

(Approved at January 27-28, 2022 Board of Trustees Meetings)
COLLEGE OF CHARLESTON
UNIVERSITY OF CHARLESTON, SC
Board of Trustees Meeting
October 21-22, 2021

Alumni Hall/Zoom Video Conference*

Presiding:
David M. Hay, Chair, Board of Trustees

Trustee Ricci Welch, Chair, Academic Affairs Committee
Trustee Steve Swanson, Budget, Finance, & Facilities Committee
Trustee Chuck Baker, Chair, Student Affairs & Athletics Committee
Trustee Beth Burke, Member, Audit and Governance Committee
Trustee Toya Pound, Vice Chair, Access, Equity & Inclusion Committee
Trustee Beth Burke, Chair, Development, Alumni, Governmental
& External Relations Committee

THURSDAY, OCTOBER 21, 2021

8:30 a.m.

Board Members Present – Trustees Laurin Burch, Beth Burke, Demetria Clemons (Vice Chair), Hank Futch, Andy Gianoukos, David Hay (Chair), Shawn Holland, Toya Pound, Penny Rosner, Steve Swanson, Tav Swarat, Craig Thornton and John Wood (joined meeting at 11:52 a.m.)

Board Members via Zoom – Trustees Chuck Baker, Henrietta Golding, Randy Lowell, Renée Romberger (Secretary), Brian Stern and Ricci Welch (until 2 p.m.)

Board Members Absent – Trustee John Busch

Senior Team Members Present – President Andrew Hsu, Suzanne Austin, Mark Berry, Alicia Caudill, Renard Harris, John Loonan, Cathy Mahon, Ron Menchaca, John Morris, Paul Patrick, Matt Roberts Mark Staples and Amy Takayama-Perez

Senior Team Member(s) via Zoom – Angela Mulholland

Other Attendees Present – Joh-nette Brown, J.J. Corbett, Betty Craig, Anne Gutshall (Chair, Dept. of Teacher Education), Edward Hart (Dean, SOTA), Tim Johnson (Dean, LCWA), Liz Jurisich (Chair, Mathematics Dept.), Elizabeth Kassebaum, Jesse Kunze, Renee McCauley (Chair, Dept. of Computer Science), Michelle McGrew, Sebastian van Delden (Dean, SSM), and Fran Welch (Dean, SEHHP)

Other Attendees via Zoom – Ana Gilpatrick, Howie Houston (Elliott Davis LLC), and Molly Waring (Elliott Davis LLC)

(Only attending Board Members, President Hsu, Chief of Staff, Senior Leadership Team, Board Office Staff, and others presenting or participating in the meetings are noted as attendees).

BOARD OF TRUSTEES MEETING – Alumni Hall

Welcome

Chair Hay called the meeting to order noting that the meeting notice has been posted and the press notified as required by the Freedom of Information Act.

On behalf of the Board of Trustees, Chair Hay expressed sincere gratitude to Vice Chair Clemons for representing the College with her inspiring remarks at Dr. Lucille Whipper's funeral service at the Sottile Theatre on September 4.

Also, Chair Hay thanked Vice Chair Clemons for chairing the special meetings of the BFF and DAGER Committees and the full Board on September 29 and for attending the October 15th Solar Pavilion event.

In addition, he thanked:

- (1) Trustee Baker for attending the Center for Heirs' Property Preservation's Commitment to Justice Award Reception honoring Dr. Millicent Brown on September 9;
- (2) Trustees Baker, Burke and Romberger for attending the Charleston Athletic Fund 4th Annual Tip-Off Dinner on September 28; and
- (3) Trustee Romberger for leading the Draft Naming Policy and Guiding Principles listening sessions. She will give a report later today.

[At 8:45 a.m., Trustees Chuck Baker, Henrietta Golding, Randy Lowell, Renée Romberger, Brian Stern and Ricci Welch via zoom; Trustee John Wood was not on zoom.]

Chair Hay asked the Board members to note the slave badge postcard at their places. From October 15 through November 22, there will be an artifacts exhibit, "Artifacts of Oppression: Slave Tags from the holdings of the Avery Research Center for African American History and Culture" on display at the Addlestone Special Collections Reading Room. He encouraged everyone to go by there and see the exhibits.

Housekeeping Items

Elizabeth Kassebaum thanked everyone for their attention at the meetings today and for their support of our alma mater always.

As there are no breaks scheduled during today's meeting, she gently asked everyone to take a break as needed between committee meetings in order to stay focused on the important presentations.

Recess Board Meeting

Chair Hay recessed the full Board meeting and turned the meeting over to Trustee Holland, Vice Chair of the Student Affairs and Athletics Committee.

STUDENT AFFAIRS AND ATHLETICS COMMITTEE MEETING

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

Committee Members Present – Trustees Shawn Holland (vice chair), Demetria Clemons, Hank Futch, Andy Gianoukos, Randy Lowell, Toya Pound, Craig Thornton, David Hay (ex officio), Andrew Hsu (ex officio, non-voting)

Committee Members via Zoom – Trustees Chuck Baker (chair), Randy Lowell and Ricci Welch

Call to Order

Committee Vice Chair Shawn Holland called the meeting to order 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 Craig Thornton, and seconded by Trustee Hank Futch, that the minutes of the August 5, 2021 Student Affairs and Athletics Committee Meeting be approved as presented. The Chair called for the yeas and nays, and the Minutes were approved.

Athletics Updates

Matt Roberts provided an update regarding the 2021-22 Men's Basketball Season.

- Season Tickets
- Key Games
- Fan Experience

Mr. Roberts recognized the 2021 Spring Champions:

- Cheer Team – 2021 NCA Intermediate Small Coed Champions
 - Head Coach Sam Pairet '18
 - Rachele Kimbrell (Junior Political Science Major from Rock Hill)
- Dance Team – Cougarettes 2021 UDA Hip Hop Champion
 - Head Coach Casey Hoffman
 - Madi Lynch (Junior Communications Major from Greenville)
- Sailing Team – 2021 Fowle Trophy and Women's Sailing Champions
 - Director Sailing Kevin Jewett
 - Head Coach Ward Cromwell
 - Assistant Coach Connor Blouin
 - Roxy Snyder (Junior Communications Major from Long Beach, CA)
 - Lucy Klempen (Sophomore Biology Major from Virgin Islands)
- Men's Golf Team – 2021 Men's Golf CAA Champions and Individual Medalist
 - Head Coach Mitch Krywulycz
 - Zach Reuland (Sophomore from Rock Hill)

And finally, Mr. Roberts provided an update regarding the Patriots Point Athletics Complex Facility Enhancement Plans.

Student Affairs Updates

Alicia Caudill, Executive VP for Student Affairs, provided updates:

- Multicultural Student Programs and Services
 - Relocation to 14 Greenway
 - Completion by January 2022
- Strengths and challenges of the Fraternity and Sorority Community
- Weeks of Welcome Highlights
- Halloween Communication and Education Plan

[At 9:08 a.m., Trustee Renée Romberger left the meeting.]

[At 9:16 a.m., Trustees Chuck Baker, Randy Lowell, Renée Romberger and Ricci Welch joined the meeting via zoom.]

[At 9:16 a.m., Angela Mulholland joined the meeting via zoom.]

Executive Session

The motion was made by Trustee Craig Thornton, and seconded by Trustee Shawn Holland, to go into Executive Session for the “Discussion of negotiations incident to proposed contractual arrangements and proposed purchase/lease of property.” All in favor.

[Only the Board of Trustees, President Hsu, Senior Team, Board Staff and IT Staff remained for Executive Session. All others were put in the waiting room.]

The motion was made by Trustee Craig Thornton, and seconded by Trustee Andy Gianoukos, to come out of Executive Session at 9:31 a.m. All in favor.

Committee Chair Baker noted that no action was taken in Executive Session.

Motion to Adjourn

The motion was made by Trustee Chuck Baker, and seconded by Trustee Andy Gianoukos, that the Student Affairs and Athletics Committee meeting be adjourned at 9:35 a.m. All in favor.

ACADEMIC AFFAIRS COMMITTEE MEETING

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

Committee Members Present – Penny Rosner (vice chair), Beth Burke, Demetria Clemons, Andy Gianoukos, Toya Pound, Tav Swarat, Craig Thornton, David Hay (ex officio), Andrew Hsu (ex officio, non-voting)

Committee Member(s) via Zoom – Trustees Renée Romberger and Ricci Welch (chair)

Committee Member(s) Absent – Trustee John Busch

Call to Order

Committee Chair Ricci Welch called the meeting to order at 9:36 a.m. 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 Beth Burke, and seconded by Trustee Toya Pound, that the minutes of the August 5, 2021 Academic Affairs Committee Meeting be approved as presented. The Chair called for the yeas and nays, and the Minutes were approved.

Reports/Updates

Provost’s Report – Suzanne Austin

- New Faculty Update
- Beemok Dean’s Search Update
 - Dean Sebastian van Delden, Chair of the Search Committee
 - Four final candidates
 - Interviews on campus October 24-November 5

- Academic Program Proposals
 - Bachelor of Science in Software Engineering – Dean Sebastian van Delden and Renee McCauley
 - Bachelor of Science in Special Education – Dean Fran Welch and Professor Anne Gutshall
 - Bachelor of Science in Statistics – Professor Liz Jurisich

Motion to Approve Awarding of December Graduate and Undergraduate Degrees (Resolution)

The motion was made by Trustee Demetria Clemons, and seconded by Trustee Tav Swarat, to approve the Resolution “Awarding December Graduate and Undergraduate Degrees” as presented. The Chair called for the yeas and nays, and the motion passed.

**COLLEGE OF CHARLESTON RESOLUTION
OF THE BOARD OF TRUSTEES AWARDING OF DEGREES**

October 21, 2021

WHEREAS, pursuant to S.C. Code Ann. §59-130-30 (9) 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 and the University of Charleston, South Carolina;

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 Fall 2021 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 Fall 2021 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 Fall 2021 semester, the names of each of which shall be published in the Official Program for the December 2021 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 Fall 2021 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.

[Trustees Chuck Baker, Henrietta Golding, Randy Lowell, Renée Romberger and Brian Stern via zoom; Trustee John Wood not on zoom.]

Motion to Approve B.S. in Software Engineering, B.S. in Special Education, and B.S. in Statistics Programs

The motion was made by Trustee Tav Swarat, and seconded by Trustee Demetria Clemons, to approve the Bachelor of Science in Software Engineering, Bachelor of Science in Special Education and Bachelor of Science in Statistics Programs as presented. The Chair called for the yeas and nays, and the motion passed.

Dean's Update

- Edward Hart, Dean, School of the Arts

Executive Session

The motion was made by Trustee Demetria Clemons, and seconded by Trustee Andy Gianoukos, to go into Executive Session at 10:14 a.m. for the purpose of "Employee records – legal matters and executive contract negotiations – personnel matters" and "Discussion of trade secrets where public disclosure would expose commercially valuable plans, marketing services and competitive information." All in favor.

[Only the Board of Trustees, President Hsu, Senior Team, Board Staff and IT Staff remained for Executive Session. All others were put in the waiting room.]

The motion was made by Trustee Craig Thornton, and seconded by Trustee Renée Romberger, to come out of Executive Session at 11:36 a.m. All in favor.

Committee Chairman Welch noted that no action was taken in Executive Session.

[Public Session resumed.]

Motion to Adjourn

The motion was made by Trustee Penny Rosner, and seconded by Trustee Craig Thornton, that the Academic Affairs Committee meeting be adjourned at 11:37 a.m. All in favor.

BUDGET, FINANCE AND FACILITIES COMMITTEE MEETING

Trustee Steve Swanson, Chair; Trustee Laurin Burch, Vice Chair

Committee Members Present – Trustees Steve Swanson (chair), Laurin Burch (vice chair), Demetria Clemons, Shawn Holland, John Wood, David Hay (ex officio), Andrew Hsu (ex officio, non-voting)

Committee Members via Zoom – Trustees Chuck Baker, Henrietta Golding, Randy Lowell, Renée Romberger and Brian Stern

[Dawn Willan and Everett McInnis joined the meeting.]

Call to Order

Committee Chair Steve Swanson called the meeting to order at 11:32 a.m. 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 Laurin Burch, and seconded by Trustee Shawn Holland, that the minutes of the August 5, 2021 Budget, Finance and Facilities Committee Meeting and September 29, 2021 Budget, Finance and Facilities Committee Special Meeting be approved as presented. The Chair called for the yeas and nays, and the Minutes were approved.

Budget and Finance Updates

- Budget Update – John Loonan
 - Budget & Finance FY21 End and Allocation Plan
 - Federal COVID-19 Funding

[At 11:52 a.m., Trustee John Wood joined the meeting in person.]

- Enrollment Update – Amy Takayama-Perez
 - Fall 2021 Enrollment
 - 2021 Freshmen Snapshot
 - 2022 Pipeline
 - Fall 2022 Recruitment and Marketing
 - Brand Profile Update
- Facilities Management Update – John Morris
 - Capital Renewal Investments
 - Athletics Support
- Craig Hall Mechanical Renovation – John Loonan and John Morris

Executive Session

The motion was made by Trustee John Wood, and seconded by Trustee Brian Stern, to go into Executive Session at 12:44 p.m. for the (1) “Discussion of negotiations incident to proposed contractual arrangements and proposed purchase/lease of property” and (2) “Discussion of trade secrets where public disclosure would expose commercially valuable plans, marketing services, and competitive information.” All in favor.

[Only the Board of Trustees, President Hsu, Senior Team, Board Staff and IT Staff remained for Executive Session. All others were put in the waiting room.]

The motion was made by Trustee Shawn Holland, and seconded by Trustee Laurin Burch, to come out of Executive Session at 1:03 p.m. All in favor.

Committee Chair Swanson noted that no action was taken in Executive Session.

Motion to Approve Craig Hall Mechanical Renovation

The motion was made by Trustee Shawn Holland, and seconded by Trustee Laurin Burch, that the Craig Hall Mechanical Renovation be approved as presented. The Chair called for the yeas and nays, and the motion passed.

Motion to Adjourn

The motion was made by Trustee Laurin Burch, and seconded by Trustee Shawn Holland, that the Budget, Finance and Facilities Committee be adjourned at 1:04 p.m. All in favor.

[Break for lunch at 1:04 p.m.]
(Trustee Ricci Welch, via zoom, led a word of prayer before lunch.)

AUDIT AND GOVERNANCE COMMITTEE MEETING

Trustee Henrietta Golding, Chair; Trustee Tav Swarat, Vice Chair

Committee Members Present – Trustees Tav Swarat (vice chair), Laurin Burch, Beth Burke, Steve Swanson, and John Wood; David Hay, Chair, ex-officio

Committee Members via Zoom – Trustees Chuck Baker, Randy Lowell, Renée Romberger and Brian Stern

Committee Members Absent – Trustee Henrietta Golding (chair)

Call to Order

Committee Member Beth Burke called the meeting to order at 1:27 p.m. 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 John Wood, and seconded by Trustee Steve Swanson, that the minutes of the August 5, 2021 Audit and Governance Committee Meeting be approved as presented. The Chair called for the yeas and nays, and the Minutes were approved.

[At 1:40 p.m., Trustees Chuck Baker, Randy Lowell, Renée Romberger, Brian Stern and Ricci Welch via zoom; Trustee John Wood in person; Molly Waring and Howie Houston via zoom.]

Comprehensive Annual Financial Report (CAFR)

Molly Waring and Howie Houston, representatives with Elliott Davis LLC, provided a briefing on the FY21 Comprehensive Annual Financial Report (CAFR) which was due to the State Comptroller General and State Auditor by October 1.

The report documents the fiscal status of the institution and our accountability in managing assets of the College.

FY22 Internal Audit Plan

J. R. Barnhart, newly hired Internal Auditor, reviewed his Internal Audit Plan for FY22.

SACSCOC Board Members' Self-Evaluation Survey Results/Compilation Report

Committee Member Beth Burke noted that the survey results have improved this year over the last year.

“It confirms that our Board is committed to the well-being of the College and willing to do the hard work to produce positive results.

It escapes none of us that our Board, our Administration, Faculty and Staff have excelled during a world-wide pandemic. Honestly, that should come as no surprise since the College of Charleston has survived many natural and man-made disasters. Some life changing and some not as much, but all challenging, and I am confident our alma mater is well positioned to draw from those lessons of tradition and transformation and achieve all of our future goals.”

[Committee Member Beth Burke did not read the survey findings since all Board members had received the documents prior to the meeting via email.]

Executive Session

The motion was made by Trustee John Wood, and seconded by Trustee Steve Swanson, to go into Executive Session at 1:46 p.m. for “Discussion of negotiations incident to proposed contractual arrangements and proposed purchase/lease of property.” All in favor.

[Only the Board of Trustees, President Hsu, Senior Team, Board Staff and IT Staff remained for Executive Session. All others were put in the waiting room.]

The motion was made by Trustee Laurin Burch, and seconded by Trustee Tav Swarat, to come out of Executive Session. All in favor.

Committee Member Burke noted that no action was taken in Executive Session.

[Public Session resumed.]

Draft Naming Policy and Guiding Principles Listening Sessions Update

Elizabeth Kassebaum, Executive Secretary to the Board and VP for College Projects, presented an update regarding the draft Naming Policy and Guiding Principles listening sessions.

Listening Sessions held since the last full Board meeting:

- August 19, 2021 – Foundation Board Meeting
- September 28, 2021 – Black Student Union (BSU), Student Government Association (SGA), and Staff Advisory Committee
- October 4, 2021 – Black Alumni Council Executive Committee
- October 5, 2021 – Faculty Senate

Upcoming listening sessions:

- October 27, 2021 – Charleston Athletic Fund Board
- November 18, 2021 – SGA Executive Council and Charleston 40 Student Organization Leadership
- November 19, 2021 – Alumni Association Board

Vice Chair Clemons thanked Trustee Tav Swarat for the “Oath of Office, Code of Conduct and Statement of Commitment” and the records showing that our reference is from USC’s Code of Conduct.

Trustee Swarat thanked Vice Chair Clemons for the kind words and added that he also used Clemson's Code of Conduct for reference as well.

Motion to Approve Board Bylaws Amendment

Committee Member Beth Burke: "As you will recall, at the August 6th Audit and Governance Committee Meeting and full Board of Trustees meeting, Committee Chair Golding recommended that the following Board Bylaws Amendment be incorporated into Article IV "Faithful and Diligent Service: of the Bylaws:

"The Board adopted the College of Charleston Board of Trustees Oath of Office, Code of Conduct and Statement of Commitment at the August 6, 2021 Board of Trustees meeting. That document is incorporated into the Board of Trustee Governance Guidelines on the Board of Trustees' webpage."

The motion was made by Trustee Steve Swanson, and seconded by Trustee John Wood, to approve the Board Bylaws Amendment as proposed. Committee Member Beth Burke called for the yeas and nays, and the motion passed.

Committee Member Burke informed the Board that after tomorrow's full Board of Trustees' approval of the Bylaws Amendment motion, she will ask each Board member to sign the Oath of Office, Code of Conduct and Statement of Commitment.

Motion to Adjourn

The motion was made by Trustee Laurin Burch, and seconded by Trustee John Wood, that the Audit and Governance Committee meeting be adjourned at 2:05 p.m. All in favor.

ACCESS, EQUITY AND INCLUSION COMMITTEE MEETING

Trustee John Busch, Chair; Trustee Toya Pound, Vice Chair

Committee Members Present – Trustees Demetria Clemons, Hank Futch, Andy Gianoukos, Shawn Holland, Penny Rosner and Craig Thornton

Committee Members via Zoom – Trustees Toya Pound (vice chair)

Committee Members Absent – Trustees John Busch (chair) and Ricci Welch

Call to Order

In Committee Chair John Busch's absence, Vice Chair Toya Pound called the meeting to order at 2:06 p.m., 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 Penny Rosner, and seconded by Trustee Craig Thornton, that the minutes of the August 5, 2021 Access, Equity and Inclusion Committee be approved as presented. The vice chair called for the yeas and nays, and the Minutes were approved.

Reports

Amy Takayama-Perez

- Enrollment Update – Students of Color
- 2022 Recruitment Initiatives

Renard Harris

- DivEDU Update
- Crossing the Cistern
- Division Equity Education Program
- Launchpad for Success
- 1967 Legacy Program

Motion to Adjourn

The motion was made by Trustee Hank Futch, and seconded by Trustee Andy Gianoukos, that the Access, Equity and Inclusion Committee meeting be adjourned at 2:28 p.m. All in favor.

[Pause for COVID-19 Update before DAGER Committee Meeting]

COVID-19 UPDATE

Paul Patrick presented the COVID-19 Update:

- History – Comparison from late February 2020 when CofC brought all students aboard home to Fall 2021 when residence halls returned to normal occupancy and most classes resumed normal operations.
- Current Status – Late September/Early October were among the most difficult weeks with considerable resistance to Q/I protocols. Vaccination incentives worked very well.
- What's Next? Contrary to positive trends, we are not in a victory posture yet! It's not over!
- On-Campus Numbers
- Current Efforts – Considering options regarding residence halls and Winter Break and January return
- Keep up the Good Work! The College hopes to continue the mitigation efforts in place through the fall term – they make a difference!
- Kudos! to everyone!

For the record, President Hsu thanked:

- the staff for their hard work during the last 18 months or so.
- Provost worked tirelessly.
- Alicia Caudill has the heaviest lifting of anybody.
- Paul coordinated all efforts on campus. Getting up every morning and organizing emergency meetings – now it's twice a week

Alicia Caudill, Executive VP for Student Affairs, provided an update regarding vaccinations:

- Lee Penny, an MUSC employee working on campus as the new Director of Student Health Services (Student Health Practice Manager), oversees the vaccinations offered to students, faculty and staff on campus. The College received its first vaccinations on April 15 and is responsible for reporting to DHEC on a daily basis regarding refrigeration of the vaccinations.

DEVELOPMENT, ALUMNI AND GOVERNMENTAL AND EXTERNAL RELATIONS COMMITTEE MEETING

Trustee Beth Burke, Chair; Trustee John Wood, Vice Chair

Committee Members Present – Trustees Beth Burke (chair), John Wood (vice chair), Laurin Burch, Hank Futch, Penny Rosner, Steve Swanson, Tav Swarat, David Hay (ex officio), Andrew Hsu (ex officio, non-voting)

Committee Member(s) via Zoom – Trustees Henrietta Golding, Renée Romberger and Brian Stern

Committee Members Absent – Trustee John Busch

Call to Order

Committee Chair Beth Burke called the meeting to order at 2:52 p.m., 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 Tav Swarat, and seconded by Trustee John Wood, that the minutes of the August 5, 2021 Development, Alumni, Governmental and External Relations Committee Meeting and the September 29, 2021 Development, Alumni, Governmental and External Relations Committee Special Meeting be approved as presented. The Chair called for the yeas and nays, and the minutes were approved.

[At 3:00 p.m., Trustees Chuck Baker, Randy Lowell, Renée Romberger and Brian Stern via zoom.]

Reports

Development and Alumni Affairs Update – Cathy Mahon

- Development Spotlight: Faculty & Staff Giving Drive
(Recognized Laurie Soenen, Chair; and Melantha Ardrey, Co-Chair.)
(Todd McNerney, Co-Chair, was teaching a class and will be present when his class ends.)
- Save the Date! CofC Day on January 27, 2022 – will launch the Faculty & Staff Giving Drive
- FY22 Q1 Update and Outlook
- GG&A Campaign Readiness Assessment
-

University Communications Update – Ron Menchaca

- Media Highlights
- University News
- Faculty & Staff Communications
- Advancement & Campus Communications

Governmental Affairs Update – Paul Patrick

- Governor’s Budget Hearing
- BEA/Revenue Forecast
- American Rescue Plan Act
- Legislative Outreach
- FY22 Budget Item Follow-up

[Todd McNerney joined the meeting at 3:33 p.m.]

At this time, Committee Chair Burke recognized Professor Todd McNerney for his work on the Faculty & Staff Giving Drive.

In addition, Chair Hay thanked Todd, as well as Laurie Soenen and Melantha Ardrey for their work with the Faculty & Staff Giving Drive.

[Todd McNerney left the meeting.]

Executive Session

The motion was made by Trustee John Wood, and seconded by Trustee Steve Swanson, to go into Executive Session at 3:33 p.m. for the purpose of “Discussion of negotiations incident to proposed contractual arrangements and proposed purchase/lease of property.” All in favor.

[Only the Board Members, President Hsu, Senior Team, Board Staff and IT Staff remained for Executive Session. Others were put in the waiting room until Executive Session ends and regular session resumes.]

[At 3:45 p.m., Trustees Chuck Baker, Randy Lowell, Renée Romberger and Brian Stern via zoom.]

The motion was made by Trustee Steve Swanson, and seconded by Trustee John Wood, to come out of Executive Session at 4:08 p.m. All in favor.

Committee Chair Burke noted that no action was taken in Executive Session.

Motion to Adjourn

The motion was made by Trustee Penny Rosner, and seconded by Trustee Hank Futch, that the Development, Alumni, and Governmental Affairs and External Relations Committee be adjourned at 4:09 p.m. All in favor.

Board of Trustees Meeting Recessed

Chair Hay thanked everyone for their time and recessed the Board meeting until tomorrow morning, August 6, at 8:00 a.m. for continental breakfast and the meeting at 8:30 a.m.

[Board Members (spouses/guests) with President Hsu and First Lady Chen attended the Oyster Roast hosted by Baseball Coach Chad Holbrook at his home in Mt. Pleasant – and Trustee Hank Futch’s music performance.]

FRIDAY, AUGUST 6, 2021

Board of Trustees Meeting Reconvenes

8:30 a.m.

Board Members Present – Trustees David Hay (chair), Laurin Burch, Beth Burke, Demetria Clemons (vice chair), Hank Futch, Shawn Holland, Toya Pound, Penny Rosner, Steve Swanson, Craig Thornton (in person until 10 a.m.) and John Wood

Board Member(s) via Zoom – Trustees Chuck Baker, John Busch, Andy Gianoukos, Henrietta Golding (until 9:30 a.m.), Randy Lowell, Renée Romberger (secretary), Brian Stern, Tav Swarat and Craig Thornton (zoom after 10 a.m.)

Board Member(s) Absent – *Trustee Ricci Welch*

Senior Team Members Present – *President Andrew Hsu, Suzanne Austin, Mark Berry, Alicia Caudill, Renard Harris, John Loonan, Cathy Mahon, Ron Menchaca, John Morris, Angela Mulholland, Paul Patrick, Matt Roberts, Mark Staples and Amy Takayama-Perez*

Other Attendees Present – *J. R. Barnhart, Peggy Boykin, Joh-nette Brown, J.J. Corbett, Betty Craig, George Fraggos, Elizabeth Kassebaum, Jesse Kunze, Simon Lewis, Michelle McGrew*

Other Attendees via Zoom – *Ana Gilpatrick, Dean Fran Welch and Derrick Williams*

(Only attending Board Members, President Hsu, Chief of Staff, Senior Leadership Team, Board Office Staff, and others presenting or participating in the meetings are noted as attendees).

Call to Order/Welcome

Chair Hay called the meeting to order at 8:30 a.m. noting that the meeting notice has been posted and the press notified as required by the Freedom of Information Act.

First, Chair Hay thanked Chad and Jen Holbrook for hosting the oyster roast at their home in Mt. Pleasant last evening and Trustee Hank Futch for the music performance.

In addition, Chair Hay recognized the Hugh Leatherman family. Senator Leatherman is in hospice care, and he asked that everyone keep the Leatherman family in their prayers.

Elizabeth Kassebaum, Executive Secretary to the Board and VP for College Projects, shared that “as we don’t have breaks scheduled, you are gently asked to take a break as needed when there are natural breaks during the reports in order for us to stay focused on our important presentations today.”

Approval of Minutes

The motion was made by Trustee Beth Burke, and seconded by Trustee Toya Pound, that the minutes of the August 5, 2021 Board of Trustees Meeting, August 17, 2021 Board of Trustees Emergency Meeting, and September 29, 2021 Board of Trustees Special Meeting be approved as presented. The Chair called for the yeas and nays, and the minutes were approved.

Alumni Association Board President, Foundation Board Chair, and Charleston Athletic Fund President

Chair Hay welcomed Derrick Williams, President of the Alumni Association Board (via zoom); Peggy Boykin, Chair of the Foundation Board; and George Fraggos, new President of the Charleston Athletic Fund.

Before giving their reports, Chair Hay thanked Peggy for the Foundation Board’s listening session regarding the draft Board of Trustees’ Naming Policy and Guiding Principles held on August 19; Derrick for the Alumni Association Board’s listening session to be held on November 19; and George Fraggos for the listening session to be held on October 27.

Faculty Senate Report

Before Simon Lewis gave his Faculty Senate Report, Chair Hay recognized him for the extraordinary award that he received yesterday at the 50th Anniversary of the S. C. Humanities Council. During the Awards Gala Luncheon, Dr. Lewis was presented with the Governor’s Award, the highest award given

from the S. C. Humanities Council. “Congratulations, Dr. Lewis, on this remarkable recognition of your extraordinary service to the Humanities.”

Faculty Senate Report – Simon Lewis

Staff Advisory Committee Report

Staff Advisory Committee Chair’s Report – Ana Gilpatrick (via zoom)

Ana introduced Dr. Charissa Owens, Director of Diversity Education and Training, as the newly elected Chair of the Staff Advisory Committee.

Since this will be Ana’s last Board meeting as Chair of the Staff Advisory Committee, Chair Hay informed her that the Board would like to give her a small token of appreciation and that Elizabeth will present the gift to her when she is next on campus.

Chair Hay welcomed Charissa Owens as the new Chair of the Staff Advisory Committee to the President.

RCM Report

John Loonan, Executive VP for Business Affairs and Chief Financial Officer, presented the Responsibility Center Management (RCM) Update.

Committee Resolutions/Motions Proposed During Yesterday’s Committee Meetings

Motions from the Academic Affairs Committee

The Academic Affairs Committee moves that the Resolution for Awarding of Undergraduate and Graduate Degrees for the Fall 2021 Semester be approved as presented. The Chair called for the yeas and nays, and the motion was approved.

The Academic Affairs Committee moves that the Proposals for Bachelor of Science Degree Programs in Software Engineering, Special Education and Statistics be approved as presented. The Chair called for the yeas and nays, and the motion was approved.

Motion from the Budget, Finance and Facilities Committee

The Budget, Finance and Facilities Committee moves that the Craig Hall Mechanical Renovation Proposal be approved as presented. The Chair called for the yeas and nays, and the motion was approved.

Motion from the Audit and Governance Committee

The Audit and Governance Committee moves that the Board Bylaws Amendment be approved as presented. The Chair called for the yeas and nays, and the motion passed.

On behalf of Audit and Governance Committee Chair Golding, Chair Hay asked each Board Member to please sign the “Oath of Office, Code of Conduct and Statement of Commitment” at their places. Elizabeth Kassebaum collected the signed documents.

Board of Trustees Committee Chairs’ Reports

Student Affairs and Athletics Committee – Committee Vice Chair Shawn Holland

“We had a good meeting. We heard reports from Matt Roberts and Alicia Caudill. Alicia’s report included updates regarding the MSPS re-location, Fraternity and Sorority Community, Weeks of Welcome Highlights and Halloween Communication and Education.

Matt Roberts recognized coaches and student athletes from the Cheer, Dance, Sailing, and Men's Golf Teams and provided basketball season and facility updates.”

Academic Affairs Committee – Committee Vice Chair Penny Rosner

“We had a good committee meeting. We heard reports from Provost Austin and Dean Edward Hart.

The committee approved a Resolution Awarding Graduate and Undergraduate degrees for Fall 2021.

After great presentations on the proposed B.S. in Software Engineering Program by Professor Renee McCauley; proposed B.S. in Special Education Program by Dr. Anne Gutshall; and the proposed B.S. in Statistics program by Dr. Liz Jurisich, the committee passed a motion to approve the three programs.”

Budget, Finance and Facilities Committee – Committee Chair Steve Swanson

“We had a good committee meeting. We heard reports from John Loonan on the budget, Amy Takayama-Perez on enrollment, and John Morris on Facilities.

The committee passed a motion approving the Craig Hall Mechanical Renovation.

The school is in the best shape since I can remember. Thank you to everyone involved.”

Audit and Governance Committee – Committee Member Beth Burke

“We had a good committee meeting. We received a FY21 CAFR briefing from the Elliott Davis CPA Firm; J. R. Barnhart presented his FY22 Internal Audit Plan; and I reviewed the key findings of the SACSCOC Board Members' Self-Evaluation Survey Results (noted below).

Key Findings

- I. 100% of Trustees suggested that the Board has often or always discussed future needs and direction of the College and appropriately monitor the implementation of the College's strategic, educational and facilities plans (60% selecting always and 40% selecting often).
- II. 95% of Trustees who responded to this survey either strongly agreed or agreed that the Board has acted in a manner consistent with its policies, governance guidelines and bylaws, has regularly evaluated its policies and practices, and has revised them as necessary (60% selecting strongly agree and 35% selecting agree).
- III. All 20 Trustees who responded to this survey either strongly agreed or agreed that the Board has set and communicated clear expectations for President's performance, and has conducted regular evaluation of the President (60% selecting strongly agree and 40% selecting agree).
- IV. 95% of Trustees surveyed either strongly agreed or agreed that the Board members clearly understand the distinction, in writing and practice, between their policy-making functions and the responsibility of the administration and faculty to administer and implement policies (35% selecting strongly agree and 60% selecting agree).
- V. All 20 Trustees surveyed either strongly agreed or agreed that the Board understands and protects academic freedom and student academic honesty (75% selecting strongly agree and 25% selecting agree).
- VI. 100% of Trustees surveyed believed that the Board either always or often reviews the annual audit and monitor responses to recommendations (30% selecting always and 70% selecting often).

- VII. All Trustees who responded to the survey strongly agreed or agreed that the Board members uphold and comply with College’s ethics policy and South Carolina State Ethics Commission rules of Conduct (95% selecting strongly agree and 5% selecting agree).
- VIII. All Trustees who responded to this survey strongly agreed or agreed that the Board has an adequate number of standing committees, and current committee assignment is reasonable and effective (60% selecting strongly agree and 40% selecting agree).
- IX. 80% of Trustees surveyed strongly agreed or agreed that the Board evaluation process will help the Board enhance its performance (30% selecting strongly agree and 50% selecting agree).
- X. 75% of Trustees are either very satisfied or completely satisfied with the degree to which their contributions to the Board are valued (45% selecting completely satisfied and 30% selecting very satisfied).

In addition, the Committee passed a motion approving the recommended Board Bylaws Amendment to be incorporated into Article IV ‘Faithful and Diligent Service’ of the Bylaws: The Board adopted the College of Charleston Board of Trustees’ Oath of Office, Code of Conduct and Statement of Commitment at the August 6, 2021 Board of Trustees meeting. That document is incorporated into the Board of Trustees Governance Guidelines on the Board of Trustees’ webpage.”

Access, Equity & Inclusion Committee – Committee Vice Chair Toya Pound

“We had a good committee meeting. We heard reports from Amy Takayama-Perez regarding an enrollment update on students of color and recruitment initiatives and Renard Harris regarding DivEDU, 1967 Legacy Program, among others.”

Development, Alumni, Governmental & External Relations Committee – Committee Chair Beth Burke

“We had a good committee meeting yesterday. We heard reports from Cathy Mahon on Development and Alumni Affairs, Ron Menchaca on University Communications, and Paul Patrick on Governmental Affairs.”

President’s Report

President Hsu began his remarks by sharing that he had the honor of speaking at the Charleston’s Breakfast Rotary Club earlier this month and presented Chair Hay with Rotary’s highest honor, the Paul Harris Fellowship Award, for his outstanding service to the community.

President Hsu’s report included a brief update on the progress of positive things happening at the College. Much of that activity centers around our strategic plan.

- Strategic Plan
 - Pillar #1: Student Success
 - Alicia Caudill and her steering committee have been focused on student retention.
 - This semester the Second-Year Experience Program was launched to strengthen our students’ sense of belonging.
 - Degree Works was put into place to provide students better access to academic support resources.
 - Student Affairs created the Wellness Program to assist with students’ emotional and financial issues, as well as their well-being.
 - Student Affairs established a partnership with Therapy Assistance Program Online to provide students access to topics such as anxiety, depression, substance abuse and relationship problems.

- The College is working on a recruitment study looking specifically at under-represented minority student and first-generation student recruitment and retention.

Pillar #2 – Academic Distinction

- Progress has been made as it relates to new programs and new academic initiatives.
- This past summer, I mentioned that Provost Austin named Margaret Hagood as the inaugural Director of the Center for Excellence in Teaching and Learning. The center will have a considerable impact on the quality of teaching.

Pillar #3 – Employee Success

- John Loonan and his steering committee have made a lot of progress.
- The College is piloting an updated telecommuting policy.
- The Employee Tuition Assistance Program has been expanded.
- The College continues its efforts to address key areas outlined in the latest “Great Colleges to Work For” survey.

President Hsu ended his remarks with the following statement: “Now, let me close with a bit of engineering-speak. As an aeronautical engineer, I find it easier to think of big concepts like a university’s culture or our College’s trajectory in terms of physics say, for example, Newton’s law of motion. Specifically, I want to talk about momentum. For those who need a refresher, momentum is the term used to describe the strength of a moving object. In rocket science, an object can be accelerated by applying a constant force on it. Even a small but steady force acting on the object over an extended period of time can accelerate it to a very high velocity. So, if the university is the rocket in this scenario, then, that small, but steady force acting upon the rocket is our strategic plan. And I am pleased to say that our rocket is rising, faster and faster. Thank you!”

Board Chair’s Report

“My report today is simply to echo and affirm Audit & Governance Committee Member Beth Burke’s closing remarks yesterday. And I quote, ‘It escapes none of us that our Board, our Administration, Faculty and Staff have excelled during a world-wide pandemic. Honestly, that should come as no surprise since the College of Charleston has survived many natural and man-made disasters. Some life changing and some not as much, but all challenging, and I am confident our alma mater is well positioned to draw from those lessons of tradition and transformation and achieve all of our future goals.’

On behalf of all the Board of Trustees, I thank everyone involved in the success of the past year and look forward to a great future. Thank the team that puts all this together.”

Executive Session

The motion was made by Trustee John Wood, and seconded by Trustee Beth Burke, to go into Executive Session at 10:06 a.m. 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) Discussion of negotiations incident to proposed contractual arrangements and proposed purchase/lease of property; (4) Employee records – legal matters and executive contract negotiations – personnel matters; and (5) Discussion of trade secrets (Section 30-4-40) where public disclosure would expose commercially valuable plans, marketing services, and competitive information. All in favor.

[Only the Board Members, President Hsu, Senior Team, Deputy Chief Naomi Broughton, Board Staff and IT Staff remained for Executive Session. Others were put in the waiting room until Executive Session ends and regular session resumes.]

[Trustees Chuck Baker, John Busch, Andy Gianoukos, Randy Lowell, Renée Romberger and Craig Thornton via zoom.]

[Trustees Baker and Wood recused themselves for a particular portion of the General Counsel Report and returned to the meeting room after that portion of the report had been made.]

The motion was made by Trustee Hank Futch, and seconded by Trustee Beth Burke, to come out of Executive Session. All in favor.

[Regular session resumed.]

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

New Business/Old Business

The motion was made by Trustee Beth Burke, and seconded by Trustee Shawn Holland, to approve the December Commencement Speaker as presented. The Chair called for the yeas and nays, and the motion passed.

The motion was made by Trustee Penny Rosner, and seconded by Trustee Toya Pound, to approve the December Commencement Honorary Degrees as presented. The Chair called for the yeas and nays, and the motion passed.

Motion to Adjourn

The motion was made by Trustee Hank Futch, and seconded by Trustee Penny Rosner, that the meeting be adjourned at 1:00 p.m. All in favor.