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University of South Carolina  
BOARD OF TRUSTEES

Health Affairs Committee

March 17, 2017

The Health Affairs Committee of the University of South Carolina met at 10:00 a.m. on Friday, March 17, 2017, in the Alumni Center's C. Edward Floyd Boardroom.

Members present were: Mr. Miles Loadholt, Chairman; Mr. A.C. "Bubba" Fennell III; Mr. William C. Hubbard; Dr. C. Dorn Smith III; Mr. Eugene P. Warr Jr.; Mr. Thad H. Westbrook; Mr. Mack I. Whittle Jr.; and Mr. John C. von Lehe Jr., Board Chairman. Absent was Mr. Charles H. Williams.

Other Board members present were: Mr. Chuck Allen; Mr. J. Egerton Burroughs; Mr. Mark W. Buyck Jr.; Mr. Thomas C. Cofield; Dr. C. Edward Floyd; Mr. William W. Jones Jr.; Mr. Toney J. Lister; Mr. Hubert F. Mobley, Board Vice Chairman; Ms. Leah B. Moody; and joining by telephone: Mr. Tommy Preston Jr.

Also present were the faculty representative August E. "Augie" Grant and the student representative Ross Lordo.

Others present were: President Harris Pastides; Secretary J. Cantey Heath Jr.; General Counsel Walter "Terry" H. Parham; Provost Joan T.A. Gabel; Chief Operating Officer (COO) Edward L. Walton; Chief Financial Officer (CFO) Leslie Brunelli; Vice President for Student Affairs Dennis Pruitt; Vice President for Human Resources Chris Byrd; Vice President for Facilities and Transportation Derrick Huggins; Vice President for System Planning Mary Anne Fitzpatrick; Chief Communications Officer Wes Hickman; Athletics Director Ray Tanner; Athletics Department CFO Jeff Tallant; Executive Dean USC School of Medicine and Chief Executive Officer (CEO) of Palmetto Health-USC Medical Group Leslie W. Hall; Palmetto Health-USC Medical Group CFO Darrell Coven; Palmetto Health-USC Medical Group COO Kevin Boggs; USC School of Medicine Senior Associate Dean Caughman Taylor; Associate Vice President for Administration and Finance and Medical Business Affairs Jeffrey L. Perkins III; Deputy Provost Helen Doerpinghaus; Palmetto College Chancellor Susan Elkins; Executive Director of Audit & Advisory Services Pam Doran; USC Beaufort Chancellor Al Panu; USC Upstate Chancellor Brendan Kelly; USC Aiken Executive Vice Chancellor for Academic Affairs Jeff Priest; University Treasurer Pat Lardner;

University Architect Derek Gruner; Associate Vice President for Business Affairs Helen Ziegler; Associate Vice President for Finance Jennifer Muir; Vice Provost and Director of Global Carolina P. Allen Miller; Associate Vice President and Deputy Chief Information Officer Jeff Farnham; Chief Information Security Officer James Perry; Law School Dean Robert Wilcox; College of Arts and Sciences Dean Lacy Ford; Executive Director for the Office of Economic Engagement William D. “Bill” Kirkland; Executive Director of My Carolina Alumni Association Jack W. Claypoole; Director of International Student Services Jody Pritt; Director of Study Abroad Magdalena Grudzinski-Hall; Director of International Support For Faculty and Staff Lorraine Aun; Director of Facilities Design and Construction Jeff Lamberson; Assistant Director of Facilities Design and Construction Thomas Opal; Assistant Director for Audit & Advisory Services Glenn Murray; Benjamin Kennedy, Kennedy and Company Education Strategies; University Technology Services Production Manager Matt Warthen; and Board staff members Debra Allen, Terri Saxon and Ina Wilson.

#### OPEN SESSION

##### I. Call to Order

Chairman Loadholt called the meeting to order, welcomed those present and asked everyone to introduce themselves. He stated that the agenda had been posted and the press notified as required by the Freedom of Information Act; the agenda had been circulated; and a quorum was present to conduct business. Mr. Hickman informed the committee that there were no members of the media in attendance.

#### MOTION FOR EXECUTIVE SESSION

Chairman Loadholt stated there were proposed contractual matters related to the Palmetto Health-USC Medical Group appropriate for discussion in Executive Session.

Chairman Loadholt called for a motion to enter Executive Session. Dr. Smith so moved and Mr. Fennell seconded the motion. The vote was taken and the motion carried.

The following were invited to remain: President Pastides, Secretary Heath, members of the President’s Executive Council, Dr. Hall, Dr. Taylor, Mr. Perkins, Ms. Doran, Dr. Grant, Mr. Lordo as well as Kevin Boggs and Darrell Coven from Palmetto Health-USC Medical Group.

EXECUTIVE SESSION

RETURN TO OPEN SESSION

II. Palmetto Health-USC Medical Group

A. Formation and Operating Agreement

B. Employee Leasing Agreement

Mr. Parham summarized the agreements and Chairman Loadholt called for a motion to recommend approval by the full Board of the Formation and Operating Agreement and the Employee Leasing Agreement with Palmetto Health-USC Medical Group. Dr. Smith so moved and Mr. Warr seconded the motion. The vote was taken and the motion carried.

III. Adjournment

Since there were no other matters to come before the committee, Chairman Loadholt declared the meeting adjourned at 10:45 a.m.

Respectfully submitted,

J. Cantey Heath, Jr.  
Secretary