

(Approved at August 11, 2017 Board of Trustees Meeting)

**COLLEGE OF CHARLESTON
UNIVERSITY OF CHARLESTON, SC**

Board of Trustees Meeting

June 5, 2017

11:00 a.m.

Wampee Conference Center

Pinopolis, SC

Board members present: Trustees David Hay (chair), Don Belk, Demetria Clemons, Cherry Daniel, Frank Gadsden, Henrietta Golding, Randy Lowell, Annaliza Moorhead, Greg Padgett, Toya Pound, Renee Romberger, Penny Rosner, Brian Stern, Joe Thompson, Craig Thornton, Todd Warrick, Ricci Welch, and John Wood

Board members participating by conference call: Trustee John Busch

Board members absent: Trustee Jeff Schilz

Others present: President Glenn McConnell, Michael Adeyanju, Mike Auerbach, Mark Berry, Divya Bhati, Alicia Caudill, Betty Craig, John Curtis, Julia Eichelberger, Trisha Folds-Bennett, Jimmie Foster, Godfrey Gibbison, Jerry Hale, Debbie Hammond, Rénard Harris, Shirley Hinson, Sam Jones, Elizabeth Kassebaum, Simon Lewis, Brian McGee, Valerie Morris, Angela Mulholland, Steve Osborne, Paul Patrick, Jonathan Ray, Pam Riggs-Gelasco, Matt Roberts, Mike Robertson, Alan Shao, Mark Staples, JoAnn Throckmorton, Chris Tobin, William Veal, Fran Welch, and John White

Chair Hay called the meeting to order at 11:10 a.m. after noting that the meeting notice had been posted and the press notified as required by the S. C. Freedom of Information Act.

WELCOME AND INTRODUCTIONS:

Chair Hay welcomed everyone attending the meeting at the Wampee Conference Center and noted that all Trustees are present except Trustee Jeff Schilz. Trustee John Busch will participate by conference call. President McConnell, the Executive Vice Presidents, Academic Deans, and a number of other staff/administrators are present as well.

PRESIDENT'S REPORT:

President McConnell mentioned many “highlights of the year” at the College.

- Social media feeds
- Deans’ leadership achievements – President McConnell asked each of the Academic Deans to present the “Highlights of the Year” for his/her respective school.
 - Dean Mike Auerbach, School of Sciences & Mathematics
 - Dean Trisha Folds-Bennett, Honors College
 - Dean Godfrey Gibbison, School of Professional Studies

[Trustee Todd Warrick joined the meeting at 11:38 a.m.]

- Dean Jerry Hale, School of Humanities & Social Sciences
- Associate Dean Simon Lewis, School of Languages, Cultures & World Affairs

[Trustee John Busch joined the conference call at 11:47 a.m.]

- Dean Valerie Morris, School of the Arts
- Dean Alan Shao, School of Business
- Dean Fran Welch, School of Education, Health & Human Performance
- Dean John White, Libraries

[Trustee Ricci Welch joined the meeting at 12:46 a.m.]

- Trustee Demetria Clemons asked the Academic Deans to provide one challenge facing his/her school for which the Board might be able to provide assistance.
 - Dean Mike Auerbach – School of Sciences and Mathematics has recruitment challenges and retaining faculty (losing faculty because of the salary).
 - Dean Fran Welch – Facilities – Additional lab space is required as all grant money is in teacher education.
 - Dean Trisha Folds-Bennett – Money for scholarships – the biggest challenge for the Honors College is that investment in the quality of facilities and programs is not at the level it should be. They have capacity, but they can't compete in dollars provide research for the students.
 - Dean Alan Shao – The School of Business is about competition – they want to be the best.” The biggest challenge is space – have 60,000 square feet of space with only 42,000 square feet of functional space.
 - Associate Dean Simon Lewis – The biggest challenge for the School of Languages, Cultures and World Affairs is out-of-state students – there are no rebates for study abroad students.
 - Dean Jerry Hale – Budget difficulties. Pricing of Study Abroad Program – money that should come to the College of Charleston is going to the competitors – this keeps the School of Humanities and Social Sciences from achieving its grant potential. The School has been without a gifts officer. Several of the schools face Study Abroad cuts.
 - Dean Godfrey Gibbison – The biggest challenge for the North Campus is scholarships.
 - Dean John White – Inflationary costs of library materials. The Library has lost two employees to retirement – the top candidates declined the offer for faculty appointments due to the low salary and high cost of living.
 - Dean Valerie Morris left the meeting after her “achievements” presentation and did not present the challenges of the School of the Arts.

The Deans had left the meeting, and Trustee John Wood said that he would like to ask the Deans “What do you have now that could be cut to bring in more successful programs?”

[Lunch at 1:05 p.m.]

[Meeting reconvened at 2:05 p.m.]

[Julie Eichelberger joined the meeting.]

President McConnell continued with other “highlights of the year”

- Vision 250 – 250th Anniversary of the College

- Bridge Program
- New Chief Diversity Officer
- Organizational changes
 - Information Technology will stand alone.
 - Leadership structure – Administrative Council, including Deans, Director of Athletics, Chief of Public Safety, etc. will meet monthly.
 - In the budget the Board will approve today, there are several investments, including an increase in adjunct faculty compensation.

President McConnell introduced four additional topics for discussion:

Power Point Presentation by Provost Brian McGee

- “Academic Program Report”
 - Institutional and programmatic strength
 - Sixteen new academic programs (2014-2017)
 - Ongoing program review
 - Programs under development (undergraduate)
 - Programs under development (graduate)
 - Enrollment goals solely attributable to new/revised academic programs

Power Point Presentation by Jimmie Foster

- “Enhancing Admissions and Financial Aid Processes and Operations”
 - Key themes behind enhancements
 - Admissions processes
 - New financial aid processes
 - Expected outcomes

Power Point Presentation by Paul Patrick

- “College of Charleston Discounting Strategy”
 - The College must increase its total discount rate to remain competitive.
 - Discount rate = institutional aid dollars
 - Possible discount positions
 - We are trying to come up with a Discount Strategy/Discount Model.

Power Point Presentation by Dean Godfrey Gibbison

- “Plan for North Campus”
 - Changes made to BPS
 - Changed minimum age from 24 to 21
 - Planned possible changes
 - Other BPS curriculum initiatives
 - Where are we still missing students?
 - Where should we go from here?
 - What resources will it take?

Trustee Demetria Clemons inquired about the North Campus’ strategy to grow revenue. Dean Gibbison responded, “Make sure we offer programs people want – (1) programs offered, (2) access, and (3) cost.”

APPROVAL OF MINUTES:

The motion was made by Trustee Joe Thompson, and seconded by Trustee John Wood, to approve the minutes of the April 21, 2017 Board Meeting. The Chair called for the yeas and nays, and the minutes were unanimously approved by voice vote. Motion passed.

The motion was made by Trustee Joe Thompson, and seconded by Trustee Renee Romberger, to approve the minutes of the May 25, 2017 Budget and Finance Committee Meeting. The Chair called for the yeas and nays, and the minutes were unanimously approved by voice vote. Motion passed.

BUDGET AND FINANCE COMMITTEE REPORT:

Committee Chair Gadsden thanked those who participated in the Budget and Finance Committee Workshop on May 16, and/or the Budget and Finance Committee Meeting on May 25, which helped the Committee prepare for the meeting today.

At its meeting on May 25, the Budget and Finance Committee approved the 2017-2018 Tuition and Fees and Budget (supported by a proposed 2.75% all-in increase (from \$11,386 to \$11,998 in tuition – difference of \$612) for in-state students and a proposed 2.08% increase (from \$29,544 to \$30,386 in tuition – a difference of \$842) for out-of-state students. There is no proposed change in the housing and food service fees. The Budget and Finance Committee will present the proposed budget to the full Board for approval today.

Steve Osborne reviewed the 2017-2018 Proposed Budget [*handout*], including a line-by-line breakdown of additional recurring sources (revenue) and uses (expenses), with the full Board.

The motion was made by Trustee John Wood, and seconded by Trustee Renee Romberger, to go into Executive Session at 4:31 p.m. to discuss negotiations incident to proposed contractual arrangements and proposed purchase/lease of property. All in favor.

Chair Hay asked the following staff members, in addition to the President, to remain and attend the Executive Session: Mark Berry, Alicia Caudill, Betty Craig, Debbie Hammond, Elizabeth Kassebaum, Brian McGee, Angela Mulholland, Steve Osborne, Paul Patrick, Matt Roberts, and Chris Tobin.

[Everyone not requested to attend Executive Session left the Boardroom.]

The motion was made by Trustee Joe Thompson, and seconded by Trustee John Wood, to leave Executive Session at 5:31 p.m. All in favor.

[Regular session resumed at 5:31 p.m.]

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

Trustee Frank Gadsden (Chair, Budget and Finance Committee) thanked everyone for their time and efforts in the budget process.

Trustee Frank Gadsden asked for unanimous consent to dispense with the reading of the “Whereas” sections of the Resolution on Tuition and Fees, Student Housing Fees, Food Service Fees, and Budget.

However, he did read the “Resolved” sections of the Resolution. *[All Board members were provided with a copy of the Resolution for review prior to the meeting.]*

The Budget and Finance Committee moves for the full Board to adopt the Resolution on Tuition and Fees, Student Housing Fees, Food Service Fees, and Budget for Fiscal Year 2017-2018 as presented. The Chair called for the yeas and nays, and the Resolution was approved by voice vote. Motion passed. For the record, Trustee Henrietta Golding voted not in favor of the Resolution.

**COLLEGE OF CHARLESTON
RESOLUTION OF THE BOARD OF TRUSTEES
on
TUITION AND FEES, STUDENT HOUSING FEES, FOOD SERVICE FEES
And
BUDGET
FOR
FISCAL YEAR 2017-2018**

June 5, 2017

**As Approved and Recommended by the
Budget and Finance Committee
May 25, 2017**

WHEREAS, College management has presented the Board separate documents, entitled the College of Charleston 2017-2018 Proposed Budget and the College of Charleston 2017-2018 Fees (collectively referred to in this Resolution as the “Proposed Budget and Fees”) that are included herein by this reference;

WHEREAS, the Proposed Budget and Fees contains recommendations regarding adjustments to student tuition and fees as well as a College budget for the 2017-2018 Fiscal Year;

WHEREAS, College management is of the opinion that the proposed budget and its tuition and fee recommendations for the 2017-2018 Fiscal Year are reasonable given the impact of current enrollments and legislatively initiated retirement increases, and fully consistent with the need to maintain elements of the College’s Strategic Plan and to meet the operational and deferred capital needs of the College, while taking into account the effect on its students and families, and the College’s tuition level relative to other public institutions of higher education in the State; and

WHEREAS, the Board of Trustees instructs the Administration to continue efforts to review program costs and strive for improved efficiencies.

NOW THEREFORE, BE IT ---

RESOLVED, that for the 2017-2018 Fiscal Year, College management is hereby authorized and directed to set undergraduate and graduate tuition and fees for each semester in the following amounts:

- \$5,999, for in-state undergraduate students;

- \$6,599 , for in-state graduate students;
- \$15,193, for out-of-state undergraduate students; and
- \$16,712, for out-of-state graduate students;

RESOLVED, that for the 2017-2018 Fiscal Year, College management is hereby authorized to assess student fees in the amounts presented to the Board in the Proposed Budget and Fees and to implement the proposed budget contained therein; and

RESOLVED, that the Board hereby approves the rates for residential housing and related programs as detailed; and

RESOLVED, that the Board hereby approves the charges for meal plans and related programs as detailed; and

RESOLVED, that the College continue its review of program costs and efficiencies; and

RESOLVED, that the College provide timely notice to students and student applicants of the tuition and fees for the 2017-2018 Fiscal Year.

The motion was made by Trustee Frank Gadsden, and seconded by Trustee Joe Thompson, to adjourn the meeting at 5:38 p.m. All in favor.

[Retreat/Meeting will reconvene tomorrow morning. Supper will be served at 7:00 p.m.]

Retreat/Meeting continued on Tuesday, June 6, 2017

Board members present: Trustees David Hay (chair), Don Belk, Demetria Clemons, Cherry Daniel, Frank Gadsden, Henrietta Golding, Randy Lowell, Annaliza Moorhead, Greg Padgett, Toya Pound, Renee Romberger, Penny Rosner, Brian Stern, Joe Thompson, Craig Thornton, Todd Warrick, Ricci Welch, and John Wood

Board member participating by conference call: Trustee John Busch

Board members absent: Trustee Jeff Schilz

Others present: President Glenn McConnell, Michael Adeyanju, Mark Berry, Divya Bhati, Alicia Caudill, Betty Craig, John Curtis, Jimmie Foster, Debbie Hammond, Rénard Harris, Sam Jones, Elizabeth Kassebaum, Brian McGee, Angela Mulholland, Steve Osborne, Paul Patrick, Jonathan Ray, Matt Roberts, Mark Staples, JoAnn Throckmorton, and Chris Tobin

Chair Hay called the Retreat/Meeting to order at 8:45 a.m. at the Wampee Conference Center after noting that the meeting notice had been posted and the press notified as required by the S. C. Freedom of Information Act. He welcomed everyone attending the Retreat/Meeting this morning.

MISCELLANEOUS ISSUES:

- Bylaws Amendment

Trustee Henrietta Golding, Chair of the Audit and Governance Committee, reviewed an amendment to the Board of Trustees' Bylaws regarding Board Officer Elections. She noted there is an inconsistency in Sections D (8) and E (2) of the Bylaws regarding roll call votes. Because it is not required by Statute that there be a roll call for Board Officer Elections which is in the wording of the current Bylaws, Section E (2), the Board discussed deleting "except for the election of Board officers for which a call of the roll is required". *[see wording below]*

Section D (8) – “ ... The vote shall be by written ballot of the Trustees, a quorum being present, and the candidate(s) receiving a majority vote for an Office shall be announced by the Chair and shall be deemed elected to that office. ...”

Section E (2) – “Upon request of any Board or Board committee member, a vote by the Board or committee, as applicable, shall be by call of the roll and results of such roll call vote shall be recorded in the minutes of the Board or committee, ~~except for the election of Board officers for which a call of the roll is required.~~

Notice of the Bylaws Amendment will be sent to all Board members 30 days prior to the August Board meeting, and the Board will vote on the Amendment at the Board meeting on August 11, 2017.]

- Committee Structure

Elizabeth Kassebaum noted that the Board's committee structure has been reviewed a number of times. Further, during Greg Padgett's tenure as Chair of the Board, he and the Board members determined that ten standing committees would be best for the College of Charleston Board of Trustees.

There are several reasons why the Board decided not to combine the Alumni Relations and Development Committees and call it the Institutional Advancement Committee. The focus of the Committee would not be wholly on the alumni and the value of that important constituency. When Chair Padgett became Chair of the Board, he pointed out the value of having a separate Alumni Relations Committee and also the value of a separate Development Committee to review institutional fundraising efforts. Therefore, Alumni Relations was established as a standing committee.

Originally, the Information Technology Committee was set up as an ad hoc committee but later became a standing committee as well due to the amount of financial resources expended by the institution in this area and due to the fact that IT dramatically affects staff as well as faculty departments.

Of course, other institutions have different committee structures. *[Handout regarding committee structure of other institutions.]*

Chair Hay noted that he has been Chair of the Board since October and he likes the current Board committee structure. Of course, he is willing to talk about change if necessary.

Trustee Greg Padgett informed the Board that he once discussed having fewer committees and longer meeting times, but he thinks it is always helpful to have a number of committees in order to have all Trustees engaged before each Board meeting. He noted that it is great for Alumni to have its own committee. Trustee Ricci Welch mentioned that since Ann Pryor has been at the College, there has been a lot of collaboration with Admissions and the Alumni.

Trustee Henrietta Golding has no questions regarding the Alumni Committee, but she does question the necessity of a Development Committee. Trustee Padgett feels the Development Committee unifies and ties the Board of Trustees to the Foundation. He suggested maybe changing the format of the Development Committee. Chris Tobin noted that he and his staff can be more strategic in terms of the Development Committee's meeting agenda, if necessary, and the format can definitely be changed as well.

Chair Hay noted that rock solid reporting with integrity is what the Board of Trustees now enjoys with the Foundation.

Trustee Randy Lowell stated that regardless of the number of committees, the committee structure needs to be examined. The Academic Affairs Committee needs more than an hour, and Trustee Lowell recommended that the Committee's format be revisited.

Trustee Padgett says there are situations when more committee time is needed, but for the norm, he suggested the committee structure be kept as it is. He noted that it is the Committee Chair's responsibility to manage the Committee's work. The staff is there to help move the Committee along, but it is the Board's committee. It is the Committee Chair's responsibility to put together the meeting agendas.

Trustee Renee Romberger noted that the College is a public institution, and philanthropy is important to the College. It is our role and responsibility to understand philanthropy, to recognize donors, and to make sure that the invested are critical to the College. She noted that the Foundation Board members give millions to the College. Trustee Romberger reiterated that philanthropy is an important part of the College of Charleston.

Trustee Golding was enlightened by Trustee Romberger's remarks. Trustee Frank Gadsden encouraged everyone to attend the Foundation Board meetings as they will help the Board members understand more about the Development Committee's role in philanthropy.

Trustee John Wood mentioned that there is the perception that the College and the College of Charleston Foundation are not working together as a team. He has spoken to Jeff Kinard and the Foundation wants to help the College move its mission forward and make things better.

Trustee Romberger stated that the Board of Trustees needs to know more about the Development Committee's work and that the Committee should probably do a better job of educating everyone.

- Housekeeping Issues

Elizabeth Kassebaum spoke to the Board of Trustees regarding attendance/absence at Board meetings. Their attendance at Board meetings is important and valued by all. She noted that Board members can participate by conference call, if necessary.

The motion was made by Trustee John Wood, and seconded by Trustee Craig Thornton, to go into Executive Session at 9:25 a.m. for the following purposes: (1) General Counsel Report; (2) Discussion of negotiations incident to proposed contractual arrangements and proposed purchase/lease of property; and (3) Employment records – legal matters and contract negotiations – personnel matters. All in favor.

Chair Hay asked the following staff members, in addition to the President, to remain and attend the Executive Session: Mark Berry, Alicia Caudill, Betty Craig, Debbie Hammond, Elizabeth Kassebaum, Brian McGee, Angela Mulholland, Steve Osborne, Paul Patrick, Matt Roberts, and Chris Tobin.

[Everyone not requested to attend Executive Session left the Boardroom.]

[Meeting recessed at 10:46 a.m. and reconvened at 10:57 a.m.]

[Executive Session continued.]

At this point, Chair Hay noted that only the Board of Trustees and President McConnell shall remain and attend Executive Session at this time.

[At 11:08 a.m., only President McConnell and the Board of Trustees remained for Executive Session. Everyone not requested to attend Executive Session left the meeting.]

The motion was made by Trustee Renee Romberger, and seconded by Trustee Ricci Welch, to leave Executive Session at 12:15 p.m. All in favor.

[Regular session resumed at 12:15 p.m.]

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

The motion was made by Trustee Demetria Clemons, and seconded by Trustee Henrietta Golding, to adjourn the meeting at 12:18 p.m. All in favor.

[Lunch was available.]