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University of South Carolina

BOARD OF TRUSTEES - CALLED

November 13, 2020

The University of South Carolina Board of Trustees convened in a called meeting at 12:10 a.m. on Friday, November 13, 2020, in the Pastides Alumni Center Ballroom and via Microsoft Teams video conference.

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

Also participating were USC Columbia Faculty Senate Chair Mark Cooper and USC Columbia Student Government President Issy Rushton.

Others in attendance were President Robert L. Caslen Jr.; Secretary J. Cantey Heath Jr.; Vice President for Human Resources Caroline Agardy; President's Chief of Staff Mark D. Bieger; Presidential Faculty Fellow Susan Bon; 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; Vice President of Information Technology and Chief Information Officer Doug Foster; Chief Executive

Officer USC Alumni Association Wes Hickman; Board Governance Consultant Cameron Howell; University Controller Mandy Kibler; Assistant to the President for System Affairs Eddie King; Executive Director Office of Economic Engagement Bill Kirkland; Senior Director of Strategic Partnership for Military and Government Programs Todd McCaffrey; General Counsel and Executive Director of Compliance Programs Terry Parham; Chief Operating Officer Jeffrey L. Perkins; Vice President for Student Affairs and Vice Provost Dennis Pruitt; Special Assistant to the President James Smith; University Treasurer Joe Sobieralski; Assistant Vice President, Media and External Engagement Jeff Stensland; Executive Vice President for Academic Affairs and Provost William F. Tate IV; Vice President for Communications Larry Thomas; Executive Vice President and Chief Financial Officer Ed Walton; and Board of Trustee Staff.

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 participating by Microsoft Teams video conference.

Chair Smith called on Mr. Jeff Stensland to introduced members of the press in attendance. Mr. Stensland introduced Mr. Lucas Daprile with *The State* and Ms. Erin Slowey with *The Daily Gamecock*.

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.

II. Approval of Minutes

Chair Smith stated eight sets of minutes were completed and posted on the Board Portal for this meeting. There were no additions, deletions, or corrections and the minutes were approved as distributed.

III. Approval of Contracts

Chair Smith called on Mr. Terry Parham to present contracts for approval.

A. Men's and Women's Basketball Charter Flight Agreements

Mr. Parham advised the Athletics Department sought the Board's approval to enter into charter flight agreements for the Men's and Women's Basketball teams for the 2020-21 season. However, because of COVID-19 the Southeastern Conference (SEC) Men's and Women's conference games and non-conference games were just finalized in the last few days. For that reason, the Athletics Department is still currently negotiating charter flight agreements. Since the University's basketball programs' games start before the next set of Board meetings, the Athletics Department seeks a blanket authorization to enter into charter flight agreements with the company that offers the most advantageous terms for the 2020-21 season with a maximum cap not to exceed \$500,000 on any contract. These contracts that are finalized will be reviewed by the Legal Office for legal sufficiency and signed by Cantey Heath as University Secretary.

Chair Smith called for questions. Mr. von Lehe made a motion to approve the Athletics Department's request to negotiate charter flight agreements for the Men's and Women's 2020-21 Basketball season as presented by Mr. Parham. Mr. Adams seconded the motion. A vote was taken, and the motion carried.

B. Cepheid Reagent Rental Agreement

Mr. Parham advised Dr. Debbie Beck and University Student Health Services requested Board approval of an amendment to an extension of its current reagent rental agreement with Cepheid. Student Health Services has contracted with Cepheid since 2016. Under the current agreement, Student Health Services is required to purchase reagents and to conduct a minimum of 408 diagnostic tests each month. The company in turn provides equipment located in the Student Health Services facility so tests can be diagnostically examined on site and test results obtained faster. Under the proposed amendment, Student Health Services will increase the number of minimum tests to 600 per month. The term of the proposed contract amendment is five years and Student Health Services estimated it will spend \$284,000 annually during the five-year term.

Mr. Burroughs made a motion to approve the Cepheid Reagent Rental Agreement as presented and posted on the Board portal. Dr. Floyd seconded the motion. A vote was taken, and the motion carried.

C. First Amendment and Extension of Student Support Agreement

Mr. Parham advised on December 17, 2019, the Board approved two student support agreements on behalf of University Housing pursuant to which the University obtained and received a guarantee of a total of 700 beds in two private housing complexes located close to campus. These housing agreements helped the University provide beds for incoming students for the 2020-21 year. Both agreements expire July 31, 2021. University Housing and University Admissions have determined the need for the additional 700 off campus beds to accommodate the University's incoming class 2021-22. To increase the efficiency and decrease administrative costs associated with having two student support agreements, one agreement has been negotiated with

YOUnion complex to provide all 700 beds to the University. Board approval was sought to amend and extend the current student support agreement with South Carolina Student Housing Lease Company for the period of August 1, 2021 through July 31, 2022. The University treats these off-campus sites as if they are on campus housing and the students are responsible for and subject to all the University's Housing rules and regulations. In addition, the YOUnion complex will now provide a service location for grab and go meals to the students who live there. The total rental value of the 700 rooms is \$8,099,600.

Mr. Harlan made a motion to approve the First Amendment and Extension of Student Support Services agreement as presented and posted on the Board portal. Mr. Jones seconded the motion. A vote was taken, and the motion carried.

IV. Committee Consent Agenda Approval

A. Governance Committee – October 9, 2020

Chair Smith stated the Governance Committee met October 9, 2020 and recommends full Board approval of all items listed on the Committee's Consent Agenda, as posted on the Board Portal. Hearing no objections, a vote was taken, and the motion carried. All items were approved, and the Committee's detailed written report follows:

Governance Committee

(The Honorable Thad H. Westbrook., Chair)

Written Report for Full Board Consent Agenda

November 13, 2020

The Governance Committee met October 9, 2020 and recommends full Board approval of all items in this report.

I. Motion – BOT Policies Revisions

Motion:

I move that the policies of the Board of Trustees (“BTRU”) be amended to replace and update references to the standing committees.

Former Standing Committee:

New Standing Committee:

Academic Affairs and Faculty Liaison Committee

Academic Excellence and Student Experience Committee

Audit and Compliance Committee

Audit, Compliance and Risk Committee

Buildings and Grounds Committee
Committee

Finance and Infrastructure

Executive and Governance Committee

Governance Committee

Health Affairs Committee

Health and Medical Affairs Committee

Intercollegiate Athletics Committee

The standing committee with jurisdiction

over the matter in question as determined by the Board of Trustees Bylaws

Student and System Affairs Committee

Academic Excellence and Student Experience Committee or University System Committee based on the matter in question as determined by the Board of Trustees Bylaws

This concludes the consent agenda report of the Governance Committee.

B. Finance and Infrastructure Committee – November 13, 2020

Chair Smith stated the Finance and Infrastructure Committee met November 13, 2020 and recommends full Board approval of all items listed on the Committee's Consent Agenda as posted on the Board Portal. Hearing no objections, a vote was taken, and the motion carried. All items were approved, and the Committee's detailed written report follows:

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. Gift Naming Opportunities

A. College of Information and Communications

– Josephine and Murray M. Howard, Jr. Office

B. School of Medicine – Columbia

– Charles S. and Donna H. Bryan Health Science Library –
Amendment

This concludes the consent agenda report of the Finance and Infrastructure Committee.

V. John von Lehe Jr. Resolution

Chair Smith advised a Resolution honoring The Honorable John C. von Lehe Jr. for his dedicated service as Chairman of the Board of Trustees was posted on the Board portal. He moved that the Board adopt the Resolution by acclamation. All Board members signified

approval. Chair Smith stated Secretary Heath would read the Resolution at the Board luncheon and a framed Resolution will be presented to Mr. von Lehe in his honor at that time.

VI. Adjournment

Chair Smith adjourned the meeting at 12:20 p.m.

Respectfully submitted,

A handwritten signature in blue ink, appearing to read "J. Cantey Heath, Jr.", written in a cursive style.

J. Cantey Heath, Jr.
Secretary