

**MINUTES  
MEDICAL UNIVERSITY HOSPITAL AUTHORITY (MUHA)  
BOARD OF TRUSTEES MEETING  
OCTOBER 11, 2019**

The MUHA Board of Trustees convened Friday, October 11, 2019, with the following members present, Mr. Charles Schulze, Chair; Dr. James Lemon, Vice-Chair; Ms. Terri Barnes; Mr. Jim Battle; Mr. Bill Bingham; Dr. Melvin Brown; Dr. Fritz Butehorn; Dr. Guy Castles; Dr. Richard Christian; Dr. Paul Davis; Dr. Murrell Smith; Mr. Michael Stavrinakis; and Mr. Tom Stephenson.

MUSC administrative officials attending: Dr. David Cole; Dr. Pat Cawley; Ms. Annette Drachman; Ms. Lisa Montgomery; Dr. Ray DuBois; Dr. Lisa Saladin; and Mr. Mark Sweatman.

**Item 1. Call to Order.**

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

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

Ms. Scutt called the roll and made the following announcement, *"In compliance with the Freedom of Information Act, notice of meetings and agendas were furnished to all news media and persons requesting notification."*

**Item 3. Secretary to Report Date of Next Meeting of the MUHA and MUSC Board of Trustees.**

Ms. Scutt reported the date of the next regular meeting is Friday, December 13, 2019.

**Item 4. Approval of the Minutes of the Regular Meeting of the MUHA and MUSC Board of Trustees of August 8, 2019, and the MUSC Facilities Subcommittee Meeting of September 11, 2019.**

Board Action: Mr. Schulze called for a motion for approval of the minutes. A motion was made by Dr. Lemon, the motion was seconded, voted on and unanimously carried.

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

**OLD BUSINESS:** None.

**NEW BUSINESS:**

**Item 5. Medical University Hospital Authority (MUHA) Status Report.**

Statement: Dr. Murrell Smith reported that Dr. Pat Cawley, CEO, MUSC Health, gave a very brief report on FY20 health system goal performance.

Recommendation of Administration: That the report be received as information.

Recommendation of Committee: That the report be received as information.

Board Action: Received as information.

**Item 6.**      **Certificate of Need Requests.**

Statement: Dr. Smith made a motion to approve the following Certificate of Need requests:

1. Approval for MUHA (Medical University Hospital Authority) submission of an application for a certificate of need to renovate and upgrade the existing catheterization lab and add emergent percutaneous coronary intervention at MUSC Health Lancaster Medical Center.
2. Approval for MUHA submission of an application for a certificate of need to relocate beds from MUSC Health Lancaster Medical Center to northern Lancaster County.
3. Approval for MUHA submission of an application for a certificate of need to establish a free-standing emergency department in Florence County.
4. Approval for MUHA submission of an application for a certificate of need for a fully automated, robotically controlled digital microscope with advanced visualization that supports multiple surgical approaches at Medical University Hospital in Charleston County.
5. Approval for MUHA submission of an application for a certificate a need to build a new hospital in Williamsburg County not to exceed \$50million and approval of a master development agreement between Lake City Community Hospital, Williamsburg Regional Hospital, and MUHA for development of the new hospital in Williamsburg County.

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

**Item 7.**      **MUHA Financial Report.**

Statement: Dr. Smith reported that Ms. Lisa Goodlett, Chief Financial Officer, reported on MUHA's financial status through August 2019.

Recommendation of Administration: That the report be received as information.

Recommendation of Committee: That the report be received as information.

Board Action: Received as information.

**Item 8.**      **Capital Reprioritization Requests.**

Statement: Dr. Smith made a motion to approve the capital reprioritization requests of \$405,000 for Cupid, a component of the EMR, and \$1 million for additional square footage located at West Edge.

Recommendation of Administration: That this request be approved.

Recommendation of Committee: That this request be approved.

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

**Item 9.**      **Adjustment to MUSC Health Regional Hospital Network (RHN) Budget.**

Statement: Dr. Smith made a motion to approve the moving of the RHN Nursing homes budget from MUSC Strategic Ventures to MUHA.

Recommendation of Administration: That this request be approved.

Recommendation of Committee: That this request be approved.

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

**Item 10.**      **Quality and Patient Safety Report.**

Statement: Dr. Smith reported that Dr. Danielle Scheurer, Chief Quality Officer, presented the quality and patient safety update and reported on quality wins; scorecard performance; Baldrige status; and RHN quality.

Recommendation of Administration: That this report be received as information.

Recommendation of Committee: That this report be received as information.

Board Action: Received as information.

**Item 11.**      **Update on MUSC Physicians.**

Statement: Dr. Smith reported that Dr. Dirk Elston, President, MUSC-P gave an update on actions of the MUSC-P Exec Committee. Dr. Smith also made a motion to approve the following:

- Creating a new and improved breast center off-campus and relocating three (3) mammography suites from Hollings to beside the two (2) mammography suites at East Copper at a total cost of \$1,262,650.

Recommendation of Administration: That this be approved.

Recommendation of Committee: That this be approved.

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

**Item 12.**      **Legislative Update.**

Statement: Dr. Smith reported that Mr. Mark Sweatman, Director of Governmental Affairs and Secretary to the Board of Trustees, gave an update on legislative activities.

Recommendation of Administration: That this be received as information.

Recommendation of Committee: That this be received as information.

Board Action: Received as information.

**Item 13.      Other Committee Business.**

None.

**Item 14.      Appointments, Reappointments and Delineation of Privileges (Consent Item).**

Statement: Approval was sought for the appointments, reappointments and delineation of privileges of the Medical and Allied Health Staff.

Recommendation of Administration: That this be approved.

Recommendation of Committee: That this be approved.

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

**Item 15.      Revisions to the Medical Staff Rules and Regulations (Consent Item).**

Statement: Revisions to the Medical Staff Rules and Regulations were presented for approval.

Recommendation of Administration: That this be approved.

Recommendation of Committee: That this be approved.

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

**Item 16.      Medical Executive Committee Minutes (Consent Item).**

Statement: Medical Executive Committee minutes were presented for information.

Recommendation of Administration: That this be received as information.

Recommendation of Committee: That this be received as information.

Board Action: Received as information.

**Item 17.      Contracts and Agreements (Consent Item).**

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

Recommendation of Administration: That this be received as information.

Recommendation of Committee: That this be received as information.

Board Action: Received as information.

**MUHA AND MUSC PHYSICAL FACILITIES COMMITTEE. CHAIR: MR. BILL BINGHAM  
(Detailed committee minutes attached.)**

**OLD BUSINESS:** None.

**NEW BUSINESS:**

**Item 18.      Major Projects Status Report.**

Statement: Mr. Bingham reported that Mr. Tom Crawford, Interim Chief Operating Officer, gave an update on major projects including the MUSC Shawn Jenkins Children’s Hospital and Pearl Tourville Women’s Pavilion; Consolidated Service Center: MUSC Health West Ashley Medical Pavilion and the Children’s and University Hospital backfill projects.

Recommendation of Administration: That this be received as information.

Recommendation of Committee: That this be received as information.

Board Action: Received as information.

**Item 19.      MUHA Facilities Procurements/Contracts Proposed.**

Statement: Mr. Bingham made a motion to approve the following MUHA facilities procurement/contract.

- Project upfit of 41,000 SF of previously approved lease space for MUHA and MUSC departments relocating to West Edge. The total project cost is \$3.7 million.

Recommendation of Administration: That this procurement/contract be approved.

Recommendation of Committee: That this procurement/contract be approved.

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

**Item 20.      MUSC Facilities Procurement/Contract Proposed.**

Statement: Mr. Bingham made a motion to approve the following MUSC facilities procurements/contracts.

- Lease of 6,292 square feet of office space in the Roper Medical Office Building for Pediatric Physicians for the Shawn Jenkins Children’s Hospital. Total initial annual lease amount of \$198,198.
- Renovations of the Wellness Center downstairs locker room and the free weight area at a total of cost \$875,000.

Recommendation of Administration: That this procurement/contract be approved.

Recommendation of Committee: That this procurement/contract be approved.

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

**Item 21.      Other Committee Business.**

None.

**Item 22.      MUHA and MUSC FY2020 Active Projects >\$250,000 (Consent item).**

Statement: MUHA and MUSC active projects exceeding \$250,000 were presented for information.

Recommendation of Administration: That this report be received as information.

Recommendation of Committee: That this report be received as information.

Board Action: Received as information.

**Item 23.      MUSC Facilities Contracts Awarded (Consent item).**

Statement: Facilities contracts awarded were presented for information.

Recommendation of Administration: That this report be received as information.

Recommendation of Committee: That this report be received as information.

Board Action: Received as information.

**SHAWN JENKINS CHILDREN'S HOSPITAL COMMITTEE. CHAIR: MR. MICHAEL STAVRINAKIS**

**OLD BUSINESS:** None.

**NEW BUSINESS:** None.

**Item 24.      Other Committee Business.**

None.

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

**OLD BUSINESS:** None.

**NEW BUSINESS:**

**Item 25.      Compliance Update.**

Statement: Mr. Stephenson reported that Ms. Angela Wertz, Director of University Compliance, gave an update on Compliance for the MUSC enterprise.

Recommendation of Administration: That this report be received as information.

Recommendation of Committee: That this report be received as information.

Board Action: Received as information.

Item 26. Annual Conflict of Interest Update.

Statement: Mr. Stephenson reported that Dr. Robert Malcolm, Chair of the MUSC/MUHA Conflict of Interest Committee and Mr. Jason Brown, University Compliance Officer, gave the annual conflict of interest update.

Recommendation of Administration: That this report be received as information.

Recommendation of Committee: That this be received as information.

Board Action: Received as information.

Item 27. Report of the Office of Internal Audit.

Statement: Mr. Stephenson reported that Ms. Susan Barnhart, Director of Internal Audit, shared results of recent audits conducted by the Office of Internal Audit.

Recommendation of Administration: That this report be received as information.

Recommendation of Committee: That this report be received as information.

Board Action: Received as information.

Item 28. Increase in External Auditor Fees.

Statement: Mr. Stephenson made a motion for approval of an increase in external auditor fees for tax consulting purposes not to exceed \$10,000.

Recommendation of Administration: That this be approved.

Recommendation of Committee: That this be approved.

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

Item 28. Other Committee Business.

None.

**OTHER BUSINESS FOR THE BOARD OF TRUSTEES:**

Item 30. Approval of Consent Agenda.

Statement: Approval of the consent agenda was requested.

Recommendation of Administration: That the consent agenda be approved.

Board Action: Mr. Schulze made a motion for the approval of the consent agenda in its entirety.

The motion was seconded, voted on and unanimously carried.

Item 31. Executive Session.

Statement: A motion was made by Mr. Jim Battle to move into closed session to discuss the following items pursuant to section 30-4-70(a) and section 44-7-392 of the South Carolina Code:

- Appointment of personnel;
- Legal advice;
- Quality review;
- Development of security personnel or devices;
- Negotiations incident to contracts concerning a commencement speaker, lodging for the Board of Trustees, transportation arrangements, proposed clinical or educational programs or affiliations, and the purchase of real property.

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

Item 32. New Business for the Board of Trustees.

None.

Item 33. Report from the Chairman.

None.

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

Respectfully submitted,



Mark C. Sweatman, Secretary



**Hospital Operations, Quality and Finance Committee**  
**Minutes**  
**October 10, 2019**

***Board Members Attending***

Dr. Murrell Smith, Chair	Dr. Fritz Butehorn	Dr. James Lemon
Ms. Terri Barnes	Dr. Guy Castles	Mr. Charles Schulze
Mr. Jim Battle	Dr. Richard Christian	Mr. Michael Stavrinakis
Mr. Bill Bingham	Dr. Paul Davis	Mr. Tom Stephenson
Dr. Melvin Brown	Ms. Barbara Johnson-Williams	

**Item 5. Medical University Hospital Authority Status Report.**

Dr. Pat Cawley, CEO MUSC Health, gave a very brief report on FY20 health system goal performance but deferred extensive review since it is very early in the fiscal year and that the finance and quality goal performance year to date would be covered in the CFO and CQO presentations.

*Action: Report received as information.*

**Item 6. Certificate of Need Requests.**

Dr. Cawley requested the following:

1. Approval for MUHA (Medical University Hospital Authority) submission of an application for a certificate of need to renovate and upgrade the existing catheterization lab and add emergent percutaneous coronary intervention at MUSC Health Lancaster Medical Center
2. Approval for MUHA submission of an application for a certificate of need to relocate beds from MUSC Health Lancaster Medical Center to northern Lancaster County.
3. Approval for MUHA submission of an application for a certificate of need to establish a free-standing emergency department in Florence County
4. Approval for MUHA submission of an application for a certificate of need for a fully automated, robotically controlled digital microscope with advanced visualization that supports multiple surgical approaches at Medical University Hospital in Charleston County.
5. Approval for MUHA submission of an application for a certificate a need to build a new hospital in Williamsburg County not to exceed \$50million and approval of a master development agreement between Lake City Community Hospital, Williamsburg Regional Hospital, and MUHA for development of the new hospital in Williamsburg County.

*Action: Recommend approval.*

**Item 7. MUHA Financial Report.**

Ms. Lisa Goodlett, Chief Financial Officer, shared the MUHA Consolidated Financial report through August 2019. Ms. Goodlett reported that their cash position is down due to bond payments and capital purchases, but they are working to correct it back up to level of above 80. Ms. Goodlett

reported a strong debt service coverage ratio of 3.99 and an operating margin of 2.47%. All entities combined are about 2 million ahead of budget.

*Action: Report received as information.*

**Item 8. Capital Reprioritization Requests.**

Ms. Lisa Goodlett requested approval of capital reprioritization requests of \$405,000 for Cupid, a component of the EMR, and \$1 million for additional square footage located at WestEdge.

*Action: Recommend approval.*

**Item 9. Adjustment to MUSC Health Regional Hospital Network (RHN) Budget.**

Ms. Lisa Goodlett requested approval to move the budget of the RHN nursing homes from MUSC Strategic Ventures to MUHA.

*Action: Recommend approval.*

**Item 10. Quality and Patient Safety Report.**

Dr. Danielle Scheurer, Chief Quality Officer, gave the quality and patient safety report. Dr. Scheurer reported the final score of the FY2019 quality goal was 3.4. Baldrige site visit in August 2019 went well and currently awaiting report; goal is governor's award. RHN hospitals are live on all systems including Epic, safety reporting, risk, and coding. Currently working with RHN hospitals on standardizing QAPI program; governance; policies; procedures; and the same quality systems. Ongoing training being conducted to ensure for consistent policies and processes.

*Action: Received for information.*

**Item 11. Update on MUSC Physicians.**

Dr. Dirk Elston, President, MUSC Physicians, gave an update on actions of MUSC Physician executive committee since the last Board meeting and requested approval of the following:

- Creating a new and improved breast center off-campus and relocating three (3) mammography suites from Hollings to beside the two (2) mammography suites at East Copper at a total cost of \$1,262,650.

*Action: Recommend approval.*

**Item 12. Legislative Update.**

Mr. Mark Sweatman reported that Chairman Schulze and President Cole recently submitted MUSC's budget request to the Governor. Discussions with state leaders have taken place regarding the zero tuition increase last year and the importance to continue this, so we are hopeful to have an opportunity to do this again. Other funding requests included much needed deferred maintenance; substantial dollars for central campus renovations, cybersecurity and other needs of the University.

*Action: Report received as information.*

**Item 13. Other Committee Business.**

None.

**Item 14. Appointments, Reappointments and Delineation of Privileges (Consent Item).**

Appointments, reappointments and delineation of privileges requests for the months of August and September 2019 were presented for approval.

*Recommendation of Committee: Recommend approval.*

**Item 15. Revisions to the Medical Staff Rules and Regulations (Consent Item).**

Revisions to the Medical Staff Rules and Regulations were presented for approval.

*Action: Recommend approval.*

**Item 16. Medical Executive Committee (MEC) Minutes (Consent Item).**

MEC minutes from June and July 2019 were presented for information.

*Action: Received as information.*

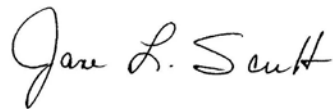
**Item 17. Contracts and Agreements (Consent Item).**

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

*Action: Received as information.*

There being no further business, the committee adjourned.

Respectfully Submitted

A handwritten signature in cursive script that reads "Jane L. Scutt".

Jane L. Scutt

**MUSC and MUHA  
Physical Facilities Committee Minutes  
October 10, 2019**

***Committee Members in attendance:***

Mr. Bill Bingham, Chair	Dr. Guy Castles	Mr. Charles Schulze
Ms. Terri Barnes	Dr. Richard Christian	Dr. Murrell Smith
Mr. Jim Battle	Dr. Paul Davis	Mr. Michael Stavrinakis
Dr. Melvin Brown	Ms. Barbara Johnson-Williams	Mr. Tom Stephenson
Dr. Fritz Butehorn	Dr. James Lemon	

**Item 18. Major Projects Status Report.**

Mr. Tom Crawford, Interim, Chief Operating Officer, updated the committee on the following major projects:

- MUSC Shawn Jenkins Children’s Hospital and Pearl Tourville Women’s Pavilion
- Consolidated Service Center
- MUSC Health West Ashley Medical Pavilion
- Children’s and University Hospital Backfill Projects

*Action: Report received as information.*

**Item 19. MUHA Facilities Procurements/Contracts for Approval.**

Mr. Greg Weigle, Chief Facilities Officer, presented the following for approval:

- Project upfit of 41,000 SF of previously approved lease space for MUHA and MUSC departments relocating to West Edge. Total project cost is \$3.7 million.

*Action: Recommend approval.*

**Item 20. MUSC Facilities Procurements/Contracts for Approval.**

Mr. Greg Weigle, Chief Facilities Officer, presented the following for approval:

- Lease of 6,292 square feet of office space in the Roper Medical Office Building for Pediatric Physicians for the Shawn Jenkins Children’s Hospital. Total initial annual lease amount of \$198,198.
- Renovations of the Wellness Center downstairs locker room and the free weight area at a total of cost \$875,000.

*Action: Recommend approval.*

**Item 21. Other Committee Business.**

None.

**Item 22. MUHA and MUSC FY2020 Active Projects >\$250,000 (Consent Item).**

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

*Action: Received as information.*

**Item 23. MUSC Facilities Contracts Awarded (Consent Item).**

Facilities contracts awarded since the last meeting were presented for information.

*Action: Received as information.*

There being no other business, the MUHA and MUSC Facilities Committee meeting was adjourned.

Respectfully submitted,

A handwritten signature in black ink that reads "Jane L. Scutt". The signature is written in a cursive, flowing style.

Jane L. Scutt

**MUHA and MUSC  
Audit Committee Minutes  
October 10, 2019**

**Board Members Attending:**

Mr. Tom Stephenson, Chair	Dr. Melvin Brown	Dr. James Lemon
Ms. Terri Barnes	Dr. Guy Castles	Mr. Charles Schulze
Mr. Jim Battle	Dr. Richard Christian	Dr. Murrell Smith
Mr. Bill Bingham	Dr. Paul Davis	Mr. Michael Stavrinakis
Dr. Fritz Butehorn	Ms. Barbara Johnson-Williams	

**Item 25. Compliance Update.**

Ms. Angela Wertz, Director of University Compliance, gave the annual Enterprise HIPAA Update for MUHA, MUSC, MUSC-P and RHN. Ms. Wertz reported on initiatives across the enterprise and initiatives under each of the four entities. Ms. Wertz shared data from each of the entities showing the breakdown of reported allegations/questions. For MUHA, MUSC-P and RHN , the largest percentage of allegations/questions was HIPAA related and for MUSC it was FERPA.

*Recommendation of Committee: That this be received as information.*

**Item 26. Annual Conflict of Interest Report.**

Dr. Robert Malcom, Chair of the MUSC/MUHA Conflict of Interest Committee and Mr. Jason Brown, Institutional Conflict of Interest Officer, gave the annual conflict of interest report. In 2019, approximately 7.9% of employees reported a disclosure compared to 6.3% in 2017. The category with the most disclosures was "Equity." Of the four entities, MUSC had the largest number of disclosures with 369 for 2019. In 2019, 637 research and sponsored project reviews were conducted by the Conflict of Interest office.

**Item 27. Report of the Office of Internal Audit.**

Mr. Stephenson reported that audit results were previously sent to the board and if there were questions, Susan Barnhart would be happy to address them.

*Recommendation of Committee: That this be received as information*

**Item 28.**      **Increase in External Auditor Fees.**

Mr. Stephenson requested approval of an increase in external auditor fees not to exceed \$10,000.

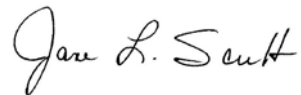
*Recommendation of Committee: Recommend approval.*

**Item 29.**      **Other Committee Business.**

None.

With no further business, the meeting was adjourned.

Respectfully submitted,

A handwritten signature in cursive script that reads "Jane L. Scutt".

Jane L. Scutt