

MINUTES
MEDICAL UNIVERSITY HOSPITAL AUTHORITY
BOARD OF TRUSTEES MEETING
April 13, 2012

The Board of Trustees of the Medical University Hospital Authority convened Friday, April 13, 2012, with the following members present: Mr. Thomas L. Stephenson, Esquire, Chairman; Dr. James E. Wiseman, Jr., Vice Chairman; Mr. William H. Bingham, Sr.; Dr. Cotesworth P. Fishburne, Jr.; Mr. William B. Hewitt; Dr. E. Conyers O'Bryan, Jr.; Dr. Thomas C. Rowland, Jr.; Mr. Charles W. Schulze; The Honorable Robin M. Tallon; Charles B. Thomas, Jr.; Mrs. Claudia W. Peeples, Emerita. Absent: Dr. Stanley C. Baker, Jr.; Dr. Harold W. Jablon; Dr. Donald R. Johnson II.

The following administrative officials were present: Dr. Raymond S. Greenberg, President; Dr. Mark Sothmann, Vice President for Academic Affairs and Provost; Dean Etta Pisano, Vice President for Medical Affairs, and Dean, College of Medicine; Mr. Stuart Smith, Vice President for Clinical Operations and Executive Director, MUHA; Dr. Frank Clark, Vice President for Information Technology and CIO; Ms. Lisa P. Montgomery, Vice President for Finance and Administration.

The following deans were present: Dr. Jack Sanders, College of Dental Medicine; Dr. Lisa Saladin, College of Health Professions; Dr. Etta Pisano, College of Medicine; Dr. Joseph DiPiro, South Carolina College of Pharmacy; Dr. Philip Hall, College of Pharmacy; Dr. Gail Stuart, College of Nursing, Dr. Perry Halushka, College of Graduate Studies.

Item 1. Call to Order-Roll Call.

There being a quorum present, Chairman Stephenson called the meeting to order at 9:00 a.m. Ms. Jenny Stone called the roll.

Item 2. Secretary to Report Date of Next Meeting.

The date of the next regularly scheduled meeting is Thursday, May 17, 2012.

Item 3. Approval of Minutes of the Regular Meeting of the Medical University Hospital Authority of February 12, 2012.

Board Action: It was moved that the Minutes be approved. The motion was seconded, voted on and unanimously carried.

RECOMMENDATIONS AND INFORMATIONAL REPORTS OF THE PRESIDENT

OLD BUSINESS: None.

NEW BUSINESS:

Item 4. General Informational Report of the President.

Dr. Greenberg called on Dean Pisano to introduce the speaker. She introduced Dr. Suneil Patel who is the co-Chair of Neurosciences. He is a neurosurgeon who graduated from medical school at MUSC in 1991 and was named department chair in 2004.

Dr. Patel talked about where the University is in neurosciences and in particular the gamma knife. He also discussed the exciting new challenges in neurosciences and some thoughts about developing applied research in neurosciences. The gamma knife center is alive and well. He was proud to announce that last year the MUSC Gamma Knife Center was designated a Center of Excellence by the International Radiosurgery Association which is a very hard label to get for gamma knife surgery centers. He reported that the gamma knife has been very successful and has enhanced a lot of the programs at MUSC and more patients are being seen.

He next discussed the concept of an applied neurosciences center at MUSC and reviewed the mission statement of the center.

Dr. Greenberg thanked Dr. Patel for not only what he is doing clinically; but also his taking the University's Strategic Plan very seriously. He is encouraging the entrepreneurial efforts of the faculty and creating an environment to cultivate that effort.

Recommendation of Administration: That these reports be received as information.

Board Action: Received as information.

Item 5. Other Business. None.

**MEDICAL UNIVERSITY HOSPITAL AUTHORITY OPERATIONS AND FINANCE COMMITTEE.
CHAIRMAN: DR. STANLEY C. BAKER, JR. (Detailed committee minutes are attached to these minutes). In Dr. Baker's absence, Dr. Thomas chaired the committee.**

OLD BUSINESS: None.

NEW BUSINESS:

Item 6. MUSC Medical Center Status Report.

Statement: Mr. Thomas reported that Ms. Smith had presented statistical data to the committee that total patient days are up 4%. OR cases are down 1.7% year to date attributable to loss of faculty in Ophthalmology and two hand surgeons.

Recommendation of Administration: That the affiliation with Georgetown Hospital be approved.

Recommendation of Committee: The affiliation with Georgetown Hospital be approved.

Board Action: A motion was made, seconded and unanimously voted to approve an affiliation with Georgetown Hospital.

Item 7. MUSC Medical Center Financial and Statistical Report.

Statement: Dr. Thomas stated Ms. Montgomery reported to committee that February has been the most challenging month this fiscal year. We have about \$4 million of net income to pick up by the end of the year. Cash through March 2012 is back up at 44 million with a year end goal of \$50 million. Employees per adjusted occupied bed are at 6.43 which is close to the UHC 25th percentile of 6.23.

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 8. Major Purchase.

Statement: Dr. Thomas stated that Dr. Frank Clark talked at length about the purchase of Epic software computer system and he asked for a motion to approve the \$11.8 million purchase. Other yearly costs incurred will be part of the annual June budget approval process.

Recommendation of Administration: That the major purchase be approved.

Recommendation of Committee: That the major purchase be approved.

Board Action: A motion was made, seconded and unanimously voted to approve the major purchase as presented.

Item 9. Report on Quality and Patient Safety.

Statement: Dr. Thomas stated Dr. Pat Cawley provided a report to committee on the House Staff Peer Review process and the progress with infection prevention. Hand washing compliance has gone from 50-60% to 91%.

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 10. Report of the Vice President for Medical Affairs and Dean, College of Medicine.

Statement: Dr. Thomas stated Dean Pisano had reported to committee that Dr. Don Rockey will be joining MUSC on September 1 as the new Chair for the Department of Medicine. There are several other searches underway including OB/GYN, Neurology, Orthopedic Surgery and Biochemistry. Other searches are for a Center of Genomic Medicine Director and a Public Health Sciences chair.

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 11. Report on Outreach Activity and MUSC Physicians.

Statement: Dr. Thomas said Dr. Costello had presented to committee a request to move forward with the offer to purchase property at 419 Martello Drive on James Island in order to relocate the Family Medicine facility from downtown Charleston. Cost is approximately \$950,000. Dr. Thomas asked for approval.

Recommendation of Administration: That these outreach activities be approved.

Recommendation of Committee: That these outreach activities be approved.

Board Action: A motion was made, seconded and unanimously voted to approve the outreach activities.

Item 12. Legislative Update.

Statement: Dr. Thomas said Mr. Sweatman had presented a report to committee on legislative activity.

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 13. Other Committee Business. None

Item 14. Medical University Hospital Authority Appointments, Reappointments and Delineation of Privileges (Consent Item).

Statement: An updated list of appointments, reappointments and delineation of privileges to the medical staff were presented for approval.

Recommendation of Administration: That the appointments, reappointments and delineation of privileges to the medical staff be approved.

Recommendation of Committee: That the appointments, reappointments and delineation of privileges to the medical staff be approve.

Board Action: Dr. Baker moved that the list of appointments, reappointments and delineation of privileges to the medical staff be approved. The motion was seconded, voted on and unanimously carried.

Item 15. Resolution to Refinance HUD Bonds (Consent Item).

Statement: Dr. Thomas presented a request to approve the Resolution to Refinance HUD Bonds.

Recommendation of Administration: That the resolution be approved.

Recommendation of Committee: That the resolution be approved.

Board Action: a motion was made, seconded and unanimously voted to approve the refinance of the HUD Bonds.

Item 16. Resolution to Finance Construction of Sabin Street Energy Plant and Relocation with Jobs-Economic Development Authority (JEDA) Bonds (Consent Agenda).

Statement: Consideration of this item was postponed until a later date.

Recommendation of Administration: That consideration of this item be postponed.

Recommendation of Committee: That consideration of this item be postponed.

Board Action: Consideration of this item was postponed.

Item 17. Medical Executive Committee Minutes (Consent Item).

Statement: Minutes of the Medical Executive Committee for January and February 2012 were presented for information.

Recommendation of Administration: That this be received as information.

Recommendation of Committee: That this be received as information.

Board Action: The minutes of the Medical Executive Committee for January and February 2012 were received as information.

Item 18. Medical Center Contracts and Agreements (Consent Item).

Statement: Contracts and Agreements which have been 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.

**MEDICAL UNIVERSITY HOSPITAL AUTHORITY PHYSICAL FACILITIES COMMITTEE.
CHAIRMAN: MR. WILLIAM H. BINGHAM, SR. (Detailed committee minutes are attached to these minutes).**

OLD BUSINESS: None

NEW BUSINESS:

Item 19. Facilities Procurements/Contracts Proposed.

Statement: Mr. Bingham presented the following for approval:

- New lease for 4,840 sq. ft. of office space on the 1st floor of the Hamlin Road Medical Offices to provide space for the Children's Hospital, After Hours Care in Mt. Pleasant. Total amount of lease: \$2,809,039.20.
- New lease for 2,319 sq. ft. of office space located at 52 Courtenay Drive for Transplant Services. Total amount of lease: \$222,983.70.
- Lease renewal of 13,769 sq. ft. of office space located at 17 Ehrhardt Street to provide space for Hospital Facilities. Total amount of lease: \$343,980.

Recommendation of Administration: That the procurements/contracts be approved.

Recommendation of Committee: That the procurements/contracts be approved.

Board Action: A motion was made, seconded and unanimously voted to approve the procurements/contracts.

Item 20. Update on Projects.

Statement: Mr. Bingham reported that Mr. Frazier presented an update on various Authority projects to the committee. Mr. Frazier commended the Board on having one of the 25 Most Beautiful Hospitals according to HealthExecNews.com.

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 21. Other Committee Business.

Mr. Bingham stated the following firms were selected to provide IDC Planning Professional Services to the hospital:

- Compass 5 Partners
- LS3P Associates, Ltd.
- Rosenblum-Coe Associates.

Board Action: Received as information.

Item 22. Facilities Contracts Awarded (Consent Item).

Statement: Facilities Contracts awarded since the last 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.

MEDICAL UNIVERSITY HOSPITAL AUTHORITY AUDIT COMMITTEE. CHAIRMAN: MR. WILLIAM B. HEWITT. (Detailed committee minutes are attached to these minutes).

OLD BUSINESS: None

NEW BUSINESS:

Item 23. Compliance Updates – Federal Recovery Audits.

Statement: Mr. Hewitt stated that Ms. Reece Smith, Compliance Officer for the Hospital and Ms. Julie Acker, Compliance Officer for MUSC Physicians presented an update on the on-going recovery audits of Medicare claims which began in December 2009. The majority of the total charges initially recouped are successfully appealed by both entities.

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 24. Report of the Office of Internal Audit.

Statement: Mr. Hewitt reported Ms. Susan Barnhart, Director of Internal Audit, had provided a report to the Board and there were no questions regarding the report.

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 25. Other Committee Business. None

OTHER BUSINESS FOR THE BOARD OF TRUSTEES:

Item 26. Approval of Consent Agenda.

Statement: Approval of the Medical University Hospital Authority consent agenda was requested.

Recommendation of Administration: That the consent agenda be approved.

Board Action: It was moved, seconded and unanimously voted that the consent agenda be approved.

Item 27. New Business for the Board of Trustees. None.

Item 28. Report from the Chairman.

There being no further business, the Hospital Authority meeting was adjourned and the University Board of Trustees meeting was convened.

Respectfully submitted,



Hugh B. Faulkner III
Secretary

/wcj
Attachments

**Medical University Hospital Authority
Hospital Operations and Finance Committee
April 12, 2012
Minutes**

Attendees:

Dr. Charles B. Thomas, Chair	Dr. Frank Clark
Thomas L. Stephenson, Esq.	Dr. Mark Sothmann
Mr. William H. Bingham, Sr.	Mr. Thomas Anderson
Dr. Cotesworth P. Fishburne, Jr.	Dr. Patrick Cawley
Mr. William B. Hewitt	Dr. Phillip Costello
Dr. Harold Jablon	Mr. Casey Liddy
Dr. Donald R. Johnson, II	Dr. Mark Lyles
Dr. Thomas C. Rowland, Jr.	Mr. Steve Hargett
Mr. Charles W. Schulze	Mr. John Cooper
Hon. Robin M. Tallon	Ms. Susan Barnhart
Dr. James E. Wiseman, Jr.	Ms. Sarah King
Dr. Raymond Greenberg	Joseph Good, Esq.
Mr. Stuart Smith	Mr. H. B. Faulkner
Dr. Etta Pisano	Mr. Mark Sweatman
Ms. Lisa Montgomery	Annette Drachman, Esq.
Mr. Jim Fisher	Ms. Lauren Allen

The meeting was called to order at 11:40 a.m. by Dr. Charles Thomas, on behalf of Stanley Baker, Chair, who was not in attendance at the April board meeting.

Item 6. Medical University Hospital Authority Status Report

Stuart Smith presented statistical data which indicates total patient days are up 4%. Discharges are up 5.2%. Mr. Smith stated that we've been able to categorize patients who present at our hospital more towards admission versus observation. Overall inpatient activity is up 0.3%. OR cases are down 1.7% year to date. Over the last few years, it was thought this was attributed to the loss of faculty within Ophthalmology; however, year over year we are up in Ophthalmology cases. It has been determined that the loss of two hand surgeons played a part in the drop in OR cases.

Mr. Smith also reported on trends in the percentage of surgical cases compared to case mix index and net revenue. During the month of February, while we saw high patient volume, high charges and relative low costs, we still experienced a poor financial performance. The good news is that we have seen an improvement for the month of March.

Action: Report received as information

Item 7. Medical University Hospital Authority Financial and Statistical Report

Ms. Montgomery briefed the committee on the financial status. February has been the most challenging month this fiscal year. We have about of \$4 million of net income to pick up by the end of the year. March has been a better month with the increase in surgical cases and meaningful use dollars we received so hopefully we will finish the year on budget.

Cash through March 2012 is back up at 44 million. Our year end goal is 50 million so hopefully we are on track for meeting that goal. Employees per adjusted occupied bed are at 6.43 which is close to the UHC 25th percentile of 6.23. In terms of head count we are doing well in managing our FTEs.

Action: Report received as information

Item 8. Major Purchase

Dr. Frank Clark requested approval to move forward with the purchase of Epic for \$11.8 million. Other yearly costs incurred will be part of the annual June budget approval process.

Action: Recommend Approval

Item 9. Report on Quality and Patient Safety

Dr. Cawley gave an update on the Medical Staff and House Staff Peer Review process. In CY2010-2011, 152 cases were referred for peer review; approximately 750 physicians had no cases. Of the 152 cases, 90 issues were identified with the largest percentage in clinical decision making/performance. Peer review rates two things, quality of care and professionalism. Certain rating levels require a performance plan/response from the department chair. The House Staff peer review process started in April 2010 and through December 2011 there have been 39 cases. Approximately 575 residents had no cases. There are specific issues related to house staff peer review with the most frequent being appropriate use of the chain of command and also adequate supervision.

Dr. Cawley reported on progress with infection prevention. We have made good progress with VAP and continue to improve with CVL BSI. For MRSA, we have made some improvements but need to continue efforts to improve VRE. For CDI/F, rates are good and have stabilized. Dr. Cawley stated efforts to get CDI/F down are continuing and one factor that really pulls CDI/F rates down is hand hygiene. Since beginning the hand hygiene project eighteen months ago, we have seen hand washing compliance go from 50-60% to 91%.

Action: Report received as information

Item 10. Report of VP for Medical Affairs and Dean, College of Medicine

Dr. Pisano reported that Dr. Don Rockey will be joining MUSC on September 1, 2012, as the new Chair for the Department of Medicine. Other chair searches currently underway include the OB/GYN, Neurology, Orthopedic Surgery and Biochemistry. Other new initiatives include the search for a Center for Genomic Medicine Director and Public Health Sciences chair. Dr.

Pisano also discussed finance related activities in the College of Medicine including how to fund basic scientists; funds flow and departmental faculty compensation plans. They are also working with the Provost office on space management. Major focus continues on preparation for the LCME reaccreditation site visit scheduled for January 2013. Dr. Pisano commented that the Epic pilot implementation began in March with the full “go-live” date set for May 17. In closing, Dr. Pisano commented on the working relationship among the College of Medicine, UMA and MUHA and the collaborative efforts with the new Strategic Plan.

Action: Report received as information

Item 11. Report on Outreach Activity and MUSC Physicians

Dr. Philip Costello reported that the Department of Psychiatry will be providing services to patients at Heartland Rehab and Nursing Facility. The Department of OB/GYN Maternal Fetal Medicine has partnered with the USC School of Medicine to provide much needed coverage. Also the Department of OB/GYN renewed their contract with McLeod Regional Medical Center for high risk services The Department of Pediatrics will be expanding their after-hours services to the Mount Pleasant area. The Department of Surgery will provide off-campus acute care and trauma surgery services in East Cooper. Starting on May 1st, MUSC Physicians will begin billing and marketing under the new name. Carolina Family Care is also changing their name to MUSC Physicians Primary Care.

Action: Reported Received as information

Dr. Costello requested approval to move forward with the offer to purchase property at 419 Martello Drive on James Island in order to relocate the Family Medicine facility from downtown Charleston. Approximate cost is \$950,000.

Action: Recommend approval.

Item 12. Legislative Update

Mr. Mark Sweatman gave a general update on legislative activity.

Action: Report received as information

Item 13: Other Committee Business: None

CONSENT AGENDA

Item 14. Medical University Hospital Authority Appointments, Reappointments and Delineation of Privileges

The committee reviewed the appointments, reappointments and delineation of privileges requests. These have been recommended for approval by all appropriate committees.

Action: Recommend approval

Item 15. Resolution to Refinance HUD Bonds

Annette Drachman presented the resolution to refinance the HUD bonds.

Action: Recommend approval.

Item 16. Resolution to Finance Construction of Sabin Street Energy Plan and Infrastructure Relocation with Jobs-Economic Development Authority (JEDA) Bonds

This agenda item was postponed until a later date.

Item 17. Medical Executive Committee Minutes

The minutes of the Medical Executive Committee from January 2012 and February 2012 were reviewed by the committee.

Action: Received as information

Item 18. Medical Center Contracts and Agreements

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

Action: Received as information

There being no further business, the committee adjourned at 1:10 pm.

Respectfully Submitted,

Jane L. Scutt

**Medical University Hospital Authority
Physical Facilities Committee
April 12, 2012
Minutes**

Attendees:

Mr. William H. Bingham, Sr., Chair	Dr. Phil Costello
Mr. William B. Hewitt	Ms. Annette Drachman
Dr. Cotesworth P. Fishburne, Jr.	Ms. Susie Edwards
Dr. Harold Jablon	Mr. Dennis Frazier
Dr. Donald R. Johnson II	Mr. Joe Good
Dr. Thomas C. Rowland, Jr.	Dr. Sarah King
Mr. Charles W. Schulze	Mr. John Malmrose
Thomas L. Stephenson, Esquire	Ms. Lisa Montgomery
The Honorable Robin M. Tallon	Dr. Etta Pisano
Dr. Charles B. Thomas, Jr.	Ms. Gina Ramsey
Dr. James E. Wiseman, Jr.	Dr. John Sanders
Dr. Raymond S. Greenberg	Ms. Reece Smith
Ms. Julie Acker	Dr. Mark Sothmann
Ms. Susan Barnhart	Dr. Darlene Shaw
Mr. John Cooper	Mr. Patrick Wamsley

Mr. Bingham called the meeting to order.

REGULAR Items

Item 19 Facilities Procurements/Contracts Proposed.

Mr. Dennis Frazier presented the following for approval:

- New lease for 4,840 sq. ft. of office space on the 1st floor of the Hamlin Road Medical Offices to provide space for the Children's Hospital, After Hours Care in Mt. Pleasant. Total amount of lease: \$2,809,039.20.
- New lease for 2,319 sq. ft. of office space located at 52 Courtenay Drive for Transplant Services. Total amount of lease: \$222,983.70.
- Lease renewal of 13,769 sq. ft. of office space located at 17 Ehrhardt Street to provide space for Hospital Facilities. Total amount of lease: \$343,980.

Recommendation of Committee: That the procurements/contracts be approved as presented.

Item 20 Update on Projects.

Mr. Frazier provided an update on various Authority projects including ART 7 Renovation; Medical Offices (Courtenay Garage Roof) and the 8 East Renovation. He commended the Board on having one of the 25 Most Beautiful Hospitals in the World according to the March 15, 2012 edition of HealthExecNews.com

Recommendation of Committee Received as information.

Item 21 **Other Committee Business**

Mr. Bingham, Dr. Wiseman and Dr. Rowland interviewed firms to provide IDC Planning Professional Services for the hospital. The following firms were selected:

Compass 5 Partners
LS3P Associates, Ltd
Rosenblum-Coe Associates

CONSENT Items for Information:

Item 22 **Facilities Contracts Awarded**

The facilities contracts since the last board meeting were presented for information.

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

With no further business, the meeting was adjourned.

Respectfully submitted,

Celeste Jordan

**Medical University Hospital Authority
Audit Committee
April 12, 2012
Minutes**

Attendees:

Mr. William B. Hewitt, Chair	Dr. Phil Costello
Mr. William H. Bingham, Sr.	Ms. Annette Drachman
Dr. Cotesworth P. Fishburne, Jr.	Ms. Susie Edwards
Dr. Harold Jablon	Mr. Dennis Frazier
Dr. Donald R. Johnson II	Mr. Joe Good
Dr. Thomas C. Rowland, Jr.	Dr. Sarah King
Mr. Charles W. Schulze	Mr. John Malmrose
Thomas L. Stephenson, Esquire	Ms. Lisa Montgomery
The Honorable Robin M. Tallon	Dr. Etta Pisano
Dr. Charles B. Thomas, Jr.	Ms. Gina Ramsey
Dr. James E. Wiseman, Jr.	Dr. John Sanders
Dr. Raymond S. Greenberg	Ms. Reece Smith
Ms. Julie Acker	Dr. Mark Sothmann
Ms. Susan Barnhart	Dr. Darlene Shaw
Mr. John Cooper	Mr. Patrick Wamsley

Mr. Hewitt called the meeting to order.

REGULAR Items

Item 23. Compliance Update – Federal Recovery Audits.

Ms. Reece Smith, compliance officer for the Hospital and Ms. Julie Acker, compliance officer for MUSC Physicians presented an update on the on-going recovery audits of Medicare claims which began in December 2009. The majority of the total charges initially recouped are successfully appealed by both entities but the process is very time consuming and labor intensive.

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

Item 24. Report of the Office of Internal Audit.

Mr. Hewitt stated Ms. Susan Barnhart had provided a written report to the Board. There were no questions regarding the report.

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

Item 25. Other Committee Business.

Respectfully Submitted,

Celeste Jordan

**FACILITIES
HOSPITAL AUTHORITY
NEW LEASE
FOR APPROVAL**

APRIL 13, 2012

DESCRIPTION OF LEASE: This lease agreement is for 4,840 square feet of office space located on the 1st floor of the Hamlin Road Medical Offices, Hwy 17N & Hamlin Road, Mount Pleasant. The purpose of this lease is to provide space for the Children's Hospital, After Hours Care in Mount Pleasant. The cost per square foot for this lease is \$29.00. The monthly rental rate will be \$11,696.67 (rounded), resulting in an annual rent amount of \$140,360.00. Rent shall increase annually 2%.

Estimated renovation cost should not exceed \$400K with the Landlord contributing \$169,400.00. MUHA shall fund the remaining renovation amount separate from the lease agreement.

NEW LEASE AGREEMENT X
RENEWAL LEASE AGREEMENT _____

LANDLORD: Hamlin Road Medical Offices, LLC

LANDLORD CONTACT: Franklin Adams, Adams Development Co., 532-5128

TENANT NAME AND CONTACT: John Sanders, Children's Hospital, FACHE Administrator, 792-6935

SOURCE OF FUNDS: Hospital General Operating Funds

LEASE TERMS:

TERM: Seven (7) years [8/1/2012-7/31/2019]

AMOUNT PER SQUARE FOOT: \$29.00

ANNUALIZED LEASE AMOUNT:

Year 1	\$140,360.00
Year 2	\$143,167.20
Year 3	\$146,022.80
Year 4	\$148,926.80
Year 5	\$151,927.60
Year 6	\$154,976.80
Year 7	\$158,074.40

TOTAL AMOUNT OF LEASE: \$1,043,455.60

EXTENDED TERM(S): Two (2) terms, five (5) years [8/1/2019-7/31/2029]

Year 8	\$161,220.40	Year 13	\$178,015.20
Year 9	\$164,463.20	Year 14	\$181,596.80
Year 10	\$167,754.40	Year 15	\$185,226.80
Year 11	\$171,094.00	Year 16	\$188,953.60
Year 12	\$174,530.40	Year 17	\$192,728.80

TOTAL AMOUNT OF EXTENDED TERM(S): \$1,765,583.60

TOTAL AMOUNT INCLUDING EXTENDED TERM(S): \$2,809,039.20

OPERATING COSTS:

FULL SERVICE _____

NET X (utilities, maintenance, housekeeping)

**FACILITIES
HOSPITAL AUTHORITY
NEW LEASE
FOR APPROVAL**

APRIL 13, 2012

DESCRIPTION OF LEASE: This lease agreement is for 2,319 square feet of office space located at 52 Courtenay Drive. The purpose of this lease is to provide space for Transplant Services. The cost per square foot for this lease is \$18.11. The monthly rental rate will be \$3,500.00, resulting in an annual rent amount of \$42,000.00. Rent shall increase annually 3%.

Estimated renovation costs not to exceed \$75,000 and shall be paid separate from the lease agreement.

NEW LEASE AGREEMENT X
RENEWAL LEASE AGREEMENT _____

LANDLORD: Dr. Howard Snyder

LANDLORD CONTACT: Kit Regnery, Carolina Commercial LLC, 508-6060

TENANT NAME AND CONTACT: John Gutowski, Transplant Services, Business Manager,
792-8947

SOURCE OF FUNDS: Hospital General Operating Funds

LEASE TERMS:

TERM: Five (5) years [6/1/2012-5/31/2017]

AMOUNT PER SQUARE FOOT: \$18.11

ANNUALIZED LEASE AMOUNT:

Year 1 \$42,000.00

Year 2 \$43,260.80

Year 3 \$44,557.80

Year 4 \$45,894.53

Year 5 \$47,271.37

TOTAL AMOUNT OF LEASE: \$222,983.70

EXTENDED TERM(S): To be negotiated

OPERATING COSTS:

FULL SERVICE _____

NET X (utilities, maintenance, housekeeping)

**FACILITIES
HOSPITAL AUTHORITY
LEASE RENEWAL
FOR APPROVAL**

APRIL 13, 2012

DESCRIPTION OF LEASE RENEWAL: This lease renewal is for 13,769 square feet of office space located at 17 Ehrhardt Street. The purpose of this lease renewal is to continue to provide office space for Hospital Facilities. The cost per square foot for this renewal is \$5.00 (rounded). The monthly rental rate will be \$5,733.00, resulting in an annual rent of \$68,796.00

This property is owned by the Medical University of South Carolina Foundation and leased in its entirety to Medical University of South Carolina Hospital Authority, which further subleases a portion to Amedisys Home Health Inc. and a portion to the Medical University of South Carolina for the Provost Office.

NEW LEASE AGREEMENT _____
RENEWAL LEASE AGREEMENT X

LANDLORD: Medical University of South Carolina Foundation

LANDLORD CONTACT: Tom Anderson, Chief Executive Officer, 792-2677

TENANT NAME AND CONTACT: Dennis Frazier, Hospital Facilities, Administrator, 792-7727

SOURCE OF FUNDS: Hospital General Operating Funds

LEASE TERMS:

TERM: Five (5) years [7/1/2012-6/30/2017]
COST PER SQUARE FOOT: \$5.00
ANNUALIZED LEASE COST: \$68,796.00
TOTAL COST OF RENEWAL: \$343,980.00

EXTENDED TERM(S): To be negotiated

OPERATING COSTS:
FULL SERVICE _____
NET X

Board of Trustees Credentialing Subcommittee - January 2012

The Medical Executive Committee reviewed the following applicants on January 18, 2012 and recommends approval by the Board of Trustees Credentialing Subcommittee effective January 28, 2012

Medical Staff Initial Appointment and Privileges

Alexei O. DeCastro M.D.	Active Provisional	Family Medicine
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Medical Staff Reappointment and Privileges

William T. Basco M.D. M.S.C.R.	Active	Pediatrics
Kathy Siegfried Bolus M.D.	Affiliate CFC - R&F	Medicine
Pamela L. Charity M.D.	Active	Medicine
Nestor Felix Esnaola M.D. M.P.H	Active	Surgery
Joe Gaddy Jr. M.D.	Active	Medicine
Charlene M. Grice M.D.	Active	Ophthalmology
David M. Habib M.D.	Active	Pediatrics
Donald S. Kilpatrick M.D.	Active	Anesthesiology
Richard M. Kline Jr. M.D.	Affiliate	Surgery
Angela C. LaRosa M.D. M.S.C.R	Active	Pediatrics
Lawrence Wade Manaker M.D.	Active	Medicine
David T. Marshall M.D. M.S.	Active	Radiation Oncology
E. Douglas Norcross M.D.	Active	Surgery
Matthew Nutaitis M.D.	Active	Ophthalmology
Seung-Jun O M.D.	Affiliate	Surgery
G. Shashidhar Pai M.D.	Active	Pediatrics
Nicholas James Pastis Jr. M.D.	Active	Medicine
Celeste H. Patrick M.D.	Active	Pediatrics
Thomas G. Quattlebaum M.D.	Affiliate	Pediatrics
Barton Lewis Sachs M.D. M.B.A.	Active	Orthopaedic Surgery
Elizabeth D. Sharpe M.D.	Affiliate	Ophthalmology
Michelle M. Shepard M.D.	Active	Medicine
Richard M. Silver M.D.	Active	Medicine
William Michael Southgate M.D.	Active	Pediatrics
John B. Sperry Jr. M.D.	Affiliate	Pediatrics
Robert K. Stuart M.D.	Active	Medicine
Rachel L. Sturdivant M.D.	Active	Medicine
Andrea P. Summer M.D.	Active	Pediatrics
Marian H. Taylor M.D.	Active	Medicine
Melanie B. Thomas M.D.	Active	Medicine
C. Murry Thompson Jr. M.D.	Affiliate - Refer & Follow	Pediatrics
Reuben R. Tipton III M.D.	Affiliate - Refer & Follow	Ophthalmology
Victor J. Weinstein M.D.	Affiliate	Obstetrics & Gynecology
John Marcus Wharton M.D.	Active	Medicine
Thomas A. Whitaker M.D.	Affiliate - Refer & Follow	Ophthalmology
Peter L. Zwerner M.D.	Active	Medicine

Medical Staff Reappointment and Change in Privileges

Alexander R. Kent M.D.	Affiliate	Ophthalmology	Switching to Refer & Follow
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Medical Staff Change in Privileges

Charles M Andrews M.D.	Active Provisional	Medicine	Add: Telemedicine for Stroke
Rebecca G. Baird M.D.	Affiliate	Obstetrics & Gynecology	Switching to Refer & Follow
Lauren F. Hamilton M.D.	Affiliate	Obstetrics & Gynecology	Switching to Refer & Follow

Professional Staff Initial Appointment and Privileges

Christopher J. Devine C.R.N.A.	Provisional Allied Health	Anesthesiology
Sarah E. Enoch C.R.N.A.	Provisional Allied Health	Anesthesiology
Katherine Y. Lucas, NNP	Provisional Allied Health	Pediatrics
Rhonda Parker A.P.R.N. M.S.N.	Provisional Allied Health	Family Medicine
Ashley Phillips F.N.P.	Provisional Allied Health	Medicine

Professional Staff Reappointment and Privileges

Mary Kay Colliton N.N.P. MSN	Allied Health	Pediatrics
Amy Duppsstadt-DeLambo A.C.N.P	Provisional Allied Health	Neurosciences
Debra L. Feller C.R.N.A.	Allied Health	Anesthesiology
Cecilia A. Franko C.R.N.A.	Allied Health	Anesthesiology
Suellen Hawkins M.S.W.	Provisional Allied Health	Medicine
Christopher A Keto C.R.N.A. M.B.B.S	Allied Health	Anesthesiology
Margaret S Kittredge C.R.N.A.	Allied Health	Anesthesiology
Kathleen E. Law F.N.P. MSN	Allied Health	Medicine
Faye L. LeBoeuf C.N.M. MSN	Allied Health	Obstetrics & Gynecology
Amy Leatherman C.R.N.A.	Provisional Allied Health	Anesthesiology
Frances Lynn McInerny C.R.N.A.	Allied Health	Anesthesiology
Alice F. Michaux C.R.N.A.	Allied Health	Anesthesiology
Theresa Lynn Morgan C.R.N.A.	Allied Health	Anesthesiology
Jennifer Page A.N.P. MSN	Allied Health	Otolaryngology
Margaret McClain Ramsden A.N.P.	Allied Health	Surgery
Phillip Robert Ridgley C.R.N.A.	Allied Health	Anesthesiology
Wendy C Ritter C.R.N.A.	Allied Health	Anesthesiology
Laurrie D. Rumpp F.N.P.	Allied Health	Surgery
Douglas P. Schutz P.A.C. B.Sc.	Allied Health	Medicine
Sharon B. Schwarz A.P.R.N.	Allied Health	Pediatrics
Nancee S. Sneed A.P.R.N. Ph.D.	Allied Health	Medicine
Cheryl Solesbee M.S.W. M.Ed.	Provisional Allied Health	Psychiatry
Samuel Tripp C.R.N.A.	Provisional Allied Health	Anesthesiology
Laura A Uebelhoer C.R.N.A.	Allied Health	Anesthesiology
Regan Rouse Weston C.R.N.A.	Allied Health	Anesthesiology
Tina D. Willett C.R.N.A.	Allied Health	Anesthesiology

Board of Trustees Credentialing Subcommittee - February 2012

The Medical Executive Committee reviewed the following applicants on February 15, 2012 and recommends approval by the Board of Trustees Credentialing Subcommittee effective February 28, 2012

Medical Staff Initial Appointment and Privileges

C. Martin Bunke M.D.	Medicine	Active Provisional
Carrie Elizabeth Busch M.D.	Pediatrics	Active Provisional
Amanda Blair Price M.D.	Pediatrics	Active Provisional

Medical Staff Reappointment and Privileges

David Cole MD	Surgery	Active
Leonie Gordon MD	Radiology	Active
Perry Halushka MD PhD	Medicine	Active
Mark Hamner MD	Psychiatry	Affiliate
Kathie Hermayer MD	Medicine	Active
Anne LeClercq MD	Dermatology	Active
Francis X. McGowan Jr. MD	Anesthesiology	Active Provisional
Stephanie Montgomery-Idema MD	Surgery	Active
John Schnorr MD	OB/GYN	Affiliate
Uwe Schoepf MD	Radiology	Active
Neeta Somaiah MD	Medicine	Active Provisional
Charles Wallace Sr. MD	Anesthesiology	Active

Medical Staff Reappointment and Change in Privileges

Aljoeson Walker MD	Neurosciences	Addition - Botox injections
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Medical Staff Change in Privileges

Marta Hampton MD	Dermatology	Switching to Refer and Follow
Edward Morrison MD	Surgery	Switching to Refer and Follow
Mark Netherton MD	Anesthesiology	Switching to Refer and Follow
Mohamed Omran MD	Medicine	Addition of ERCP and EUS
Nicholas Pietris MD	Pediatrics	Addition of Pediatric Cardiology privileges
Eleanor Sahn	Dermatology	Switching to Refer and Follow
David Vroman MD	Ophthalmology	Switching to Refer and Follow

Professional Staff Initial Appointment and Privileges

Gloria Barnette PAC	Interdisciplinary Hospital Staff	Provisional Allied Health
Christina Ceimer MSW	Psychiatry	Provisional Allied Health
Rebecca Daffron MSW	Psychiatry	Provisional Allied Health
Mary Deas MSW	Psychiatry	Provisional Allied Health
Karen Garn PA	Nephrology	Provisional Allied Health
Jennifer Koonce, ACNP	Radiology	Provisional Allied Health
Lynn Morton-Epps MSW	Psychiatry	Provisional Allied Health
Bridgette Pidel PA	Medicine	Provisional Allied Health
Anna Roberts MSW	Psychiatry	Provisional Allied Health
Peter Shelton PAC	Orthopaedic Surgery	Provisional Allied Health
Cameron Williams MSW	Psychiatry	Provisional Allied Health

Professional Staff Reappointment and Privileges

Diana Axiotis PAC	Surgery	Allied Health
Sudie Back Ph.D.	Psychiatry	Allied Health
Jean Day CRNA	Anesthesiology	Allied Health
Amy Painter FNP	Pediatrics	Provisional Allied Health
Brian Reed MSW	Psychiatry	Provisional Allied Health
Cynthia Swenson Ph.D.	Psychiatry	Allied Health
Elena Tuerk Ph.D.	Psychiatry	Provisional Allied Health
Mark Wagner Ph.D.	Neurosciences	Allied Health

Professional Staff Change in Privileges

Eileen Palmer ANP	Interdisciplinary Hospital Staff	Changing departments
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Board of Trustees Credentialing Subcommittee - March 2012

The Medical Executive Committee reviewed the following applicants on March 21, 2012, and recommends approval by the Board of Trustees Credentialing Subcommittee

Medical Staff Initial Appointment and Privileges

Geoffrey Edwin Hayden M.D.	Medicine	Active Provisional
Sherief Khalil M.D.	Medicine	Active Provisional
David J. Walsh M.D.	Neurosciences	Active Provisional
George O. Waring IV M.D.	Ophthalmology	Active Provisional
Kristin Rebecca Wise M.D.	Medicine	Active Provisional

Medical Staff Reappointment and Privileges

Anand Achanti M.D.	Medicine	Active Provisional
Anne Lintzenich Andrews M.D.	Pediatrics	Active
David L. Bachman M.D.	Neurosciences	Active
Theresa Margaret Cuoco M.D.	Medicine	Active
Mary Margaret Dugan M.D.	Pediatrics	Active
Alan Finley M.D.	Anesthesiology	Active
Prat Itharat M.D.	Ophthalmology	Affiliate
Donald R. Johnson II M.D.	Orthopaedic Surgery	Affiliate - Refer & Follow
Evgenia Kagan M.D.	Medicine	Active Provisional
Paula J. Keslar M.D. B.S.	Radiology	Active
Russell D. Kitch M.D.	Otolaryngology	Affiliate
Brian Leach M.D.	Dermatology	Active
Kirk Allen Meekins M.D.	Psychiatry	Active
William W Merrill M.D.	Medicine	Active
Fletcher Thompson Penney M.D.	Medicine	Active
Howard V. Peskin D.D.S. M.S.D.	Oral & Maxillofacial Surgery	Affiliate - Refer & Follow
John Vaden Quinn M.D.	Pediatrics	Affiliate - Refer & Follow
Darlene O. Rawls M.D.	Medicine	Affiliate - Refer & Follow
Peter John Salerno Sr. M.D. B.S.	Pediatrics	Affiliate - Refer & Follow
Michael John Slowey M.D.	Obstetrics & Gynecology Services	Active
Catherine Dawson Tobin M.D.	Anesthesiology	Active
Michael E. Ullian A.B. M.D.	Medicine	Active
Adrian B. Van Bakel M.D. Ph.D.	Medicine	Active

Medical Staff Reappointment and Change in Privileges

Eric W Nelson D.O.	Anesthesiology	Active
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Professional Staff Initial Appointment and Privileges

Jessica Cleveland Archie M.S.N. P.N.P.	Orthopaedic Surgery	Provisional Allied Health
Natalia Davila M.S.N. P.N.P.	Pediatrics	Provisional Allied Health
Martha Jane Krauss C.N.M.	Obstetrics & Gynecology Services	Provisional Allied Health
Aiken McDowell McNair P.A.C.	Medicine	Provisional Allied Health

Professional Staff Reappointment and Privileges

Robin Buchanan C.R.N.A. ADN	Anesthesiology	Allied Health
Susan Cox Craven C.R.N.A.	Anesthesiology	Allied Health
Amy H. King C.N.S.	Orthopaedic Surgery	Allied Health
Karen B. Menendez F.N.P. MSN	Interdisciplinary Hospital Staff	Allied Health
Laura Lee Milligan F.N.P. MSN	Medicine	Allied Health
Jennifer Peltier B.S.	Orthopaedic Surgery	Provisional Allied Health - Refer & Follow

Professional Staff Change in Privileges

Joyce S Veitch F.N.P. R.N.	Anesthesiology	Allied Health
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RESOLUTION

MEDICAL UNIVERSITY HOSPITAL AUTHORITY

BOARD OF TRUSTEES

WHEREAS, on December 22, 2004, Medical University Hospital Authority (the "Medical Center") borrowed \$401,158,000 (the "2004 Loan") in order to fund a construction project at the Medical Center's campus in Charleston and refinance certain outstanding indebtedness; and

WHEREAS, the 2004 Loan was insured pursuant to Section 242 of the National Housing Act, as amended, as part of the Federal Housing Administration program of Mortgage Insurance for Hospitals and identified as FHA Project No. 054-13003 (the "2004 Project"); and

WHEREAS, in connection with the 2004 Loan, the Medical Center executed and delivered, among other things, (a) a Mortgage Note dated December 21, 2004 in the principal amount of \$401,158,000, (b) a Mortgage dated December 21, 2004 covering certain parcels of property and Medical Center facilities, (c) a Regulatory Agreement dated December 21, 2004 between the Medical Center and the Secretary of Housing and Urban Development and (d) various other security agreements, instruments and other documents; and

WHEREAS, the 2004 Loan was funded from a portion of the \$422,060,000 Medical University Hospital Authority (An Agency of the State of South Carolina) FHA-Insured Mortgage Revenue Bonds, Series 2004 (the "2004 Bonds"); and

WHEREAS, the Board of Trustees has considered various information with respect to a refinancing of the 2004 Loan and the refunding of the 2004 Bonds and has determined that it is appropriate and desirable to grant authorization and approval, and consenting to the execution of the agreements described and contemplated herein, and that authorization be given to Authorized Representatives (defined below) of the Medical Center to implement such transaction.

NOW, THEREFORE, BE IT

RESOLVED, that the Medical Center shall undertake a refinancing of the 2004 Loan with a loan (the "2012 Loan") insured pursuant to Section 242 of the National Housing Act, as amended, as part of the Federal Housing Administration program of Mortgage Insurance for Hospitals that will be secured by the Mortgage on the 2004 Project and it is hereby authorized and approved and all actions heretofore taken by the Medical Center in furtherance of the refinancing of the 2012 Loan be and they are hereby ratified and confirmed; and be it further

RESOLVED, that the Medical Center approves the issuance of taxable bonds by the Medical Center ("2012 Securities"), which bonds, will be collateralized the issuance of one or more fully modified mortgage backed securities by an entity that is both an FHA approved lender and GNMA approved issuer ("GNMA Issuer") with respect of such loan (the "GNMA Securities") guaranteed as to timely payment of principal and interest by the Government National Mortgage

Association (“GNMA”), the GNMA Securities and other funds held for the benefit of bondholders in an aggregate amount not to exceed \$380,000,000 the proceeds of which will, among other things, fund the 2012 Loan and certain costs associated with issuing the 2012 Securities; and be it further

RESOLVED, that the Medical Center shall borrow a principal sum not to exceed \$380,000,000 from the GNMA Issuer, a portion of which shall be used to refund the 2004 Bonds; and be it further

RESOLVED, that in connection with the issuance and sale of the 2012 Securities, the Medical Center approves the distribution of a Preliminary Official Statement and Official Statement or such other disclosure documentation relating to the Medical Center, the 2012 Loan, estimated sources and uses of funds, financial statements of the Medical Center and other information pertaining to the Medical Center and the 2004 Project or other documentation as may be requested by the GNMA Issuer, and/or Merrill Lynch, Pierce, Fenner & Smith Incorporated, the Underwriter of the 2012 Securities; and be it further

RESOLVED, that in connection with the issuance of the 2012 Securities and the making of the 2012 Loan, the Medical Center is authorized to execute, deliver and approve, as required, agreements, documents, instruments and papers, including, but not limited to one or more: bond purchase or placement agreement; letter of representation; continuing disclosure agreement; 15c2-12 certification; servicing agreement; resolution and series resolution approving the 2012 Securities; tax compliance agreement; approving GNMA Issuer and a bond trustee (all of the foregoing agreements, instruments and papers are hereinafter collectively referred to as the “Documents”); and be it further

RESOLVED, that the Medical Center be and hereby is authorized to execute and deliver such amendments, supplements, modifications, replacements, subordinations or terminations (collectively the “Amendments”) to presently outstanding mortgage notes, mortgages, loan agreements, security agreements and other agreements between the Medical Center and The Bank of New York Mellon, the Medical Center and FHA as may be necessary or desirable in connection with the transactions contemplated by the Documents, the 2004 Loan, the 2012 Loan and/or the 2012 Securities; and be it further

RESOLVED, that the Medical Center be and hereby is authorized to accept a commitment letter, an amendment to a commitment letter or other approval letter from the Federal Housing Commissioner or his designee with respect to the 2012 Loan, including the acceptance of new or revised covenants, and that the Medical Center is hereby authorized to do all further acts and execute such documents as may be appropriate in connection with the refinancing of the 2004 Loan by the 2012 Loan and the issuance and sale of the 2012 Securities; and be it further

RESOLVED, that the Medical Center be and it hereby is authorized to accept one or more commitment letters, open bank accounts, pledge bank accounts, enter into account control agreements and provide additional collateral and execute and deliver such documents, instruments and papers as are necessary to cause any entity acceptable to the Medical Center to:

(a) cause the GNMA issuer to issue the GNMA Securities; and/or (b) a surety Bond (the "Surety Bond") with respect to certain principal and interest on the 2012 Securities; and/or (c) letter(s) of credit ("Letters of Credit") in connection with the 2012 Loan and the 2012 Securities in such forms as shall be approved by the Medical Center; and be it further

RESOLVED, that the Medical Center be and it hereby is authorized to open bank accounts and provide necessary collateral for the GNMA Securities, Surety Bond and/or the Letters of Credit, and be it further

RESOLVED, that an Authorized Representative (defined below) of the Medical Center is authorized to execute one or more Previous Participation Certification ("HUD 2530") on behalf of the Medical Center and all of the principals of the Medical Center with the same previous participation experience, and to certify as to the previous participation experience of the Medical Center and such principals to the extent not previously certified, if required by HUD.

RESOLVED, that the Medical Center be and it hereby is authorized to proceed with and take all necessary and appropriate actions in connection with the refinancing of the 2004 Loan, and be it further

RESOLVED, that the President, VP of Clinical Affairs and Executive Director and Administrator, Finance and Support Services (each, an "Authorized Representative") be and each of them hereby is authorized to execute on behalf of the Medical Center and to deliver any and all instruments, certificates, reports and documents and to do any and all such other acts as they or any of them may deem necessary or desirable in order to carry out the purposes and intent of all of the foregoing resolutions, such execution to constitute conclusive evidence of the Board's and such officer's or officers' approval of the same.

Adopted: April __, 2012

A RESOLUTION

DECLARING THE INTENTION OF THE MEDICAL UNIVERSITY HOSPITAL AUTHORITY TO ENTER INTO A GROUND LEASE AND CONCESSION AGREEMENT WITH A SINGLE MEMBER LIMITED LIABILITY COMPANY WHOSE SOLE MEMBER IS PROVIDENT RESOURCES GROUP, A GEORGIA NONPROFIT CORPORATION, FOR THE PURPOSE OF CONSTRUCTING AND THE EQUIPPING OF FACILITIES FOR THE PROVISION OF CERTAIN ELECTRICAL AND OTHER SERVICES TO THE MEDICAL UNIVERSITY HOSPITAL AUTHORITY AND AUTHORIZING THE MEDICAL UNIVERSITY HOSPITAL AUTHORITY TO SEEK ANY REQUIRED APPROVALS FOR SUCH GROUND LEASE AND CONCESSION AGREEMENT AS MAY BE DEEMED NECESSARY, AND TO PERFORM ALL RELATED ACTS NECESSARY TO CONSTRUCT AND EQUIP SUCH FACILITY.

WHEREAS, on June 3, 1999 the South Carolina General Assembly passed legislation now codified as Section 59-123-60, Code of Laws of South Carolina, 1976, as amended, that established the Medical University Hospital Authority ("**MUHA**") as the governing body of the Medical University of South Carolina Medical Center;

WHEREAS, MUHA intends to undertake the acquisition, construction, relocation, furnishing and equipping of facilities for the provision of conventional electrical service, emergency electrical service, HVAC, life safety systems, and medical service support (the "**Project**") for the original Medical University Hospital and the Children's Hospital which Project is to be owned by a single member limited liability company (the "**Company**") whose sole member is Provident Resources Group, a Georgia nonprofit corporation, is to be located on a parcel of land on Sabin Street leased to the Company by the Medical University Hospital Authority ("**MUHA**"), and is to be operated by MUHA;

WHEREAS, the Board has now determined it is in the best interest of the Medical University Hospital Authority for the Project to be financed through the issuance by the South Carolina Jobs – Economic Development Authority of economic development revenue bonds in an amount not exceeding \$ _____ for the benefit of the Company;

WHEREAS, to facilitate that financing, MUHA intends to lease certain pieces of real property conveyed to MUHA to the Company for the purpose of constructing and operating appropriate infrastructure to provide electrical and other services to the Medical University Hospital and the Children's Hospital;

WHEREAS, in support of the Project, MUHA intends to enter into such other agreements necessary for the construction and operation of the Project;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF TRUSTEES OF THE MEDICAL UNIVERSITY HOSPITAL AUTHORITY IN MEETING DULY ASSEMBLED:

Section 1. It is hereby declared that the facts set forth in the preamble to this Resolution are in all respects true and correct.

Section 2. It is hereby declared that the proposed financing, through the issuance by the South Carolina Jobs – Economic Development Authority of economic development revenue bonds in an amount not exceeding \$ _____ for the benefit of a single member limited liability company (the "**Company**") whose sole member is Provident Resources Group, a Georgia nonprofit corporation, of the

acquisition, construction, relocation, furnishing, and equipping of facilities for the provision of conventional electrical service, emergency electrical service, HVAC, life safety systems, and medical service support (the "**Project**") for the original Medical University Hospital and the Children's Hospital which Project is to be owned by the Company, is to be located on a parcel of land on Sabin Street leased to the Company by the Medical University Hospital Authority ("**MUHA**"), and is to be operated by MUHA be and the same is hereby ratified and approved in all respects;

Section 2. It is hereby declared that MUHA is authorized to execute, deliver, and fully perform its obligations under a Ground Lease (the "**Ground Lease**") between MUHA, as ground lessor, and the Company, as ground lessee, the Ground Lease being in the form attached to the minutes incorporating this resolution with such changes as the President or Executive Director of MUHA may approve, the execution and delivery thereof being conclusive of such approval;

Section 3. It is hereby declared that MUHA is authorized to execute, deliver, and fully perform its obligations under a Concession and Facilities Operating Agreement (the "**Concession Agreement**") between the Company, as grantor, MUHA, as grantee, the Concession Agreement being in the form attached to the minutes incorporating this resolution with such changes as the President or Executive Director may approve, the execution and delivery thereof being conclusive of such approval;

Section 4. The President or the Executive Director of MUHA are authorized to seek such approvals as may be required as they may deem necessary, the execution and delivery thereof being conclusive of such determination;

Section 5. The President and the Executive Director of MUHA are hereby authorized to negotiate, execute and deliver such other agreements, instruments, certificates, and documents relating to the foregoing as he deems necessary or advisable, the execution and delivery thereof being conclusive of such determination;

Section 6. The President and Executive Director are authorized to take any and all such further action as they deem necessary or advisable to carry out the purpose and intent of the foregoing resolutions.

Section 7. This resolution shall take effect and be in full force from and after its passage and approval.

Adopted: April 13, 2012.

MEDICAL UNIVERSITY HOSPITAL AUTHORITY
BOARD OF TRUSTEES

By:
Its: Chairman

A RESOLUTION

DECLARING THE INTENTION OF THE MEDICAL UNIVERSITY HOSPITAL AUTHORITY TO ENTER INTO A GROUND LEASE AND CONCESSION AGREEMENT WITH A SINGLE MEMBER LIMITED LIABILITY COMPANY WHOSE SOLE MEMBER IS PROVIDENT RESOURCES GROUP, A GEORGIA NONPROFIT CORPORATION, FOR THE PURPOSE OF THE ACQUISITION, CONSTRUCTING AND EQUIPPING OF THE APPROXIMATELY 72,000 SQUARE FOOT CENTRAL ENERGY PLANT FOR THE PURPOSE OF PROVIDING CHILLED WATER SERVICE AND STEAM SERVICE FOR USE AT THE ASHLEY RIVER TOWER AND AUTHORIZING THE MEDICAL UNIVERSITY HOSPITAL AUTHORITY TO SEEK ANY REQUIRED APPROVALS FOR SUCH GROUND LEASE AND CONCESSION AGREEMENT AS MAY BE DEEMED NECESSARY, AND TO PERFORM ALL RELATED ACTS NECESSARY TO ACQUIRE, CONSTRUCT, AND EQUIP SUCH FACILITY.

WHEREAS, on June 3, 1999 the South Carolina General Assembly passed legislation now codified as Section 59-123-60, Code of Laws of South Carolina, 1976, as amended, that established the Medical University Hospital Authority (“*MUHA*”) as the governing body of the Medical University of South Carolina Medical Center;

WHEREAS, in 2004 MUHA undertook to construct an approximately 72,000 square foot central energy plant to provide chilled water and steam to the Ashley River Tower, the first phase of the MUHA Hospital Replacement Project;

WHEREAS, such construction was financed through the issuance by the South Carolina Jobs – Economic Development Authority of economic development revenue bonds in the amount of \$61,000,000 to the MUFC Central Energy Plant, a subsidiary of the Medical University Facilities Corporation;

WHEREAS, MUHA intends to undertake the acquisition, construction, relocation, furnishing and equipping of the approximately 72,000 square foot central energy plant (the “*Project*”) used for the purpose of providing chilled water service and steam service for use at the Ashley River Tower which Project is to be owned by the Company, is located on a parcel of land on Bee Street to be leased to a single member limited liability company (the “*Company*”) whose sole member is Provident Resources Group, a Georgia nonprofit corporation by the Medical University Hospital Authority (“*MUHA*”), and is to be operated by MUHA;

WHEREAS, the Board has now determined it is in the best interest of the Medical University Hospital Authority for the Project to be financed through the issuance by the South Carolina Jobs – Economic Development Authority of economic development revenue bonds in an amount not exceeding \$ _____ for the benefit of the Company;

WHEREAS, to facilitate that financing, MUHA intends to lease certain pieces of real property to the Company for the purpose of acquiring, constructing, equipping, and operating appropriate infrastructure to provide chilled water service and steam service to MUHA at the Ashley River Tower;

WHEREAS, in support of the Project, MUHA intends to enter into such other agreements necessary for the construction and operation of the Project;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF TRUSTEES OF THE MEDICAL UNIVERSITY HOSPITAL AUTHORITY IN MEETING DULY ASSEMBLED:

Section 1. It is hereby declared that the facts set forth in the preamble to this Resolution are in all respects true and correct.

Section 2. It is hereby declared that the proposed refinancing, through the issuance by the South Carolina Jobs – Economic Development Authority of economic development revenue bonds in an amount not exceeding \$ _____ for the benefit of a single member limited liability company (the “*Company*”) whose sole member is Provident Resources Group, a Georgia nonprofit corporation, of the acquisition, construction, and equipping of the approximately 72,000-square foot central energy plant (the “*Project*”) used for the purpose of providing chilled water service and steam service for use at the Ashley River Tower which Project is to be owned by the Company, is located on a parcel of land on Bee Street to be leased to the Company by the Medical University Hospital Authority (“*MUHA*”), and is to be operated by MUHA be and the same is hereby ratified and approved in all respects;

Section 2. It is hereby declared that that MUHA is authorized to execute, deliver, and fully perform its obligations under a Ground Lease (the “*Ground Lease*”) between MUHA, as ground lessor, and the Company, as ground lessee, the Ground Lease being in the form attached to the minutes incorporating this resolution with such changes as the President or Executive Director of MUHA may approve, the execution and delivery thereof being conclusive of such approval;

Section 3. It is hereby declared that MUHA is authorized to execute, deliver, and fully perform its obligations under a Concession and Facilities Operating Agreement (the “*Concession Agreement*”) between the Company, as grantor, MUHA, as grantee, the Concession Agreement being in the form attached to the minutes incorporating this resolution with such changes as the President or Executive Director may approve, the execution and delivery thereof being conclusive of such approval;

Section 4. The President or the Executive Director of MUHA are authorized to seek such approvals as may be required as they may deem necessary, the execution and delivery thereof being conclusive of such determination;

Section 5. The President and the Executive Director of MUHA are hereby authorized to negotiate, execute and deliver such other agreements, instruments, certificates, and documents relating to the foregoing as he deems necessary or advisable, the execution and delivery thereof being conclusive of such determination;

Section 6. The President and Executive Director are authorized to take any and all such further action as they deem necessary or advisable to carry out the purpose and intent of the foregoing resolutions.

Section 7. This resolution shall take effect and be in full force from and after its passage and approval.

Adopted: April 13, 2012.

MEDICAL UNIVERSITY HOSPITAL AUTHORITY
BOARD OF TRUSTEES

By:
Its: Chairman