

**MEDICAL UNIVERSITY HOSPITAL AUTHORITY (MUHA) BOARD OF TRUSTEES MEETING MINUTES
AUGUST 12, 2022**

The MUHA Board of Trustees convened on August 12, 2022, with the following board members present: Dr. James Lemon, Chair; Charles Schulze, Vice-Chair; Terri Barnes, Jim Battle; Bill Bingham; Dr. Melvin Brown; Dr. Fritz Butehorn; Dr. Guy Castles; Dr. Richard Christian; Dr. Paul Davis; Barbara Johnson-Williams; Dr. Donald Johnson; Dr. Murrell Smith; Mr. Michael Stavrinakis, Mr. Tom Stephenson, and Dr. Bart Witherspoon. MUSC officials present were Dr. David Cole; Rick Anderson; Kate Azizi, Dr. Patrick Cawley; Annette Drachman; Dr. Terry Steyer; Dr. Lori McMahon; Dr. Lisa Saladin; and Mark Sweatman.

Item 1. Call to Order.

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

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

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

Item 3. Date of Next Meeting.

The date of the next meeting of the MUSC/MUHA Board of Trustees is October 14, 2022.

Item 4. Approval of Minutes.

Chairman Lemon called for a motion to approve the minutes of May 19, May 20, and June 24, 2022.

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

Item 5. Election of Chair and Vice Chair of the Board of Trustees of the Medical University Hospital Authority and the Medical University of South Carolina.

Chairman Lemon announced that the election for the Chair and Vice Chair of the Medical University Hospital Authority and the Medical University of South Carolina Board of Trustees will take place.

Board Action: Vice-Chairman Schulze moved to nominate Dr. James Lemon as Chairman; the motion was seconded, voted on, and unanimously passed.

Board Action: Chairman Lemon moved to nominate Mr. Charles Schulze as Vice-Chair; the motion was seconded, voted on, and unanimously passed.

Board Action: Jim Battle moved for a roll call vote to be taken for the Chair and Vice Chair elections. The motion was seconded, voted on, and unanimously passed.

Following the motions, the roll call vote for the Chair and Vice-Chair was conducted by Katherine Haltiwanger, Board Secretary. She announced that Dr. James Lemon was reelected Chair by unanimous vote and Mr. Schulze was reelected Vice-Chair by unanimous vote.

RECOMMENDATIONS AND INFORMATIONAL REPORTS OF THE PRESIDENT

Item 6. General Informational Report of the President.

Dr. David Cole gave his annual “Year in Review” report highlighting key accomplishments centered around “Big Rocks”; Innovation; Impact; and Influence. Some highlights from his presentation include:

BIG ROCKS

- MUSC Health Charleston #1 in SC, 8 years running and every RHN had at least one high-performing specialty.
- MUSC Shawn Jenkins Children’s Hospital ranked #1 in SC and #11 in Southeast and Pediatric & Congenital Heart Center ranked #4 nationally and #1 in the nation for outcomes.
- Peer School Rankings, MUSC College of Nursing tied for #23 in the nation and the RN-BSN program ranked #3, improving from #10 in 2021.
- MUSC College of Medicine ranked #56 of 124 for “Best Medical Schools: Research” and also received a full 8-year LCME reaccreditation.
- SC General Assembly highlights include \$10M recurring dollars to support the goal to achieve HCC Comprehensive status and \$5.75M recurring dollars for tuition mitigation.
- New College of Pharmacy and Education space scheduled to open in fall 2022.
- MUSC Health formed the new Midlands Division with the purchase of 4 facilities from LifePoint.

INNOVATION

- Synaptive Partnership: Enabled SJCH to be one of the first children’s hospitals in the country to deploy the next-level Modus V. Exoscope robotics hospitals.
- Medtronic Partnership: Joint program helped decrease readmissions and appointment cancellations/no-shows for heart failure patients; data presented at national AHA conference.
- Butterfly Network Inc. Partnership: Formed to transform patient care, health education, and medical research using AI-powered handheld ultrasound.
- Duke Endowment awarded \$4.6M to MUSC during this ½ year cycle (behavioral health, substance abuse treatment, telehealth-enabled home visitation, increasing number of minority telehealth providers) and an additional \$1.2M to HCC to address health disparities in cancer care
- NIH granted MUSC \$5.6M for a COBRE in Oxidants, Redox Balance, and Stress Signaling. (Ken Tew, Ph.D., COM Department of Pharmacology chair).

IMPACT

- MUSC Health Transplant Program is the 10th largest solid organ transplant program in the country (4th largest for kidney transplants).
- The Neuro Rehabilitation Institute (NRI) opened in August 2021 and OT, PT, and SLP therapies are housed in one physical location to treat a specialty population.
- MUSC Hollings Cancer Center rolled out two mobile health units to provide critical access care to underserved communities in SC.
- MUSC now supports 128 pre-/postdoctoral fellows via training and research education grants from the NIH: Top quartile of US educational institutions.
- The MUSC Library now serves as 1 of 7 regional medical libraries in the US (\$6.2M from the National Library of Medicine (NIH) over 5 years).
- MUSC College of Dental Medicine (CDM) and Roper St. Francis opened the Ryan White Clinic in November 2021, to provide oral healthcare to an underserved population.
- COVID-19 update; normal operations across the enterprise as of March 18, 2022:

INFLUENCE

- HCC Director Ray DuBois, M.D., Ph.D., was selected to receive the American Association of Cancer Research (AACR) 2022 Distinguished Service Award and named Executive Chairman of the board of the Mark Foundation for Cancer Research.

- College of Health Professions Dean Zoher Kapasi, Ph.D., PT, MBA, FAPTA, was elected Director of the American Physical Therapy Association's Board of Directors, beginning January 1, 2022.
- Steven Carroll, M.D., Ph.D., Chair of the Department of Pathology and Laboratory Medicine, was appointed by Governor McMaster to the State of South Carolina's Alzheimer's Disease and Related Disorders Resource Coordination Center Advisory Council.
- Patricia Coker-Bolt, Ph.D., Professor of Occupational Therapy, College of Health Professions, was selected as a Fulbright scholar. Currently in Saint Joseph, Trinidad, and Tobago, at the University of the Southern Caribbean (USC).

Board Action: Report received as information.

Item 7. Other Business.

None.

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

Item 8. MUSC Health Status Report.

Dr. Smith reported that Dr. Cawley gave the MUHA status report focused on FY2022 organizational goal performance and an overview of the Fy2023 organizational goals.

Board Action: Report received as information.

Item 9. Request to Apply for Certificate of Need Applications.

Before Dr. Smith made the motion to approve, he announced that Dr. Castles recused himself from the vote on the da Vinci Robot item due to his son's employment with da Vinci. Dr. Smith then made a motion to approve MUHA's request to apply for Certificate of Need (CON) Applications for the following:

MUSC Health Charleston Division

2 Operating Rooms at West Campus

- 1 CT machine and 1 Single Port da Vinci Robot at University Medical Center
- 1 Catheterization Lab at Ashley River Tower

MUSC Health Florence Division

Infusion suite relocation and expansion to Florence Medical Center Medical Mall

- 1 da Vinci Robot and 1 3TMRI at Florence Medical Center

MUSC Health Midlands Division

- 1 Hybrid Operating Room to be located at Columbia Medical Center Downtown
- Expansion of existing home health services to Richland County by Kershaw Medical Center

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

Item 10. MUHA Financial Report.

Dr. Smith reported that Lisa Goodlett, Chief Financial Officer, MUSC Health, reported on financial performance through June 30, 2022, at the system level and by each market.

Action: Report received as information.

Item 11. FY2023 MUHA Budget for Approval.

Dr. Smith made a motion to approve the FY2023 budget for MUSC Health consolidated.

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

Item 12. Item removed.

Item 13. Quality and Patient Safety Report.

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

Board Action: Received as information.

Item 14. Legislative Update.

Dr. Smith reported that Mark Sweatman, Chief of Governmental Affairs, gave an update on recurring and one-time funding MUSC will be receiving in FY2023 from the most recent legislative session.

Board Action: Received as information.

Item 15. MUSC Physicians Update.

Dr. Smith made a motion to approve MUSC Physicians' request to expand the Nexton Storm Eye Clinic to increase access to ophthalmology care and expand operations for a cost of \$568,250.

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

Item 16. Other Committee Business.

None.

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

Item 17. MUHA Leases for Approval.

Mr. Bingham made a motion to approve the following:

- Lease renewal for 2,124 SF of clinical space at 2750 Laurel Street, Suite 104, Columbia, for MUSC Health Imaging. Five-year lease term for a total cost of \$284,734.

- Lease renewal for 5,807 SF of clinical space at 2750 Laurel Street, Suite 200, Columbia, for MUSC CT Surgery. Five-year lease term for a total cost of \$778,461.
- Lease renewal for 5,614 SF of clinical space at 1102 Roberts Street, Camden, MUSC Health General Surgery. Seven-year lease term for a total cost of \$608,131.
- Lease renewal for 9,597 SF of clinical space at 1205 North Main Street, Marion, for MUSC Internal Medicine. Five-year lease term for a total cost of \$543,670.
- New lease for 1,972 SF of lab space at 1 Science Court, Suite 200, Columbia for MUSC Lab Services. Five-year lease term for a total cost of \$193,240.

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

Item 18. MUSC Leases for Approval.

Mr. Bingham made a motion to approve the following:

- Lease renewal for 10,016 SF of office, clinical, and research space at 30 Bee Street, Charleston, for several MUSC academic departments. Five-year lease term for a total cost of \$576,389.
- New lease of 2,300 SF of clinical space at the Nexton MOB for College of Dental Medicine. Five-year lease term for a total cost of \$459,698.

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

Item 19. Clinical Science Building Wound Care Clinic Project Budget Adjustment for Approval.

Mr. Bingham made a motion to approve the Clinical Science Building Wound Care Clinic Project Budget increase of \$400,000 for approval. The new total project cost will be \$900,000.

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

Item 20. Item removed.

Item 21. College of Health Professions Academic Building Project Budget Adjustment for Approval.

Mr. Bingham made a motion to approve the College of Health Professions Academic Building Project budget increase of \$10,225,00. The new total project cost will be \$50,000,000.

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

Item 22. Item removed.

Item 23. Other Committee Business.

None.

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

Item 24. Strategic Risk Management Update.

Mr. Stephenson reported that Reece Humphries gave a presentation on a resilient workforce.

Board Action: Received as information.

Item 25. Report of the Office of Internal Audit.

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

Board Action: Received as information.

Item 26. Other Committee Business.

None.

OTHER BUSINESS FOR THE BOARD OF TRUSTEES

Item 27. Approval of Consent Agenda.

Approval of the consent agenda was requested.

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

Item 28. 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:

- Information security strategy including personnel and devices;
- the employment, appointment, and compensation of an employee, student, or a person regulated or appointed by a public body;
- negotiations of pending contracts related to the possible expansion of clinical services, the proposed sale or purchase of real property, and the hiring of a construction manager for the College of Health Professions and College of Medicine Office and Academic Building projects; and, receipt of legal advice relating to 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 29. New Business for the Board of Trustees. None.

Item 30. Report from the Chairman. None.

MUHA CONSENT AGENDA: AUTHORITY OPERATIONS, QUALITY & FINANCE COMMITTEE

Item 31. Appointments, Reappointments, and Delineation of Privileges.

Appointments, reappointments, and delineation of privileges requests for May, June, and July 2022 were presented for approval.

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

Item 32. Revised Withholding / Withdrawing Life-Sustaining Treatment Policy.

The revised Withholding / Withdrawing Life-Sustaining Treatment Policy was presented for approval.

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

Item 33. Revised Medical Staff Rules and Regulations.

The revised Medical Staff Rules and Regulations were presented for approval.

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

Item 34. MEC Minutes.

MEC minutes from April, May, and June 2022, were presented for information.

Board Action: Received as information.

Item 35. Contracts and Agreements.

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

Board Action: Received as information.

MUHA AND MUSC PHYSICAL FACILITIES COMMITTEE

Item 36. MUSC FY2023 Active Projects >\$250,000.

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

Board Action: Received as information.

Item 37. MUSC Facilities Contracts Awarded.

Facilities contracts awarded were presented for information.

Board Action: Received as information.

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

Respectfully submitted,

Katherine S. Haltiwanger

Katherine S. Haltiwanger, Board Secretary

Hospital Operations, Quality and Finance Committee Minutes
August 11, 2022

REGULAR AGENDA

Item 8. Medical University Hospital Authority Status Report.

Dr. Patrick Cawley, CEO of MUSC Health, shared the FY2022 goal performance at the system level and by each division. The FY22 system score was 2.36; Charleston was 3.06; Florence was 2.28; Lancaster was 2.63, and Midlands was 2.36. He also gave a brief overview of the FY23 organizational pillar goals and the proposed weights for each of the goals.

Committee Action: Report received as information.

Item 9. Requests to Apply for Certificate of Need (CON) Applications.

Dr. Cawley, CEO of MUSC Health, requested approval for MUHA to apply for Certificate of Need (CON) Applications for the following:

MUSC Health Charleston Division

2 Operating Rooms at West Campus

- 1 CT machine and 1 Single Port da Vinci Robot at University Medical Center
- 1 Catheterization Lab at Ashley River Tower

MUSC Health Florence Division

- Infusion suite relocation and expansion to Florence Medical Center Medical Mall
- 1 da Vinci Robot and 1 3TMRI at Florence Medical Center

MUSC Health Midlands Division

- 1 Hybrid Operating Room to be located at Columbia Medical Center Downtown
- Expansion of existing home health services to Richland County by Kershaw Medical Center

Before the committee voted on Item 9, Dr. Castles recused himself from the vote on the da Vinci Robot item due to his son's employment with da Vinci.

Committee Action: Recommend approval.

Item 10. MUHA Financial Report.

Lisa Goodlett, Chief Financial Officer, MUSC Health, gave a detailed report on financial performance through June 30, 2022. Ms. Goodlett also gave updates on each of the markets separately which include Charleston, Florence, and Lancaster.

Action: Report received as information.

Item 11. FY2023 MUHA Budget for Approval.

Lisa Goodlett, Chief Financial Officer, MUSC Health, requested approval of the FY2023 Budget for MUSC Health Consolidated.

Action: Recommend approval.

Item 12. Item removed.

Item 13. Quality and Patient Safety Report.

Dr. Danielle Scheurer, Chief Quality Officer, MUSC Health, reported on Quality WINS and scorecards and gave an update on the Monkeypox virus. Quality WINS include the 2022 Quality & Safety Report; Florence division received the highest overall quality score in the system; Leapfrog A and C (Florence and Marion, respectively) CMS star rating of 3; all hospitals in the system successfully passed Joint Commission; in CY23 we will be pursuing new REACH ACO model (rewards health equity); and, FY22 readmission rate reduced from 12.1% to 9.6%. Dr. Scheurer reported on the FY22 Quality scorecards across the system and by division. Dr. Scheurer concluded her report with a brief update on the Monkeypox virus which is spread by close contact. Dr. Scheurer reported there are currently 3,000 US cases and 23 in South Carolina. Almost all cases are exclusively from male-to-male transmission. Treatment is a vaccination for those who are exposed and anti-viral medication for sick patients.

Committee Action: Received as information.

Item 14. Legislative Update.

Mark Sweatman, Chief of Governmental Affairs, gave an update on recurring and one-time funding MUSC received during the most recent legislative session.

Committee Action: Received as information.

Item 15. MUSC Physicians Update.

Dr. Gene Hong, Chief Physician Executive, MUSC Physicians, requested approval to expand the Nexton Storm Eye Institute Clinic to increase access to ophthalmology care and expand operations at a cost of \$568,250.

Committee Action: Recommend approval.

Item 16. Other Committee Business.

None.

CONSENT AGENDA

Item 31. Appointments, Reappointments, and Delineation of Privileges.

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Action: Recommend approval.

Item 32. Revised Withholding / Withdrawing Life-Sustaining Treatment Policy.

The revised Withholding / Withdrawing Life-Sustaining Treatment Policy was presented for approval.

Action: Recommend approval.

Item 33. Revised Medical Staff Rules and Regulations.

The revised Medical Staff Rules and Regulations were presented for approval.

Action: Recommend approval.

Item 34. MEC Minutes.

MEC minutes from April, May, and June 2022, were presented for information.

Committee Action: Received as information

Item 35. Contracts and Agreements.

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

Committee Action: Received as information

There being no further business, the committee adjourned.

Respectfully Submitted

Jane L. Seutt

MUHA and MUSC Physical Facilities Committee Minutes
August 11, 2022

REGULAR AGENDA

Item 17. MUHA Leases for Approval.

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

- Lease renewal for 2,124 square feet of clinical space at 2750 Laurel Street, Suite 104, Columbia, for MUSC Health Imaging. Five-year lease term for a total cost of \$284,734.
- Lease renewal for 5,807 square feet of clinical space at 2750 Laurel Street, Suite 200, Columbia, for MUSC CT Surgery. Five-year lease term for a total cost of \$778,461.
- Lease renewal for 5,614 square feet of clinical space at 1102 Roberts Street, Camden, MUSC Health General Surgery. Seven-year lease term for a total cost of \$608,131.
- Lease renewal for 9,597 square feet of clinical space at 1205 North Main Street, Marion, for MUSC Internal Medicine. Five-year lease term for a total cost of \$543,670.
- New lease for 1,972 square feet of lab space at 1 Science Court, Suite 200, Columbia for MUSC Lab Services. Five-year lease term for a total cost of \$193,240.

Committee Action: Recommend approval.

Item 18. MUSC Leases for Approval.

Jessica Paul, Chief Real Estate Officer, MUSC Health, presented the following lease renewal and a new lease for approval:

- Lease renewal for 10,016 square feet of office, clinical, and research space at 30 Bee Street, Charleston, for several MUSC academic departments. Five-year lease term for a total cost of \$576,389.
- New lease of 2,300 square feet of clinical space at the Nexton MOB for College of Dental Medicine. Five-year lease term for a total cost of \$459,698.

Committee Action: Recommend approval.

Item 19. Clinical Science Building Wound Care Clinic Project Budget Adjustment for Approval.

Greg Weigle, Interim Chief Facilities Officer, presented the Clinical Sciences Building Wound Care Clinic Project budget increase of \$400,000 for approval. The new total project cost will be \$900,000.

Committee Action: Recommend approval.

Item 20. Item removed.

Item 21. College of Health Professions President Street Academic Building Project Budget Adjustment for Approval.

Greg Weigle, Interim Chief Facilities Officer, presented the College of Health Professions Academic Building Project budget increase in the amount of \$10,225,000 for approval. The new total project cost will be \$50,000,000.

Committee Action: Recommend approval

Item 22. Item removed.

Item 23. Other Committee Business.

None.

CONSENT AGENDA

Item 36. MUSC FY2023 Active Projects >\$250,000 (consent item).

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

Board Action: Received as information.

Item 37. MUSC Facilities Contracts Awarded (consent item).

Facilities contracts awarded were presented for information.

Board Action: Received as information.

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

A handwritten signature in black ink that reads "Jan L. Scott". The signature is written in a cursive style with a large, looped initial "J".

MUHA and MUSC Audit Committee Minutes
August 11, 2022

Item 24. Strategic Risk Management Update

Reece Humphreys, Director of Strategic Risk Management, gave a presentation on the topic of a resilient employee workforce. In order to have a resilient workforce, there needs to be a focus on recruitment, retention, and well-being and this is measured through turnover, employee satisfaction scores, and the success of initiatives. Examples of employee turnover that are impacting organizations across the board include the “great resignation;” employee burnout; changing workplace expectations (flexible work arrangements); blurred lines between work and home; inflation; competitive compensation; and specific to MUSC the “OurDay” project. The negative effects result in employee turnover; increased cost to onboard new employees and for temp/travelers; loss of institutional knowledge; decreased morale; diminished productivity and service levels. Ways to mitigate include an in-depth analysis of employee perception scores; intensive leadership development programs/plans; increased compensation and improvement benefits; and, workforce resiliency innovation. Ms. Humphreys shared some of the well-being initiatives include an enterprise-wide task force focused on employee well-being; building an inventory of MUSC offerings (e.g., EAP, Arts in Healing, Resiliency Program); and, the pursuit of a Duke Endowment Grant for funding an enterprise-wide program to work on employee burnout. Nursing recruitment and retention Initiatives include a nursing pipeline (MUSC CON, Trident Tech, etc.); enhanced nursing recruitment; social media marketing; helping hands (non-clinical staff helping out with non-clinical work in clinical areas), and retired nurses being hired as preceptors. MUSC is starting to see some results from these initiatives that have been put in place.

Committee Action: Received as information.

Item 25. Report of the Office of Internal Audit.

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

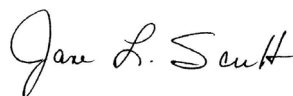
Committee Action: Received as information.

Item 26. Other Committee Business.

None.

With no further business, the meeting was adjourned.

Respectfully submitted,



Jane L. Scutt