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University of South Carolina

BOARD OF TRUSTEES

In Person, Floyd Boardroom, Pastides Alumni Center
and By Microsoft Teams
December 19, 2023

OPEN SESSION

I. Call to Order

Chair Westbrook called the meeting to order at 12:46 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* (online)
C. Dan Adams
Alex English
C. Edward Floyd (online)
Brian C. Harlan
Henry L. Jolly Jr.
Richard A. Jones Jr.
Hubert F. Mobley
E. Scott Moise
Leah B. Moody
Emma W. Morris (online)
Reid T. Sherard
C. Dorn Smith III (online)
John C. von Lehe Jr.
Ellen Weaver
Charles Williams

Members absent:

Miles Loadholt

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
(online)

David Seaton, Advisor to the Governance Committee (online)

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:

Ian Grenier, the *Post & Courier*

Alexa Jurado, the *State*

John Whittle, the BigSpur.com

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.

II. Invocation

Reverend Jesse Canniff-Kuhn, Pastor of Lutheran Campus Ministry, delivered the invocation.

MOTION FOR EXECUTIVE SESSION

Chair Westbrook stated there was a need for an Executive Session for the receipt of legal advice regarding proposed contracts and agreements listed on the public agenda for the meeting and discussion of confidential candidates for the award of honorary degree.

Mr. Harlan 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, Dr. Arnett, Dr. Fritz, Mr. Parham, Mr. Sobieralski, Mr. Tanner, Mr. Walton, and Board support staff.

EXECUTIVE SESSION

— Executive Session Removed

RETURN TO OPEN SESSION

III. Approval of Minutes

The following minutes were published for approval.

- A. Advancement, Engagement and Communications Committee – November 17, 2023
- B. Board of Trustees (Called) – November 17, 2023
- C. Governance Committee (Called) – November 17, 2023
- D. Governance Committee (Called) – December 11, 2023
- E. Health and Medical Affairs Committee – November 17, 2023
- F. University System Committee – September 15, 2023

Mr. Adams made a motion to approve the minutes as published. Mr. English seconded the motion. The minutes were approved.

IV. Approval of Consent Agendas

The following Committees' written consent agendas were submitted for approval.

- A. Academic Excellence and Student Experience Committee – December 19, 2023
- B. Finance and Infrastructure Committee (Called) – December 19, 2023
- C. Governance Committee – December 19, 2023

Mr. von Lehe made a motion to approve the consent agendas as published. Dr. Jolly seconded the motion. A vote was taken, and the consent agendas were approved.

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

Chair Westbrook stated ten confidential candidates for the award of honorary degree were approved by President Amiridis, the Academic Excellence and Student Experience Subcommittee on Honorary Degrees, and the Academic Excellence and Student Experience Committee.

Mr. von Lehe made a motion to approve the ten confidential candidates as presented in Executive Session. Ms. Moise seconded the motion. A vote was taken, and motion was approved.

Chair Westbrook stated the confidential candidates are approved and will “lay on the table” for five years. He reminded all in attendance decisions by the Board regarding specific candidates for honorary degrees are confidential. Only the Board's leadership or President may engage nominees unless the President offers explicit permission otherwise.

VI. Approval of Affiliation Agreement between the University of South Carolina and the Gamecock Club

Chair Westbrook stated the affiliation agreement between the University of South Carolina and the Gamecock Club was discussed in Executive Session without objection.

Mr. Mobley made a motion to approve the affiliation agreement. Dr. Jolly seconded the motion. A vote was taken, and the motion was approved.

VII. Approval of the USC Athletics Department Gift Agreement with G&B Horizons, LLC

Mr. Adams made a motion to approve the gift agreement as presented. Mr. Mobley seconded the motion. A vote was taken, and the motion was approved.

VIII. Approval of Revisions to Bylaws

Ms. Moody made a motion to approve the revisions to the Bylaws. Mr. Harlan seconded the motion. A vote was taken, and the motion was approved.

IX. Approval of Revisions to Board Policy BTRU 2.01 (“Honorary Degrees and Institutional Commencement Speakers”) and to Honorary Degree and Commencement Speaker Nomination Form

Mr. English made a motion to approve the revisions to Board Policy BTRU 2.01 and to the honorary degree and commencement speaker form. Ms. Moody seconded the motion. A vote was taken, and the motion was approved.

X. Approval of Revisions to Oath of Office and Code of Conduct and Statement of Commitment

Ms. Moody made a motion to approve the revisions to Oath of Office and Code of Conduct and Statement of Commitment. Ms. Moïse seconded the motion. A vote was taken, and the motion was approved.

XI. Continuing Education for Trustees: National Enrollment and Completion Data for Fall 2023

Chair Westbrook asked Trustees to review the two reports with accompanying slides.

The reports were received as information.

XII. President's Report

President Amiridis presented the President's report.

The report was received as information.

XIII. Other Matters

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

XIV. Adjournment

Chair Westbrook declared the meeting adjourned at 2:00 p.m.

Respectfully submitted,

Cameron Howell
Secretary