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University of South Carolina

BOARD OF TRUSTEES

December 15, 2020

The University of South Carolina Board of Trustees met at 11:15 a.m. on Tuesday, December 15, 2020, in the Pastides Alumni Center Ballroom and via Microsoft Teams video conference.

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

Also present were USC Columbia Student Government President Ms. Issy Rushton and Board Strategic Advisor Mr. David Seaton. USC Columbia Faculty Senate Chair Dr. Mark Cooper participated by Microsoft Teams video conference.

Others in attendance were President Robert L. Caslen Jr.; Secretary J. Cantey Heath Jr.; Vice President of Human Resources Caroline Agardy; Assistant Vice President Health and Wellness and Executive Director of Student Health Services Deborah Beck; President's Chief

of Staff Mark Bieger; Dean Darla of the Moore School of Business Peter Brews; President and CEO University Foundations Jason Caskey; Chief Audit Executive Pamela Dunleavy; Chancellor Palmetto College Susan Elkins; Interim Chief Development Officer William Elliott; Associate Vice President of Finance and Budget Kelly Epting; Executive University 101 Programs Director Dan Friedman; Dean of College of Arts and Sciences Lacy Ford; Vice President of Information Technology and Chief Information Officer Doug Foster; Director Center for Teaching Excellence August Grant; Associate Vice President of Facilities Planning Derek Gruner; Board of Trustees Governance Consultant Cameron Howell; Chief Executive Officer USC Alumni Association Wes Hickman; Dean of the School of Medicine Greenville Marjorie Jenkins; Vice Provost and Dean of Undergraduate Studies Sandra Kelly; Assistant to the President for System Affairs Eddie King; Executive Director Office of Economic Engagement Bill Kirkland; Associate Vice President and Chief Procurement Officer Venis Manigo; Assistant Professor Arnold School of Public Health Melissa Nolan; General Counsel and Executive Director of Compliance Programs Terry Parham; Associate Dean for Operations and Accreditation Arnold School of Public Health Lee Pearson; Chief Operating Officer Jeffrey L. Perkins; Vice President for Student Affairs and Vice Provost Dennis Pruitt; Interim Executive Communications Director Amy Rogers; Special Assistant to the President James Smith; University Treasurer and Assistant Vice President of Administrative Operations and Chief of Staff Joe Sobieralski; Director of Public Relations Jeff Stensland; Director of Athletics Ray Tanner; Executive Vice President for Administration and CFO Ed Walton; and Vice President for Diversity Equity and Inclusion Julian R. Williams. Others attending via Microsoft Teams were Executive Director of Strategic Planning Jack Claypoole; Interim Chancellor USC Upstate Derham Cole; Assistant Dean for Enrollment Management and

Academic Program Development, College of Education Rob Dedmon; Interim Associate Dean for Academic Affairs School of Law Susan Kuo; Vice President for Research Prakash Nagarkatti; Chancellor USC Beaufort Al Panu; and Dean of the College of Education Jon Pedersen; and Executive Vice President for Academic Affairs and Provost Bill Tate.

OPEN SESSION

I. Call to Order

A. Welcome and Introductions

Chair Smith called the meeting to order, welcomed everyone, and asked Trustees in the room to introduce themselves. Secretary Heath confirmed Trustees in attendance by Microsoft Teams video conference.

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 called on Jeff Stensland to introduce members of the media. Mr. Stensland introduced Lucas Daprile and Ben Briener with *The State*, John Whittle with BigSpur.com, Mitch Brown with WACH Fox news, and David Cloninger with *The Post and Courier*. Mr. Stensland advised Collyn Taylor and Christine Bartruff with *The Daily Gamecock*, Reggie Anderson with WLTX, Andy Shain with *The Post and Courier*, Josh Kendall with *The Athletic* and John Del Bianco with The BigSpur.com joined by audio.

B. Invocation

Chair Smith invited Reverend John Cook, Associate Pastor for Campus Ministry at Shandon Presbyterian Church, to deliver the invocation.

MOTION FOR EXECUTIVE SESSION

Chair Smith indicated there was a need for an Executive Session for the receipt of Legal advice regarding pending litigation and a proposed contractual matter regarding the hiring of the Head Football Coach. Mr. Adams moved to enter Executive Session and Mr. Burroughs seconded the motion. A vote was taken, and the motion carried unanimously. Chair Smith advised there would be no action taken in Executive Session and invited the following to remain: Trustees, President Caslen, Secretary Heath, Dr. Cooper, Ms. Rushton, Mr. Seaton, Mr. Parham, Mr. Walton, Mr. Tanner, and Ms. Dunleavy.

EXECUTIVE SESSION

– Executive Session Removed

RETURN TO OPEN SESSION

II. Approval of Athletics Contract

Chair Smith called on Terry Parham to present the Head Football Coach Contract for approval. Mr. Parham presented the contract for new Head Football Coach Shane Beamer. The contract included a five-year term, ending December 31, 2025, and guaranteed annual compensation of \$2,750,000. The annual compensation consist of \$1.1 million in USC base salary and \$1.65 million in outside compensation paid directly by the Athletics Department's contract rights holders. Coach Beamer is eligible to earn the greater of the following as additional compensation: \$200,000 for a Southeastern Conference (SEC) Championship Game appearance or \$250,000 for winning a SEC Championship Game. Coach Beamer is also eligible to earn the greater of the following: \$100,00 for a Non-College Football Playoff (CFP) Bowl appearance (except the Citrus Bowl) or \$150,000 for a Citrus Bowl appearance or \$300,000 for a CFP "New Year's 6" Bowl game appearance or \$500,000 for a CFP Semifinal

game appearance or \$750,000 for a CFP National Championship appearance or \$1,000,000 for winning the CFP National Championship game. If Coach Beamer is recognized as the SEC Coach-of-the-Year, he will earn a \$75,000 bonus and if he is named National Coach-of-the-Year by the American Football Coaches Association we will earn a \$125,000 bonus.

Coach Beamer will receive the use of one suite at Williams-Brice Stadium containing 16 seats, plus 8 additional tickets, to each regular season home game. He will receive 12 tickets to each regular season away game and his spouse is allowed to travel with the team to away football games. He will receive 24 tickets to any post-season bowl game in which the football team participates. Coach Beamer will have the use of two automobiles under the Athletics Department dealer program. He will receive membership in one country club and one dining club approved by the University. Coach Beamer will receive actual relocation and moving expenses in accordance with University Administration and Finance Policy FINA 1.08. All benefits are subject to IRS regulations concerning tax treatment.

Mr. Parham stated the contract was posted on the Board portal for review prior to this meeting and highlighted termination, buyout provisions, and liquidated damages.

Ms. Newton made a motion to approve the Head Football Coach Contract as presented and posted on the Board portal. Ms. Moody seconded the motion. A vote was taken, and the motion carried.

III. Approval of Minutes

Chair Smith stated eight sets of minutes were finalized and posted on the Board portal and listed on the agenda. There were no additions, deletions, or corrections and the minutes were approved as distributed.

IV. Approval of Committee Consent Agendas

Chair Smith stated three Committees submitted consent agendas posted on the Board portal and listed on the agenda. Each Committee recommends full Board approval of all items listed on the respective consent agenda. There were no objections to this single motion. A vote was taken, and the motion carried. A detailed written report for each Committee follows.

A. Academic Excellence and Student Experience Committee – December 15, 2020

Academic Excellence and Student Experience Committee

(The Honorable C. Dan Adams, Chair)

Written Report for Consent Agenda

December 15, 2020

The Academic Excellence and Student Experience Committee met on December 15, 2020 and recommends full Board approval of all items in this report, which have received the appropriate academic and administrative approvals.

I. Personnel Matters

A. Honorary Academic Titles

The requests below for honorary academic titles were posted on the Board Portal with supporting materials. If approved, the following individuals will be awarded the title(s) indicated, effective with his/her retirement:

Carolina Distinguished Professor Emeritus

Ronald Benner

Distinguished Professor Emerita

Janet Lee Griffin

Distinguished Research Professor Emerita

Jennifer Pournelle

Professor Emerita

Mary Lou Hightower

Dean Emerita and Librarian Emerita

Frieda Davison

NCR Chair in Computer Science Distinguished Professor Emeritus

Duncan Buell

B. Hire with Tenure

School of Hotel, Restaurant and Tourism Management, College of Hospitality, Retail, and Sport Management

Lori Pennington-Gray – with Appointment as the SmartState Endowed Chair for Tourism Management and Economic Development, and with Appointment as Director of the Richardson Family SmartState Center of Economic Excellence in Tourism and Economic Development.

C. Tenure and Promotion

1. Promotion to Professor

College of Arts and Sciences

Hexin Chen – Biological Science

Natalia Shustova – Chemistry and Biochemistry

Hayden Smith – Criminology and Criminal

Justice Michael Dowdy – English

Tracey Weldon – English

George Androulakis – Mathematics

Yi Sun – Mathematics

Michael Bizimis – Earth, Ocean, and Environment

Matthew Brashears – Sociology

Peter Duffy – Theatre and Dance

College of Education

Jan Yow – Instruction and Teacher Education

College of Engineering and Computing

Ehsan Jabbarzadeh – Chemical Engineering

College of Hospitality, Retail, and Sport Management

Fang Meng – Hotel, Restaurant and Tourism Management

Stephen Shapiro – Sport and Entertainment Management

College of Information and Communications

Lucilia Green – Library and Information Science

Kim Thompson – Library and Information Science

College of Pharmacy

Phillip Buckhaults – Drug Discovery and Biomedical Sciences

Peisheng Xu – Drug Discovery and Biomedical Sciences

Moore School of Business

Donna Schmitt – Accounting

Donghang Zhang – Finance

Marc van Essen – International Business

Elizabeth Ravlin – Management

School of Law

Josh Gupta-Kagan

School of Medicine Columbia

Susan Lessner – Cell Biology and Anatomy

Angela Murphy – Pathology, Microbiology, and Immunology

School of Music

Jennifer Parker-Harley

Lynn Kompass

Arnold School of Public Health

James Burch – Epidemiology and Biostatistics

2. Tenure at Associate Professor

School of Medicine

Mohammad Azhar – Cell Biology and Anatomy

Paul Bornemann – Family and Preventive Medicine

3. Tenure and Promotion to Associate Professor

College of Arts and Sciences

Alexandre Bonafos – Languages, Literatures, and Cultures

Marko Geslani – Religious Studies

College of Engineering and Computing

Shamia Hoque – Civil and Environmental Engineering

4. Tenure at Librarian

University Libraries

David Michael Berry – Librarian

II. Personnel Matter – USC Beaufort

— Promotion to Full Professor

Department of Hospitality Management

Nancy Hritz – Hospitality Management

III. Columbia

A. New Programs

1. BS Music Industry Studies
2. BA Languages, Literatures and Cultures (Program Consolidation)
3. MA Languages, Literatures and Cultures (Program Consolidation)
4. MSN Nurse Education
5. Certificate in Graduate Studies in Nursing Education
6. PhD Psychology (Program Consolidation)
7. PhD Informatics

B. Program Modifications

1. MEd Learning Design and Technology
2. MEd Special Education (add concentration)
3. MAT Special Education (add concentration)
4. MBA/PharmD Combination Degree
5. MD Medicine

C. Dual Degree Programs

1. BS Civil Engineering Dual Degree with National University of Science and Technology, Sultanate of Oman
2. BS Mechanical Engineering Dual Degree with National University of Science and Technology, Sultanate of Oman
3. BS Electrical Engineering Dual Degree with National University of Science and Technology, Sultanate of Oman
4. MPH Dual Degree with Nanjing Medical University
5. MHA Dual Degree with Nanjing Medical University

D. Name Changes

1. Accelerated Master of Business Administration Name Change to One-Year Master of Business Administration
2. Certificate of Advanced Graduate Study in Library and Information Science Name Change to Certificate of Specialized Study in Information Science

E. Online Delivery – 100%

1. BS Integrated Information Technology
2. BA Interdisciplinary Studies

F. New Center

— Cardiovascular Translational Research Center

IV. Approval of Faculty Manual Change to the Budget Committee

This concludes the Consent Agenda Report for the Academic Excellence and Student Experience Committee.

B. Finance and Infrastructure Committee – November 13, 2020

Finance and Infrastructure Committee

(The Honorable Mack I. Whittle Jr., Chair)

Written Report for Full Board Consent Agenda

November 13, 2020

The Finance and Infrastructure Committee met November 13, 2020 and recommends full Board approval of all items in this report.

I. Infrastructure Items

- A. Catawba Street Right-Of-Way Acquisition from the City of Columbia
- B. Granting of Land Easement to the City of Columbia

This concludes the Consent Agenda Report of the Finance and Infrastructure Committee.

C. Governance Committee – December 15, 2020

Governance Committee

(The Honorable Thad H. Westbrook, Chair)

Written Report for Full Board Consent Agenda

December 15, 2020

The Governance Committee met December 15, 2020 and recommends full Board approval of all items in this report.

I. Contact and Lease Approvals

A. Leases

- USC Development Foundation – School of Music: 1100 Greene Street

B. Contracts

1. Primary Beverage Supplier for Bookstore and Dining Operations: Pepsi Agreement
2. National Resource Center First Year Experience and Students in Transition – Hyatt Regency Agreement
3. John and Margaret Downs Gift Agreement – University Libraries
4. Amendment: Charles and Donna H. Bryan Health Science Library Gift Naming Agreement
5. Joey Rose, LLC Gift Agreement – Athletics Department

C. Resolution

- Adoption of a DOE Resolution: Exclusion of Certain Trustees and Officers

II. Approval of Mission Statements

- A. USC Aiken
- B. USC Beaufort
- C. USC Upstate

This concludes the Consent Agenda Report of the Governance Committee.

V. Approval of COVID Compliance Fee

Chair Smith called on Kelly Epting to present the COVID Compliance Fee for approval. Ms. Epting presented an off-cycle fee request from Student Affairs. As part of the University's comprehensive risk mitigation plan for Spring 2021, the University has adopted testing requirements for students, faculty, and staff. This off-cycle fee for students is requested for implementation beginning January 2021. The proposed fee pertains to students required to be tested once every 30 days. Affected students are those housed on campus (including University leased apartments, 650 Lincoln and the Greek Village), students taking at least one in-person or hybrid course, or students participating in the Greek Village meal plan. One Saturday per month, students will receive notification of a requirement to test that week. The Office of Student Conduct will request sanctions/fees for notified students not tested to encourage compliance. The first sanction would include a warning, the second sanction would include a chance to comply within 48 hours or a \$100 fine, the third sanction would include a chance to comply within 48 hours or a \$250 fine and interim suspension, and the fourth sanction would be a recommendation of suspension. Students providing proof of a positive COVID-19 test result within 90 days are exempt.

Mr. Mobley made a motion to recommend full Board approval of the COVID-19 Compliance Fee as presented and posted on the Board portal. Mr. Jones seconded the motion. A vote was taken, and the motion carried.

VI. Election of Trustee to the South Carolina Research Foundation

Chair Smith stated the Governance Committee met earlier in the day and recommends Richard A. Jones, Jr. to replace Mr. Westbrook as the Trustee representative on the South Carolina Research Foundation Board.

Mr. Harlan made a motion to elect Richard A. Jones, Jr. as Trustee representative on the South Carolina Research Foundation Board. Mr. English seconded the motion. A vote was taken, and the motion carried.

VII. Election of Board of Visitors Unexpired Term

Chair Smith advised that Mr. Loadholt has recommended Mr. Jeff Spears to fill an unexpired term on the Board of Visitors for the 2nd Judicial District. Mr. Spears' information was posted on the Board portal for this meeting.

Mr. Burroughs made a motion to elect Jeff Spears to the Board of Visitors representing the 2nd Judicial District. Mr. Adams seconded the motion. A vote was taken, and the motion carried.

VIII. Agenda for January 2021 Board Retreat Discussion

Chair Smith called on Dr. Cameron Howell for an update on agenda items for the January 2021 Board Retreat. Dr. Howell advised a draft agenda for the January Board of Trustees Retreat was posted to the Board portal. The Retreat, originally planned for Hobcaw Plantation, has been moved to the Pastides Alumni Center due to COVID-19 protocols. Dr. Howell stated the Board has engaged Dr. Peter Eckel and Dr. Cathy Trower to facilitate the Retreat and assist in developing the agenda. Dr. Howell advised both are highly regarded as governance experts in higher education and understand the way theory and practice intersect. Dr. Howell highlighted Board topics to be discussed during the Retreat including shared governance, communication protocols, leadership training and succession planning within the Board. In addition, time is set aside to hear from President Caslen, Executive Vice President and CFO Ed Walton, and Chief Information Officer Doug Foster.

Chair Smith thanked Dr. Howell and stated this update was received as information.

IX. Campus Village Project Update

Chair Smith called on Ed Walton for a Campus Village Project update. Mr. Walton presented a rendering of the Campus Village Project consisting of four residential housing buildings which will provide 1,800 beds when complete. Dining and parking are components of the project. The total approved project cost is \$240,000,000.

All related regulatory approvals have been completed. The Board of Trustees approved the project/sale of bonds on June 21, 2019. Preliminary site work began in late fall of 2019 prior to the sale of bonds. Total cost to-date is approximately \$12 million. This amount includes ownership of sitework and all plans, drawings, and renderings. In June 2020 major site work and vertical construction was delayed due to the COVID-19. Mr. Walton stated the project was put on hold for approximately six months and revisited in September 2020. Two separate studies (Brailsford & Dunleavy and Reith Jones Advisors) affirm demand for the student residential experience is expected to continue. Currently, borrowing rates are lower than planned. Early indications are cost savings may be realized due to current market conditions, although this is not guaranteed. Mr. Walton stated all benefits of the project still exist.

Mr. Walton presented a revised plan which included a slow ramp-up of the project. Market conditions will be monitored, and project financing activities may be required. Marketing and promotion will begin in the Spring or Summer of 2021. A revised and robust construction plan would enable a target occupancy date in the Fall 2023.

In response to an inquiry from Mr. Whittle, Mr. Walton advised the original contractor budget was approximately \$209 million and could be less. Mr. Burroughs asked if there was interest from the private sector that will allow the University to acquire less debt for

developing the project. Mr. Walton stated it was difficult to get the regulatory approvals with a private investor.

Chair Smith thanked Mr. Walton and stated the update was received as information.

X. USC Beaufort Athletics Conference Affiliation

Chair Smith called on Dr. Al Panu to provide a Board briefing on the USC Beaufort athletic conference affiliation. Dr. Panu advised USC Beaufort was in the process of exploring transitioning the Athletics program from the current affiliation with the NAIA to the NCAA Division II. If successful, the plan would allow USC Beaufort to become part of the Peach Belt Conference, which includes peer and peer-aspirant institutions. While the Sun Belt Conference of the NAIA has been a good home for USC Beaufort Athletics, over the last 13 years it has become more Florida-centric and largely composed of private institutions with profiles typically different from USC Beaufort. The transition to the Peach Belt Conference will result in several benefits, including reduced cost and travel time for athletes and enhanced recruiting efforts. As a step in the application process, proof of Board notification is required. Dr. Panu stated President Caslen is supportive of these efforts and this update is to provide formal notice to the Board.

Chair Smith thanked Dr. Panu and stated this update was received as information.

XI. Introductory Overview on Diversity Training

Chair Smith called on Julian Williams to present an introductory overview on Diversity training. Mr. Williams advised he has worked closely with Vice Chair Westbrook putting a framework together for the Board on establishing an inclusive, diverse and equitable environment at the University. He stated he would spend some time laying the foundation for that framework and spend time in early 2021 engaging an external facilitator to facilitate

professional development for the Board on these topics. President Caslen's strategic plan calls for an institutional vision to cultivate a more diverse, equitable and inclusive campus culture where every individual, regardless of background, has the full opportunity to flourish and thrive. He advised it was critical for the University to be proactive, providing direction to campus units, faculty, staff, and students on its commitment to inclusion and demonstrate intentionality. Mr. Williams introduced the definitions of diversity, equity, and inclusion by defining each with examples. He presented practical applications for implementing programs to enhance the goals of diversity, equity, and inclusion. Mr. Williams entertained questions from the Board.

Chair Smith thanked Mr. Williams for his presentation and stated it was received as information.

XII. USC Columbia Student Body President's Report

Chair Smith called on Issy Rushton for the USC Columbia Student Body President's Report. Ms. Rushton expressed how honored she was to be President of the USC Columbia Student Body. Shortly after the first news article appeared on March 21, 2020 announcing a University student tested positive for COVID-19, students felt the impact of interrupted education and the reality of virtual graduation. However, during this time the student body grew stronger. Students gathered within their organizations on Microsoft Teams and planned virtual dinners. The University is no stranger to challenge and when faced with a global pandemic, the University's student body rose to the occasion. When the University announced its decision to reopen campus in the Fall, many doubted the student body could work towards a common goal and help keep the University open. However, through a community spirit that is unrivaled, students ensured the University succeeded.

Ms. Rushton thanked the Board on behalf of the Student Body for taking an intentional stance toward the renaming of campus buildings with racist backgrounds.

Chair Smith thanked Ms. Rushton for her report and stated it was received as information.

XIII. President's Report

Chair Smith called on President Caslen for the President's report. President Caslen stated it has been an honor working with the Board this year. He began his report by providing an update on COVID-19. He acknowledged the tremendous effort of faculty and staff who helped the University through this pandemic. President Caslen reviewed COVID-19 related reporting statistics and highlighted several lessons learned.

President Caslen provided a high-level overview of funding the University expects to receive as detailed in earlier in Ms. Epting's presentation. He provided an update on partnerships, particularly highlighting work at the Savannah National River laboratory and Fort Gordon. He also provided an update on a unique partnership between the Medical University of South Carolina, Francis Marion College and the University for the School of Medicine in Florence, SC. President Caslen advised he would provide a Strategic Plan update at the January Board Retreat. He stated the President's Commission on University History has been re-organized into three groups that focus on history, renaming considerations, and communication. The Commission's next step will be to present an interim report detailing the work of the Commission. A final report will follow that captures the immediate names of concern, assessment of those names, and recommendations for consideration.

The President touched on some of the challenges the Athletics Department has faced during COVID-19, particularly financial ones.

He stated Spring enrollment is down 2.8%, however up significantly from budget. He acknowledged the hard work of faculty and staff for their work in preserving enrollment. He reminded the Board furloughs implemented were split between 2020 and 2021 and asked the Board to terminate furloughs as of December 31, 2020.

Mr. Whittle asked if revenue is expected to be net positive or neutral. Mr. Walton stated University revenue for fiscal year end June 30, 2021 is anticipated to be \$40 million greater than budget. He stated the finance group is currently working with the Vice Provost and President to ascertain revenue projections for the Fall of 2021.

Chair Smith thanked President Caslen for his report and stated it was received as information.

XIV. Other Matters

In an effort to address upgrades and other IT plans for the University, Chair Smith appointed an Ad Hoc Committee on Information Technology. Trustee Moody and Chief Information Officer Doug Foster were named Committee co-chairs. Other members named to the Ad Hoc Committee were David Seaton, Trustee Newton, Dean. Hussain, Dirk Brown, Eddie King, Mark Ferguson, Trustee Smith (Ex-officio) and Trustee Westbrook (Ex-officio).

XV. Adjournment

As there were no other matters to come before the Board, Chair Smith declared the meeting adjourned at 2:20 p.m.

Respectfully submitted,



J. Cantey Heath, Jr.
Secretary