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University of South Carolina
BOARD OF TRUSTEES

Board of Trustees

In Person Floyd Boardroom, Pastides Alumni Center
and By Microsoft Teams
June 19, 2024

OPEN SESSION

I. Call to Order

Chair Westbrook called the meeting to order at 4:22 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 (online)
Brian C. Harlan (online)
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 H. Williams (online)

Members absent:

Ellen Weaver

Others in attendance:

Patton Byars, USC Columbia Student Government President
Wayne Outten, USC Columbia Faculty Senate Chair
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:

Griffin Goodwyn, the *Daily Gamecock*

Ian Grenier, the *Daily Gamecock*

Jessica Holdman, *SC Gazette*

Alexa Jurado, the *State*

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

Mr. Ben Burchardi, Campus Minister with The Navigators, delivered the invocation.

MOTION FOR EXECUTIVE SESSION

Chair Westbrook stated there was a need for an Executive Session for discussion of personnel matters related to candidates for the Board of Visitors, confidential candidates for honorary degrees, personnel matters related to a reorganization of the Marketing and Communications Department, the Chancellor of Palmetto College, and the annual evaluations of the President, Board Secretary, and Chief Audit Executive.

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

EXECUTIVE SESSION

– Executive Session Removed

RETURN TO OPEN SESSION

III. Approval of Minutes

The following sets of minutes were circulated for review.

A. Academic Excellence and Student Experience Committee – February 23, 2024

- B. Advancement, Engagement and Communications Committee – February 23, 2024
- C. Advancement, Engagement and Communications Committee – April 19, 2024
- D. Audit, Compliance and Risk Committee – February 23, 2024
- E. Board of Trustees (AM Called) – February 23, 2024
- F. Board of Trustees (PM Called) – February 23, 2024
- G. Board of Trustees (Called) – May 28, 2024
- H. Board of Trustees (Called) – June 6, 2024
- I. Finance and Infrastructure Committee – February 23, 2024
- J. Governance Committee (Called) – March 15, 2024
- K. Governance Committee (Called) – May 14, 2024
- L. Governance Committee (Called) – June 11, 2024

Dr. Smith made a motion to approve the minutes, Ms. Newton seconded the motion. A vote was taken, and the motion was approved.

IV. Approval of Consent Agendas

The following written consent agendas were submitted for approval.

- A. Academic Excellence and Student Experience Committee – June 19, 2024
- B. Audit, Compliance and Risk Committee – June 19, 2024
- C. Finance and Infrastructure Committee – June 19, 2024
- D. Governance Committee – June 19, 2024

Dr. Smith made a motion to approve the written consent agendas, Ms. Newton seconded the motion. A vote was taken, and the motion was approved.

V. Approval of FY25 Budget

Dr. Smith made a motion to approve the FY25 Budget as circulated. Ms. Newton seconded the motion. A vote was taken, and the motion was approved.

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

Chair Westbrook stated that six confidential candidates for the award of honorary degree were presented in Executive Session without objection.

Dr. Smith made a motion to approve the confidential slate of candidates for honorary degree. Ms. Newton 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” for five years.

VII. Approval of Candidates for the Board of Visitors

The following slate of new candidates to fill a three-year term effective September 1, 2024 through August 31, 2027 was presented in Executive Session without objection:

- A. Darryl Huger – nominated by Trustee English to represent the 5th Judicial Circuit.
- B. Frampton L. Harper, III – nominated by Trustee Newton to represent the 14th Judicial Circuit

The following candidate to serve a second, three-year term effective September 1, 2024 through August 31, 2027 was presented in Executive Session without objection:

- C. Andrea Scott – nominate by Trustee Harlan to represent the 8th Judicial Circuit

Mr. Mobley made a motion to approve the Board of Visitors' slate of candidates as presented in Executive Session. Ms. Newton seconded the motion. A vote was taken, and the motion was approved.

VIII. Scott Moïse Resolution

Chair Westbrook stated the Board of Trustees presented Ms. Moïse a resolution in honor of her service to the Board earlier in the day during a luncheon.

Dr. Smith moved that the Board approve the resolution by acclamation as presented to Ms. Moïse on behalf of the Board of Trustees. Mr. Sherard seconded the motion. A vote was taken, and the motion was approved.

IX. Annual Evaluation of the Board Secretary

Chair Westbrook stated the annual evaluation of the Board Secretary was discussed in Executive Session without objection.

Dr. Smith called for a motion to approve a 5% increase to Secretary Howell's salary. Mr. English seconded the motion. A vote was taken, and the motion was approved.

X. Annual Evaluation of the Chief Audit Executive

Chair Westbrook stated the annual evaluation of the Chief Audit Executive was discussed in Executive Session without objection.

Dr. Smith called for a motion to approve a 5% increase to Ms. Dunleavy's salary. Ms. Newton seconded the motion. A vote was taken, and the motion was approved.

XI. Annual Evaluation of the President

Mr. Sherard made a motion to approve documentation for the President's annual evaluation as presented in Executive Session without objection. Ms. Mobley seconded the motion. A vote was taken, and the motion was approved.

XII. Continuing Education for Trustees

Vice Provost and Chair of the Policy Advisory Committee Mary Anne Fitzpatrick presented an overview of the "Policy on Policies."

The presentation was received as information

XIII. President's Report

President Amiridis presented the President's report.

The report was received as information.

XIV. Other Matters

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

XV. Adjournment

Chair Westbrook declared the meeting adjourned at 5:33 p.m.

Respectfully submitted,

Cameron Howell
Secretary