

The official minutes of the University of South Carolina Board of Trustees are maintained by the Secretary of the Board. Certified copies of minutes may be requested by contacting the Board of Trustees' Office at trustees@sc.edu. Electronic or other copies of original minutes are not official Board of Trustees' documents.

University of South Carolina

BOARD OF TRUSTEES - CALLED

September 17, 2021

The University of South Carolina Board of Trustees convened in a called meeting at 12:45 p.m. on Friday, September 17, 2021 in the Floyd Boardroom of the Pastides Alumni Center and via Microsoft Teams video and audio conference.

Members present were Dr. C. Dorn Smith III, Board Chair; Mr. Thad H. Westbrook, Board Vice Chair; Mr. Alex English; Mr. Brian C. Harlan; Mr. Richard A. Jones Jr.; Mr. Toney J. Lister; Mr. Miles Loadholt; Mr. Hubert F. Mobley; Ms. Emma W. Morris; Ms. Rose Buyck Newton; Mr. Robin D. Roberts; Mr. Eugene P. Warr Jr.; Mr. Mack I. Whittle Jr.; and Mr. Charles H. Williams. Members participating by Microsoft Teams video and audio conference were Mr. C. Dan Adams, Mr. J. Egerton Burroughs, Dr. C. Edward Floyd, Ms. Leah B. Moody, Ms. Molly M. Spearman, and Mr. John C. von Lehe Jr.

Also present were USC Columbia Faculty Senate Chair Dr. Audrey Korsgaard and USC Columbia Student Government President Mr. Alex Harrell.

Others in attendance were Interim President Harris Pastides; Secretary Cameron Howell; Vice Provost and Dean of Faculty Cheryl Addy; Vice President of Human Resources Caroline Agardy; Interim Dean College of Hospitality, Retail and Sport Management David Cardenas; President and Chief Executive Officer, USC Foundations Jason Caskey; Associate Provost for Palmetto College John Catalano; Vice President for System Affairs Derham Cole; Interim Provost Stephen Cutler; Communications Manager, Office of the Provost Abraham Danaher; Vice President for Development Monica Delisa;

Chief Audit Executive Pamela Dunleavy; Chancellor Palmetto College Susan Elkins; Associate Vice President of Finance and Budget Kelly Epting; Presidential and Provostial Faculty Fellow Stacy Fritz; Dean of the School of Music Tayloe Harding; Chief Executive Officer, USC Alumni Association Wes Hickman; Interim Director for Academic Programs Trena Houpp; USC Aiken Chancellor Sandra Jordan; University Controller Mandy Kibler; Assistant to the President for System Affairs Eddie King; Executive Director of Economic Engagement Bill Kirkland; Director of Government Relations Derrick Meggie; General Counsel and Executive Director of Compliance Programs Terry Parham; Chief Operating Officer Jeff Perkins; Vice President for Student Affairs and Vice Provost Dennis Pruitt; University Treasurer, Associate Vice President and Chief of Staff Division of Administration and Finance Joe Sobieralski; Assistant Vice President, Media and External Engagement Jeff Stensland; Athletic Director Ray Tanner; Vice President for Communications Larry Thomas; Executive Vice President for Administration and Chief Financial Officer Ed Walton; Vice President for Diversity, Equity and Inclusion Julian Williams; Public Relations Strategist Dana Woodward; and Board of Trustees support staff.

OPEN SESSION

I. Call to Order

Chair Smith called the meeting to order and welcomed everyone. Chair Smith asked Trustees in the room to introduce themselves. Secretary Howell confirmed Trustees attending via Microsoft Teams video and audio conference.

Chair Smith called on Mr. Jeff Stensland to introduce members of the media. Mr. Stensland introduced Tyler Fedor with the *Daily Gamecock*.

Chair Smith stated notice of the meeting and agenda had been posted and the press notified as required by the Freedom of Information Act; the agenda and supporting materials had been circulated to the Board; and a quorum was present to conduct business.

Chair Smith reported that Trustee J. Egerton Burroughs had completed his medical treatments at Duke Hospital. Chair Smith asked members of the Board to keep Trustee Burroughs in their thoughts.

Chair Smith noted also that Office of the Board of Trustees staff member Delphine Bigony was not present for the meeting, due to the death of her brother. Chair Smith asked members of the Board to keep Ms. Bigony and her family in their thoughts.

MOTION FOR EXECUTIVE SESSION

Chair Smith advised there was a need for an Executive Session to discuss personnel matters related to nominations for the Board of Visitors, a proposed contractual matter regarding a marketing campaign proposal presented by 160/90, personnel matters related to candidates for the position of President, negotiations incident to a proposed employment contract for Dawn Staley, and negotiations incident to a proposed contract with Prisma Health regarding Medicaid teaching supplements. Mr. Westbrook made the motion to enter Executive Session, and Ms. Morris seconded the motion. A vote was taken, and the motion carried. Chair Smith invited the following to remain: Trustees, Interim President Pastides, Secretary Howell, Dr. Korsgaard, Mr. Harrell, members of the President's Executive Council, Office of the Board of Trustees support staff, Mr. Bussell, and the team from 160/90.

Chair Smith stated there would be no action taken in Executive Session. He asked those not asked to remain in Executive Session to exit the boardroom.

EXECUTIVE SESSION

- Executive Session Removed

RETURN TO OPEN SESSION

II. Approval of Minutes

Chair Smith stated five sets of minutes were listed on the agenda and posted to the Board portal for approval. If there were no additions, deletions, or corrections to those minutes, he stated, the minutes would stand approved as distributed.

Mr. Harlan made a motion to approve the five sets of minutes as posted to the Board portal. Mr. Jones seconded the motion. A vote was taken, and the motion carried unanimously. The following sets of minutes were approved:

- A. Ad Hoc Committee on Information Technology (Called) – April 21, 2021
- B. Ad Hoc Committee on Information Technology (Called) – May 19, 2021
- C. Governance Committee (Called) – May 21, 2021
- D. Advancement, Engagement and Communications Committee – June 11, 2021
- E. Governance Committee (Called) – June 25, 2021

III. Approval of Committee Consent Agenda

Chair Smith stated the written consent agenda of the September 17, 2021 Finance and Infrastructure Committee was posted on the Board portal for this meeting. He stated the Committee requested approval for all of the items listed on the written consent agenda. Chair Smith called for a motion to approve the Finance and Infrastructure Committee's written consent agenda as posted to the Board portal. Mr. English made the motion, and Mr. Lister seconded the motion. A vote was taken, and the motion carried. The Committee's detailed written report follows.

A. Finance and Infrastructure Committee – September 17, 2021

Finance and Infrastructure Committee
(The Honorable Mack I. Whittle Jr., Chair)

Written Report for Consent Agenda
September 17, 2021

The Finance and Infrastructure Committee met Friday, September 17, 2021 and recommends full Board approval of all items in this written report.

I. Project Approvals

A. Large Institutional Funded Projects

1. Parking Garages – Mast Capital Renewal Project
2. School of Music Performance and Practice Renovation at Greene Street United Methodist Church
3. West Energy Plant Chiller Replacement

B. CRF Funded Projects

1. Horry-Guignard House Maintenance and Renovation
2. FY22 USC Columbia Maintenance, Renovation and Replacement
3. FY22 USC Aiken Maintenance, Renovation and Replacement
4. FY22 USC Beaufort Maintenance, Renovation and Replacement
5. FY22 USC Upstate Maintenance, Renovation and Replacement
6. FY22 USC Lancaster Maintenance, Renovation and Replacement
7. FY22 USC Salkehatchie Maintenance, Renovation and Replacement
8. FY22 USC Sumter Maintenance, Renovation and Replacement
9. FY22 USC Union Maintenance, Renovation and Replacement

C. Other Project Approvals

1. Longstreet Theater Façade Maintenance
2. President's House Maintenance Renovation
3. 300 Main Street Mechanical HVAC Maintenance
4. Williams-Brice College of Nursing Building Interior Renovation
5. Wade Hampton Roof Replacement
6. Capstone Elevator Controls Upgrade Increase
7. Dominion Electrical Utility Easements at Campus Village

8. USC Aiken Pacers Commons Roof Replacement
9. USC Sumter HVAC Siemens Controls
10. USC Union Naming of Nursing Simulations Lab Building

This concludes the written consent agenda report of the Finance and Infrastructure Committee.

IV. Election of Board of Visitors Nominees

Chair Smith stated nominations for vacant positions on the Board of Visitors were posted to the Board portal and had been presented in executive session without objection. Chair Smith called for a motion to approve Ms. Candace C. Shiver as the 11th Judicial Circuit representative and Montague Laffitte III as the Gubernatorial Appointee's representative to the Board of Visitors effective September 1, 2021 for a three-year term ending August 31, 2024. Mr. English so moved, and Mr. Warr seconded the motion. A vote was taken, and the motion carried.

V. Revisions to Proposed BOT Meeting Calendar for 2022

Chair Smith called on Secretary Howell to provide an update regarding the proposed schedule for the Board and its Committees for calendar year 2022. Secretary Howell stated that a scheduling conflict had emerged relative to an investiture proposed for 2022 and that a modified calendar for the Board and its Committees would therefore be presented to the Board at its scheduled meeting on October 15, 2021.

Chair Smith stated that this update was received as information.

VI. Adjournment

Chair Smith declared the meeting adjourned at 2:55 p.m.

Respectfully submitted,

Cameron Howell
Secretary