

MEDICAL UNIVERSITY HOSPITAL AUTHORITY BOARD OF TRUSTEES MEETING MINUTES
August 8, 2025

The MUHA Board of Trustees convened on August 8, 2025, with the following members present: Charles Schulze, Chair; Dr. Melvin Brown, Vice Chair, Terri Barnes, Jim Battle; Dr. Fritz Butehorn; Dr. Guy Castles; Dr. Richard Christian; Dr. Paul Davis; Dr. Don Johnson; Barbara Johnson-Williams; Dr. James Lemon; Dr. Murrell Smith; Michael Stavrinakis, Tom Stephenson, and Dr. Bart Witherspoon.

Item 1. Call to Order.

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

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

Katherine Haltiwanger, Board Secretary, called the roll and stated 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 reported that the date of the next meeting is October 10, 2025.

Item 4. Approval of Minutes.

Chairman Schulze called for a motion to approve the minutes of May 16, June 2, June 20, July 9, and July 14, 2025.

Board Action: Dr. Brown moved for approval; the motion was seconded and unanimously carried.

RECOMMENDATIONS AND INFORMATIONAL REPORTS OF THE PRESIDENT

Item 5. General Informational Report of the President.

None.

Item 6. Other Business.

None.

AUTHORITY OPERATIONS AND QUALITY COMMITTEE: DR. MURRELL SMITH, CHAIR
(Detailed committee minutes attached.)

Item 7. MUSC Health Status Report.

Dr. Murrell Smith reported that Dr. Patrick Cawley, Chief Executive Officer, MUSC Health, presented the MUSC Health Status Report. The report included an update on year-to-date goals performance at both the system and division levels, and a reminder of how we set our annual goals. Dr. Cawley also discussed current partnerships, programs, and affiliations.

Board Action: Received as information.

Item 8. Approval to Proceed.

Dr. Murrell Smith made a motion to approve continuing negotiations and seeking state approvals for an enhanced governance interest in Tidelands Health.

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

Item 9. Quality and Patient Safety Report.

Dr. Smith reported that Dr. Danielle Scheurer, Chief Quality Officer, MUSC Health, presented the Quality report focused on Quality WINS, rankings, and scorecards.

Board Action: Received as information.

Item 10. College of Medicine Update.

Dr. Smith stated that Dr. Terry Steyer, Dean of the College of Medicine, gave an update on the support medical students have received from the South Carolina High Needs Loan Repayment Program, graduate satisfaction scores, a leadership change, and the new building construction status.

Board Action: Received as information.

Item 11. Government Affairs Update.

None.

Item 12. Other Committee Business.

None.

MUHA AND MUSC PHYSICAL FACILITIES COMMITTEE: MS. TERRI BARNES, CHAIR
(Detailed committee minutes attached.)

Item 13. MUHA New Lease for Approval.

Ms. Terri Barnes made a motion to approve the following:

A new MUHA lease at 726 Irby Street, Florence, to accommodate a MUSC /OIA Retail Imaging JV. The estimated monthly rental payment will be \$47,449.35, resulting in an annual lease amount of \$571,792.20.

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

Item 14. MUHA Lease Renewal for Approval.

Ms. Barnes also made a motion to approve a lease renewal at Parkshore, 1 Poston Road, Charleston, to continue to provide space for various departments, including Managed Care, Supply Chain, Revenue Cycle, and Patient Access, and to provide The Medical University Hospital Authority with an equitable interest of fifty percent in the property. The monthly rental payment will be \$289,411.00, resulting in an annual lease amount of \$3,472,928.00.

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

Item 15. MUHA Acquisition(s) for Approval.

Ms. Barnes made a motion to approve two MUHA property acquisitions for Free-Standing Emergency Department (FSED) sites.

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

Item 16. MUSC Lease Renewal for Approval.

Ms. Barnes made a motion to approve an MUSC lease renewal at 125 Doughty Street in Charleston to continue to accommodate different on-campus departments. The monthly rental payment will be \$36,934.05, resulting in an annual lease amount of \$443,203.64.

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

Item 17. MUSC Professional Selection(s) for Approval.

Ms. Barnes made a motion to approve the committee's selections for University IDQ contracts for structural engineering and mechanical engineering firms.

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

Item 18. Other Committee Business.

None.

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

Item 19. Internal Audit Report.

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

Board Action: Received as information.

Item 20. Leader Compensation Review.

Mr. Stephenson made a motion to authorize leader compensation recommendations.

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

Item 21. Other Committee Business.

None.

OTHER BUSINESS OF THE BOARD OF TRUSTEES

Item 22. Approval of Consent Agenda.

Approval of the consent agenda was requested.

Board Action: Chairman Schulze called for a motion to approve the consent agenda. The motion was made by Vice Chairman Brown, the motion was seconded, voted on, and unanimously carried.

Item 23. Executive Session.

A motion was made by Mr. Battle to move into closed session to discuss the following items: discussion of employment, appointment, compensation, promotion of an employee or a person regulated by a public body, or the appointment of a person to a public body; discussion of cybersecurity personnel or devices; and discussion of negotiations pursuant to proposed contractual arrangements, purchase of real property, and strategy and trade secrets.

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

Chairman Schulze announced that the Board of Trustees would move into closed session following the conclusion of the MUSC Board of Trustees Committee meetings.

Item 24. New Business for the Board of Trustees.

None.

Item 25. Report from the Chairman.

None.

AUTHORITY OPERATIONS AND QUALITY COMMITTEE: DR. MURRELL SMITH, CHAIR

Item 26. MUSC Health Charleston Division Appointments, Reappointments, and Delineation of Privileges (Consent item).

Appointments, reappointments, and delineation of privileges for June and July 2025 were presented for approval.

Board Action: Dr. Smith made a motion to approve; his motion was seconded, voted on, and unanimously carried.

Item 27. MUSC Health Regional Health Network Appointments, Reappointments, and Delineation of Privileges (Consent item).

Appointments, reappointments, and delineation of privileges for June 2025 were presented for approval.

Board Action: Dr. Smith made a motion to approve; his motion was seconded, voted on, and unanimously carried.

Item 28. Medical Staff Leadership Committee Charleston Minutes (Consent item).

Medical Staff Leadership Committee Charleston Minutes from February through May of 2025 were presented for information.

Board Action: Received as information.

Item 29. Contracts and Agreements (Consent item).

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

Board Action: Received as information.

MUHA AND MUSC PHYSICAL FACILITIES COMMITTEE: MS. TERRI BARNES, CHAIR

Item 30. MUSC Community Physicians Lease(s) (Consent Item).

A new MCP lease for clinical space at 1612 Chapin Road in Chapin was presented for information.

Board Action: Received as information.

Item 31. MUSC FY2025 Active Projects >\$250,000 (Consent Item).

A list of MUSC FY2025 active projects greater than \$250,000 was presented for information.

Board Action: Received as information.

Item 32. MUSC Facilities Contracts Awarded (Consent Item).

A report of facilities contracts awarded was presented for information.

Board Action: Received as information.

Item 33. MUSC Professional Services Contracts Awarded (Consent Item).

Professional services contracts awarded through August 2025 were presented for information.

Board Action: Received as information.

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

Item 34. Compensation Subcommittee Charter for approval (Consent item).

A Compensation Subcommittee Charter was presented for approval.

Board Action: Mr. Stephenson made a motion to approve; his motion was seconded, voted on, and unanimously carried.

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

Respectfully submitted,

Katherine S. Haltiwanger

Board Secretary