

(Approved at August 10-11, 2023 Board of Trustees Meetings)  
**COLLEGE OF CHARLESTON**  
**UNIVERSITY OF CHARLESTON, SC**  
Board of Trustees Meeting  
April 20-21, 2023

Alumni Hall/Zoom Video Conference

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

Trustee Shawn Holland, Chair, Student Affairs & Athletics Committee  
Trustee Ricci Welch, Chair, Academic Affairs Committee  
Trustee Steve Swanson, Budget, Finance, & Facilities Committee  
Trustee Henrietta Golding, Chair, Audit and Governance Committee  
Trustee Toya Pound, Chair, Access, Equity & Inclusion Committee  
Trustee Beth Burke, Chair, Development, Alumni, Governmental  
& External Relations Committee

**THURSDAY, APRIL 20, 2023**

**8:30 a.m.**

**Board Member(s) Present** – Trustees Beth Burke, Demetria Clemons (Vice Chair), Hank Futch, Andy Gianoukos, Henrietta Golding, David Hay (Chair), Shawn Holland, Toya Pound, Renée Romberger (Secretary), Penny Rosner, Steve Swanson, Tav Swarat, Craig Thornton, Ricci Welch and Neysa Williams

**Board Member(s) via Zoom** – Trustees Laurin Burch, John Busch, Brian Stern and John Wood

**President's Cabinet Member(s) Present** – President Andrew Hsu, Suzanne Austin, Chuck Baker, Mark Berry, Alicia Caudill, Jimmie Foster, Dan Frezza, Courtney Howard, John Loonan, Michelle McGrew, Ron Menchaca, John Morris, Paul Patrick, Matt Roberts, Mark Staples and Suzette Stille

**Other Attendees Present** – J.R. Barnhart, Joh-nette Brown, Betty Craig, Jamie Futrell (Women's Golf Coach), Joy Heinzman (Interim Director of Residence Life), Elizabeth Kassebaum, Pat Kelsey (Basketball Coach), Jesse Kunze (IT), Sydney Maguire (President, Student Government Association), Rosaria Meek (A.C.E. Fellows Program), Beth Meyer-Bernstein (Dean, The Honors College), Kate Pfile (Chair, Dept. of Health Services Administration & Management), Paul Schwager (Dean, School of Business), Lilli Taylor (President-Elect, Student Government Association), Mike Tornifolio (Track and Field Asst. Coach), Sebastian van Delden (Dean, School of Sciences and Mathematics), William Veal (Faculty Senate Speaker), Fran Welch (Dean, School of Education) and Dawn Willan

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

## **BOARD OF TRUSTEES MEETING**

### **Welcome**

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

He thanked John Morris and Verneil Phillips for the new greenery in Alumni Hall. “It certainly adds a ‘special’ touch.”

## **BOARD OF TRUSTEES MEETING RECESSED**

Chair Hay recessed the full Board meeting and handed the floor over to Committee Chair Shawn Holland for the Student Affairs and Athletics Committee meeting.

## **STUDENT AFFAIRS AND ATHLETICS COMMITTEE MEETING**

Trustee Shawn Holland, Chair; Trustee Craig Thornton, Vice Chair

**Committee Member(s) Present** – Trustees Shawn Holland (chair), Demetria Clemons, Hank Futch, Andy Gianoukos, Toya Pound, Craig Thornton (vice chair), Ricci Welch, Neysa Williams, David Hay (ex officio), Andrew Hsu (ex officio, non-voting)

### **Call to Order**

Committee 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 Andy Gianoukos, and seconded by Trustee Ricci Welch, that the minutes of the January 26, 2023 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

- Championship Spotlights
  - Track and Field Assistant Coach Mike Tornifolio and CAA Indoor Pole Vault Champion Luzy Lieger
  - Men’s Basketball Coach Pat Kelsey and student athletes
  - Women’s Golf Coach Jamie Futrell and CAA Champion Emma Schimpf
- Competitive Success
- Community Engagement

### **Student Affairs Updates**

- Student Government Association’s Year End Summary – Sydney Maguire
  - Introduction of Lilli Taylor, new Student Body President
  - Committee Chair Holland presented Sydney with a wrapped CofC presentation folder in recognition of her outstanding service as SGA President and welcomed Lilli as the new President-Elect.
- The Residence Life Experience – Joy Heinzman, Interim Director of Residence Life
- Highlights from the Academic Year

### **Executive Session**

The motion was made by Trustee Andy Gianoukos, and seconded by Trustee Hank Futch, to go into Executive Session at 9:06 a.m. for the “Discussion of negotiations incident to proposed contractual arrangements and proposed purchase/lease of property” 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, Suzanne Austin, Chuck Baker, Alicia Caudill, Dan Frezza, John Loonan, Paul Patrick, Matt Roberts, Kate Tiller, Elizabeth Kassebaum and Betty Craig remained for Executive Session.)*

*[Trustee Brian Stern left zoom at 9:32 a.m.]*

The motion was made by Trustee Hank Futch, and seconded by Trustee Ricci Welch, to come out of Executive Session at 10:04 a.m. All in favor.

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

### **Motion to Adjourn**

The motion was made by Trustee Craig Thornton, and seconded by Trustee Hank Futch, that the Student Affairs and Athletics Committee meeting be adjourned at 10:06 a.m. All in favor.

### **ACADEMIC AFFAIRS COMMITTEE MEETING**

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

**Committee Member(s) Present** – Trustees Ricci Welch (*chair*), Beth Burke, Demetria Clemons, Andy Gianoukos, Toya Pound, Renée Romberger, Penny Rosner (*vice chair*), Tav Swarat, Craig Thornton, David Hay (*ex officio*), Andrew Hsu (*ex officio, non-voting*)

**Committee Member(s) via Zoom** – Trustee John Busch

### **Call to Order**

Committee Chair Ricci Welch called the meeting to order at 10:07 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 Penny Rosner, and seconded by Trustee Tav Swarat, that the minutes of the January 26, 2023 Academic Affairs Committee Meeting be approved as presented. The Chair called for the yeas and nays, and the Minutes were approved.

### **Provost’s Report** – Suzanne Austin

- Dean Searches
  - School of Languages, Cultures and World Affairs
  - School of the Arts
- Creation of a New Department of Engineering – Sebastian van Delden
- New Program Proposals
  - B.S., Health Services Administration and Management – Kate Pfile
  - Doctor of Education (Ed.D) in Advocacy, Learning and Inquiry – Fran Welch
  - Executive Masters Business Administration (EMBA) – Paul Schwager

- Dean Presentations
  - Beth Meyer-Bernstein, The Honors College
  - Paul Schwager, School of Business

*[Trustee John Busch joined zoom at 10:43 a.m.]*

Committee Chair Welch noted that the power point presentations today have been exceptional and will mean a lot to the people in Columbia.

**Motion to Approve New Program Proposals**

The motion was made by Trustee Renée Romberger, and seconded by Trustee Tav Swarat, to approve the B.S. in Health Sciences Management and Administration; Doctor of Education (Ed.D.) in Advocacy, Learning and Inquiry; and Executive Masters Business Administration (EMBA) as presented. The Chair called for the yeas and nays, and the motion passed.

**Motion to Adjourn**

The motion was made by Trustee Andy Gianoukos, and seconded by Trustee Craig Thornton, that the Academic Affairs Committee meeting be adjourned at 11:10 a.m. All in favor.

**BUDGET, FINANCE AND FACILITIES COMMITTEE MEETING**

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

**Committee Member(s) Present** – Trustees Steve Swanson (chair), Laurin Burch (vice chair), Demetria Clemons, Henrietta Golding, Shawn Holland, Renée Romberger, Neysa Williams, David Hay (ex officio), Andrew Hsu (ex officio, non-voting)

**Committee Member(s) Present** – Trustees Brian Stern and John Wood

**Call to Order**

Committee Chair Steve Swanson called the meeting to order at 11:11 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 Henrietta Golding, and seconded by Trustee Shawn Holland, that the minutes of the January 26, 2023 Budget, Finance and Facilities Committee Meeting be approved as presented. The Chair called for the yeas and nays, and the Minutes were approved.

**Budget and Finance Updates** – John Loonan

- Budget and Finance FY 3Q Review
- Fiscal Year 2024 Budget Calendar
- EMBA Tuition
- First Day Complete Program

*[Trustee Toya Pound joined the meeting at 11:30 a.m.]*

**Enrollment Planning** – Suzette Stille and Jimmie Foster

- Enrollment Update
- Application Trends
- Scholarships and Need-based Aid

- Visits and Events

*[11:59 a.m. – BFF Committee Meeting recessed and Board Meeting reconvened for lunch during Executive Session]*

**LUNCH DURING EXECUTIVE SESSION – FULL BOARD MEETING** - *Randolph Hall Boardroom*

**The motion was made by Trustee Tav Swarat, and seconded by Trustee Demetria Clemons, to go into Executive Session at 11:59 a.m. for the (1) Discussion of negotiations incident to proposed contractual arrangements and proposed purchase/lease of property, (2) Discussion of trade secrets where public disclosure would expose commercially valuable plans, marketing services and competitive information; and (3) Personnel matters – legal matters covered by the attorney-client privilege. All in favor.**

*[Word of Prayer by Trustee Ricci Welch]*

*(Only the Board of Trustees, President Hsu, Chuck Baker, Elizabeth Kassebaum, Paul Patrick and Mark Berry moved to the Boardroom for lunch during Executive Session.)*

*(Only the Board of Trustees, Chuck Baker and Elizabeth Kassebaum remained for Executive Session #2.)*

*[Trustee Beth Burke left meeting at 2:00 p.m.]*

**The motion was made by Trustee Ricci Welch, and seconded by Trustee Demetria Clemons, to come out of Executive Session at 2:17 p.m. All in favor.**

Chair Hay noted that no action was taken in Executive Session.

*[Public Session resumed in Alumni Hall.]*

**Motion to Approve Assistance of Independent Licensed SC Attorney**

**The motion was made by Trustee Henrietta Golding, and seconded by Trustee Ricci Welch, that the following be approved as presented: Due to specific circumstances surrounding Complaint X, we believe it will require the assistance of an independent licensed South Carolina attorney to represent the Board of Trustees in conducting a confidential investigation and that the Chair be authorized to engage legal counsel and request that the investigation be completed within 30 days. The Chair called for the yeas and nays, and the motion passed.**

*[Trustee Demetria Clemons left the meeting at 2:22 p.m.]*

*[2:23 p.m. – Board Meeting recessed and Budget, Finance and Facilities Committee Meeting reconvened]*

## **BUDGET, FINANCE AND FACILITIES COMMITTEE MEETING RECONVENED**

### **Facilities Management** – *John Morris*

- Summer Projects 2023
- Projects in the Queue
- Future Projects under Consideration

### **Executive Session**

**The motion was made by Trustee Neysa Williams, and seconded by Trustee Shawn Holland, to go into Executive Session at 2:41 p.m. for the “Discussion of negotiations incident to proposed contractual arrangements and proposed purchase/lease of property” 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, President’s Cabinet, and Board 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 Shawn Holland, to come out of Executive Session at 3:56 p.m. All in favor.**

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

*[Public Session resumed.]*

### **Motion to Approve Employee Bonus Proposal**

**The motion was made was Trustee Steve Swanson, and seconded by Trustee Neysa Williams, to approve the Employee Bonus Proposal as presented. The Chair called for the yeas and nays, and the motion passed.**

### **Motion to Approve Housing Fee Changes (Resolution)**

**The motion was made by Trustee Shawn Holland, and seconded by Trustee Laurin Burch, to approve the Resolution on “Student Housing Fee Changes for Fiscal Year 2023-2024” as presented. The Chair called for the yeas and nays, and the motion passed.**

## **COLLEGE OF CHARLESTON RESOLUTION OF THE BOARD OF TRUSTEES ON STUDENT HOUSING FEES FOR FISCAL YEAR 2023-2024**

As Approved and Recommended by the Budget, Finance and Facilities Committee, April 21, 2023;

WHEREAS, College management has presented the Board separate documents, entitled the College of Charleston 2023-2024 Proposed Housing Fees (collectively referred to in this Resolution as the “Proposed Fees”) that are included herein by this reference;

WHEREAS, the Proposed Fees contains recommendations regarding adjustments to student housing fees for the 2023-2024 Fiscal Year;

WHEREAS, College management is of the opinion that the proposed fee recommendations for the 2023-2024 Fiscal Year are reasonable given the impact of current enrollments, 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 student housing, while taking into account the effect on its students and families, and the fees 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 the Board hereby approves the rates for residential housing 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 fees for the 2023-2024 Fiscal Year.

\*\*\*\*\*

### **Motion to Adjourn**

**The motion was made by Trustee Neysa Williams, and seconded by Trustee Shawn Holland, that the Budget, Finance and Facilities Committee meeting be adjourned at 3:56 p.m. All in favor.**

### **ACCESS, EQUITY AND INCLUSION COMMITTEE MEETING**

Trustee Toya Pound, Chair; Trustee Penny Rosner, Vice Chair

**Committee Member(s) Present** – Trustees Demetria Clemons, Hank Futch, Andy Gianoukos, Shawn Holland, Toya Pound (chair), Penny Rosner (vice chair), Craig Thornton and Ricci Welch

**Committee Member(s) via Zoom** – Trustee John Busch

### **Call to Order**

Committee Chair Toya Pound called the meeting to order at 3:56 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 Craig Thornton, and seconded by Trustee Ricci Welch, that the minutes of the January 26, 2023 Access, Equity and Inclusion Committee be approved as presented. The Chair called for the yeas and nays, and the Minutes were approved.**

### **Institutional Diversity Updates** – Courtney Howard

- 1967 Legacy Program – reflections from two current Legacy Scholars
  - Tyler Glymph – Astrophysics
  - David Byrd – Finance/Commercial Real Estate
- Youth Programs/Protection of Minors
- HEED Award

*[4:24 p.m. – Access, Equity & Inclusion Committee Meeting will continue tomorrow morning, followed by the Audit & Governance Committee and the Development, Alumni, and Governmental & External Relations Committee Meetings.]*

**BOARD OF TRUSTEES MEETING RECESSED**

Chair Hay recessed the Board meeting until tomorrow morning, Friday, April 21, at 8:00 a.m. for continental breakfast and the Board meeting at 8:30 a.m.

**FRIDAY, APRIL 21, 2023**

**BOARD OF TRUSTEES MEETING RECONVENED**

**Board Member(s) Present** – Trustees Beth Burke, Demetria Clemons (Vice Chair), Hank Futch, Andy Gianoukos, Henrietta Golding, David Hay (Chair), Shawn Holland, Toya Pound, Renée Romberger (Secretary), Penny Rosner, Brian Stern, Steve Swanson, Tav Swarat, Craig Thornton, Ricci Welch and Neysa Williams

**Board Member(s) via Zoom** – Trustees Laurin Burch, John Busch and John Wood

**President’s Cabinet Member(s) Present** – President Andrew Hsu, Suzanne Austin, Mark Berry, Alicia Caudill, Jimmie Foster, Dan Frezza, Courtney Howard, John Loonan, Cathy Mahon, Michelle McGrew, Rosaria Meek, Ron Menchaca, John Morris, Paul Patrick, Matt Roberts, Suzette Stille and Mark Staples

**President’s Cabinet Absent** – Knudt Flor

**Other Attendees Present** – J.R. Barnhart, Joh-nette Brown, Elizabeth Colbert-Busch (Alumni Board), J.J. Corbett, Betty Craig, George Fraggos (Charleston Athletic Fund Board), Elizabeth Kassebaum, Jesse Kunze, Mike Ledford (Photographer), Ann Pryor, Keith Sauls (Foundation Board), Kate Tiller and William Veal (Faculty Senate Speaker)

**Other Attendees via Zoom** – Amy Goble

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

**Call to Order/Welcome**

Chair Hay reconvened the Board meeting at 8:33 a.m. and welcomed everyone attending the meeting.

He thanked those participating in the First Pitch Banquet last evening.

**Approval of Minutes**

**The motion was made by Trustee Demetria Clemons, and seconded by Trustee Ricci Welch, that the minutes of the January 26-27, 2023 Board of Trustees meeting and February 28, 2023 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 Reports**

Elizabeth Colbert-Busch, President of the Alumni Association Board; Keith Sauls, Vice Chair of the Foundation Board; and George Fraggos, President of the Charleston Athletic Fund, presented their respective Board Reports.



### **Presentation of George Fraggos' Certificate for Dedicated Service to the College of Charleston**

Chair Hay thanked George Fraggos for his dedicated service as President of the Charleston Athletic Fund Board and presented him with a small token of appreciation.

“George, as a small token of genuine appreciation for your dedicated service as President of the Charleston Athletic Fund Board, we present you with this framed Proclamation with the Board of Trustees Seal that reads:

College of Charleston  
Board of Trustees

Proclamation in honor of  
George J. Fraggos

April 21, 2023

George J. Fraggos, on behalf of a grateful Board of Trustees, we thank you for your dedicated service to the College of Charleston as the President of the Charleston Athletic Fund Board from July 1, 2021 to June 30, 2023.

Your leadership and dedication to the College's Charleston Athletic Fund Board on behalf of the alumni, students, faculty, staff and all athletics constituencies contributed greatly to the present and future success of College of Charleston Athletics.

Signed by

David M. Hay '81  
Chair, Board of Trustees

Andrew T. Hsu  
President”

*[Mike Ledford took photo of Chair Hay, President Hsu, SAA Chair Holland and George Fraggos.]*

### **Faculty Senate Report**

William Veal, new Speaker of the Faculty Senate, gave his report on behalf of the faculty.

### **Staff Advisory Committee Report**

Kate Tiller, Chair of the Staff Advisory Committee to the President, gave her report on behalf of the staff.

### **ACCESS, EQUITY AND INCLUSION COMMITTEE MEETING CONTINUES FROM YESTERDAY**

#### **Enrollment Planning Updates** – Suzette Stille

- Underrepresented Minority First-Year Applicants
- Admitted URM Students
- Scholarships for URM Students
- Need-based Scholarships
- Access and Pre-College Events

- Targeted Communications
- Meeting Street Scholarship Fund Partnership

### **Motion to Adjourn**

**The motion was made by Trustee Craig Thornton, and seconded by Trustee Penny Rosner, that the Access, Equity and Inclusion Committee meeting be adjourned at 9:06 a.m. All in favor.**

### **AUDIT AND GOVERNANCE COMMITTEE MEETING**

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

**Committee Member(s) Present** – *Trustees Henrietta Golding (chair), Beth Burke, Renée Romberger, Steve Swanson, Neysa Williams, David Hay, Chair, ex-officio*

**Committee Member(s) via Zoom** – *Trustees Laurin Burch and Brian Stern, Tav Swarat (vice chair) and John Wood*

### **Call to Order**

Committee Chair Golding called the meeting to order at 9:06 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 Steve Swanson, and seconded by Trustee John Wood, that the minutes of the January 26, 2023 Audit and Governance Committee Meeting be approved as presented. The Chair called for the yeas and nays, and the Minutes were approved.**

### **Naming Policy Amendment**

Committee Chair Golding noted that Chair Hay will present a motion at today's meeting on behalf of the Audit & Governance Committee for the full Board's approval of the Naming Policy Amendment re: permanent signage, portraiture and ornamental memorials (fountains, statues, etc.). Board members were sent the information in March.

### **BOT to sign Ethics Disclosure Form and Oath of Office, Code of Conduct and Statement of Commitment**

Committee Chair Golding reminded everyone that at the January 27, 2017 Board of Trustees meeting, the Board approved the annual completion by every Board member of the Disclosure of Ethics Compliance Form, certifying each respective member's full compliance with the State Ethics Act and all related procedures and regulations, including related College of Charleston policies and procedures.

In addition, after diligent examination of USC's Code of Conduct and Clemson University's Board of Trustees Manual Appendix E (Trustee Code of Conduct and Responsibilities) and other good governance and best practices research, on August 6, 2021, the Board adopted similar principles in its own College of Charleston Board of Trustees "Oath of Office, Code of Conduct and Statement of Commitment."

Before asking the Board members to sign the Ethics Compliance Form, as well as the Oath of Office, Code of Conduct and Statement of Commitment, Committee Chair Golding read the first three items of the document to have in the meeting minutes.

“By signing this Code of Conduct and Statement of Commitment, I endorse and accept the important Responsibilities that define my role as a member of the Board. Accordingly, I affirm and publicly commit to the following guiding principles and core values:

- (1) I have a clear and ongoing commitment to the essential fiduciary responsibilities of service on the Board and I will take part in periodic board education programs including ongoing reviews of fiduciary principles in order to continually improve my service.
- (2) As a fiduciary, I recognize that the Board acts in a transparent, honest, fair and respectful manner in order to contribute to the mission and strategic priorities of the College of Charleston.
- (3) I am committed to the healthy culture of board governance, one that is committed to goodwill and dedicated to sustaining the trust and support for the College of Charleston constituency stakeholders.”

Committee Chair Golding asked all Board members to please sign both documents and initial all 17 items to indicate their endorsement and acceptance of each responsibility. *[Elizabeth Kassebaum collected the signed forms.]*

#### **Internal Auditor Search**

J. R. Barnhart provided an update regarding the Internal Auditor Search. The second interview will be next week. It is a work in progress and another update will be provided at the next meeting.

#### **Motion to Adjourn**

**The motion was made by Trustee Beth Burke, and seconded by Trustee Renée Romberger, that the Audit and Governance Committee meeting be adjourned at 9:11 a.m. All in favor.**

### **DEVELOPMENT, ALUMNI AND GOVERNMENTAL AND EXTERNAL RELATIONS COMMITTEE MEETING**

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

**Committee Member(s) Present** – *Trustees Beth Burke (chair), Hank Futch, Henrietta Golding, Renée Romberger, Penny Rosner, Steve Swanson, David Hay (ex officio), Andrew Hsu (ex officio, non-voting)*

**Committee Member(s) via Zoom** – *Trustees John Busch, Laurin Burch, Brian Stern, Tav Swarat and John Wood (vice chair)*

#### **Call to Order**

Committee Chair Beth Burke called the meeting to order at 9:12 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 Hank Futch, and seconded by Trustee Penny Rosner, that the minutes of the January 26, 2023 Development, Alumni, Governmental and External Relations Committee Meeting be approved as presented. The Chair called for the yeas and nays, and the minutes were approved.**

**Institutional Advancement Update** – *Dan Frezza*

- Overview of advancement opportunities
- Focus on elevating and preparing our advancement efforts
- Update on work that has been undertaken and what to expect in the weeks and months ahead
- Current updates on FY23 fundraising

**University Communications Updates** – *Ron Menchaca*

- Advancement & Campus Communications
- Media Relations
- CofC Podcast
- The Conversation (new website)
- University News
- Faculty & Staff News
- Social Media Yield Efforts
- Advertising Update - *Sharon Siegel (new member of Ron's team)*

*[Trustee Brian Stern joined meeting via zoom at 9:49 a.m.]*

**Governmental Affairs Updates** – *Paul Patrick*

- Legislative Update
- Board Candidate Elections Update

**Executive Session**

**The motion was made by Trustee Penny Rosner, and seconded by Trustee Steve Swanson, to go into Executive Session at 10:21 a.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 of Trustees, President Hsu, President's Cabinet, Board and IT Staff remained for Executive Session. All others were put in the waiting room.]*

**The motion was made by Trustee Henrietta Golding, and seconded by Trustee Steve Swanson, to leave Executive Session at 10:27 a.m. All in favor.**

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

*[Public Session resumed.]*

**Motion to Approve the Bob & Helen Clawson Gift Naming Opportunity**

**The motion was made by Trustee Henrietta Golding, and seconded by Trustee Steve Swanson, to approve the Bob and Helen Clawson Gift Naming Opportunity for the Training Room at the Patriots Point Baseball Stadium as presented. The Chair called for the yeas and nays, and the motion passed.**

**Motion to Approve the John Manzi Family Gift Naming Opportunity**

**The motion was made by Trustee Steve Swanson, and seconded by Trustee Henrietta Golding, to approve the John Manzi Family Gift Naming Opportunity for a tribute plaque on a campus Charleston Bench as presented. The Chair called for the yeas and nays, and the motion passed.**

### **Motion to Adjourn**

**The motion was made by Trustee Steve Swanson, and seconded by Trustee Henrietta Golding, that the Development, Alumni, and Governmental Affairs and External Relations Committee be adjourned at 10:30 a.m. All in favor.**

### **BOARD MEETING CONTINUES**

#### **Board of Trustees Committee Chairs' Reports**

##### *Student Affairs and Athletics Committee – Committee Chair Shawn Holland*

“We heard reports from Matt Roberts and Alicia Caudill.

Athletics Director Roberts recognized Basketball Coach Pat Kelsey and a number of his players; Women’s Golf Coach Jamie Futrell and CAA Champion Emma Schimpf; Track and Field Assistant Coach Mike Tornifolio with Luzy Lieger (pole vaulting); and gave updates regarding Competitive Success and Community Engagement.

Dr. Caudill’s report included the introduction of Sydney Maguire, the retiring President of the Student Government Association, for a year-end summary and introduction of the new Student Body President, Lilli Taylor. Joy Heinzman, Interim Director of Residence Life, gave a report on the Residence Life Experience.

And finally, Alicia presented highlights from the academic year.”

##### *Academic Affairs Committee – Committee Chair Ricci Welch*

“Provost Austin’s report included an update regarding Dean Searches for the School of Languages, Cultures and World Affairs and the School of the Arts.

The committee passed a motion to approve new program proposals: B.S. Health Sciences Management & Administration, Doctor of Education, and Executive M.B.A.

And finally, we heard wonderful presentations by Beth Meyer-Bernstein, Dean of the Honors College; and Paul Schwager, Dean of the School of Business.

We should all be proud of the collaborative work and team spirit of our deans, faculty and staff.”

##### *Budget, Finance and Facilities Committee – Committee Chair Steve Swanson*

“We heard reports from John Loonan regarding a Budget and Finance Fiscal Year 3<sup>rd</sup> Quarter Review, the Fiscal Year 2023 Budget Calendar, EMBA Tuition and the First Day Complete Program.

Suzette Stille gave an enrollment update and John Morris gave a Capital Projects Update.

In Executive Session, Mark Staples updated the Board on our Technology Security Profile.

The committee passed motions to approve housing fee changes and an employee bonus proposal.”

##### *Audit and Governance Committee – Committee Vice Chair Tav Swarat*

“Board members were asked to sign the Ethics Disclosure Form and Oath of Office, Code of Conduct and Statement of Commitment.

J. R. Barnhart gave an update on the Internal Auditor Search.”

Access, Equity & Inclusion Committee – Committee Chair Toya Pound

“Dr. Courtney Howard, Chief Diversity Officer, presented the Office of Institutional Diversity Report, including the introduction of two students who gave brief reflections on their experience in the 1967 Legacy Program; Youth Programs/Protection of Minors; and the HEED Award.

Suzette Stille provided an enrollment update on URM Admissions, URM Scholarships and Need-based Aid, Access and Pre-college Activities and Events, and the Meeting Street Scholarship Fund Partnership.”

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

“This morning, Dan Frezza, the new Chief Advancement Officer, provided reports regarding an overview of advancement opportunities, focus on elevating and preparing our advancement efforts, update on work that has been undertaken and what to expect in the weeks and months ahead.

In addition, we heard reports from Ron Menchaca on University Communications, and Paul Patrick on Governmental Affairs.

The committee passed motions to approve the Bob and Helen Clawson Gift Naming Opportunity for the Training Room at the Patriots Point Baseball Stadium and the John Manzi Family Gift Naming Opportunity for a tribute plaque on a campus Charleston Bench.”

**Committee Resolutions/Motions Proposed During Yesterday’s Committee Meetings**

Motions from the Academic Affairs Committee

The Academic Affairs Committee moves that the new academic program proposals – B.S. in Health Sciences Management and Administration, Doctor of Education (Ed.D.), and Executive M.B.A. - 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 Employee Bonus Proposal be approved as presented. The Chair called for the yeas and nays, and the motion was approved.

The Budget, Finance and Facilities Committee moves that the Resolution on “Student Housing Fees for Fiscal Year 2023-2024” 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 Amended Naming Policy re: permanent signage, portraiture and ornamental memorials (fountains, statues, etc.) be approved as presented. The Chair called for the yeas and nays, and the motion was approved.

Motions from the Development, Alumni, Governmental and External Relations Committee

The Development, Alumni, Governmental and External Relations Committee moves that the Bob and Helen Clawson Gift Naming Opportunity for the Training Room at the Patriots Point Baseball Stadium be approved as presented. The Chair called for the yeas and nays, and the motion was approved.

The Development, Alumni, Governmental and External Relations Committee moves that the John Manzi Gift Naming Opportunity for a tribute plaque on a campus Charleston Bench be approved as presented. The Chair called for the yeas and nays, and the motion was approved.

### **President's Report**

“As you heard in yesterday’s committee meetings, we have a lot of exciting and positive things going on across campus.

There is much momentum building around our university, and I cannot thank you enough, as board members ... as well as my leadership team, their staffs, our faculty and our students for making the College of Charleston such a truly remarkable place.

I don’t want to repeat too much of what has already been covered, but I do want to say that every office, department and area on campus ... whether it’s our women’s golf team or men’s basketball team, our extraordinary faculty receiving Fulbrights and publishing new scholarship, our leadership team’s work forging new and deeper strategic partnerships with industry from around the state, our amazing students presenting original research at the Charleston Expo or at conferences across the country, yes, everyone on campus is helping to expand and brighten the spotlight on our university.

Let me highlight just a few things for you.

In January, right around the time of the last board meeting, the Avery Research Center received a \$2 million grant from the Mellon Foundation to help it collect and preserve the Lowcountry’s Black social and cultural history. This is a significant moment in the history of Avery and our university to receive such support from an organization renowned for its support of the arts and humanities.

In February, our CofC Orchestra performed at the Kennedy Center in Washington, DC. And in April, the orchestra also performed with world-renowned violinist Sarah Chang here in the Sottile Theatre. What amazing experiences for our students!!

In March, we had several high-profile events.

The Department of Communication’s National Advisory Council celebrated their 20<sup>th</sup> anniversary on campus and held a dedication of the new Martin Center for Mentorship in Communication. The Advisory Council is a who’s-who list of the top professionals in the communications industry. It was one of the most distinguished gatherings I have attended.

Our alumni association hosted the Black Alumni Collective National Leadership Symposium on campus, and U.S. Representative Jim Clyburn was able to attend and participate. We hosted delegates from 33 institutions from around the country.

And several academic departments and schools, led by our provost’s office, came together to host the inaugural Food Security Summit, with experts to talk about both global and local issues. Speakers included top experts and administrators, such as the CEO and board members and past and present board chairs of the World Food Program USA.

Earlier this month, our students, faculty and staff were very visible in their CofC running shirts as they participated in this year's Cooper River Bridge Run. While I didn't run it, I did have fun handing out medals at the finish line and taking a lot of selfies.

And I am pleased to report that our industry partnerships continue to strengthen and evolve. Our sciences and engineering faculty are currently working with the South Carolina Department of Commerce and South Carolina Fraunhofer on several industry research projects, which include Siemens and Bosch. And we are working on securing commitments on a variety of signature scholarships and internships.

All of these moments ... big and small, on campus and beyond campus ... attract the attention of our community partners as well as prospective students and their families.

Please allow me a moment to brag a bit on this year's recruitment efforts.

- I want to extend my congratulations to our enrollment planning team, our marketing and communications team, our deans, our student affairs team and everyone on campus for coming together ... and working together ... to bring in next fall's class.
- We have set another record for fall applications and have eclipsed last fall's application numbers by 20 percent.
- With more than 26,000 students vying for approximately 2,300 spots, the College of Charleston is becoming the first-choice school for more and more students.
- The deadline of May 1 is still more than a week away and there is still much work to be done, but we continue to trend well ahead of previous years.

During our meetings, you have seen some new faces as well as some old faces in new roles. I want to take just a moment to recognize them.

- In February, Chuck Baker joined my cabinet as interim general counsel.

I want to thank Chuck for acclimating so quickly to higher education and his assistance in tackling a wide range of issues. His legal mind is not only a great resource to my Senior Leadership Team, but to the entire campus community.

- Also starting in mid-February was Dan Frezza, who was formally introduced to you back in the January trustees meeting.

As you can see and have certainly heard, our new chief advancement officer has hit the ground running, and I am excited by his energy, his ideas and his expertise in philanthropy. I think we will continue to build on the great work done by the IA team and take this university to even greater heights.



- And, finally, I am pleased to welcome Jimmie Foster BACK to my cabinet.

As you all know, Jimmie is coming back to the College of Charleston after his latest sabbatical at Franklin and Marshall College, which is one of the top private liberal arts colleges. Jimmie is one of the top enrollment minds in the country, and I am pleased to have him back on our team to help us navigate a fast-changing landscape as it relates to demographic challenges and student needs.

In closing, there's a lot happening at the College of Charleston right now.

And I am pleased to say that all of that activity is moving us in the right direction.

Thank you!"

### **Board Chair's Report**

First, Chair Hay noted that Secretary Renée Romberger and Trustee Beth Burke attended the AGB National Conference on Trusteeship in San Diego on April 2-4 and asked if they would like to share their conference experience.

Renée: "Thank the Board for the opportunity to go. Continuing Education is so important. Hearing how different universities handle things. Fascinated with shadowing. Discussion around Strategic Planning. Opportunity to share more at the June Retreat."

Beth will share her report at the June Retreat.

Chair Hay thanked the many trustees who participated in the Faculty Shadowing program this spring – Trustees Laurin Burch, Beth Burke, Hank Futch, Henrietta Golding, Renée Romberger and Neysa Williams.

### **New Business/Old Business**

Elizabeth Kassebaum mentioned a few housekeeping items:

- AGB Board Professionals Conference, March 31 – April 2
- BOT Faculty Shadowing Program will begin in January. Participating faculty are Carrie Messal, Kate Owens, Pete Calcagno, Jim Newhard, Cindi May, and Lee Linder. Participating Board members are Beth Burke, Laurin Burch, Henrietta Golding, Renée Romberger, and Neysa Williams.
- Budget, Finance and Facilities Committee Workshop:  
Wednesday, May 24, 2023, 9:00 a.m. – 2:00 p.m.
- Remaining 2023 Board Meeting Dates:  
June 12-13 (Monday & Tuesday)  
August 10-11 (Thursday & Friday)  
October 19-20 (Thursday & Friday)
- Confirmation of May 2023 Commencement Speakers/Honorary Degree Recipients:  
Friday, May 12, 2023 – 4:00 p.m. – School of Humanities & Social Sciences (HSS) and School of

Languages, Cultures and World Affairs (LCWA)  
Speaker: Cynthia May (Distinguished Teaching Award –  
Psychology Department); Honorary Degree Recipient: Leon Stavrinakis

HD/CS Dinner – Cato Center, 6:00 p.m.  
Saturday, May 13, 2023 – 10:00 a.m. – School of Business (SOBE), School of Education (SOE)  
and School of Health Sciences (SOHS)  
Speaker: Will Ward (Alum)

Saturday, May 13, 2023 – 4:00 p.m. – Graduate School, School of the Arts (SOTA) and School of  
Sciences and Mathematics (SSM)  
Speaker: Professor Todd Mc Nerney (Department of Theatre and Dance/Associate Dean, School of  
the Arts)

*[Trustee Renée Romberger joined the meeting via zoom at 11:00 a.m.]*

*[11:00 a.m. – short break for lunch before going into Executive Session ]*

### **Executive Session #1**

**The motion was made by Trustee Craig Thornton, and seconded by Trustee Demetria Clemons , to go into Executive Session at 11:22 a.m. for the following purposes: (1) Legal Counsel will consult and provide legal advice on litigation, including actual and potential legal claims; (2) Discussion of negotiations incident to proposed contractual arrangements and proposed purchase/lease of property; and (3) 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, President’s Cabinet, and Board and IT Staff remained for Executive Session. Others were put in the waiting room until Executive Session ends and regular session resumes.]*

### **Executive Session #2**

*[Only the Board of Trustees, President Hsu, Paul Patrick, Mark Berry, Dan Frezza and Elizabeth Kassebaum moved to the Randolph Hall Boardroom for this portion of Executive Session.]*

### **Executive Session #3**

*[Only the Board of Trustees remained in the Randolph Hall Boardroom for this portion of Executive Session.]*

**The motion was made by Trustee Demetria Clemons, and seconded by Trustee Hank Futch, to come out of Executive Session at 1:22 p.m. All in favor.**

*[Regular session resumed. Trustees John Busch, Henrietta Golding and John Wood left the meeting.]*

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

**AMENDED MOTION TO APPROVE ASSISTANCE OF INDEPENDENT LICENSED SC ATTORNEY**

The motion was made by Trustee Beth Burke, and seconded by Trustee Renée Romberger, to amend the motion previously approved by the Board of Trustees as follows: Due to specific circumstances surrounding Complaint X, which the Board finds to be an exceptional case, we believe it will require the assistance of an independent licensed South Carolina attorney to represent the Board of Trustees in conducting a confidential investigation and that the Chair be authorized to engage legal counsel and request that the investigation be completed within 30 days. The Chair called for the yeas and nays, and the motion passed.

**Motion to Adjourn**

The motion was made by Trustee Ricci Welch, and seconded by Trustee Steve Swanson, that the meeting be adjourned at 1:22 p.m. All in favor.