

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

MINUTES – August 25, 2021

BY ZOOM: Bill Himmelsbach (Vice-Chair); Richardson LaBruce; Eric Billig, M.D.; Hampton Long; Alice Howard; Jane Kokinakis, D.O.; Shawna Doran; Allison Coppage; Debbie Schuchmann; Courtney Smith; Courtney McDermott

PRESENT: David House (Chair); Vernita Dore; Stephen Larson, M.D.; Kurt Ellenberger, M.D.; Russell Baxley; Karen Carroll; Kurt Gambla, D.O.; Chris Ketchie; Ken Miller; Brian Hoffman; and Anna Sobiech

Public/Open Session CALL TO ORDER: Mr. House called the meeting to order at 7:30 a.m. and stated that the Press had been notified. Anna Sobiech took roll call. A quorum of the Board is confirmed.

MOTION: A motion was made by Mrs. Dore for Board Members to go into Executive Session for the following purpose: Discussion of Medical Staff recruitment and contracting, strategic matters related to facility expansion and contractual arrangements with related partners. The motion was seconded by Dr. Billig and unanimously approved.

Public/Open Session MOTION: A motion was made by Mrs. Dore to re-commence into Public/Open Session at 8:37 a.m. The motion was seconded by Dr. Billig and unanimously approved.

Mr. House provided the mission statement.

Karen Carroll provided a patient story.

CONSENT AGENDA – Approval of Minutes for July 28, 2021, Committee Reports & Minutes, and Staff Reports. Dr. Billig made a motion, which was seconded by Dr. Kokinakis to adopt the agenda, amendment to the minutes and reports as presented. Unanimous approval/no oppositions.

COMMITTEE CHAIR ISSUE IDENTIFICATION:

Finance: Mr. House referenced the Finance Report in the board packet. He indicated that although most of the volumes in July dropped, the month showed a positive EBITDA. Days cash was at 107. He indicated there was still uncertainty relating to the government funding. He indicated that BMH currently holds no debt and has a good position on cash even though July was not a robust month.

Quality Improvement Committee: Dr. Billig indicated that the Quality Committee did not meet in August due to the latest Covid surge and staffing requirements. A report will be presented to the Board in September.

Governance Committee: Mr. LaBruce indicated that the Governance Committee met and focused on two topics. First, discussions were held on filling the seat vacated by Dr. McDonagh. The Committee reviewed a strong list of candidates and discussed the interview process. The expectation is to provide two candidates for the Board's consideration. The second topic of discussion was the board members' continuing education requirements as stated in the Board Policy 1.08. Board members are asked to attend at least two national conferences every four-year term. Due to the feasibility of the conferences at this time, it is recommended that board member attend seminars. Educational information/opportunities will be provided for board members' consideration in order to maintain compliance for continuing education.

BMH FOUNDATION: Mr. Long indicated that a \$5K sponsorship was received for the Valentine Ball. A \$50K gift was received for the Keyserling Cancer Center. Five new Panda Infant Warmers were purchased for the Birthing Center. \$3.7M was received of the \$5M goal for the Surgical Pavilion. Surgical Soirees will be resumed in the coming months.

MEDICAL STAFF: Dr. Ellenberger indicated that there were no outstanding issues. He indicated that there were high volumes in the ER and Intensive Care Units.

MEDICAL STAFF – *Credentials*: The following practitioners requested Appointment: Bacon, William, MD, Telemedicine/Radiology-VRC; Beasley, Rebecca, MD, Telemedicine/Radiology-VRC; Oglesby, Lauren, MD, Associate/Community Active/Medicine (Joining B Sweet, Nicholas, MD PP Harrison and Peeples); Pritchard, Catherine, NP, Allied Health Professional/Internal Medicine; Sweet, Nicholas, MD, Telemedicine/Radiology-VRC; Zoerb, Michael, PA-C, Allied Health Professional/ Emergency Medicine.

Reappointment: Andrews, Robert, MD, Consulting/Radiology-VRC; Barker, Derek, DPM, Active/Surgery-Podiatry; Batson, John, MD, Active/Anesthesiology- Pain Management; Baxley, Luke, MD, Consulting/Emergency Medicine; Coleman, Jessica, MD, Active/Medicine-Nephrology; Cuff, Ryan, MD, Consulting/Telemedicine-Emergency Medicine; Fowlkes, Carroll, MD, Community Active/Medicine-Family Practice; Glenn IV, William, MD, Active/Medicine-Hospitalist; Head, Barbara, MD, Consulting/Telemedicine; Hughes Jr, Douglas, MD, Consulting/Radiology-VRC; Kapoor, Niren, MD, Consulting/Telemedicine; Keisler, Nikki, MD, Community Active/Medicine-Internal Medicine; Klein, Jerome, MD, Consulting/ Radiology-VRC; Klenke, Audrey, MD, Active/ Surgery-Plastic Surgery; Levelle, Jonathan, MD, Active/Anesthesiology; Masavage, Marlina, MD, Active/Ob/Gyn; Mercier, Denise, PA-C, Allied Health Professional/ Medicine-Hospitalist; Mercier, Mark, MD, Consulting/Emergency Medicine; Odzark, Robyn, MD, Community Active/Medicine-Family Practice; Potter, Benjamin, MD, Consulting/Telemedicine-; Stavrakas, Heather, NP, Allied Health Professional/ Internal Medicine; Uniejewski, Darla, CRNA, Dependent Practitioner/ Anesthesiology; Wise, Deena, MD, Locum Tenens/Pediatrics; Zhang, Jeanie, MD, Consulting/ Radiology-VRC; Zhao, Jun, MD, Consulting/ Telemedicine.

Resignations: Doscher, Ashley, MD, Consulting/ Emergency Medicine.

After review and the recommendation by MEC, Dr. Billig made a motion, which was seconded by Mrs. Dore to accept the Credentials Committee recommendations as presented. Unanimous approval.

CMO Report: Dr. Gambla indicated that Don Bodiker, RN has officially started his position August 1st as Medical Staff Quality Improvement and Peer Coordinator. He indicated that BMH received validation for 340B after receiving recertification. Dr. Cusumano continues to assist with the addiction Medicine Clinic. A brief update was provided on the Palliative Care program. BMH continues to look at new therapies to combat against Covid and a therapeutic subcommittee was formed.

ACTION ITEMS, POLICIES, DISCUSSION OR SUPPLEMENTAL INFORMATION:

MOTION TO APPROVE THE UTILIZATION MANAGEMENT PLAN AS PRESENTED BY THE QI COMMITTEE. Dr. Billig made the motion, which was seconded by Dr. Larson. Unanimous approval.

A MOTION AUTHORIZING BEAUFORT MEMORIAL HOSPITAL ADMINISTRATION TO NEGOTIATE AND EXECUTE ALL DOCUMENTS NECESSARY FOR THE SALE OF 135.04 ACRES LOCATED AT SOUTH WEST QUADRANT OF HIGHWAY 278 AND JOHN SMITH ROAD, IDENTIFIED AS 041-00-03-028 CONSISTENT WITH THE TERMS AND SALES PRICE AS PRESENTED IN THE LETTER OF INTENT DATE AUGUST 5, 2021.

Mr. LaBruce expressed his concern relating to the length of feasibility period and the minimal amount of earnest money. He questioned the basis for BMH to retain the parcel for future development of affordable housing or a hospital. Mr. Baxley indicated that this land was in a rural area and would not be appropriate for affordable housing due to inaccessibility to transportation, schools, etc. Jasper County is out of Beaufort County and would not support the need shown by the State health plan. With the current CON laws and the focus on workforce housing, BMH is focusing north of the Broad where the concentration of the workforce resides. Discussion ensued. The motion was made by Dr. Billig and seconded by Dr. Kokinakis. Unanimous approval (7-0).

A MOTION IS HEREBY MADE TO VOTE TO APPROVE THE PROPOSED EXCLUSIVE ANESTHESIA SERVICE LINE AGREEMENT BETWEEN BMH AND LOW COUNTRY ANESTHESIA, P.A.

Discussion was held regarding the terms of the Agreement to include that it is in the best interest of the Hospital, the terms of the Agreement are fair and reasonable, and LCA will receive fair market value consideration for the services rendered. The motion was made by Mrs. Dore and seconded by Dr. Billig. Unanimous approval.

A MOTION RATIFYING THE REAL ESTATE EXCHANGE AND DEVELOPMENT AGREEMENT DATED AUGUST 10, 2021 BY AND BETWEEN BEAUFORT COUNTY MEMORIAL HOSPITAL AND 1026 RIBUAT ROAD, LLC FOR THE EXCHANGE OF CERTAIN BEAUFORT MEMORIAL OWNED PARCELS IDENTIFIED AS R120 005 000 0232 0000 and R120 005 000 0235 0000 FOR PORTION OF DEVELOPER'S PARCEL R120 005 000 0236 0000 AND ALL SITE IMPROVEMENTS AS DELINEATED WITHIN SAID AGREEMENT.

Mr. LaBruce indicated that when finalizing the agreement, legal counsel ensures that any post construction upkeep of the shared infrastructure is either equitably distributed to all the property owners with the planned development or, if not, the obligation of the developer to ensure that any title that goes to Beaufort Memorial Hospital would include adequate easements for utilities and access. The motion was then made by Dr. Billig and seconded by Mrs. Dore. Unanimous approval.

MANAGEMENT REPORT:

A discussion ensued regarding the hospital and the nursing programs. The focus of discussion was relating to the lack of openings in the nursing programs due to the lack of clinical educators. Mr. Baxley provided BMH's recruitment and retention plan. He reviewed the vacancy statistics in the hospital – current and utilized tactics were reviewed (for example: supplementing cost of day care program; tuition assistance; benefit costs not raised for last four years; health savings account; gain sharing every year, etc.). A discussion ensued regarding GPA and program limitations. Staffing and contract pricing was also discussed followed by CARES Act funds.

Mr. House acknowledged and thanked the nursing staff for their commitments to the patients. Dr. Billig acknowledged BMH administration's efforts to retain and hire nurses (efforts are appreciated).

Mr. Baxley provided an update on COVID and vaccines. He provided the hospital census. The Vaccine Clinic will now be open every Wednesday and Thursday. Mr. Baxley provided a PPE and testing update. He indicated that the tent was constructed in front of the Emergency Department entrance. Elective surgeries are continued in a modified format in order to maintain bed capacity and staffing. Dr. Stephen Larson indicated that BMH is doing the best it can as an institution. Dr. Kurt Ellenberger expressed the need for the public to know that the variant has disproportionately affected the pediatric population coming into the hospital. It was indicated that patients are displacing anger to staff in the ER primarily due to wait time due to Covid. Dr. Billig indicated the strain that is felt in the hospital and asked if the County could encourage mask use or vaccination – this would be appreciated. A discussion ensued regarding the vaccination rate in the hospital.

ADJOURN – A motion was made by Mrs. Dore, and was seconded by Dr. Billig, to adjourn the meeting. Unanimous approval. The meeting adjourned at 9:50 a.m.

Respectfully submitted,

Stephen Larson, M.D.