

#### 4.1.e

### Governing Board: Not Presided Over by the Chief Executive Officer

The institution has a governing board of at least five members that:

- e. is not presided over by the chief executive officer of the institution.

### Judgment

Compliant  Non-Compliant  Not Applicable

### Narrative

The Board of Trustees of the University of South Carolina consists of twenty members and is chaired by John C. von Lehe Jr., who was elected Chairman of the Board of Trustees in August 2018 ([University of South Carolina Board of Trustees Minutes, August 17, 2018, Page 10, Item VII](#)). The Board has the authority granted to it as a governing board by [Section 59-117-40\(5\)](#) of the South Carolina Code of Laws, including the power to appoint a Chairman of the Board of Trustees.

[Article VI, Section 1](#) of the Board Bylaws provides that "The Ex Officio Chairman of the Board shall be the Governor of South Carolina who, when present, shall preside at all meetings of the Board."

[Article VI, Section 2](#) of the Board Bylaws provides that "A permanent Chairman of the Board may be elected by written ballot from among those members of the Board elected by the General Assembly" and that "The permanent Chairman of the Board, in the absence of the Ex Officio Chairman, shall preside at all meetings of the Board." The election process and the duties of the Chairman of the Board are specified in [Article VI, Section 2](#) of the Board of Trustees Bylaws.

The duties of Chairman of the Board are as follows:

*The permanent Chairman of the Board, in the absence of the Ex Officio Chairman, shall preside at all meetings of the Board and shall be the spokesman for the Board. He shall serve as Chairman and a member of the Executive and Governance Committee of the Board. He shall serve as an ex officio member of all standing, special or ad hoc committees of the Board with full right to participate in Board or committee discussion and with the full right to vote. He shall perform such other duties as may, from time to time, be prescribed by the Board and by these Bylaws.*

### The Role of the Chief Executive Officer on the Board of Trustees

The President of the University of South Carolina does not preside over the Board of Trustees but has the authority and responsibility of the day-to-day operations of the institution. According to [Article XII Section Sections 1 and 2](#), the Role of the President:

Each Comprehensive University campus with the exception of the Columbia campus shall be administered by a Chancellor who shall report directly to the President. The position of the President of the University system shall also encompass the office and duties of Chancellor of the Columbia campus. Each regional Palmetto College campus shall be administered by a Campus Dean who shall report to the Chancellor of Palmetto College who in turn reports to the President.

The President of the University shall be the chief executive officer of the University system and shall exercise such executive powers as are necessary for its appropriate governance under the authority of the Board. He shall be the primary spokesman for the University to the alumni of the institution, the news media, the educational world, and the general public. He shall administer University policies as promulgated by the Board, speak for the University as its chief executive officer, and coordinate all activities of each campus of the institution directly or through his designated representatives. The President shall report directly to the Board the current affairs of all components of the University System and shall discuss with the Board basic issues, new or alternative directions, and recommendations on new policies. He shall direct, coordinate and implement the planning, development, and appraisal of all activities of the University System and shall be directly responsible to the Board for its operation.

With the general authority granted by the Board, the President shall perform the duties and responsibilities associated with his office, including but not limited to the following:

- A. Implement Board and University policies, continuously review the administration and effect of these policies and recommend to the Board, for consideration, modifications of policies and new policies in all aspects and at all levels of the University System;

- B. Maintain open communications with the Board; notify the Board immediately of credible information that could bring discredit upon the University or damage the University's reputation;
- C. Assume primary responsibility for relationships with the Governor's office, the General Assembly, the Commission on Higher Education, federal agencies and other agencies, groups and institutions;
- D. Recommend to the Board the mission, role and scope of the University System and of its respective campuses, and undertake comprehensive and long-range planning;
- E. Direct and approve the preparation of a coordinated request for both operating and capital appropriations, and direct the presentation of and justification for the request;
- F. Review and recommend to the Board the budgets of all components of the University System;
- G. Coordinate all functions of the University to assure an integrated institution of related and cooperating campuses, with coordinated educational programs, so that quality and comprehensiveness are emphasized, cooperation is ensured, and unnecessary duplication is avoided;
- H. Establish fiscal, budgetary, audit, and business procedures for the efficient and effective management of the University;
- I. Subject to the approval of the Board and within the budget limitations of the University, make such appointments to and grant such promotions in faculty or administrative staff of the University as may be appropriate, and terminate any appointments or employment, both in faculty or and administrative staff, in keeping with the general and tenure (so far as applicable) policies as may be established by the Board, and duly report any action taken hereunder at the next succeeding regular or special meeting of the Board;
- J. Serve as ex officio member of all the standing committees of the Board, with full right to participate in the committee's discussions but without a right to vote on any matter;
- K. Attend all meetings of the Board and of the Executive and Governance Committee, as far as his duties may permit;
- L. Review and recommend action on all legal commitments and all other matters within the province of the Board, including contractual arrangements in accordance with policies and procedures of the Board;
- M. Recommend policies and procedures which will accomplish the Board's investment responsibilities and objectives and supervise the implementation of the policies and procedures approved by the Board;
- N. Sign certificates, contracts and instruments authorized or issued by authority of the Board or any properly authorized committee thereof and all diplomas. Use of automated signature technology shall comply herewith; and
- O. Perform such other duties as may be duly assigned to him by the Board or may be appropriate to his general duties and responsibilities.

[Article XII Section 2 of the Board Bylaws](#) provides that the University of South Carolina President reports to Board of Trustees and enumerates duties that clearly establish that the president is the executive officer whose primary responsibility is to the institution.

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 Code of Laws - Title 59 - Chapter 117 - University Of South Carolina