

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

Board of Trustees
In Person Floyd Boardroom, Pastides Alumni Center
and By Microsoft Teams
October 13, 2023

OPEN SESSION

I. Call to Order

Chair Westbrook called the meeting to order at 2:00 p.m. Secretary Howell confirmed Trustees attending in person and by Microsoft Teams audio and video conference.

Members in attendance:

Thad H. Westbrook, *Board Chair*
Rose Buyck Newton, *Board Vice Chair*
C. Dan Adams
Alex English
C. Edward Floyd
Brian C. Harlan
Henry L. Jolly Jr.
Richard A. Jones Jr.
Hubert F. Mobley
E. Scott Moise
Leah B. Moody
Emma W. Morris
Reid T. Sherard
C. Dorn Smith III
John C. von Lehe Jr. (online)
Charles Williams

Members absent:

Miles Loadholt
Ellen Weaver

Others in attendance:

Wayne Outten, USC Columbia Faculty Senate Chair
Emmie Thompson, USC Columbia Student Government President

Robin Roberts, Advisor to the Advancement, Engagement and Communications Committee
David Seaton, Advisor to the Governance Committee

Administrators in attendance:

Michael Amiridis, President
Cameron Howell, University Secretary and Secretary of the Board of Trustees
Donna Arnett, Executive Vice President for Academic Affairs and Provost
Terry Parham, General Counsel
Ed Walton, Executive Vice President and Chief Financial Officer

Media in attendance:

Li Hubbard, the *Post & Courier*
Alexa Jurado, the *State*
Winn Hammond, the *Daily Gamecock*

Notice:

Chair Westbrook 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 Westbrook and President Amiridis commented on the violence in the Middle East. Chair Westbrook called for a moment of silence.

II. Invocation

Father Rhett Williams, Pastor of St. Thomas More Catholic Church and Catholic Chaplin Ministry of USC, delivered the invocation.

MOTION FOR EXECUTIVE SESSION

Chair Westbrook stated there was a need for an Executive Session for the discussion of personnel matters related to nominations for the Board of Visitors, confidential candidates for the award of honorary degree, and for discussion of an affiliation agreement listed on the public agenda for this meeting.

Dr. Smith made the motion to enter Executive Session, and Mr. English seconded the motion. A vote was taken, and the motion carried unanimously.

Chair Westbrook invited the following to remain: Trustees, Dr. Outten, Ms. Thompson, Mr. Roberts, Mr. Seaton, President Amiridis, Secretary Howell, Dr. Fritz, Mr. Parham, Mr. Tanner, Mr. Walton, and Board support staff.

EXECUTIVE SESSION

– Executive Session Removed

RETURN TO OPEN SESSION

III. Approval of Minutes

Chair Westbrook stated ten sets of minutes were posted to the Board portal for approval.

- A. Advancement, Engagement and Communications Committee – September 15, 2023
- B. Audit, Compliance and Risk Committee – August 18, 2023
- C. Board of Trustees – June 23, 2023
- D. Board of Trustees (Called) – September 15, 2023
- E. Finance and Infrastructure Committee (Called) – August 18, 2023
- F. Governance Committee (Called) – June 9, 2023
- G. Governance Committee – June 23, 2023
- H. Health and Medical Affairs Committee – June 23, 2023
- I. Health and Medical Affairs Committee – September 15, 2023
- J. University System Committee – September 15, 2023

Dr. Smith made a motion to approve the ten sets of minutes posted to the Board portal. Ms. Moody seconded the motion. A vote was taken, and the minutes were approved as posted.

IV. Approval of Consent Agendas

Chair Westbrook stated the following written consent agendas were submitted for approval, as posted to the Board portal:

- A. Academic Excellence and Student Experience Committee – October 13, 2023
- B. Audit, Compliance and Risk Committee – October 13, 2023
- C. Governance Committee – October 13, 2023

Mr. Williams made a motion to approve the three consent agendas as posted to the Board portal. Mr. Adams seconded the motion. A vote was taken, and the motion was approved.

V. Approval of Revisions to Board Policies

- BTRU 1.18 (Conflicts of Interest Commitment”)

Secretary Howell presented potential revisions to Board Policy BTRU 1.18.

Ms. Newton made a motion to approve the revision to BTRU 1.18 as presented and posted to the Board portal. Dr. Smith seconded the motion. A vote was taken, and motion was approved.

VI. Elections to the Board of Visitors

Chair Westbrook stated the following candidates to fill vacant Board of Visitor Presidential appointments were presented in Executive Session without objection:

- A. John P. Harloe – Presidential Appointee, 3-year term effective September 1, 2023 – August 31, 2026
- B. Eugene M. Varn – Presidential Appointee, 3-year term effective September 1, 2023 – August 31, 2026

Dr. Smith made a motion to approve the two candidates for the Board of Visitors for a three-year term effective September 1, 2023 through August 31, 2026. Mr. Sherard seconded the motion. A vote was taken, and the motion was approved.

VII. Approval of Affiliation Agreement

Chair Westbrook stated this agenda item would be postponed until November.

VIII. Approval of Betsy Blackmon Dance Program at the University of South Carolina

Chair Westbrook stated the Academic Excellence and Student Experience Committee reviewed and approved the naming of the Betsy Blackmon Dance Program at the University of South Carolina.

Dr. Smith made a motion to approve the naming of the Betsy Blackmon Dance Program at the University of South Carolina. Ms. Moody seconded the motion. A vote was taken, and the motion was approved.

IX. Approval of Confidential Candidates for the Award of Honorary Degree

Chair Westbrook stated two confidential candidates for the award of Honorary Degree were presented in Executive Session without objection.

Ms. Newton made a motion to approve the two candidates for the award of Honorary Degree. Ms. Moody seconded the motion. A vote was taken, and the motion was approved.

Chair Westbrook stated the confidential candidates were approved and would “lay on the table.”

X. President’s Report

President Amiridis presented his report.

Chair Westbrook stated the report was received as information.

XI. Other Matters

Chair Westbrook called for any other matters to come before the Board. There were none.

MOTION FOR EXECUTIVE SESSION

Chair Westbrook stated there was a need for an Executive Session for the receipt of legal advice regarding pending litigation and matters covered by attorney-client privilege.

Dr. Smith made the motion to enter Executive Session. Mr. Adams seconded the motion. A vote was taken, and the motion carried unanimously.

Chair Westbrook invited the following to remain: Trustees, Dr. Outten, Ms. Thompson, Mr. Roberts, Mr. Seaton, President Amiridis, Secretary Howell, Ms. Dunleavy, Mr. Parham, Mr. Tanner, Mr. Walton, Mr. Bonnoitt, Mr. Smith, and Board support staff.

EXECUTIVE SESSION

– Executive Session Removed

RETURN TO OPEN SESSION

XII. Adjournment

Chair Westbrook declared the meeting adjourned at 3:30 p.m.

Respectfully submitted,

Cameron Howell
Secretary