

**MEDICAL UNIVERSITY HOSPITAL AUTHORITY BOARD OF TRUSTEES MEETING MINUTES
FEBRUARY 10, 2023**

The MUHA Board of Trustees convened on February 10, 2023, with the following board members present: Dr. James Lemon, Chair; Charles Schulze, Vice-Chair; Terri Barnes, Jim Battle; Bill Bingham; Dr. Melvin Brown; Dr. Fritz Butehorn; Dr. Guy Castles; Dr. Richard Christian; Dr. Paul Davis; Dr. Don Johnson; Barbara Johnson-Williams; Dr. Murrell Smith; Mr. Michael Stavrinakis, Mr. Tom Stephenson and Dr. Bart Witherspoon. MUSC officials present were Dr. David Cole; Rick Anderson; Kate Azizi, Dr. Patrick Cawley; Annette Drachman; Dr. Terry Steyer; Dr. Lori McMahon; Dr. Lisa Saladin; and Mark Sweatman.

Item 1. Call to Order.

There being a quorum present, Chairman Lemon called the meeting to order.

Item 2. Roll Call for the MUHA and MUSC Board of Trustees.

Katherine Haltiwanger, Board Secretary, called the roll and announced that “In compliance with FOIA, the notice of meetings and agendas were furnished to all news media and persons requesting notification.”

Item 3. Date of Next Meeting.

Katherine Haltiwanger announced that the date of the next meeting of the MUSC and MUHA Board of Trustees is April 14, 2023.

Item 4. Approval of Minutes.

Chairman Lemon called for a motion to approve the minutes of December 9, 2022.

Board Action: The motion was made by Mr. Schulze, was seconded, and unanimously carried.

RECOMMENDATIONS AND INFORMATIONAL REPORTS OF THE PRESIDENT

Item 5. General Informational Report of the President.

Dr. Cole called on Matt Severance, Chief System Development & Affiliations Officer, who introduced Scott Broome, CEO, MUSC Health Lancaster. Mr. Broome shared the members of “Team Lancaster” and gave a brief overview of the facilities that make up the MUSC Health Lancaster Division. MUSC Health Lancaster has 306 active medical staff and 100 employed providers providing primary care and a range of specialty care services. He reported that 53% of new patient appointments are within 7 days and the readmission rate is 8%. Mr. Broome highlighted quality rewards received and examples

of care team member engagement. line, 74 new specialty providers have been recruited since 2020. MUSC Health Lancaster is the official sports medicine provider for Lancaster & Chester County School Districts along with MUSC-Lancaster. Mr. Broome reported on current efforts to increase lung cancer screening for Chester and Lancaster residents. In its first year, there have been 329 Davinci Robotic surgery cases surgical cases (the budget was 175). There have been 31 transplants since July 2022. For critical care, there has been an increase in the services provided resulting in improved mortality. GME program will officially start in 2025; 19 Emergency medicine providers have been hired and Lancaster is seeking Level III Trauma Designation. Mr. Broom concluded his presentation with examples of community engagement including providing eight adaptive bikes for the Lancaster County School District.

Board Action: Report received as information.

Item 6. Other Business.

None.

**AUTHORITY OPERATIONS, QUALITY & FINANCE COMMITTEE: DR. MURRELL SMITH, SR., CHAIR
(Detailed committee minutes attached.)**

Item 7. MUSC Health Status Report.

Dr. Smith reported that Dr. Patrick Cawley gave the MUSC Health Status report and gave an update on the FY2023 organizational goal performance.

Board Action: Report received as information.

Item 7.1 Resolution Authorizing the Medical University Hospital Authority (MUHA) to Enter into Such Agreements or Other Documents Related to the Lease of Property and Expansion of Services.

Ms. Barbara Johnson-Williams made a motion to approve the resolution authorizing the Medical University Hospital Authority (MUHA) to enter into such agreements or other documents related to the lease of the Regional Medical Center of Orangeburg and Calhoun Counties and its associated clinics including the purchase of furniture, fixtures, and equipment used in the Hospital and clinics.

Board Action: The motion made by Ms. Johnson-Williams was seconded, voted on, and unanimously carried.

Item 7.2 Revised MUSC Health-Charleston Medical Staff Bylaws for Approval.

Ms. Barbara Johnson-Williams made a motion to approve the revised MUSC Health-Charleston Medical Staff Bylaws for approval.

Board Action: The motion made by Ms. Johnson-Williams was seconded, voted on, and unanimously carried.

Item 8. MUHA Financial Report.

Dr. Smith reported that Lisa Goodlett, Chief Financial Officer, MUSC Health, reported on financial performance through December 31, 2022, at the system level and by each market.

Board Action: Report received as information.

Item 9. Capital Reprioritization Requests for Approval.

Dr. Smith made a motion to approve the following capital reprioritization requests:

- For MUSC Health Chester, \$563,000 to move the ortho clinic to a new location. Funding is provided by deferring various planned projects that will be reevaluated for future years as approved.
- Also, for MUSC Health Chester, \$105,000, to improve its existing nurse call system funded by deferring improvements to the fire alarm system.
- For MUSC Health Midlands, \$3.8 million for 3 projects related to imaging services; a redesign of patient access into the facilities, coupled with new dialysis and anesthesia equipment. Funding would be provided by delaying the purchase of some monitors, stretchers, and pumps. The planned construction of the Hybrid OR will occur in FY24 releasing the use of these funds in FY23.
- For MUSC Health Charleston, \$4.6 million to replace imaging and dialysis equipment but due to supply chain and inflationary pressure project costs have increased; and, also new projects including a gamma knife, surgical instruments, pumps, as well as imaging clinics in Summerville.

Board Action: The motion made by Dr. Smith was seconded, voted on, and unanimously carried.

Item 10. Quality Report.

Dr. Smith reported that Dr. Danielle Scheurer, Chief Quality Officer, MUSC Health, gave the quality and patient safety report focused on Quality WINS, rankings, and scorecards.

Board Action: Received as information.

Item 11. MUSC Governmental Affairs Report.

Dr. Smith reported that Mark Sweatman, Chief of Governmental Affairs, gave an update on legislative activities at the state and federal levels.

Board Action: Received as information.

Item 12. MUSC Physicians Update.

Dr. Smith reported that Dr. Jonathan Edwards, Interim President, MUSC Physicians, and Dr. Gene Hong, Chief Physician Executive, MUSC Physicians, gave an update on the Point Hope Cainhoy Medical Office Building project.

Board Action: Received as information.

Item 13. Other Committee Business.

None.

**MUHA AND MUSC PHYSICAL FACILITIES COMMITTEE: DR. MELVIN BROWN, ACTING CHAIR
(Detailed committee minutes attached.)**

Item 14. MUHA Leases for Approval.

Dr. Brown made a motion to approve the following lease renewals:

- 11,504, square feet of clinical space at 2705 Highway 17 North in Mount Pleasant for the MUSC Health Children's After-Hours Clinic. Five-year lease term for a total cost of \$1,9457,659, and I make a motion to approve.
- 11,845 square feet of clinical space at 1655 Bernardin Avenue, Suites 350A & 350B in Columbia. Five-year lease term for a total cost of \$1,572,167, and I make a motion to approve.

Board Action: The motion made by Dr. Brown was seconded, voted on, and unanimously carried.

Item 15. College of Nursing 1st Renovations Project Budget Adjustment for Approval.

Dr. Brown made a motion to approve the College of Nursing first floor renovations project budget increase of \$1,240,000, for a new total project cost of \$3,710,000.

Board Action: The motion made by Dr. Brown was seconded, voted on, and unanimously carried.

Item 16. Request to Expand Architectural and Construction Manager at Risk Project Scope for Nexton Medical Campus.

Dr. Brown made a motion to expand the scope of services for Liollo Architects and Rodgers Thompson Turner to include the design of Nexton Medical Office building contemporaneously with the Nexton Community Hospital.

Board Action: The motion made by Dr. Brown was seconded, voted on, and unanimously carried.

Item 16.1 Other Committee Business.

None.

**MUHA AND MUSC AUDIT COMMITTEE: MR. TOM STEPHENSON, CHAIR
(Detailed committee minutes attached.)**

Item 17. Increase in External Audit Fees.

Mr. Stephenson made a motion to approve the \$85,000 in additional external audit fees for MUHA for additional work related to the Midlands acquisition.

Board Action: The motion made by Mr. Bingham was seconded, voted on, and unanimously carried.

Item 18. Report of the Office of Internal Audit.

Mr. Stephenson reported that results from recent audits were mailed to board members.

Board Action: Received as information.

Item 19. Other Committee Business.

None.

OTHER BUSINESS FOR THE BOARD OF TRUSTEES

Item 20. Approval of Consent Agenda.

Approval of the consent agenda was requested.

Board Action: Chairman Lemon called for a motion to approve the consent. The motion was made by Mr. Schulze, the motion was seconded and unanimously carried.

Item 21. Executive Session.

A motion was made by Mr. Jim Battle to move into closed session to discuss the following items pursuant to sections 30-4-70(a) of the South Carolina Code for the following:

- negotiations of contracts related to
- the possible expansion of clinical services and other strategic initiatives; and
- the proposed lease of real property;
- risk-related issues including information security infrastructure, personnel, and devices, and
- the receipt of legal advice relating to a pending lawsuit and other matters covered by the attorney-client privilege.

Board Action: The motion made by Mr. Battle was seconded, voted on, and unanimously carried. Chairman Lemon announced that the Board of Trustees would move into closed session following the conclusion of the MUSC Board of Trustees Regular Agenda.

Item 22. New Business for the Board of Trustees.

None.

Item 23. Report from the Chairman.

None.

Item 24. Appointments, Reappointments, and Delineation of Privileges (Consent Item).

Appointments, reappointments, and delineation of privileges for December 2022 and January 2023 were presented for approval.

Board Action: Dr. Smith moved for approval, was seconded, voted on, and unanimously carried.

Item 25. MEC Minutes (Consent Item).

MEC minutes from November and December 2022 were presented for information.

Board Action: Received as information.

Item 26. Contracts and Agreements (Consent Item).

Contracts and agreements since the last board meeting were presented for information.

Board Action: Received as information.

Item 27. MUSC FY2023 Active Projects >\$250,000 (Consent Item).

MUSC active projects exceeding \$250,000 were presented for information.

Board Action: Received as information.

Item 28. MUSC Facilities Contracts Awarded (Consent Item).

Facilities contracts awarded were presented for information.

Board Action: Received as information.

There being no further business, the meeting of the MUHA Board of Trustees was adjourned.

Respectfully submitted,

Katherine S. Haltiwanger

Katherine S. Haltiwanger, Board Secretary

Hospital Operations, Quality, and Finance Committee Minutes
February 9, 2023

Item 7. MUSC Health Status Report.

Dr. Patrick Cawley, CEO, MUSC Health, presented the MUSC Health Status report and gave an update on the FY2023 health system and division goal performance. FY23 year-to-date organization score at the system level at 3.08; Charleston division at 2.83; Florence division at 2.27; Lancaster division at 2.90; and, Midlands division at 2.39.

Committee Action: Received as information.

Item 7.1 Resolution Authorizing the Medical University Hospital Authority (MUHA) to Enter into Such Agreements or Other Documents Related to the Lease of Property and Expansion of Services.

Committee Action: Deferred until Friday, February 10, 2023, MUHA Board of Trustees meeting.

Item 7.2 Revised MUSC Health-Charleston Medical Staff Bylaws for approval.

Committee Action: Deferred until Friday, February 10, 2023, MUHA Board of Trustees meeting.

Item 8. MUHA Financial Report

Lisa Goodlett, CFO, MUSC Health, presented the year-to-date financial results for MUSC Health and MCP. The board was made aware that the total negative total margin is driven by the non-cash pension and OPEB expenses passed to MUHA from the State. Otherwise, the financial performance is positive and financially healthy.

Committee Action: Received as information.

Item 9. Capital Reprioritization Requests for Approval.

Lisa Goodlett presented the following capital reprioritization requests for approval:

- For MUSC Health Chester, \$563,000 to move the ortho clinic to a new location. Funding is provided by deferring various planned projects that will be reevaluated for future years as approved.
- Also, for MUSC Health Chester, \$105,000, to improve its existing nurse call system funded by deferring improvements to the fire alarm system.
- For MUSC Health Midlands, \$3.8 million for 3 projects related to imaging services; a redesign of patient access into the facilities, coupled with new dialysis and anesthesia equipment. Funding would be provided by delaying the purchase of some monitors,

stretchers, and pumps. The planned construction of the Hybrid OR will occur in FY24 releasing the use of these funds in FY23.

- For MUSC Health Charleston, \$4.6 million to replace imaging and dialysis equipment but due to supply chain and inflationary pressure project costs have increased; and, also new projects including a gamma knife, surgical instruments, pumps, as well as imaging clinics in Summerville.

Committee Action: Recommend approval.

Item 10. Quality Report.

Dr. Danielle Scheurer, Chief Quality Officer, MUSC Health, reported on Quality WINS, rankings, and scorecards. Quality WINS include the continued growth in value-based programs (35% growth from CY21 to CY22); CY23 new REACH ACO model (rewards health equity); focus on Diabetes, Hypertension, Cost/Utilization, Patient Experience; overall quality scorecard “3.6” (far outperforming last year’s performance); Medicaid value-based program started FY23; hitting all milestones in all hospitals; and, focus on Diabetes, Hypertension, Maternal Care, ED utilization.

Dr. Scheurer also reported on hospital rankings across all divisions and nursing home rankings in Chester and Mullins. FY23 year-to-date overall quality score at the system level is 3.6; Charleston at 3.0; Florence at 3.3; Lancaster at 3.0; and Midlands at 3.0.

Committee Action: Received as information.

Item 11. Legislative Update.

Mark Sweatman, Chief of Governmental Affairs, reported on legislative activities at the state and federal levels.

Committee Action: Received as information.

Item 12. MUSC Physicians Update.

Dr. Jonathan Edwards, Interim President, MUSC Physicians, and Dr. Gene Hong, Chief Physician Executive, MUSC Physicians, gave an update on the Point Hope Cainho Medical Office Building to be located in Berkeley County in the City of Charleston. The building will be approximately 80,000 SF and will house numerous services with an expected open date in Spring 2025.

Committee Action: Received as information.

Item 13. Other Committee Business.

None.

Committee Action: Received as information.

Consent Agenda for Approval and Information

Item 24. Appointments, Reappointments, and Delineation of Privileges

Appointments, reappointments, and delineation of privileges for December 2022 and January 2023 were presented for approval.

Action: Recommend approval.

Item 25. MEC Minutes.

MEC minutes from November and December 2022 were presented for information.

Committee Action: Received as information

Item 26. Contracts and Agreements.

Contracts and agreements since the last board meeting were presented for information.

Committee Action: Received as information

There being no further business, the committee adjourned.

Jane L. Scutt

MUHA and MUSC Physical Facilities Committee Minutes
February 9, 2023

Item 14. MUHA Lease Renewals for Approval.

Jessica Paul, Chief Real Estate Officer, MUSC Health, presented the following lease renewals for approval:

- 11,504, square feet of clinical space at 2705 Highway 17 North in Mount Pleasant for the MUSC Health Children's After-Hours Clinic. Five-year lease term for a total cost of \$1,945,659.
- 11,845 square feet of clinical space at 1655 Bernardin Avenue, Suites 350A & 350B in Columbia. Five-year lease term for a total cost of \$1,572,167.

Committee Action: Recommend approval.

Item 15. College of Nursing 1st Renovations Project Budget Adjustment for Approval.

David Attard, Chief Facilities Officer, presented for approval, the College of Nursing first floor renovations project budget increase of \$1,240,000, for a new total project cost of \$3,710,000.

Committee Action: Recommend approval.

David Attard also gave a brief update on the College of Medicine building project. He reported that they are finishing up the schematic design and moving into cost estimates. Plans are to bring the project in March 2023 to the Board of Architectural Review for its consideration.

Committee Action: Received as information.

Item 16. Request to Expand Architectural and Construction Manager at Risk Project Scope for Nexton Medical Campus.

Tom Crawford, Chief Operations Officer, MUSC Health, requested approval to expand the scope of services for Liollo Architects and Rodgers Thompson Turner to include the design of Nexton Medical Office building contemporaneously with the Nexton Community Hospital.

Committee Action: Recommend approval.

Item 16.1 Other Committee Business.

None.

Consent Agenda for Information

Item 27. MUSC FY2023 Active Projects >\$250,000.

MUSC active projects exceeding \$250,000 were presented for information.

Committee Action: Received as information.

Item 28. MUSC Facilities Contracts Awarded.

Facilities contracts awarded were presented for information.

Committee Action: Received as information.

There being no further business, the committee meeting was adjourned.

Jan L. Scott

MUHA and MUSC Audit Committee Minutes
February 9, 2023

Item 17. Increase in External Audit Fees.

Mr. Stephenson requested approval of \$85,000 in additional external audit fees for MUHA for additional work related to the Midlands acquisition.

Committee Action: Recommend approval.

Item 18. Report of the Office of Internal Audit.

Mr. Stephenson reported that Susan Barnhart, Director of Internal Audit, shared the results of recent audits conducted by her office and she would be glad to answer any questions.

Committee Action: Received as information.

Item 19. Other Committee Business.

None.

With no further business, the meeting was adjourned.

Respectfully submitted,

