h) The Committee shall report to the Board on all financial matters in its area of concern.

**(5) Research and Institutional Advancement Committee.**

(a) The Research and Institutional Advancement Committee shall concern itself with the development, promotion, and stimulation of research efforts of the University and the development, promotion, execution, and management of the institutional advancement programs of the University.

(b) The Committee shall make reports and recommendations to the Board of Trustees on institutional advancement, research advancement, animal care, and the establishment and maintenance of research facilities.

(c) The Committee will recommend and seek Board approval for necessary changes to academic facilities as determined by the academic community within the University. The Committee will recommend to the Physical Facilities Committee any changes, deletions or additions to the physical plant for their consideration.

(d) The Committee shall study and report to the Board of Trustees on future opportunities for academic development. This Committee shall be directly and specifically interested in fundraising, both in the private and public sectors, in order to provide future revenues for academic and operational needs of the University.

(e) The Committee shall be concerned with external affairs matters including, but not limited to governmental relations, both state and federal, and the University's efforts in industrial recruitment.

(f) The Committee shall concern itself with the identification, cultivation, solicitation, and stewardship of leadership philanthropy to ensure the maximization of private investment in the University's academic, research, and clinical care programs.

(g) The Committee shall recommend to the Board of Trustees appropriate policies and/or programs required to achieve these objectives and shall report to the Board on the implementation, performance, and progress in these areas.

(h) In addition, the Committee shall report to the Board on all financial matters in its areas of concern.

(i) The Research and Institutional Advancement Committee will make appropriate and timely reports and recommendations to the Board of Trustees which upon approval by the Board of Trustees, shall become established policy of the Board.

## **Section V. The Officers and Administration of the University.**

(A) **The President.** The Chief Executive Officer of the University shall be its President who shall be elected by the Board of Trustees to serve at the will of the Board at a rate of remuneration specified by the Board. Trustees must be present to vote. The President will be elected by a majority vote of the Trustees. The vote shall be by signed written ballot unless a Board member requests a vote by call of the roll prior to initial distribution of the ballots. The results of such roll call vote shall be recorded in the minutes of the Board.

(1) The President shall have and exercise full executive powers over the University and its related operations within the framework of the policies established by the Board of Trustees.

(2) More specifically, the President shall be charged with the organization of the administrative and professional personnel of the University and the method of selecting personnel, subject only to the limitations imposed by these bylaws, South Carolina laws, and applicable State policies and procedures. He shall be the medium of formal communication between the Board of Trustees and the faculty and administrative organization of the University and also the official spokesman of the University except as to matters within the special province of the Board of Trustees, in which realm the Chairman of the Board of Trustees shall be the official spokesman. The President, with his appropriate executive officers and the appropriate committees, shall prepare or receive and forward all requisite reports, budgets, and presentations to public agencies and to the Board of Trustees of the University.

(3) The President shall present to the Board of Trustees an organizational chart showing divisions, departments, and lines of reporting and command in the instructional and administrative organization of the University. After approval of such organizational chart, any changes shall be made only after the proposed change has been approved by the Board.

(B) **Other Executive Officers.** By and with the advice of the President and/or appropriate standing committee, the Board of Trustees shall elect and approve the total compensation packages and subsequent changes thereto of the following additional executive officers. Other executive officers will

be elected by a majority vote of the Trustees. Trustees must be present to vote. The vote shall be by signed written ballot unless a Board member requests a vote by call of the roll prior to initial distribution of the ballots. The results of such roll call vote shall be recorded in the minutes of the Board.

**(1) Executive Vice President for Academic Affairs and Provost.** This officer is administratively responsible to the President for all academic matters. In the absence of the President of the University, he shall act as the Chief Executive Officer. He is responsible for the coordination of planning for education and research and shall formulate plans to implement policy approved by the President and the Board of Trustees. The deans of all colleges and the directors of the academic support units shall report to and through this officer to the President of the University. Associated duties include responsibilities for overseeing the educational and clinical activities of the MUSC affiliates (those organizations that are included as component units in MUSC's financial statements), except those affiliates who are part of the clinical enterprise, including but not limited to University Medical Associates (UMA) and the Medical University Hospital Authority (MUHA), collectively referred to as MUSC Health, and the Medical University of South Carolina Foundation (MUSCF), including purview over the organizations as they relate to the total program of the Medical University.

The Chief Executive Officers of the MUSC affiliates, except the MUSC Health entities and MUSC Foundation will report to the Executive Vice President for Academic Affairs and Provost.

**(2) Executive Vice President for Finance and Operations.** This officer is administratively responsible to the President for financial and administrative matters. He shall have immediate oversight of all general and financial operations of the University and responsibility for the physical facilities of the University. All financial and administrative support services of the University shall report to and through him to the President of the University. This officer shall be the financial advisor to the President and the Board of Trustees and serve as Treasurer of the University. This officer serves as chief of staff for the President.

**(3) Chief Executive Officer, MUSC Health and Executive Vice President for Health Affairs.** ~~The Vice President for Health Affairs is administratively responsible to the President for the MUSC clinical enterprise and jointly serves as the Chief Executive Officer of the clinical enterprise (MUSC Health). As Vice President, this officer shall report to the President for all clinical matters as they relate to MUSC Health. Associated duties as Vice President for Health Affairs include responsibility for the activities of MUSC Health, including purview over the organizations as they relate to the total program of the Medical University. This officer shall be responsible for the development and implementation of joint initiatives to ensure overall alignment of mission and vision and shall ensure that MUSC Health provides a supportive environment for high quality, sophisticated clinical teaching and research programs carried out by MUSC faculty. This officer shall formulate policies with respect to the educational and research activities of MUSC Health and shall submit such policies to the Board of Trustees for approval.~~ The CEO, MUSC Health and Executive Vice President for Health Affairs is administratively responsible to the President and Board for all Authority functions and shall exercise overarching control and responsibility for clinical service delivery of the Authority, as well as, human, financial, informational resources and related activities. The CEO, MUSC Health and Executive Vice President for Health Affairs is



expected to align strategically with the Executive Vice President of Academic Affairs and Provost related to the development and implementation of joint initiatives to ensure overall alignment of mission and vision and shall ensure that MUSC Health provides a supportive environment for high quality, sophisticated clinical teaching and research programs carried out by MUSC faculty. This officer shall formulate policies with respect to the clinical, educational and research activities of MUSC Health and is expected to align strategically with the Dean of the College of Medicine and Vice President for Medical Affairs for all College of Medicine clinical activities as well as MUSC Physicians.

(4) **Dean, College of Medicine, and Vice President for Medical Affairs.** The Dean is the Chief Academic Officer for the College of Medicine (COM) and reports directly to the Executive Vice President for Academic Affairs and Provost for all COM academic and research activities. All department chairs in the COM report to the Dean. In the role of Vice President for Medical Affairs, he is expected to align strategically with the CEO, MUSC Health System for all COM clinical activities, and is ultimately accountable to the President of MUSC. The Dean, COM and Vice President for Medical Affairs, is responsible for the vision setting, strategic planning, oversight and investment for education and research in the COM and integration and alignment of the COM clinical mission with the MUSC Health System. As Vice President for Medical Affairs, he serves in critical clinical leadership roles within the MUSC Health System through direct supervision of COM clinical chairs, as a member of the strategic decision making body for the University (President's Council), as a member of the MUSC Health System committees, and serving to monitor and enforce MUSC Health System clinical performance standards.

**(54) Vice President for Institutional Advancement.** This officer is administratively responsible to the President and has immediate oversight in the procurement of private funds for the development of the University's projected and long-range plans. This officer shall have the responsibility for the Office of Development, the Office of Alumni Affairs, and for overseeing development activities of the Medical University of South Carolina Foundation, of which he may serve as vice president. This officer is also responsible for the management of the University's Board of Visitors.

**(65) Vice President for Research.** This officer serves as the institution's Chief Research Officer and is responsible for defining and implementing strategies to advance the research mission of the Medical University of South Carolina. The Vice President for Research reports directly to the Executive Vice President for Academic Affairs and Provost. This officer has oversight of research administrative offices supporting the University's research enterprise, including the Office of Research and Sponsored Programs, Office of Research Development, and the Office of Research Integrity. This officer oversees and supports research policy development, sponsored program administration (pre-award), and research compliance and safety. Responsibilities include monitoring institutional extramural and intramural research funding, assuring compliance with research integrity and risk protection guidelines, and coordinating research strategic planning. This officer provides input and expertise in research resource utilization including facilities development and management.



## Section VI. The Faculty.

(A) **Employment.** The President of the University is responsible to the Board of Trustees for the qualitative and quantitative performance of the faculty. Therefore, the President is vested with the power to select the membership of the faculty. He shall appoint the instructional staff of the University. Upon recommendation of the President, the Board of Trustees shall appoint the following:

- (1) Deans
- (2) Associate Professor (regular, adjunct, or clinical)
- (3) Professor (regular, adjunct, or clinical)
- (4) Any faculty position to tenured rank.

(B) **Organization of the Faculty.** All members of the instructional staff of the University shall be embraced in one or more organizations within the University faculty. This will allow the Administration and the Board of Trustees to have the benefit of the aid and advice of the faculty in those matters which are the special concern of the faculty. Such matters include curricula, leaves of absence, sabbatical leaves, termination of employment, and academic matters of concern to both faculty and students. It will also facilitate communication and understanding among the faculty, the administration, and the Board of Trustees.

The Faculty Senate of the Medical University acts as the sole representative body for organizing and executing the business of the faculty submitted to it by members of the faculty, the administration, or the Senate itself. The Senate advises the administration and the faculty in matters pertaining to the faculty.

(C) **Faculty Privileges and Immunities.** The rules, regulations, conditions, and definitions of such matters of faculty concern as tenure, leaves of absence, outside practice, conflict of interest, and the presentation of grievances shall be clearly set forth by the Board and established as policies of the University. These policies and procedures are documented in the Faculty Handbook, which is made available to all members of the faculty and others concerned. The Faculty Handbook is subject to periodic revision, with changes reviewed and approved by the Board of Trustees, upon the recommendation of the Faculty Senate and the Administration.

Until all students of the South Carolina College of Pharmacy (SC-COP) have matriculated, and the SC-COP ceases to exist, the SC-COP will have a separate Faculty Handbook which will be created by the administration and faculty of the College subject to approval by the Board of Trustees of the Medical University of South Carolina and the University of South Carolina. Once created and approved, this handbook will pertain to all faculty of the South Carolina College of Pharmacy. When acting on behalf of the MUSC College of Pharmacy, the faculty of the MUSC College of Pharmacy will abide by the MUSC Faculty Handbook.

## Section VII. Appeals to the Board.

(A) **Faculty.** The right of appeal to the Board of Trustees by any member of the faculty or the administration is a right recognized by the Board and shall be exercised in accordance with the

respective grievance procedures for the faculty as set forth in the MUSC Faculty Handbook and approved by the Board of Trustees.

(B) **Administrative Personnel.** With respect to administrative personnel, the Board of Trustees, in its sole discretion, may grant a review of any adverse administrative action. However, if this review is granted, the Board shall not be required to conduct a hearing or hear arguments but shall review the record of any proceedings.

## **Section VIII. Board of Visitors.**

### **(A) Membership.**

(1) The members of the Board of Visitors shall be elected by vote of the Board of Trustees upon nominations made by members of the Board of Trustees to the President of the Medical University of South Carolina.

(2) Nominations for membership on the Board of Visitors shall be made as follows:

(a) The two (2) members of the Board of Trustees from each of the seven (7) Congressional Districts shall each make two (2) nominations which may be from the state or outside the state. The voting ex-officio member (or his designee) and the at-large trustee may nominate from the state or outside the state.

(b) The voting ex-officio member (or his designee) and the at-large trustee of the Board shall each submit two (2) nominations. Members Emeriti may also submit one (1) nomination each.

(c) All nominations shall be sent to the President of the Medical University four (4) weeks prior to each December meeting of the Board of Trustees.

(3) Terms of appointment shall be two (2) years with appointments made biennially (once every two (2) years). Any vacancy that may occur from time to time shall be filled by the Board of Trustees.

(B) **Duties.** The Board of Visitors shall be oriented as to the purposes, goals and objectives of the Medical University. They shall, through the orientation process, become familiar with the University's assets, capabilities, services, desires, and needs. They shall be encouraged to assist actively in obtaining support morally, fiscally, and politically to accomplish the University's purposes, goals and objectives. Other specific duties may be assigned from time to time as the Board of Trustees may direct.

(C) The Board of Visitors shall be advisory in nature and will be considered an extension of the development efforts of the University.

(D) **Expenses.** Reimbursement for transportation, parking, and room and board, allowed by the state or accordance with appropriate policy, may be requested by and paid to each Board of Visitors member for each official trip.

## **Section IX. Amendment.**

These bylaws may be amended at any regular meeting of the Board of Trustees by a favorable vote of at least two-thirds of the members present and voting, but the proposed amendment must first have been stated in writing and sent to each member of the Board at least 15 calendar days prior to such meeting.

Revisions: October 1992, October 14, 1994, October 10, 1998, February 11, 2000, December 8, 2000, October 12, 2001, February 13, 2004, April 7, 2006, April 11, 2008, April 9, 2010, December 14, 2012, April 11, 2014, October 9, 2014, May 14, 2015, October 9, 2015, December 9, 2016, April 14, 2017, December 13, 2019.