

**MEDICAL UNIVERSITY HOSPITAL AUTHORITY BOARD OF TRUSTEES MEETING MINUTES
MAY 19, 2023**

The MUHA Board of Trustees convened on May 19, 2023, with the following members present: Dr. James Lemon, Chair; Charles Schulze, Vice-Chair; Terri Barnes, Jim Battle; Dr. Melvin Brown; Dr. Fritz Butehorn; Dr. Guy Castles; Dr. Richard Christian; Dr. Don Johnson; Barbara Johnson-Williams; Dr. Murrell Smith; Mr. Tom Stephenson; and Dr. Bart Witherspoon. MUSC officials present were Dr. David Cole; Rick Anderson; Dr. Patrick Cawley; Annette Drachman; Dr. Terry Steyer; Dr. Lori McMahon, 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 the date of the next regular meeting of the MUSC and MUHA Board of Trustees will be August 11, 2023. In addition, the MUSC and MUHA Board of Trustees will hold a special-called meeting on June 30, 2023, at the Palmetto Club located in Columbia, SC.

Item 4. Approval of Minutes.

Chairman Lemon called for a motion to approve the meeting minutes of April 14 and 25, 2023.

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

RECOMMENDATIONS AND INFORMATIONAL REPORTS OF THE PRESIDENT

Item 5. Other Business.

None.

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

Item 6. MUSC Health Status Report.

Dr. Patrick Cawley, CEO, MUSC Health, introduced MUSC Health Orangeburg’s new Chief Executive Officer, Walter Bennett, who will be starting on June 12. Mr. Bennett is a native of Manning, South Carolina, and a graduate of MUSC’s MHA program. Dr. Cawley reported that not much has changed with the organizational goals since he reported in April and stated that are doing well overall and are currently working to finalize the 2024 goals which he will present in August.

Board Action: Report received as information.

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

Dr. Cawley gave a brief update on MUHA’s financial performance through March 31, 2023. He reported cash on hand of 63 days and a debt service coverage ratio of 1.8. Dr. Cawley stated that overall, they have a positive budget but are currently not meeting what was expected which puts MUHA Consolidated in the red financially at the moment. He reported that the Charleston Division continues to have a strong positive bottom line and is currently way ahead of budget.

Board Action: Report received as information.

Item 8. **Quality and Report.**

Dr. Danielle Scheurer, Chief Quality Officer, MUSC Health, reported on Quality WINS, Leapfrog reporting to the board requirements, rankings, and scorecards. Quality WINS included: MUSC Health’s Leapfrog scores improved in most hospitals; S.C. is now in the top 10 states with the most “A” hospitals; *U.S. News & World Report* rankings will be released on June 21, 2023, for pediatrics and August 1, 2023, for adults; and scores on safety culture from the employee engagement survey. As part of Leapfrog’s board requirements to review hand hygiene and culture of safety action plans, Dr. Scheurer shared MUSC Health Orangeburg’s culture of safety scores and the action plans. Dr. Scheurer also gave an updated reported hospital and nursing home quality rankings and FY23 YTD quality scorecard scores.

Board Action: Received as information.

Item 9. **MUSC Governmental Affairs Report.**

Mark Sweatman, Chief of Governmental Affairs, gave a brief update on legislative issues from year one of a two-year legislative cycle. Mr. Sweatman reported that most issues were closed last week; however, the budget and the abortion bills are still yet to be resolved. He reported that there is still an opportunity, which will be a first for state higher ed schools, for funding for graduate school scholarships for the underserved population. The budget also includes funding for MUSC’s sickle cell program and tuition mitigation. Mr. Sweatman stated that certificate of need (CON) requirements will be phased out in three years for hospitals but will remain in place for nursing homes. He will provide a report to the Board either at the June or August meeting.

Board Action: Received as information.

Item 9.1. **Other Committee Business.**

None.

MUHA AND MUSC PHYSICAL FACILITIES COMMITTEE: DR. MELVIN BROWN, ACTING CHAIR

Item 10. **MUHA Lease for Approval.**

Ms. Jessica Paul, Chief Real Estate Officer, presented for approval a new lease of 8,638 SF of clinical space located at 5500 Front Street in Summerville, SC (Nexton MOB First Floor) to provide space for MUSC Health Oncology. Five-year lease term for a total cost of \$1,641,511.28.

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

Item 11. Ground Purchase for Approval.

Ms. Jessica Paul, Chief Real Estate Officer, presented for approval the ground purchase of 0.17 acres adjacent to the MUSC Health Florence Medical Center for a total cost of \$150,000.

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

Item 12. MUHA Easement for Approval.

David Attard, Chief Facilities Officer, presented for approval, the request for a utility easement on r Charlotte Highway property owned by MUSC Health Lancaster. Duke Energy requests non-exclusive easement to construct, reconstruct, operate, patrol, maintain, repair, replace, relocate, add to, modify, and remove electric and communication lines necessary for the transmission and distribution of electrical energy.

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

Item 13. Professional Services Selections for Approval.

Tom Crawford, Chief Operations Officer, MUSC Health, presented for approval, the following professional services selections for the Pee Dee Region Behavioral Hospital.

- Architect/Engineer: Array Architects
- Construction Manager at Risk: Vannoy Construction

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

Item 14. Other Committee Business.

None.

MUHA AND MUSC AUDIT COMMITTEE: MR. TOM STEPHENSON, CHAIR

Item 15. Fees for Agreed Upon Procedure by KPMG.

Mr. Stephenson made a motion to approve the fees for the agreed-upon procedure to be conducted by KPMG at a total of \$60,000 for MUSC, MUHA, and the MUSC Primary Government.

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

OTHER BUSINESS FOR THE BOARD OF TRUSTEES

Item 16. Item removed.

Item 17. 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, motion was seconded and unanimously carried.

Item 18. 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:

- Strategic initiatives related to clinical and academic services,
- negotiation of contracts related to the possible expansion of clinical services and other strategic initiatives and the purchase or lease of real property for clinical services,
- 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 19. New Business for the Board of Trustees.

None.

Item 20. Report from the Chairman.

None.

CONSENT AGENDA FOR APPROVAL AND/OR INFORMATION

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

Item 21. MUSC Health Charleston Division Appointments, Reappointments, and Delineation of Privileges (Consent item).

Appointments, reappointments, and delineation of privileges for April 2023 were presented for approval.

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

Item 22. MUSC Health RHN Appointments, Reappointments, and Delineation of Privileges (Consent item).

Appointments, reappointments, and delineation of privileges for April 2023 were presented for approval.

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

Item 23. 2023-2024 QAPI Plan for Approval.

The 2023-2024 QAPI plan was presented for approval.

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

Item 24. MUSC Health Charleston Division MEC Minutes (Consent item).

MEC minutes from February and March 2023 were presented for information.

Board Action: Received as information.

Item 25. Contracts and Agreements

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

Board Action: Received as information.

Item 26. 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

Board Secretary