

(Approved at March 21, 2014 Board of Trustees Meeting)

COLLEGE OF CHARLESTON BOARD OF TRUSTEES MEETING

Friday, February 28, 2014

Randolph Hall Boardroom

9:30 a.m.

Presiding:

Gregory D. Padgett, Chair

Board Members Present: Mr. Donald H. Belk, Mr. John H. Busch, Mrs. Demetria Noisette Clemons, Dr. L. Cherry Daniel, Mr. Frank M. Gadsden, Mrs. Renee B. Goldfinch, Ms. Henrietta U. Golding, Mr. David H. Hay, Ms. Pansy King-Reid, Mr. G. Lee Mikell, Mrs. Annaliza O. Moorhead, Dr. Toya D. Pound, Mr. Daniel Ravenel, Mrs. Renee B. Romberger, Dr. Edward L. Thomas, Jr., Mr. Joseph F. Thompson, Jr., and Mrs. Ricci Land Welch.

Board Members Participating by Conference Call: Mr. Jeffrey M. Schilz and Mr. John B. Wood, Jr.

Others present: Kathryn Bender, Senior VP for Legal Affairs/General Counsel; Mike Haskins, Executive VP for External Relations; Elizabeth Kassebaum, Executive Secretary to the Board of Trustees & VP for College Projects; Jamie Ferrare, AGB Search Firm Consultant; Brian McGee, Chief of Staff/Senior VP for Executive Administration; Mike Robertson, Senior Director, Media Relations; JoAnn Throckmorton, Administrative Assistant; and Betty Craig, recording secretary.

Chair Padgett called the meeting to order at 9:30 a.m. noting that the meeting notice has been posted and the press notified as required by the Freedom of Information Act.

WELCOME AND INTRODUCTIONS:

Chair Padgett welcomed everyone attending the meeting, including those members of the campus community interested in the Presidential Search. *[For the record, the list of interested members of the campus community is included at the end of these minutes.]*

Also, he welcomed Dr. Jamie Ferrare, AGB Search Consultant, who joined the meeting to assist with the Presidential Search Process.

Chair Padgett welcomed members of the Board of Trustees who were present in the room – Trustees Don Belk, John Busch (will arrive shortly), Demetria Clemons, Cherry Daniel, Frank Gadsden, Renee Goldfinch, Henri Golding, David Hay, Pansy King-Reid (will arrive shortly), Lee Mikell, Annaliza Moorhead, Toya Pound (will be late), Dan Ravenel, Renee Romberger, Eddie Thomas, Joe Thompson and Ricci Welch.

He noted that Jeff Schilz (will be late) and John Wood will participate by conference call.

And finally, he recognized Kathryn Bender, Brian McGee, Elizabeth Kassebaum, Mike Haskins, Mike Robertson and Betty Craig as other attendees at the meeting.

APPROVAL OF MEETING MINUTES:

Trustee Lee Mikell asked for unanimous consent to amend the minutes of the February 11, 2014 Special Board Meeting. Below is the statement to be added on page 2 of the February 11, 2014 Special Board Meeting Minutes.

“Chair Padgett thanked the Board for a productive discussion of candidates for the position of President, and he looks forward to the continued discussion of candidates at the next meeting which will be scheduled at a date and time to be determined.”

The motion was made by Trustee Cherry Daniel, and seconded by Trustee Renee Romberger, to approve the minutes of the February 11, 2014 Board Meeting, as amended. The Chair called for the yeas and nays, and the amended Minutes were approved by voice vote. For the record, Trustee Henrietta Golding abstained from voting on the amendment since she didn't attend the February 11 Board Meeting.

PRESIDENTIAL SEARCH PROCESS REVIEW:

Chair Padgett reminded the Board members that at its meeting on February 11 the Board considered the recommended candidates provided by the Presidential Search Committee.

He stated that the work of the Presidential Search Committee is critically important, and he expressed his thanks to the faculty, administrators, student, Trustees, and volunteer leaders who made up the search committee. The candidates recommended by the Search Committee will receive every consideration.

Further, Chair Padgett noted that today the Board must fulfill its duty and decide who will become presidential finalists and will continue the process that should lead to the announcement of Board-approved presidential finalists and interviews with those finalists.

Chair Padgett stated that he wanted to be absolutely clear on a few issues that have been raised in recent days.

Initially, some friends of the College have worried that the Search Committee's findings are not receiving the careful attention of the Board of Trustees. Some have even suggested that the Trustees should consider reimbursing the Foundation Board the cost of the search, if the Search Committee's results are not respected.

He assured everyone that he and his fellow Trustees have enormous respect for the findings of the Search Committee. Those findings and recommendations are being used by the Trustees. It is the case, however, that the Board, and only the Board, is ultimately responsible for naming presidential finalists.

On a related point, the Board's ultimate responsibility for naming finalists should not be a surprise to anyone. Chair Padgett read from the Charge to the Presidential Search Committee from the November 7, 2013 minutes of the committee, which are available on line:

“The Board of Trustees of the College of Charleston charges the Presidential Search Committee ... with conducting a search for the College of Charleston’s 22nd President and presenting to the Board of Trustees the names of no more than five candidates, unranked, for consideration. The Board of Trustees, acting under the authority granted to it under SC Code 59-130-30, shall select and evaluate the finalists and appoint the 22nd President of the College of Charleston.”

This same point, namely, that the Trustees select the finalists, was made at the January 17, 2014 meeting of the Search Committee.

Chair Padgett is confident that every Trustee will give the Search Committee’s recommendation their full consideration. But, he noted that, as Board Chair, he doesn’t have the power to go back in time and revise the charge given to the Search Committee. He also cannot ignore the legal authority given to the Board of Trustees under the S. C. Code of Laws.

The College of Charleston Presidential Search webpage on the College’s website will continue to be updated as appropriate in order to keep the campus community informed.

And finally, again, Chair Padgett stated that it is personally and professionally gratifying to him to work with everyone on this important effort for the future of the College of Charleston.

Chair Padgett asked Jamie Ferrare, AGB Search Consultant, to share his thoughts before they continue their discussion of the presidential search with the Board of Trustees. Jamie told everyone they should be proud of the Presidential Search Committee. The Committee worked diligently and followed the process. He stated that he looks forward to working with the Board of Trustees in this process.

EXECUTIVE SESSION:

The motion was made by Trustee Lee Mikell, and seconded by Trustee Frank Gadsden, to go into Executive Session at 9:40 a.m. to consider a candidate’s qualification for an honorary degree, discuss employment consistent with the S. C. Freedom of Information Act [Section 30-4-70 (a) (1)] and discussion of negotiations incident to proposed contractual arrangements and proposed purchase/lease of property. All in favor.

Chair Padgett noted that only the members of the Board of Trustees and Jamie Ferrare, AGB Search Consultant, will remain in Executive Session.

[Elizabeth Kassebaum, Mike Haskins, Kathryn Bender, Steve Osborne, Mike Robertson and Betty Craig left the meeting room but were asked to remain in close proximity to the meeting room.]

[For reasons of confidentiality in Executive Session, Jeff Schilz and John Wood acknowledged they were alone in a private venue on a phone line not being recorded.]

[Trustee John Busch joined the meeting at 11:00 a.m.]

[Trustee Jeff Schilz joined the meeting via conference call at 4:26 p.m.]

The motion was made by Trustee Joe Thompson, and seconded by Trustee Frank Gadsden, to come out of Executive Session at 6:25 p.m. All in favor.

[Regular session resumed.]

Chair Padgett noted for the record that no action was taken during Executive Session.

The motion was made by Trustee Dan Ravenel, and seconded by Trustee Renee Romberger, that Edwin Pearlstine be approved to receive an honorary degree at the May 2014 Graduate School Commencement Ceremony. The Chair called for the yeas and nays, and the motion passed unanimously by voice vote.

VOTES FOR PRESIDENTIAL CANDIDATES:

A motion was made by Trustees Henrietta Golding, and seconded by Trustee Dan Ravenel, to adopt a special rule of order permitting preferential voting by ballot, with the special rule of order to remain in effect only during the Board of Trustees meeting of February 28, 2014. Consistent with this special rule of order, the five presidential candidates receiving the most votes would then be contacted by the Board Chair or his designee and offered the opportunity to become presidential finalists. **The Chair called for the yeas and nays, and the motion passed by voice vote.**

For the record, Trustee Jeff Schilz stated that he had voted against the motion: “I am voting for the slate of candidates that was advanced to the Board by the Search Committee. The Search Committee consisted of a broad representation of various constituencies that are part of the CofC community. It is my belief that it is of paramount interest in this Presidential Search process to find a leader that will first, unite the College community, and second, enhance the reputation of the school. Because of the strong consensus for the candidates the Search Committee sent the Board of Trustees, and out of respect for their work, I am voting for those candidates.”

As directed by Chair Padgett, Elizabeth Kassebaum distributed a paper ballot to each Trustee. Trustees were instructed by the Chair that they could vote for a maximum of five candidates. Each candidate was identified on the ballot only by a previously assigned letter of the alphabet (e.g., “Candidate C”). Trustees were then asked to mark their ballots and return them to Elizabeth Kassebaum.

[Eighteen ballots were collected. Chair Padgett asked everyone to stand at ease while Ms. Kassebaum and Chair Padgett counted the votes.]

Following a count of the votes, Chair Padgett announced the identities (by previously assigned letter of the alphabet) for the five presidential candidates receiving the most votes. Each candidate from this list will be invited to become a presidential finalist. Each finalist will be asked to participate in interviews on campus with various campus constituencies.

For the record, Trustee John Wood stated that he did not vote in favor of the selected slate of candidates.

Chair Padgett announced that the names of the finalists will be made public once the candidates confirm that they want to continue to be considered for the presidency.

The motion was made by Trustee Henrietta Golding, and seconded by Trustee David Hay, that the meeting be adjourned at 6:55 p.m.

Members of Campus Community attending the January 31, 2014 Board of Trustees Meeting:

Tim Barker, Chemistry Department
Tracy Bates, Information Technology
Sean Bath, MES/MPA
Mary Battle, Avery Research Center
Mary Bergstrom, Registrar's Office
Deborah Bidwell, Biology Department
Richard Bodek, History Department
Kristi Brian, Institutional Diversity
Cheryl Carmock, Environmental Studies
Wendy Cory, Chemistry Department
Jim Deavor, School of Sciences and Mathematics
Katie Dewitt, MPA
Karen Eppet, Health Advising
Marcella Forconi, Chemistry Department
Cassandra Foster, Graduate Studies
Chris Gilliard, MSPS/Safe Zone
Bethany Goddier, Communications Department
Susan Hallatt, Graduate Studies
Karen Hauschild, Academic Advising
Tom Heeney, Communications Department
Tom Holcomb, ROAR/Safe Zone
Jason Howell, Mathematics Department
Chris Korey, Biology Department
Cristy Landis, Academic Advising
Richard Lavrick, Chemistry Department
Mark McConnell, Graduate Studies
Penelope McKeeren, MBA
Shannon McKenzie, Disability Services
Adam Mendelsohn, Jewish Studies
Beth Meyer Bernstein, Biology Department
Robyn Olejniczak, Graduate Studies
Dave Owens, Biology Department
Allison Piepmier, Women & Gender Studies
Matt Rutter, Biology Department
Bri Sanders, Women & Gender Studies
Melinda Scharstein, Library
Michelle Sellars, Library
Kirk Stone, Communications Department
Melissa Thomas, Center for Student Learning
Brook Van Horn, Chemistry Department
Jolanda VanArnhem, Library
Justin Wyatt, Chemistry Department