

(Approved at April 20, 2018 Board of Trustees Meeting)

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

Special Meeting of the Board of Trustees

Randolph Hall Boardroom¹

March 23, 2018

12:30 p.m.

Presiding:

David M. Hay, Chair

Board Members Present: Trustees David M. Hay (Chair), Demetria Noisette Clemons, Randy R. Lowell, August G. Swarat II, and Joseph F. Thompson, Jr.

Board Members Participating by Conference Call: Trustees Donald H. Belk, John H. Busch, L. Cherry Daniel, Frank M. Gadsden, Gregory D. Padgett, Toya Pound, Renee B. Romberger, Brian J. Stern, Craig C. Thornton, Ricci L. Welch, and John B. Wood, Jr.

Board Members Absent: Trustees Henrietta U. Golding, Annaliza O. Moorhead, Penelope S. Rosner and M. Todd Warrick

Others Present: Michael Adeyanju (Director, Executive Communications), Mark Berry (Executive Director, Division of Marketing and Communications), Lillie Chamblee (Staff Assistant), Betty Craig (Executive Assistant to the Board of Trustees), John Curtis (IT Support), Elizabeth Kassebaum (Executive Secretary to the Board of Trustees/VP, College Projects), Angela Mulholland (General Counsel), Steve Osborne (Senior Advisor to the President), Paul Patrick (Executive VP, Business Affairs), Matt Roberts (Director of Athletics), Mike Robertson (Senior Director, Media Relations), and Chris Tobin (Executive VP, Institutional Advancement).

WELCOME AND INTRODUCTORY REMARKS:

Chair Hay called the meeting to order at 12:34 p.m. noting that the press had been notified as required by the Freedom of Information Act.

First, Chair Hay welcomed Tav Swarat, new member of the Board of Trustees. Tav is the Governor's Appointee from Columbia, representing Seat 18. He added that Tav is an alum of the College, Class of '89, and a former Student Government Association President. Chair Hay noted that President McConnell and Trustees Henrietta Golding and John Busch share that title as well.

Trustee Swarat responded, "I appreciate the warm welcome and look forward to working with everyone."

Chair Hay noted that Trustees Don Belk, John Busch, Cherry Daniel, Frank Gadsden, Greg Padgett, Toya Pound, Renee Romberger, Brian Stern, Craig Thornton, Ricci Welch, and John Wood will participate by conference call.

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.

Further, Chair Hay welcomed everyone and thanked them for being here today. He thanked everyone for understanding the need to schedule special meetings of the Board with such short notice, but it was necessary today.

EXECUTIVE SESSION:

The motion was made by Trustee Joe Thompson, and seconded by Trustee Tav Swarat, to resolve the Board into Executive Session at 12:36 p.m. for the discussion of employment records – legal matters and contract negotiations – personnel matters; and employment consistent with S.C. Freedom of Information Act [Section 30-4-70 (a) (1)]? All in favor.

For reasons of confidentiality in Executive Session, Chair Hay asked all Board members on the conference call to please acknowledge that they are on a phone line not being recorded and that they are in a private venue and alone while on this call. They responded affirmatively.

At this point, Chair Hay noted that only the Board members, President Glenn McConnell, Mark Berry, Elizabeth Kassebaum, Brian McGee, Angela Mulholland, Steve Osborne, Paul Patrick, Matt Roberts, and Chris Tobin shall remain and attend Executive Session.

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

[Trustee John Busch joined the conference call at 12:45 p.m.]

[Trustee Renee Romberger joined the conference call at 12:46 pm.]

[Trustee Ricci Welch joined the conference call at 12:54 p.m.]

[Trustee Brian Stern left the conference call at 12:59 p.m.]

[Trustee Cherry Daniel left the conference call at 1:08 p.m.]

The motion was made by Trustee Renee Romberger, and seconded by Trustee Joe Thompson, to come out of Executive Session at 1:48 p.m. All in favor.

[Regular session resumed and everyone returned to the Boardroom.]

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

The motion was made by Trustee Randy Lowell, and seconded by Trustee Joe Thompson, “to suspend the Bylaws and authorize President McConnell to take any and all steps and do any and all things necessary, including the execution of contracts, to finalize, memorialize, and conclude the contract negotiations with Earl Grant on the following terms and conditions:

- **A term of five years;**
- **A base salary of \$651,000, which may be increased no more than \$50,000 per year based on the achievement of certain performance measures;**
- **Other annual performance bonuses as agreed upon;**
- **Reasonable sums for early termination of the contract without cause; and**
- **Such other terms and conditions as the President may determine and that are customary and reasonable in the market.**

I further move that an amount not less than \$250,000 be added to the recurring operating budget for Academic Affairs to be made available for a faculty recruitment and retention initiative, which may include merit-based bonuses or supplementation of the recruitment of

leading faculty or retention of top faculty, as agreed between the Executive Vice Presidents of Academic and Business Affairs.

This proposed contract signifies a commitment by this Board to provide the resources necessary not just to basketball but to the Athletics Department as a whole to transform this school into a mid-major power.

However, this is an academic institution, and we cannot ignore our core mission of education. While I believe that investing in athletics does have a positive impact on our academic profile, I do not believe that is enough. I believe that in conjunction with committing to athletic success we must also recommit to make available additional resources for academics.

To that end, I believe that we should make an additional commitment to Academic Affairs to be made available for a faculty recruitment and retention initiative, which may include merit-based bonuses or supplementation of the recruitment of leading faculty or retention of top faculty.”

There being no further discussion, the Chair called for the yeas and nays, and the Motion was unanimously approved by voice vote.

The motion was made by Trustee Randy Lowell, and seconded by Trustee Joe Thompson, to adjourn the meeting at 1:52 p.m. All in favor.