

(Approved at March 20, 2020 Special Board of Trustees Meeting)

COLLEGE OF CHARLESTON
UNIVERSITY OF CHARLESTON, SC
Board of Trustees Meetings
Alumni Hall/Randolph Hall Boardroom¹
January 23-24, 2020

Presiding:

Trustee Chuck Baker, Chair, Student Affairs & Athletics Committee
Trustee Randy Lowell, Chair, Budget, Finance, & Facilities Committee
Trustee Henrietta Golding, Chair, Audit & Governance Committee
Trustee Steve Swanson, Chair, Development, Alumni, Governmental
& External Relations Committee
Trustee Ricci Welch, Chair, Academic Affairs Committee
David M. Hay, Chair, Board of Trustees

THURSDAY, JANUARY 23, 2020

8:30 a.m.

STUDENT AFFAIRS AND ATHLETICS COMMITTEE – Alumni Hall

Trustee Chuck Baker, Chair; Trustee Shawn Holland, Vice Chair

Committee Members Present – Trustees Charles J. Baker (Chuck) (chair); Demetria Noisette Clemons; Henry A. Futch, Jr. (Hank); Randolph R. Lowell (Randy), Toya D. Pound; Renée B. Romberger; Penny S. Rosner; Craig C. Thornton; Ricci L. Welch; David M. Hay, ex officio; Andrew T. Hsu, ex officio, non-voting

Committee Members Participating by Conference Call – Trustee Shawn Holland (vice chair)

Additional Board Member(s) Present – Trustees R. McLaurin Burch, Elizabeth M. Burke (Beth), L. Cherry Daniel, Henrietta U. Golding, David M. Hay, Brian J. Stern, Steven D. Swanson (Steve), and August G. Swarat II (Tav).

Board Member(s) Participating by Conference Call – Trustee John H. Busch

Board Member(s) Absent – Trustee John B. Wood, Jr.

Others Present – President Andrew Hsu, Michaela Abbott (Staff Asst. to the BOT), Melantha Ardrey (Director, Residence Life/Chair, Staff Adv. Comm. to the Pres.), Vince Benigni (Prof., Communication Dept./Faculty Senate Athletics Rep.), Mark Berry (VP, Div. of Marketing and Communications), Divya Bhati (Assoc. VP, Institutional Effectiveness), Terry Brown (Pres., Cougar Pantry), Jeri Cabot (Dean of Students/Assoc. VP, Student Affairs), Jill Caldwell (Assoc. Dir., Student Life), Alicia Caudill (Exec. VP, Stud. Affairs), Betty Craig (Exec. Asst. to the BOT), John Curtis (IT Field Support Asst. Manager), Jimmie Foster (VP, Enrollment Planning), Kimberly Gertner (Dir., Equal Opportunity Programs), Godfrey Gibbison (Dean, SPS and Interim Dean, Grad. School), Christopher Gongora (Dir., Athletic Bands), Renard Harris (Assoc. VP/Chief Diversity Officer), George Hicks (Pres., Student Govt. Assoc.),

¹In accordance with requirements of the S. C. Freedom of Information Act, news media was notified of the time, location, and agenda for this meeting.

Multicultural Student Programs and Services), Katherine Jordan (Student), Elizabeth Kassebaum (Exec. Sec. to the BOT & VP for College Projects), Rachel Kim (SAAC Chair), Laura Lageman (Assoc. Athletic Director), Rochelle Johnson (Dir., Multicultural Student Programs and Services), Robin LaRocque (Dir., Victim Services), Aiden Leahy (Student), Simon Lewis (Speaker of the Faculty/Prof., Eng. Dept./Director, African Studies), Paul Maneval (AV Support), Valerie Morris (Dean, School of the Arts), Angela Mulholland (Gen. Counsel), Paul Patrick (Chief of Staff), Abigayle Phillian (Student), Ed Pope (VP of Human Resource/Interim Executive VP for Business Affairs), Jonathan Ray (Dir., Inst. Events/Chef Concierge), Matt Roberts (Director of Athletics), Jen Stevens (Admin. Coordinator, Business Affairs), Kate Tiller (Dir., Student-Athlete Academic Advising), Chris Tobin (Exec. VP, Inst. Advancement), Sebastian van Delden (Interim Dean, School of Sciences & Mathematics), Jamaal Walton (Assoc. Athletics Director), Fran Welch (Provost/Exec. VP, Acad. Affairs), Keith Wiggins (Men's Soccer Coach), and Dawn Willan (Controller/Interim VP, Fiscal Services/CFO)

Call to Order

Committee Chair Chuck Baker called the meeting to order at 8:32 a.m. in Alumni Hall noting that the meeting notice has been posted and the press notified as required by the Freedom of Information Act.

Approval of Minutes

The motion was made by Trustee Ricci Welch, and seconded by Trustee Randy Lowell, that the minutes of the October 17, 2019 Joint Meeting of the Student Affairs & Athletics Committees be approved as presented. The Chair called for the yeas and nays, and the Minutes were approved.

Student Spotlight

Committee Chair Baker turned the meeting over to Alicia Caudill, Executive VP for Student Affairs, who introduced Rachel Kim, SAAC President. Rachel spoke about the Cougar Pantry's Student Athlete Food Drive and noted that volunteers transport donated non-perishable food items to any students who need them.

Terry Brown, one of the Cougar Pantry Presidents, provided an overview of The Cougar Food Pantry which opened in September 2018. Located on the second floor of the Stern Student Center, it is operated by students for the students. Currently, it is open four to five days a week, but the goal for 2020 is for it to be open five days a week.

Information Items

Jamaal Walton, Associate Athletics Director, provided a "teaser" of the newly created Fight Song, "Cougars Fight On." Unveiling of the Cougar Fight Song by Chucktown Sound will take place at the CofC vs. Elon game on February 8, at 4:00 p.m. The lyrics were written by students Katherine Jordan, Aiden Leahy and Abigayle Phillian.

Kimberly Gertner, Director of Equal Opportunity Programs, provided an overview of Equal Opportunity Programs, including Title IX.

Robin LaRocque, Director of Victim Services, provided an update on students affected by crime. Chair Hay asked that this information be updated and provided on an ongoing basis using comparative crime statistics data.

Dr. Caudill introduced Rochelle Johnson, who was recently named Director of Multicultural Student Programs and Services (MSPS). Rochelle previously worked in the Office of Institutional Diversity and with SPECTRA students.

[Trustee Randy Lowell left the meeting at 8:50 a.m.]

[Trustee John Busch left the conference call at 8:57 a.m.]

Matt Roberts, Director of Athletics, provided an Athletics Strategic Plan Update regarding (1) Academic Excellence, (2) Competitive Success, and (3) Community Engagement.

Mr. Roberts introduced Keith Wiggins '04, Men's Soccer Coach.

Motion to Adjourn

The motion was made by Trustee Ricci Welch, and seconded by Trustee Renée Romberger, that the Student Affairs and Athletics Committee Meeting be adjourned at 9:22 a.m. All in favor.

[Break at 9:22 a.m.]

AUDIT AND GOVERNANCE COMMITTEE – Alumni Hall

Committee Members Present – Trustees Henrietta Golding (*chair*), Laurin Burch, Beth Burke and Steve Swanson

Committee Member(s) Absent – Trustee John Wood

Board Members – Trustees Chuck Baker, Demetria Clemons, Cherry Daniel, Hank Futch, David Hay, Randy Lowell, Toya Pound, Renée Romberger, Penny Rosner, Brian Stern, Tav Swarat, Craig Thornton and Ricci Welch

Board Member(s) Participating by Conference Call – Trustees John Busch and Shawn Holland

Others Present – President Andrew Hsu, Michaela Abbott, Melantha Ardrey, Divya Bhati, Alicia Caudill, Betty Craig, John Curtis, Jimmie Foster, Renard Harris, Howie Houston (*Elliott Davis*), Elizabeth Kassebaum, Simon Lewis, Gail Long (*Internal Auditor*), John Morris, Valerie Morris, Angela Mulholland, Paul Patrick, Ed Pope, Matt Roberts, Jen Stevens, Chris Tobin, Sebastian van Delden, Molly Waring (*Elliott Davis*), Fran Welch and Dawn Willan

Call to Order

Committee Chair Golding called the meeting to order at 9:28 a.m. in Alumni Hall noting that the meeting notice has been posted and the press notified as required by the Freedom of Information Act.

[Trustee John Busch rejoined the conference call at 9:30 a.m.]

Approval of Minutes

The motion was made by Trustee Laurin Burch, and seconded by Trustee Steve Swanson, that the minutes of the October 17, 2019 Audit and Governance Committee Meeting be approved as presented. The Chair called for the yeas and nays, and the Minutes were approved.

Audit Update

Committee Chair Golding noted that the Comprehensive Annual Financial Report (CAFR) and the Audit Report are at everyone's places and turned it over to Howie Houston from Elliott Davis to provide the audit update.

Mr. Houston presented an overview of the College's 2019 Comprehensive Annual Financial Report (CAFR) Audit and related engagements. No significant or unusual matters were noted.

[Trustee Randy Lowell rejoined the meeting at 9:45 a.m.]

Amended Board of Trustees' Governance Guidelines

Committee Chair Golding reported that an amended version of the Board of Trustees' Governance Guidelines should be available for the May or June Board of Trustees Meeting.

Motion to Adjourn

The motion was made by Trustee Steve Swanson, and seconded by Trustee Beth Burke, that the Audit and Governance Committee Meeting be adjourned at 9:49 a.m. All in favor.

BUDGET, FINANCE AND FACILITIES COMMITTEE – Alumni Hall

Trustee Randy Lowell, Chair; Trustee John Wood, Vice Chair

Committee Members Present – Trustees Randy Lowell (chair); Chuck Baker; Beth Burke; Demetria Clemons; Henrietta Golding; Renée Romberger; Brian Stern, and Steve Swanson; David Hay, ex officio; Andrew Hsu, ex officio, non-voting

Committee Member(s) Participating by Conference Call – Trustee Shawn Holland

Committee Member(s) Absent – Trustee John Wood

Board Member(s) Present – Trustees Laurin Burch, Cherry Daniel, Hank Futch, Toya Pound, Penny Rosner, Tav Swarat, Craig Thornton and Ricci Welch

Board Member(s) Participating by Conference Call – Trustee John Busch

Others Present – President Andrew Hsu, Michaela Abbott, Melantha Ardrey, Mark Berry, Divya Bhati, Alicia Caudill, Betty Craig, John Curtis, Trisha Folds-Bennett ((Dean, Honors College), Jimmie Foster, Renard Harris, Elizabeth Kassebaum, Simon Lewis, Paul Maneval, John Morris, Valerie Morris, Angela Mulholland, Paul Patrick, Ed Pope, Matt Roberts, Jen Stevens, Chris Tobin, Sebastian van Delden, Fran Welch and Dawn Willan

Call to Order

Committee Chair Randy Lowell called the meeting to order at 9:50 a.m. in Alumni Hall noting that the meeting notice has been posted and the press notified as required by the Freedom of Information Act.

Approval of Minutes

The motion was made by Trustee Henrietta Golding, and seconded by Trustee Renée Romberger, that the minutes of the October 17, 2019 Joint Meeting of the Budget and Finance, Facilities and Information Technology Committees be approved as presented. The Chair called for the yeas and nays, and the Minutes were approved.

Chair Lowell turned the meeting over to Ed Pope, VP of Human Resources and Interim Executive VP for Business Affairs, to begin the presentations. Mr. Pope introduced the following:

- Jimmie Foster – Enrollment Update
- Mark Staples – IT Update
- John Morris – Facilities Update
- Dawn William – Budget/Finance Update

Resolution to Approve Quarterly Budget Adjustments through December 31, 2019

Committee Chair Lowell reviewed the Resolution to Approve Quarterly Budget Adjustments through December 31, 2019. He asked for unanimous consent to dispense with the reading of the Resolution since all Board members were provided with a copy of the Resolution for review prior to the meeting.

The motion was made by Trustee Beth Burke, and seconded by Trustee Brian Stern, to approve the Quarterly Budget Adjustments through December 31, 2019 Resolution as presented. The Chair called for the yeas and nays, and the motion passed – the Resolution was adopted and approved.

[The Resolution was approved by the full Board on Friday, January 24, 2020 – see Friday’s meeting minutes for wording.]

Executive Session

The motion was made by Trustee Beth Burke, and seconded by Trustee Renée Romberger, to enter Executive Session at 11:02 a.m. for discussion of negotiations, incident to proposed contractual arrangements, and proposed purchase/lease of property. All in favor.

[Recess at 11:02 a.m.]

[Executive Session begins at 11:30 a.m. in Tate 202.]

[Board of Trustees, President Hsu, Senior Leadership Team, Elizabeth Kassebaum, Melantha Ardrey and Dawn Willan attended the Informal Lunch Meeting in Executive Session in Tate 202.]

[Billy Barnwell, Matt Bernstein and Jesse Kirchner joined Executive Session.]

[Trustee Chuck Baker recused himself from the discussion in Executive Session due to a potential conflict of interest.]

At this point, only the Board Members and President Hsu will attend Executive Session at this time. All others were asked to leave the Boardroom.

The motion was made by Vice Chair Demetria Clemons, and seconded by Trustee Renée Romberger, to come out of Executive Session and resume regular session. All in favor.

Regular Session resumed.

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

Motion to Adjourn

The motion was made by Trustee Brian Stern, and seconded by Vice Chair Demetria Clemons, that the Budget, Finance and Facilities Committee be adjourned at 1:20 p.m. All in favor.

[Everyone returned to Alumni Hall for the Development, Alumni and Governmental and External Relations Committee Meeting.]

DEVELOPMENT, ALUMNI AND GOVERNMENTAL AND EXTERNAL RELATIONS COMMITTEE – Alumni Hall

Trustee Steve Swanson, Chair; Trustee John Busch, Vice Chair

Committee Members Present – Trustees Steve Swanson (chair); Laurin Burch; Beth Burke; Cherry Daniel; Hank Futch; Henrietta Golding; Brian Stern; Tav Swarat; David Hay, ex officio; Andrew Hsu, ex officio, non-voting

Committee Member(s) Participating by Conference Call – Trustee John Busch

Committee Member(s) Absent – Trustee John Wood

Board Members Present – Trustees Chuck Baker, Demetria Clemons, David Hay, Randy Lowell, Toya Pound, Renée Romberger, Penny Rosner, Craig Thornton and Ricci Welch

Board Members Participating by Conference Call – Trustee Shawn Holland

Others Present – President Andrew Hsu, Michaela Abbott, Michael Adeyanju, Melantha Ardrey, Mark Berry, Divya Bhati, Alicia Caudill, Cande Cook (250th Project Director), Betty Craig, John Curtis, Jimmie Foster, Renard Harris, Courtney Howard (Interim Dean, School of Education, Health & Human Performance), Elizabeth Kassebaum, Simon Lewis, Paul Maneval, Valerie Morris, Angela Mulholland, Paul Patrick, Matt Roberts, Mark Staples, Jen Stevens, Chris Tobin and Fran Welch

Call to Order

Committee Chair Steve Swanson called the meeting to order at 1:34 p.m. in Alumni Hall noting that the meeting notice has been posted and the press notified as required by the Freedom of Information Act.

Approval of Minutes

The motion was made by Trustee Cherry Daniel, and seconded by Trustee Laurin Burch, that the minutes of the October 17, 2019 Joint Meeting of the Development, Alumni Affairs, Governmental Affairs and External Relations Committees be approved as presented. The Chair called for the yeas and nays, and the Minutes were approved.

[Trustee Tav Swarat joined the meeting at 1:42 p.m.]

Reports

- Chris Tobin – FY 2020 Fundraising Update
- Cande Cook – CofC Day: January 30, 2020
- Mark Berry – Marketing and Communications Report
- Paul Patrick – Governmental Affairs Update

Executive Session

The motion was made by Trustee Henrietta Golding, and seconded by Trustee Hank Futch, to enter Executive Session at 2:06 p.m. for discussion of negotiations, incident to proposed contractual arrangements, and proposed purchase/lease of property. All in favor.

[Board of Trustees, President Hsu, Senior Leadership Team and Elizabeth Kassebaum moved to Randolph Hall Boardroom for Executive Session.]

[Trustee John Busch rejoins the conference call at 2:15 p.m.]

[Trustee Henrietta Golding left Executive Session at 2:42 p.m.]

The motion was made by Trustee Hank Futch, and seconded by Trustee Cherry Daniel, to come out of Executive Session and resume regular session at 3:05 p.m. All in favor.

Regular Session resumed.

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

The motion was made by Trustee Renée Romberger, and seconded by Trustee Ricci Welch, to authorize the President to continue to negotiate an agreement to name the College of Charleston School of Business. All in favor.

Motion to Adjourn

The motion was made by Trustee Brian Stern, and seconded by Trustee Laurin Burch, that the Development, Alumni, and Governmental Affairs and External Relations Committee be

adjourned at 3:05 p.m. All in favor.

ACADEMIC AFFAIRS COMMITTEE MEETING – Alumni Hall

Trustee Ricci Welch, Chair; Trustee Penny Rosner, Vice Chair

Committee Members Present – Ricci Welch (Chair), Penny Rosner (Vice Chair), Laurin Burch, Demetria Clemons, Cherry Daniel, Toya Pound, Renée Romberger, Tav Swarat, Craig Thornton, David Hay (ex officio), Andrew Hsu (ex officio, non-voting)

Committee Member(s) Participating by Conference Call – Trustee John Busch

Board Members Present – Trustees Chuck Baker, Beth Burke, Hank Futch, Henrietta Golding, David Hay, Randy Lowell, Brian Stern and Steve Swanson

Board Member(s) Participating by Conference Call – Trustee Shawn Holland

Board Member(s) Absent – Trustee John Wood

Others Present – President Andrew Hsu, Michaela Abbott, Michael Adeyanju, Melantha Ardrey, Mark Berry, Divya Bhati, Alicia Caudill, Betty Craig, John Curtis, Lynne Ford (Assoc. VP, Academic Experience), Jimmie Foster, Godfrey Gibbison, Dan Greenberg, Renard Harris, Courtney Howard, Tim Johnson, Elizabeth Kassebaum, Gibbs Knotts, Simon Lewis, Mindy Miley (Asst. VP, New Student Programs), Valerie Morris, Paul Patrick, Silvia Rodriguez Sabater (Assoc. Prof., Hispanic Studies), Alan Shao (Dean, School of Business), Michelle Smith (Assoc. VP, Institutional Research), Mark Staples, Chris Tobin, Sebastian van Delden, Fran Welch and John White

Call to Order

Committee Chair Ricci Welch called the meeting to order at 3:07 p.m. in Alumni Hall noting that the meeting notice has been posted and the press notified as required by the Freedom of Information Act.

Approval of Minutes

The motion was made by Trustee Renée Romberger, and seconded by Trustee Penny Rosner, that the minutes of the October 17, 2019 Academic Affairs Committee Meeting be approved as presented. The Chair called for the yeas and nays, and the Minutes were approved.

Reports/Updates

- Fran Welch – Provost’s Report
- Alicia Caudill – Student Success and Retention Steering Committee Progress Update
- Lynne Ford – Student Success and Retention Software Update
- Melantha Ardrey – Staff Advisory Committee Chair’s Report
- Simon Lewis – Speaker of the Faculty Report

[Angela Mulholland joined the meeting at 3:19 p.m.]

[Trustee Brian Stern rejoined the meeting at 3:22 p.m.]

Resolution to Approve Awarding of May Graduate and Undergraduate Degrees

Committee Chair Welch reviewed the Resolution to Approve Awarding of May Graduate and Undergraduate Degrees. She asked for unanimous consent to dispense with the reading of the Resolution since all Board members were provided with a copy of the Resolution for review prior to the meeting. **The motion was made by Trustee Cherry Daniel, and seconded by Trustee Craig Thornton, to approve the Awarding of Degrees at May Commencement as presented. The Chair called for the yeas and nays, and the motion passed – the Resolution was adopted and approved.**

[Resolution was approved by the full Board on Friday, January 24, 2020 – see Friday’s meeting minutes for wording.]

Motion to Adjourn

The motion was made by Vice Chair Demetria Clemons, and seconded by Trustee Renée Romberger, that the Academic Affairs Committee meeting be adjourned at 3:49 p.m. All in favor.

ACCESS, EQUITY AND INCLUSION SUBCOMMITTEE MEETING – Alumni Hall

Trustee Cherry Daniel, Chair

Committee Members Present – *Cherry Daniel (Chair), Chuck Baker, Demetria Clemons and Ricci Welch*

Committee Member(s) Participating by Conference Call – *Trustee John Busch*

Board Members Present – *Trustees Laurin Burch, Beth Burke, Hank Futch, Henrietta Golding, David Hay, Randy Lowell, Toya Pound, Renée Romberger, Penny Rosner, Brian Stern, Steve Swanson, Tav Swarat and Craig Thornton*

Board Member(s) Participating by Conference Call – *Trustee Shawn Holland*

Board Member(s) Absent – *Trustee John Wood*

Others Present – *President Andrew Hsu, Michaela Abbott, Michael Adeyanju, Melantha Ardrey, Mark Berry, Divya Bhati, Alicia Caudill, Betty Craig, John Curtis, Lynne Ford (Assoc. VP, Academic Experience), Jimmie Foster, Godfrey Gibbison, Dan Greenberg, Renard Harris, Courtney Howard, Tim Johnson, Elizabeth Kassebaum, Gibbs Knotts, Simon Lewis, Valerie Morris, Paul Patrick, Mark Staples, Chris Tobin, Sebastian van Delden, Fran Welch and John White*

Call to Order

Committee Chair Cherry Daniel called the meeting to order at 3:49 p.m. in Alumni Hall noting that the meeting notice has been posted and the press notified as required by the Freedom of Information Act.

Reports

- Jimmie Foster – Enrollment Report
- Renard Harris – Diversity Programs Update

Motion to Adjourn

The motion was made by Vice Chair Demetria Clemons, and seconded by Trustee Renée Romberger, that the Access, Equity and Inclusion Subcommittee meeting be adjourned at 4:04 p.m. All in favor.

Committee Chair Daniel turned the meeting over to Chair Hay.

Executive Session – Randolph Hall Boardroom

Chair Hay called the full Board Meeting to order at 4:06 p.m. noting that the meeting notice has been posted and the press notified as required by the Freedom of Information Act and asked for a motion to move promptly into Executive Session.

The motion was made by Trustee Renée Romberger, and seconded by Trustee Toya Pound, to go into Executive Session for the following purposes: (1) Employee records – legal matters and executive contract negotiations – personnel matters; (2) Consideration of Candidates’ Qualifications for Commencement Speaker and Candidates’ Qualifications for Honorary

Degrees; and (3) Discussion of negotiations incident to proposed contractual arrangements and proposed purchase/lease of property. All in favor.

[Board of Trustees (except Trustee Chuck Baker who recused himself), President Hsu, Paul Patrick, Angela Mulholland, Fran Welch, and Elizabeth Kassebaum attended Executive Session. Trustee Brian Stern participated by conference call.]

The motion was made by Trustee Beth Burke, and seconded by Trustee Renée Romberger, to come out of Executive Session and resume regular session at 4:40 p.m. All in favor.

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

Regular Session resumed.

Motion to Recess Meeting

The motion was made by Vice Chair Demetria Clemons, and seconded by Trustee Hank Futch, to recess the full Board meeting at 4:45 p.m. until tomorrow morning at 8:30 a.m. in Alumni Hall. All in favor.

[Student Drop-In at 5:00 p.m., Stern Center Ballroom, followed by supper with President Hsu and First Lady Chen, The President's House, 6 Glebe Street.]

FRIDAY, JANUARY 24, 2020

8:30 a.m.

Board Members – Trustees Chuck Baker, Laurin Burch, Beth Burke, John Busch, Demetria Clemons, Cherry Daniel, Hank Futch, Henrietta Golding, David Hay, Randy Lowell, Toya Pound, Renée Romberger, Penny Rosner, Brian Stern, Steve Swanson, Tav Swarat, Craig Thornton and Ricci Welch
Board Member(s) Participating by Conference Call – Trustees John Busch, Shawn Holland and John Wood

Others Present – President Andrew Hsu, Michaela Abbott, Michael Adeyanju, Melantha Ardrey, Mark Berry, Divya Bhati, Alicia Caudill, Cande Cook (Director, 250th Celebration), Betty Craig, John Douglass (President, Cougar Club), Trisha Folds-Bennett, Jimmie Foster, Godfrey Gibbison, Rénard Harris, George Hicks, Courtney Howard, Tim Johnson, Elizabeth Kassebaum, Jeff Kinard (Chair, Foundation Board), Gibbs Knotts, Simon Lewis, John Morris, Valerie Morris, Angela Mulholland, Paul Patrick, Ed Pope, Courtney Pourciaux (Planned Giving Associate), Jonathan Ray (Director, Inst. Events and Chef Concierge), Michael Renault (Pres., CofC Alumni Assoc.), Matt Roberts, Alan Shao, Mark Staples, Chris Tobin, Sebastian van Delden, David Watson (Trustee Emeritus), Fran Welch and Dawn Willan. Also attending were John Curtis, Paul Maneval and Heather Moran (Photographer)

Meeting Reconvened

Chair Hay reconvened the meeting at 8:34 a.m. noting that the meeting notice has been posted and the press notified as required by the Freedom of Information Act.

Chair Hay welcomed everyone attending the meeting. Specifically, he welcomed Trustee Emeritus David Watson; Michael Renault, President of the Alumni Association; John Douglass, President of the Cougar Club; and Jeff Kinard, Chair, Foundation Board, to the meeting.

Introduction of Scholarship Donors and Student Recipients

Chair Hay took this opportunity to celebrate former faculty members who have made an impact in and out of the classroom by establishing endowed funds to support study abroad. In addition to making annual gifts to send current students abroad, Jeff Foster and Jorge and Dottie Marban have made commitments through their estates to ensure study abroad support is available to students for generations to come.

Chair Hay recognized Dottie Marban and one of her former scholarship recipients, Alivia Brew, class of 2020. Alivia, from North Augusta, is studying Spanish Language and Education.

Dottie and her late husband, Dr. Jorge Marban, taught Spanish at the College for over 25 years. The Jorge and Dorothy Marban Endowed Study Abroad Award provides financial support for College of Charleston students studying Spanish or Italian to study abroad.

Jeff Foster was unable to join the meeting today as he is spending time in France. Chair Hay recognized three of Jeff's scholarship recipients to show the impact of his giving. (1) Kyleigh Peterson, class of 2020, is studying biology; (2) Kathleen Trainor, class of 2020, is a psychology major from Atlanta, Georgia; and (3) Sally Ott, class of 2021, is a double major in French and Supply Chain Management.

Chair Hay thanked Jeff and the Marbans for their generosity and incredible service to the College and especially these wonderful students.

Introduction of Kenyatta Grimmage

Chair Hay asked Kenyatta Grimmage, Associate Director for Access Initiatives and Pre-College Programs in the Office of Admissions, to come forward to be recognized. The Black History Intercollegiate Consortium, comprised of the College of Charleston, MUSC, The Citadel, Trident Technical College and Charleston Southern University, honored Kenyatta at its 30th annual Martin Luther King, Jr. Celebration on Tuesday, January 21.

Kenyatta received one of five MLK Humanitarian Awards given to a faculty or staff member found to embody the ideals of equity, inclusivity and justice espoused by King.

Kenyatta is a 2004 graduate of South Carolina State University and 2015 graduate of Columbia College where he received a Master of Education degree. Prior to coming to the College of Charleston in 2009, he taught English in local school districts.

After four years working for the College's Upward Bound Program, he became the Assistant Director for Admissions, Access Initiatives and Pre-College Programs where he focuses on Diversity Recruitment and Retention.

In addition to his regular duties in the Admissions Office, he advises the student ambassadors and a service organization for students of color, Luminescent.

Chair Hay congratulated Kenyatta on this great honor and thanked him for his recommendation that the College consider support for a volunteer barber shop on campus to demonstrate interest in supporting all areas of student life. A master barber and barber instructor in the Charleston area for 14 years, Kenyatta also gives students in the College's SPECTRA program free haircuts during the summer. And last year, in an effort to create a safe space for minority males to have conversations about their struggles and build a sense of community and accountability, he worked with the Avery Center, OID, the OMSP, and with organization founders Warrenetta Mann and Jerez Mitchell to introduce "Cuts and Conversations" to the CofC campus.

Renard Harris expressed his support for a barber shop on campus. He noted that it would create a sense of community for all faculty, students and staff, particularly those of color.

Presentation to Michael Adeyanju

Chair Hay informed everyone that Michael Adeyanju will leave his position as Director of Executive Communications to lead communications for the CEO of the Children’s National Hospital in Washington, D.C.

Since this will be Michael’s last Board meeting, Chair Hay thanked him for his years of dedicated service to the College. Michael joined the College in 2012 and has done a remarkable job of elevating the communications of the presidencies of George Benson, Glenn McConnell, Steve Osborne and Andrew Hsu, and has worked behind the scenes to support the Board of Trustees. He earned his master’s degree in public administration, as well as a bachelor’s degree in political science with minors in Spanish and sociology from Ohio University.

Chair Hay presented Michael with a small token of appreciation for his years of service at the College.

Approval of Minutes

It was moved by Trustee Renée Romberger, and seconded by Vice Chair Demetria Clemons, that the minutes of the October 17-18, 2019 Board Meeting be approved as presented. The Chair called for the yeas and nays, and the Minutes were approved.

It was moved by Trustee Renée Romberger, and seconded by Trustee Hank Futch, that the minutes of the December 20, 2019 Special Board Meeting be approved as presented. The Chair called for the yeas and nays, and the Minutes were approved.

Resolution to Approve Quarterly Budget Adjustments – December 31, 2019

Chair Hay noted that the Budget, Finance and Facilities Committee met yesterday, and the Committee approved the Resolution to Approve Quarterly Budget Adjustments – December 31, 2019. He asked for unanimous consent to dispense with reading of the Resolution. **The Budget, Finance and Facilities Committee moved that the Resolution to approve the Quarterly Budget Adjustments – December 31, 2019 be adopted as presented. The Chair called for the yeas and nays, and the motion passed – the Resolution was adopted and approved.**

**COLLEGE OF CHARLESTON
RESOLUTION OF THE BOARD OF TRUSTEES
BUDGET ADJUSTMENTS**

January 24, 2020

WHEREAS, College management has reviewed its projections of revenues and expenses for the year 2019-2020 and, based on that review, has recommended certain reallocations and adjustments to the budget previously approved by the Board; and

WHEREAS, those recommended reallocations and adjustments were presented to the Board’s Budget, Finance and Facilities Committee and were determined to be reasonable and appropriately supported by College management.

NOW THEREFORE, be it

RESOLVED, that the Board hereby approves the recommended reallocations and adjustments to the approved budget for year 2019-2020, as presented by College management to the Budget, Finance and Facilities Committee and as further detailed in the table captioned “College of Charleston 2019-2020 Revenue and Expense Budget Adjustments December 31, 2019” contained in the Board of Trustees briefing materials dated January 11, 2020; and

RESOLVED, that all actions of College management to effectuate these reallocations and adjustments prior to the effective date of this Resolution are hereby ratified and affirmed.

Resolution to Approve Awarding of Graduate and Undergraduate Degrees During May Commencement

Chair Hay noted that the Academic Affairs Committee met yesterday, and the Committee voted to approve the awarding of Graduate and Undergraduate Degrees during May Commencement. He asked for unanimous consent to dispense with reading of the Resolution. **The Academic Affairs Committee moved that the Resolution to Approve Awarding of Graduate and Undergraduate Degrees during May Commencement be adopted as presented. The Chair called for the yeas and nays, and the motion passed.**

**COLLEGE OF CHARLESTON
UNIVERSITY OF CHARLESTON, SOUTH CAROLINA
RESOLUTION OF THE BOARD OF TRUSTEES
AWARDING OF DEGREES**

January 24, 2020

WHEREAS, pursuant to S.C. Code Ann. §59-130-30, the Board of Trustees of the College is constituted as a body corporate and politic and is empowered, among other things, to “confer degrees upon students and other persons as the board considers qualified”;

WHEREAS, the President has made available to the Board a preliminary list of candidates for the award of baccalaureate and graduate degrees from the several Schools of the College;

WHEREAS, each such candidate has been certified by the appropriate Dean, the Registrar, and the Provost, as Chief Academic Officer of the College, as meeting the requirements and prerequisites for the award of the appropriate degree upon the candidate’s successful conclusion of the 2020 Spring Semester;

WHEREAS, the Board has accepted such representations and certifications as being true and accurate in all material respects and has determined that all such degree candidates are so qualified for the award of their respective degrees upon the successful conclusion of the 2020 Spring Semester; and

WHEREAS, all of the relevant degree-awarding programs of the College related to degrees to be awarded under this Resolution have been duly approved by the South Carolina Commission on Higher Education;

NOW THEREFORE, BE IT --

RESOLVED, that the Board hereby authorizes the President to confer on each and all of the aforementioned described degree candidates who have successfully completed the 2020 Spring Semester, the names of each of which shall be published in the Official Program for the May 2020 Graduation Ceremony, those degrees for which they have been found qualified, together with all the rights, honors, privileges and responsibilities appertaining thereto;

RESOLVED, that the President and the Provost, or either of them, may make such adjustments to the preliminary list of candidates for the award of baccalaureate and graduate degrees from the several Schools of the College, as may be necessary and appropriate to account for the actual academic performance of degree seeking candidates during the 2020 Spring Semester; and

RESOLVED, that the President and Provost, and such employees as may be designated by both or either of them, are hereby authorized and directed to take any and all action as may be necessary and appropriate to implement this Resolution and effectuate its purposes.

250th Anniversary Celebration Report

Cande Cook, Project Director of the 250th Anniversary Celebration, provided an update regarding the College's Anniversary Celebration. "CofC Day" will be held on January 30, 2020.

Cande will provide a 250th Anniversary Celebration timeline for our next Board of Trustees Campus Events Calendar.

[Trustee Beth Burke joined the meeting at 8:50 a.m.]

Committee Chairs' Reports

- Chuck Baker (Chair, Student Affairs and Athletics Committee)
- Randy Lowell (Chair, Budget, Finance and Facilities Committee) - *[absent during this portion of meeting.]*
- Henrietta Golding (Chair, Audit and Governance Committee)
- Steve Swanson (Chair, Development, Alumni, and Governmental and External Relations Committee)
- Ricci Welch (Chair, Academic Affairs Committee)

Alumni Association Board President's Report – Michael Renault

Cougar Club Board President's Report – John Douglass

Foundation Board Chair's Report – Jeff Kinard

[Trustee Randy Lowell joined the meeting at 9:26 a.m.]

[Trustee John Busch joined the conference call at 9:39 a.m.]

2019 Workplace and Campus Culture Survey Results

The College of Charleston recently administered the *Workplace and Campus Culture Survey* in collaboration with ModernThink LLC, an independent management consulting firm focusing on workplace quality in higher education.

Michelle Smith informed the Board that Rich Boyer from ModernThink presented the findings of the survey to the campus at a Town Hall on January 10. There was much optimism from CofC employees, and they would like it to be a continuous process.

The next survey is scheduled for Spring 2022, but President Hsu recommended possibly doing another survey in Spring 2021.

Fran Welch noted that there will be a Discussion and Planning Session with the Senior Team and Deans on Wednesday, February 5, 1:00 – 2:30 p.m., in the Alumni Center, 86 Wentworth, to (1) discuss what was learned from the survey, (2) how to use the results and (3) what will be implemented to bring about change.

President's Report

President's Strategic Initiatives Committee

President Hsu informed the Board that last fall, with the help of Institutional Advancement and Anita Zucker, he created the President's Strategic Initiatives Committee to serve as his key advisors.

Committee membership:

- Johnnie and Michelle Baxley
- Mark and Judy Buono
- Tap and Jean Johnson
- Linda Ketner
- Noah and Lisa Leask
- Justin McLain
- Steve and Emily Swanson
- Gary Thomas
- Andi Volpe
- Anita Zucker

The Committee held a five-hour meeting on Thursday, January 16, during which time President Hsu presented his "Tradition and Transformation" remarks, a Strategic Planning Update, including feedback on the future direction of the College.

Of the 35 proposals received for 250th anniversary fundraising, the Committee went through the selection process and focused on ten of the ideas and prioritized them in terms of donor interest. As a result, three groups of people made presentations to the Strategic Initiatives Committee. Everyone shared excitement and wants to be supportive of the College.

Administrative Changes

President Hsu noted a few administrative changes:

- Trisha Folds-Bennett, Dean of the Honors College, is leaving the College to become Provost at the University of Virginia's College at Wise.
- Jimmie Foster, VP of Enrollment Planning, is going to Franklin & Marshall College to take over enrollment there.
- Michael Adeyanju, Director of Executive Communications, is heading to the Children's National Hospital in Washington, D.C. to coordinate their CEO's communication needs.

President Hsu wished them the very best and noted that they are indeed worthy of our respect and admiration. He stated, "we hate to see these talented people leave the College, but our loss is certainly

their future employers gain. All this change is not unusual for a university. A university should be a place where employees can advance and move forward in their careers. We are in a period of transition at the College as evident by the number of deans and administrative searches taking place.”

Highlights

- This past fall, Fitch Ratings affirmed the College of Charleston’s status as “A+”. President Hsu thanked the Business Affairs team for all their hard work to help ensure the College remains a highly rated institution.
- Lastly, President Hsu touched on his relationship with the Board of Trustees. “I hope you all feel that you have the proper access you need and that you will feel comfortable and not hesitate to call me if you need anything. Some of you indicated you don’t think another meeting is needed. Please feel free to contact me anytime. I am here to serve the institution at your pleasure. Please let me know how I can improve.”

Board Chair’s Report

Chair Hay briefed the Board on a number of items:

- He thanked Dr. Alicia Caudill and Trustee Chuck Baker for recommending a report on the College’s Cougar Pantry for the Student Affairs Committee. He recommended that everyone consider donating non-perishable food items for the Cougar Pantry.
- He noted that we continue to appreciate any recommendations for future Board meeting presentations. The April 15-17 Board Meeting has been changed to May 6-8. Other 2020 Board meetings are scheduled for August 5-7 and October 14-16.

- Grant Opportunities Update

Regarding the BCBS grant recommended by Trustee Laurin Burch for Public Safety’s Department of Fire and Life Safety, Susan Rivaleau is making progress on this effort and will provide additional updates as appropriate.

Regarding the S.C. Humanities Council grant recommended by Trustee John Busch, Gibbs Knotts has informed us that they submitted the proposal and the initial feedback from the Mellon Foundation has been positive. Gibbs is working with Mark Long on specific ways to partner with the Halsey. They are just waiting to hear the grant amount awarded. Progress is being made in this area as well.

- Trustee Hank Futch’s band, the Blue Dogs, held its seventh annual homecoming concert at the Charleston Music Hall on December 29. The event raised more than \$70,000 for pediatric cancer research at MUSC Children’s Hospital. The Blue Dogs raised more than \$498,000 for MUSC over the last seven years.
- Board Members up for re-election update
 - Brian Stern – unopposed (2nd Congressional District, Seat 4)
 - Craig Thornton – unopposed (3rd Congressional District, Seat 6)
 - Renée Romberger – unopposed (4th Congressional District, Seat 8)
 - Laurin Burch – unopposed (5th Congressional District, Seat 10)
 - Ricci Welch – Randy E. Adkins, Jr. (6th Congressional District, Seat 12)
 - Randy Adkins, class of ’98, serves on the Alumni Board. Randy is a Senior Consultant with MODUS21, a business consulting firm in North Charleston

Penny Rosner – unopposed (7th Congressional District, Seat 14)

David Hay – Roy D. Neal (At-Large, Seat 16)

Roy Neal, Class of '92, is a financial planner with R.D. Management LLC in Mt. Pleasant

With much regret, Chair Hay shared that after 24 years of faithful service to the College's Board of Trustees, Cherry has decided that she will not seek re-election for her Board Seat. She shared the following letter with Chair Hay last week.

“Dear Chair Hay,

After considerable consideration, I have decided not to seek re-election to the Board of Trustees, first Congressional District, Seat 2. My lengthy but rewarding service to my beloved alma mater has caused me to take a pause and explore other board opportunities in the near future.

I wish nothing but the best for the College and leave that under the incredible leadership of Dr. Andrew Hsu, we can expect brighter days ahead for our exemplary institution. While I have truly enjoyed serving with such an admirable staff and dedicated board members during my tenure, I am also profoundly grateful to my fellow Board members for their positive influence on me personally and professionally!

I remain in service,
L. Cherry Daniel, Ed.D.”

Chair Hay announced that an appropriate recognition of her service will be scheduled later this spring.

Andy Gianoukos is running for the 1st Congressional District, Seat 2, currently held by Cherry. Andy, class of '94, works with Anderson Trucking Service, Inc. (ATS, Inc.), a trucking logistics business in Charleston.

It is likely that the College and University Trustee Screening Commission Board Candidate Hearings will be scheduled on a Monday or Tuesday in mid-to-late February or early March.

Copies of the Fall 2019 Quick Facts, Students by Career and Race/Ethnicity and Fall 2019 Enrollment Summary are at everyone's places. Additional information about the College will be distributed closer to the date of the College's Candidates' Screening Commission Hearings.

New Business

Elizabeth Kassebaum provided housekeeping items:

- President Hsu will schedule spring meetings with Board Members who would like to meet with him again.
- Now that the Board of Trustees has approved the Bylaws, and included in the Bylaws is Statute 59-101-285, Governing Board Meeting Attendance Requests, Board members will receive an attendance report card at every Board meeting.

The Statute requires that a Trustee must attend at least two-thirds of the regular and special meetings of the Board during any calendar year or a vacancy in that office is deemed to exist as of January 1 of the next year which shall be filled in the manner provided by law.

To date, all Board members have been in compliance with this Statute and, hopefully, these attendance report cards will be helpful.

- The Board of Trustees Shadowing Program is still available for any Board Members who might be interested.
- Elizabeth thanked Board Members who have already responded as having received her email from the State Ethics Commission regarding the “Statement of Economic Interests Report” which is due March 30.

Incumbent Board members running for re-election must submit their forms to Julie Price and also the State Ethics Commission.

- April 16-17 Board meeting has been moved to May 6-8 in conjunction with graduation and will include School Graduation Award Ceremonies as appropriate. The location of the Board meetings in May won't be in Randolph Hall (probably a conference room in Addlestone).
- Mariah Cherniss with Blue Beyond will present a Board of Trustees Strategic Planning Workshop on Friday, March 20. On Thursday evening, March 19, the Board of Trustees will be invited to the Winthrop Roundtable Reception featuring Mayor Joe Riley as speaker.

Executive Session – Randolph Hall Boardroom

Board Members Present – Trustees Chuck Baker, Laurin Burch, Beth Burke, Demetria Clemons, Cherry Daniel, Hank Futch, Henrietta Golding, David Hay (chair), Shawn Holland, Randy Lowell, Renée Romberger, Penny Rosner, Brian Stern, Steve Swanson, Tav Swarat, Craig Thornton and Ricci Welch

Board Member(s) Participating by Conference Call – Trustees John Busch, Shawn Holland and John Wood

Others Present – President Andrew Hsu, Mark Berry, Alicia Caudill, Jimmie Foster, Renard Harris, Elizabeth Kassebaum, Angela Mulholland, Paul Patrick, Ed Pope, Matt Roberts, Chris Tobin and Fran Welch; Lobbyists: Boyd Brown, Jimmy Merrill, Warren Thompkins and Michael Thompson

The motion was made by Vice Chair Demetria Clemons, and seconded by Trustee Renée Romberger, to go into a single Executive Session at 10:15 a.m., to be attended by all Board members and by such members of college management who at any given time are asked to attend that portion of Executive Session to take up the topic(s) then under consideration for the following purposes: (1) Legal Counsel will consult and provide legal advice on litigation, including actual and potential legal claims; (2) Consideration of Candidates' Qualifications for Commencement Speakers and Candidates' Qualifications for Honorary Degrees; (3) Employee records – legal matters and executive contract negotiations – personnel matters; and (4) Discussion of negotiations incident to proposed contractual arrangements and proposed purchase/lease of property. All in favor.

[Short break and then moved to Randolph Hall Boardroom for Executive Session.]

[Trustee John Busch left conference call at 11:52 a.m., rejoined conference call at 12:34 p.m., and left conference call at 1:01 p.m.]

[Trustee Hank Futch left Executive Session at 11:52 a.m. and joined conference call at 12:17 p.m.]

[Trustee John Wood left conference call at 12:34 p.m.]

The motion was made by Vice Chair Demetria Clemons, and seconded by Trustee Cherry Daniel, to come out of Executive Session at 1:52 p.m. All in favor.

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

Commencement Speaker/Honorary Degree Recipients for May 2020 Commencement Ceremony

The motion was made by Trustee Cherry Daniel, and seconded by Trustee Renée Romberger, to consider Candidates A, B, C and D as May 2020 Commencement Speakers and receive honorary degrees at the President's discretion. The Chair called for the yeas and nays, and the motion was unanimously approved by voice vote.

Motion to Adjourn

The motion was made by Trustee Ricci Welch, and seconded by Trustee Renée Romberger, that the meeting be adjourned at 1:55 p.m. All in favor.