

**MINUTES OF THE MEDICAL UNIVERSITY HOSPITAL AUTHORITY (MUHA)
BOARD OF TRUSTEES MEETING
DECEMBER 13, 2019**

The MUHA Board of Trustees convened Friday, December 13, 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. Fritz Butehorn; Dr. Guy Castles; Dr. Richard Christian; Dr. Paul Davis; Dr. Don Johnson; Ms. Barbara Johnson-Williams; Dr. Murrell Smith; Mr. Michael Stavrinakis; Mr. Tom Stephenson and Dr. Bart Witherspoon

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

REGULAR AGENDA

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, February 14, 2020.

Item 4. **Approval of Minutes of Regular Meeting of the MUHA and MUSC Board of Trustees of October 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.

RECOMMENDATIONS AND INFORMATIONAL REPORTS OF THE PRESIDENT

Item 5. **General Informational Report of the President.**

Statement: Dr. David Cole gave a brief update to the Board on current initiatives and recognition across the MUSC enterprise. Some highlights from his presentation are listed below:

Academics –

James B. Edwards College of Dental Medicine: Received the 2019 GIES Award for Innovation from the American Dental Education Institution.

MUSC Storm Eye Institute: Ranked 12th nationally among 120 academic ophthalmology departments with residency programs by a recent Ophthalmology Times Magazine survey.

Lowvelo Bike Ride for Cancer Research 2019: More than 709 cyclists and 300 volunteers participated, raising over \$650,000 to support cancer research and MUSC-Hollings Cancer Center.

Faculty Awards -

Ray DuBois, Dean COM: Elected to the National Academy of Medicine, considered one of the highest honors achievable in the fields of health and medicine.

Diann Krywko, M.D., COM, Dept. of Emergency Medicine: Named the American Association of Women Emergency Physicians Outstanding Mentor of the Year.

Walter Renne, CDM: Received recognition from the International Digital dental academy at the meeting in Great Britain as "the world's best digital dentist."

MUSC Health -

Hurricane Dorian recovery: More than 11,026 patients of 12,560 cancelled (88%) were rescheduled within 4 weeks, and 341 of 348 OR procedures rescheduled within 8 weeks.

James B. Edwards CODM: is now a BCBS of South Carolina patient network provider.

MUSC Children's Health Critical Care nurses saved a passenger's life on a transcontinental flight to Seattle: Kelly Carbone, Kimberly Hunadi Dickey and Michelle Liechty answered a flight attendant call for help when an 80-year-old gentleman lost consciousness in flight. They diagnosed that he was in atrial fibrillation using an Apple watch and, communicating with a physician on the ground, were able to resuscitate him.

Received the Baldrige/Governor's Award: To be awarded officially February 2020.

External Affairs -

Healthy Me – Healthy SC (HMHSC): Program to increase health access and fight health disparities statewide introduced last month. Will begin expansion early next year after successful pilots in Anderson, Barnwell and Williamsburg counties. This new program extends MUSC and Clemson's health sciences collaboration.

Greenwood Genetics Center (GGC): Established an affiliation with MUSC to improve patient access to genetic services for South Carolinians, share resources and expertise, and pursue workforce development, research, clinical trials and other collaborations.

Legislative -

Hosted Ways and Means Committee policy and budget staff: Toured MUSC Shawn Jenkins Children's Hospital on 10/23.

SC Senate Democratic Caucus: Met with Chairman Schulze and our team on 11/21 during their retreat in Charleston.

Presentation to Senate Finance Health and Human Services Subcommittee: Made on MUSC Health budget requests on 12/3. First of four higher ed and health care budget presentations in Columbia for this upcoming legislative session.

Item 6.

Other Business.

None.

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

Item 7. Medical University Hospital Authority (MUHA) Status Report.

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

Board Action: Report received as information.

Item 8. MUHA Financial Report.

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

Board Action: Received as information.

Item 9. Capital Reprioritization Request for Approval.

Statement: Dr. Smith made a motion to approve a \$330,000 funding exchange from the Siemens Room 10 equipment approved in the FY20 capital budget to cover anticipated cost of Burn Unit construction.

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.

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:

- \$477,350 in equipment and renovations in support of creating the Voice and Swallow Center at MUSC Health East Cooper.
- \$69,731 for 3 years of lease expenses to expand transplant outreach into the Beaufort/ Savannah and Midlands/CSRA markets, subject to annual review after three years.

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.

Board Action: Received as information.

Item 13. **Other Committee Business.**

None.

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

Item 14. **Major Projects Status Report.**

Statement: Mr. Bingham reported that Mr. Tom Crawford, Interim Chief Operating Officer, gave a status report on major projects.

Board Action: Received as information.

Item 15. **MUHA Facilities Procurements/Contracts Proposed.**

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

- Lease renewal of 17,124 square feet of clinical space located at 148 Saul Street in Lake City, South Carolina for the Family Medicine Primary Care Clinic, Express Care Clinic and the Imaging Center. Annual lease amount of \$412,174
- Lease renewal of 6,728 square feet of clinical space and 552 square feet of storage space located at 342 West Main Street in Kingstree, South Carolina for the Family Medicine Primary Care. Annual lease amount of \$153,311.68.

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

Item 16. **MUSC Facilities Procurement/Contract Proposed.**

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

- President Street Parking Garage Elevators, 56, 57 & 58 Modernization at a total estimated budget of \$750,000.
- Lease renewal is for 3,367 square feet of office space located at Cannon Park Place, 261 Calhoun Street, Suite 301 to continue to provide space for the University Risk Management Office. Annual lease cost will be \$113,366.89.

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

Item 17. **Other Committee Business.**

None.

**SHAWN JENKINS CHILDREN'S HOSPITAL COMMITTEE. CHAIR: MR. MICHAEL STAVRINAKIS
(Committee minutes attached.)**

Item 18. **Women's and Children's Health Clinical Update.**

Item deferred until next Board meeting.

Item 19. **Other Committee Business.**

None.

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

Item 20. **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.

Board Action: Received as information.

Item 21. **Increase in External Auditor Fees.**

Statement: Mr. Stephenson made a motion to approve an increase in MUHA's external auditor in the amount of \$205,000 due to the additional auditing services required with the CHS acquisition. The initial approval to obtain these services was approved in April 2019.

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

Item 22. **Other Committee Business.**

None.

OTHER BUSINESS FOR THE BOARD OF TRUSTEES:

Item 23. **Approval of Consent Agenda.**

Statement: Approval of the consent agenda was requested.

Board Action: Mr. Schulze called for motion to approve the consent agenda in its entirety. The motion was made by Dr. Lemon, voted on and unanimously carried.

Item 24. **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) of the South Carolina Code:

- Employment, appointment or compensation of an employee, a student, or a person regulated by a public body or the appointment of a person to a public body;
- Potential claims covered by the attorney/client privilege; and
- Discussion of contracts related to construction of the Shawn Jenkins Children's Hospital, a planned gift, lodging for the Board of Trustees, transportation, purchase of real property, and proposed affiliations and expansion of clinical and educational services.

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

Item 25. **New Business for the Board of Trustees.**

None.

Item 26. **Report from the Chairman.**

None.

CONSENT AGENDA

AUTHORITY OPERATIONS, QUALITY & FINANCE COMMITTEE. CHAIR: DR. MURRELL SMITH, SR.

Item 27. **Appointments, Reappointments and Delineation of Privileges.**

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

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

Item 28. **Medical Executive Committee Minutes.**

Statement: Medical Executive Committee minutes were presented for information.

Board Action: Received as information.

Item 29. **Contracts and Agreements.**

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

Board Action: Received as information.

Item 30. **MUHA and MUSC FY2020 Active Projects >\$250,000 (Consent item).**

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

Board Action: Received as information.

Item 31. **MUSC Facilities Contracts Awarded (Consent item).**

Statement: 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,



Mark C. Sweatman, Secretary

Hospital Operations, Quality and Finance Committee
Minutes
December 12, 2019

Board Members Attending

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

REGULAR AGENDA

Item 7. Medical University Hospital Authority Status Report.

Dr. Patrick J. Cawley, CEO MUSC Health, gave a brief report on FY20 health system goal performance focused on each division, Charleston, Lancaster (Lancaster & Chester), and Florence (Florence & Marion). Charleston division is completely in the “green” except for one “yellow” in surgical cases. This is expected to improve throughout the fiscal year as there is some seasonality to surgical cases. Lancaster and Florence divisions have the same patterns of “red” in patient satisfaction and finance. Finance is already improving and heavily related to new electronic health record implementation in late August. Patient satisfaction is a good marker of extensive change occurring in these hospitals. This is expected to improve over the next several months.

Action: Report received as information.

Item 8. MUHA Financial Report.

Ms. Lisa Goodlett, Chief Financial Officer, MUSC Health, gave a detailed report on financial performance by division. The main points are that all divisions saw a downturn in September. Charleston’s was due to the hurricane. For the other divisions it was related to electronic health record implementation as well as even budgeting rather than season budgeting. All divisions are expected to be within budget by December 2019.

Action: Report received as information.

Item 9. Capital Reprioritization Requests.

Ms. Lisa Goodlett requested approval of a \$330,000 funding exchange from the Siemens Room 10 equipment approved in the FY20 capital budget to cover anticipated cost of Burn Unit construction.

Action: Recommend approval.

Item 10. Quality and Patient Safety Report.

Dr. Danielle Scheurer, Chief Quality Officer, MUSC Health, gave a detailed report on quality performance by division. She also pointed out that MUSC Health has received the South Carolina Governor’s Award which is the state’s highest Baldrige award. Additionally, she gave a detailed

update on Regional Health Network quality and as well as the annual medical staff peer review report.

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 capital purchases:

- \$477,350 in equipment and renovations in support of creating the Voice and Swallow Center at MUSC Health East Cooper.
- \$69,731 for 3 years of lease expenses to expand transplant outreach into the Beaufort/Savannah and Midlands/CSRA markets, subject to annual review after three years.

Action: Recommend approval.

Item 12. Legislative Update.

Mr. Mark Sweatman, Director of Government Affairs, gave an update on legislative activities. Mr. Sweatman reminded the Board that MUSC's priorities were submitted to the Governor back in August and will now be submitting to the legislature. Meetings have been held with most all leadership in healthcare and higher ed to discuss MUSC's legislative requests. Together with Clemson and USC, we are meeting with Representative Gary Simrill to stress the importance of research universities and to discuss research related joint requests. Sweatman also reported that Senator Greg Hembree will be visiting MUSC in January and Dr. Cole will be going to Washington in February to meet with our federal delegation to go over our federal priorities.

Action: Report received as information.

Item 13. Other Committee Business.

None.

CONSENT AGENDA

Item 27. Appointments, Reappointments and Delineation of Privileges.

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

Recommendation of Committee: Recommend approval.

Item 28. Medical Executive Committee (MEC) Minutes.

MEC minutes from August and September 2019 were presented for information.

Action: Received as information.

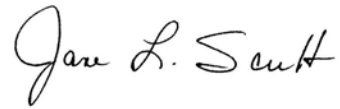
Item 29. Contracts and Agreements.

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 black ink that reads "Jane L. Scutt". The signature is written in a cursive style with a large initial "J" and a distinct "L" and "S".

Jane L. Scutt

Physical Facilities Committee Minutes
December 12, 2019

Item 14. 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

Committee Action: Received as information.

Item 15. MUHA Facilities Procurements/Contracts for Approval

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

- Lease renewal of 17,124 square feet of clinical space located at 148 Saul Street in Lake City, South Carolina for the Family Medicine Primary Care Clinic, Express Care Clinic and the Imaging Center. Annual lease amount of \$412,174
- Lease renewal of 6,728 square feet of clinical space and 552 square feet of storage space located at 342 West Main Street in Kingstree, South Carolina for the Family Medicine Primary Care. Annual lease amount of \$153,311.68.

Committee Action: Recommend approval.

Item 16. MUSC Facilities Procurements/Contracts for Approval.

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

- President Street Parking Garage Elevators, 56, 57 & 58 Modernization at a total estimated budget of \$750,000.
- Lease renewal is for 3,367 square feet of office space located at Cannon Park Place, 261 Calhoun Street, Suite 301 to continue to provide space for the University Risk Management Office. Annual lease cost will be \$113,366.89.

Committee Action: Recommend approval.

In addition, Mr. Greg Weigle also gave a brief presentation on a proposed cogeneration project that was received for information.

Committee Action: Received as information.

Item 17. Other Committee Business.

None.

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

Jane L. Scutt

**Children's Hospital Committee
December 12, 2019**

Board Members Attending:

Mr. Michael Stavrinakis, Chair
Ms. Terri Barnes
Mr. Jim Battle
Mr. Bill Bingham
Dr. Fritz Butehorn
Dr. Melvin Brown

Dr. Guy Castles
Dr. Richard Christian
Dr. Paul Davis
Ms. Barbara Johnson-Williams
Dr. Don Johnson

Dr. James Lemon
Mr. Charles Schulze
Dr. Murrell Smith
Mr. Tom Stephenson
Dr. Bart Witherspoon

Item 18. Women's and Children's Health Clinical Update.

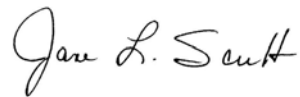
Committee Action: Report deferred.

Item 19. Other Committee Business.

None.

With no further business, the meeting was adjourned.

Respectfully submitted,



Jane L. Scutt

MUHA and MUSC Audit Committee Minutes
December 12, 2019

Board Members Attending:

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

Item 20. **KPMG Exit Conference.**

Ms. Jennifer Hall, Partner with KPMG, presented the results of the FY19 financial statements external audit. Ms. Hall discussed the audit approach which included patient receivables valuation allowance; net estimated third party reimbursement settlements; pension, post-retirement and self-insurance liabilities and valuation of derivatives. She discussed the impact of the CHS acquisition to the financials and reviewed audit adjustments. She gave an overview of the required communications to the committee and discussed the new accounting standards related to GASB and the expected level of impact.

Recommendation of Committee: That this be received as information.

Item 21. **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 22. **Other Committee Business.**

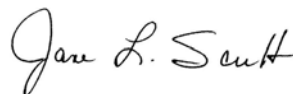
Mr. Stephenson requested approval of an increase in external auditor fees of \$205,000 for MUHA due to the additional services required with the CHS acquisition. The initial approval to obtain the services was approved by the Board in April 2019.

Recommendation of Committee: Recommend approval.

None.

With no further business, the meeting was adjourned.

Respectfully submitted,



Jane L. Scutt