

**BEAUFORT MEMORIAL HOSPITAL BOARD OF TRUSTEES  
BOARD MEETING BY ZOOM (DUE TO COVID-19) – OPEN SESSION**

**MINUTES – November 23, 2020**

**BY ZOOM:** David House (Chair); Bill Himmelsbach (Vice-Chair); Kathy McDonagh, Ph.D.; Andrea Allen; Richardson LaBruce; Eric Billig, M.D.; Faith Polkey, M.D.; Courtney McDermott; Alice Howard; Paul Sommerville

**PRESENT:** Russell Baxley; Ken Miller; Karen Carroll; Stephen Larson, M.D.; Kurt Ellenberger, M.D.; Allison Coppage; Shawna Doran; Kurt Gambla, D.O.; Chris Ketchie; Debbie Schuchmann; Courtney Smith; and Anna Sobiech

Absent: Hampton Long

**Public/Open Session CALL TO ORDER:** Mr. House called the meeting to order at 8:30 a.m. Anna Sobiech took roll call. A quorum of the Board is confirmed.

**MOTION:** A motion was made by Dr. Billig to go into Executive Session at 8:30 a.m. for Board Members to discuss executive compensation and then to discuss strategic matters related to MSPI, Quality Improvement, Medical Staff Credentialing, Contractual Arrangements, Legal and Personnel Matters. The motion was seconded by Dr. McDonagh and unanimously approved.

**Public/Open Session MOTION:** A motion was made by Dr. McDonagh to re-commence into Public/Open Session at 10:06 a.m. The motion was seconded by Mr. LaBruce and unanimously approved.

Mr. House provided the mission statement.

Karen Carroll provided a patient story.

**CONSENT AGENDA – Approval of Minutes for October 28, 2020, Committee Reports & Minutes, and Staff Reports.** Mr. LaBruce made a motion, which was seconded by Dr. McDonagh, to adopt the agenda, amendment to the minutes and reports as presented. Unanimous approval/no oppositions.

**COMMITTEE CHAIR ISSUE IDENTIFICATION:**

**Finance Committee:** Dr. McDonagh indicated that the committee met this morning. Volumes for October (which was the start of a new fiscal year) were slow due to COVID but still profitable with staff controlling expenses. The external auditors from Dixon Hughes Goodman, LLP [DHG] participated by Zoom. They provided an update on the audit process for this coming year. They also spoke about the reserves relating to the Cares Act. Dr. McDonagh indicated that a motion will be made regarding the payoff of the bonds which was inadvertently omitted from the October agenda as an action item. She clarified that this was not a new topic.

**BMH FOUNDATION:** Debbie Schuchmann indicated that October had a good start with \$256,415 which was significantly attributed to the Annual Appeal Letters (which generated

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\$131,915). \$116,300 was raised in sponsorships for the virtual Valentine Ball. Ms. Schuchmann acknowledged the gifts of \$15K provided by MUSC and \$15K provided by Low Country Anesthesia.

**MEDICAL STAFF:** Dr. Ellenberger indicated that there were no outstanding issues. For public record, Dr. Ellenberger indicated that the Medical Staff appreciates and supports the local City Council for extending the mask ordinance.

**MEDICAL STAFF – Credentials:** The following practitioners requested appointment: Penrod, Misty, NP, Allied Health Professional/Medicine-Palliative Care; Welcker, Glenn, MD, Community Active/Medicine-Family Practice (BPP ECOH).

Reappointment: Chang, Eugene, MD, Consulting/ Telemedicine-OB/GYN; Daniel, John, MD, Active/ Anesthesiology; George, Ayodeji, MD, Locum Tenens/Medicine-Hospitalist; Goodier, Christopher, MD, Consulting/Telemedicine-OB/GYN; Hohenwarter, Susan, MD, Active/ Anesthesiology; Jacobs, Leigh, NP, Allied Health Professional/ Nephrology; Johnson, Donna, MD, Consulting/ Telemedicine-OB/GYN; Johnson, Kristen, PA-C, Allied Health Professional/ Medicine; Laffitte, Guido, MD, Consulting/ Radiology-VRC; Lile, Robert, MD, Consulting/ Radiology-VRC; Mallow, Jason, MD, Consulting/ Radiology-VRC; Martin, Jennifer, NP, Allied Health Professional/ Medicine; Montaser, Anoosh, MD, Consulting/Radiology-VRC; Newman, Roger, MD, Consulting/Telemedicine-OB/GYN; Pierce, Ann Marie, MD, Consulting/Radiology-VRC; Reichel, Marc, MD, Active/Anesthesiology; Rittenberg, Charles, MD, Consulting/ Telemedicine-OB/GYN; Sullivan, Scott, MD, Consulting/Telemedicine-OB/GYN; Thomas, J, CRNA, Dependent Practitioner/ Anesthesiology; Shook, Marshall, MD, Active/Medicine-Cardiology; Spearman, William, MD, Active/Anesthesiology; Thompson, Gary, MD, Active/Anesthesiology; Wineland, Rebecca, MD, Consulting/Telemedicine-OB/GYN.

Resignations: Fakhar, Kaihan, MD, Associate/Ophthalmology.

After review and the recommendation by MEC and then QIC, Mr. LaBruce made a motion, which was seconded by Dr. McDonagh to accept the Credentials Committee recommendations as presented. Unanimous approval.

**CMO Report:** Dr. Gambla indicated that the revised Medical Bylaws are proposed. BMH continues to wait for 340B guidance from the State. Opioids continue to be an epidemic in the US along with COVID. Working with steering committee to provide additional services and to set policies in clinics and medical staff policies around opioids. Sickle Cell continues to work with Dr. Julie Kanter. COVID – looking at a vaccine plan and understanding the process to administer the allotment. Discussions ensued.

#### **ACTION ITEMS, POLICIES, DISCUSSION OR SUPPLEMENTAL INFORMATION:**

**MOTION TO APPROVE THE EXECUTIVE COMPENSATION PACKAGE FOR THE CEO, RUSSELL BAXLEY, AS PRESENTED TO THE BOARD, AND THE COMPENSATION PACKAGE TO BE EFFECTIVE DECEMBER 1, 2020.** Mr. LaBruce made the motion, which was seconded by Dr. McDonagh. Dr. Stephen Larson and Dr. Eric Billig recused themselves from the vote. With the two exclusions, unanimous approval.

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Mr. LaBruce indicated that there are two vacancies occurring on the Board as of March 1, 2021. The Governance Committee interviewed candidates. The Committee, however, is not prepared to bring the candidates to a vote and, therefore, Mr. LaBruce is asking the Board to postpone the vote to the December 16, 2020 meeting.

**A MOTION WAS MADE TO POSTPONE THE NOMINATION AND VOTE ON RECOMMENDATION OF BOARD MEMBERS TO COUNTY COUNCIL TO DECEMBER 16, 2020.** Mr. LaBruce made the motion, which was seconded by Mrs. Allen. Unanimous approval.

**MOTION TO APPROVE THE FOLLOWING POLICIES AS PRESENTED BY THE QI COMMITTEE:**

- **Critical Care Admissions**
- **Staff Leave of Absence, MS.07**
- **Management of Requests for Change in Medical Staff Categories, MS.22**
- **Medical Staff Secretary/Treasurer Duties, MS.31**
- **Positive Identification of Medical Staff Applicants, MS.32**
- **Perinatal Review, MS.52**

Dr. Polkey made the motion, which was seconded by Dr. Billig. Unanimous approval.

**MOTION TO APPROVE THE MEDICAL STAFF BYLAWS AS PRESENTED (NOTING THAT OUTSIDE COUNSEL REVIEWED THE PROCESS FOR THE BOARD'S INFORMATION AND INCLUSION IN THE BOARD'S DELIBERATION).** Mr. Himmelsbach made the motion, which was seconded by Mr. LaBruce. Unanimous approval. Mr. Don Meyer confirmed that there is consistency and conformity with how the new amended and restated bylaws are consistent with the Board of Trustees Corporate Bylaws.

**MOTION AUTHORIZING THE BEAUFORT MEMORIAL HOSPITAL ADMINISTRATION TO EXECUTE THE NECESSARY DOCUMENTATION AND TAKE APPROPRIATE ACTION AT ANY TIME IN THE FUTURE TO PAY OFF CERTAIN BONDS HELD BY TD BANK WITH A PRINCIPAL AMOUNT OF \$34,680,000 AND REGIONS WITH A PRINCIPAL AMOUNT OF \$18,590,000 IN ADDITION TO ANY ADDITIONAL PRE-PAYMENT FEES AND INTEREST.** Dr. McDonagh made the motion, which was seconded by Dr. Billig. Unanimous approval.

Mr. House referenced the articles that were included in the board packet.

**MANAGEMENT REPORT:**

Balanced Scorecard – Mr. Baxley indicated that the scorecard has been revised specific to FY 2021. He provided a brief review of the scorecard.

COVID Update – Mr. Baxley will put together a presentation and will send it to the Board. He provided current statistics. BMH is providing community testing twice a week in two locations (Okatie and behind BMAC). BMH will be presenting to the Beaufort City Council tomorrow on the state of the hospital and the support of masking ordinances and answer any questions that Council may have. Mr. Baxley provided an update on vaccinations. Discussions ensued.

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Patient Transport Project – Mr. Baxley indicated that this is being funded by Coastal Blood Foundation as well as possibly Coastal Community Foundation for further operating costs. Mr. Baxley provided the logistics of this very worthy project. BMH is looking for further grants for an operational standpoint. The expectation is to start January 1, 2021.

Food Insecurities Project – Mr. Baxley indicated BMH is working closely with Marshview Organic Farms in providing 50 meals a day. BMH is also collecting turkey vouchers and canned goods for food banks during Thanksgiving and Christmas (to date \$2K worth of food vouchers and canned goods were collected). Mr. Baxley thanked Mr. House for bringing this to the hospital's attention.

Johnson Controls Facility Assessment – Mr. Baxley indicated that Johnson Controls was on site all week providing full facility/system wide assessment of BMH's energy management system and energy management infrastructure. He explained the benefits of this project.

Service Excellence Update – Mr. Baxley indicated that the focus groups were finished with the focus on diversity and inclusion, as well as bias in healthcare. Mr. Baxley will bring to the Board a refined summary of the focus groups and next steps for year 5.

The next Board Meeting is December 16, 2020.

**ADJOURN** – A motion was made by Mrs. Allen, and was seconded by Dr. McDonagh, to adjourn the meeting. Unanimous approval. The meeting adjourned at 10:56 a.m.

Respectfully submitted,

Stephen Larson, M.D.