

(Approved at January 18-19, 2024 Board of Trustees Meetings)

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

**Board of Trustees Meeting
October 19-20, 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, Chair, 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, OCTOBER 19, 2023

8:30 a.m.

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

Board Member(s) via Zoom – Trustees John Busch, Hank Futch, Brian Stern, Craig Thornton 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, Michelle McGrew, Ron Menchaca, John Morris, Paul Patrick and Matt Roberts

President’s Cabinet Member(s) via Zoom – Mark Staples

President’s Cabinet Member(s) Absent – Knudt Flor and John Loonan

Other Attendees Present – Emma Appleman (SAAC Representative, Volleyball), J.R. Barnhart, Emmett Bice (Graduate Student and Athlete, MBA Program), Roselle Bonnoitt (Representative from Cherry Bekaert, External CPA Firm), Joh-nette Brown, Betty Craig, Rochelle Johnson (Director of Multicultural Student Programs and Services), Elizabeth Kassebaum, Gibbs Knotts (Dean, School of Humanities & Social Sciences), Chris Korey (Associate Provost, Student Success), Jesse Kunze (IT), Lance Laidlaw (IT), Cathy Mahon (DAGER Committee Meeting), Everett McInnis (BFF Committee), Ashleigh Parr, Lilli Taylor (President, Student Government Association), William Veal (Faculty Senate Speaker), Elizabeth Welch (Representative from Cherry Bekaert, External CPA Firm), John White (Dean, Libraries) and Dawn Willan (BFF Committee)

Other Attendee(s) via Zoom – Janette Morrison (Security Advisor, Soteria LLC)

(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 8:30 a.m. noting that the meeting notice has been posted and the press notified as required by the Freedom of Information Act.

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, Andy Gianoukos, Toya Pound, Ricci Welch, Neysa Williams, David Hay (ex officio), Andrew Hsu (ex officio, non-voting)

Committee Member(s) via Zoom – Trustees Craig Thornton (vice chair) and Hank Futch

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 Ricci Welch, and seconded by Trustee Toya Pound, that the minutes of the August 10, 2023 Student Affairs and Athletics Committee Meeting be approved as presented. The Chair called for the yeas and nays, and the Minutes were approved.

Student Spotlights

- Lilli Taylor, SGA President
- Emmett Bice, Graduate Student and Athlete, MBA Program
- Emma Appleman, SAAC Representative (Volleyball)

Athletics Updates – Matt Roberts

- Competitive Success and Community Engagement
 - Men’s Basketball Season Ticket Update
 - Men’s Basketball TV Broadcasts

Student Affairs Updates - Alicia Caudill

- SPECTRA Summary and Update – Rochelle Johnson, Director of Multicultural Student Programs and Services
- Highlight: A Salute to Student Affairs
 - Putting Happiness to Work Award – An endowed gift to enhance employee morale and fun
 - In Memory of Denny Ciganovic, Director of the Career Center (1992-2015)

Executive Session

The motion was made by Trustee Ricci Welch, and seconded by Trustee Demetria Clemons, to go into Executive Session at 9:04 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, President’s Cabinet, Board and IT Staff remained for Executive Session.)

The motion was made by Trustee Andy Gianoukos, and seconded by Trustee Neysa Williams, to come out of Executive Session at 9:12 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 Andy Gianoukos, and seconded by Trustee Ricci Welch, that the Student Affairs and Athletics Committee meeting be adjourned at 9:12 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, David Hay (*ex officio*), Andrew Hsu (*ex officio, non-voting*)

Committee Member(s) via Zoom – Trustees John Busch and Craig Thornton

Call to Order

Committee Chair Ricci Welch called the meeting to order at 9:13 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 10, 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

- School of the Arts Dean Search
- New Faculty Update
- Student Success and Retention – Chat Bot Data – Suzanne Austin/Chris Korey/zAlicia Caudill
- Dean Presentations
 - Gibbs Knotts, School of Humanities and Social Sciences
 - John White, Dean of Libraries

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

The motion was made by Trustee Andy Gianoukos, 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 20, 2023

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 2023 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 2023 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 2023 semester, the names of each of which shall be published in the Official Program for the December 2023 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 2023 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.

Motion to Adjourn

The motion was made by Trustee Toya Pound, and seconded by Trustee Penny Rosner, that the Academic Affairs Committee meeting be adjourned at 10:07 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) Participating via Zoom – Trustees Brian Stern and John Wood

Call to Order

Committee Chair Swanson called the meeting to order at 10:08 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 Neysa Williams, that the minutes of the August 10, 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

- Student Housing Rate Changes – *Ashleigh Parr*
- September 30, 2023 Quarter End Results – *Dawn Willan*

Enrollment Management – *Jimmie Foster*

- Fall 2023 Enrollment Recap
- Fall Financial Aid/Scholarship Strategy
- Fall 2024 Application Trends
- Visit Experience Update
- Fall 2024 Yield Planning

Information Technology – *Mark Staples (zoom)*

- Security Services Overview – *Janette Morrison, Security Advisor, Soteria LLC (zoom)*
 - Security Risk Assessment
 - Scope of Services
 - Timeline
 - Draft report will be delivered in February.
 - Final report will be delivered one to two weeks after the draft report.

Facilities Management – *John Morris*

- Capital Renewal Needs and Investment Plan
- Buildings of Concern
- Annual E&G Capital Renewal Investment Summary
- 86 Wentworth
- Campus Framework

Motion to Approve Final Campus Framework Plan

The motion was made by Trustee Henrietta Golding, and seconded by Trustee Renée Romberger, to approve the Final Campus Framework Plan as presented. The Chair called for the yeas and nays, and the motion passed.

Motion to Approve 86 Wentworth Envelope Capital Project

The motion was made by Trustee Renée Romberger, and seconded by Trustee Henrietta Golding, to approve the 86 Wentworth Envelope Capital Project as presented. The Chair called for the yeas and nays, and the motion passed.

Executive Session

The motion was made by Trustee Shawn Holland, and seconded by Trustee Henrietta Golding, to go into Executive Session at 11:54 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, 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 Shawn Holland, and seconded by Trustee Neysa Williams, to come out of Executive Session at 12:15 p.m. All in favor.

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

[Public Session resumed.]

Motion to Adjourn

The motion was made by Trustee Demetria Clemons, and seconded by Trustee Laurin Burch, that the Budget, Finance and Facilities Committee meeting be adjourned at 12:15 p.m. All in favor.

[12:15 p.m. – Board Meeting reconvened and BOT moved to Tate 202 for lunch and Faculty Spotlight Presentations]

[Word of Prayer by Trustee Ricci Welch]

BOARD MEETING RECONVENES – Tate 202

The Conversation

Ron Menchaca presented a Power Point presentation regarding “The Conversation.” Marketing and Communications, in partnership with Academic Affairs and the President’s Office, have a one-year pilot membership with the nonprofit news organization, The Conversation. This membership provides an opportunity for the College to showcase faculty research to a wider audience outside of academia.

To that end, three CofC faculty members’ research articles have been published in The Conversation.

Faculty Spotlight Presentations – Tate 202

Provost Suzanne Austin introduced the three faculty members who presented their research:

- Jen Wright, Professor of Psychology – *Humility - The Foundation of a Virtuous Life*
- Leslie Hart, Associate Professor of Public Health – *The Ugly Side of Beauty Products*
- Mike Lee, Professor of Communication – *We Are Not One People: Secession and Separatism in American Politics Since 1776*

Executive Session

The motion was made by Trustee Henrietta Golding, and seconded by Trustee Beth Burke, to go into Executive Session at 1:20 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” and “Personnel matters – legal matters covered by attorney-client privilege”. All in favor.

(Only the Board of Trustees, President Hsu, Paul Patrick, Suzanne Austin, Chuck Baker, Mark Berry, Dan Frezza, Ron Menchaca, Elizabeth Kassebaum and Betty Craig remained during Executive Session.)

The motion was made by Trustee Ricci Welch, and seconded by Trustee Henrietta Golding, to come out of Executive Session at 2:12 p.m. All in favor.

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

[Public Session resumed in Alumni Hall.]

[2:27 p.m. – Board Meeting recessed and committee meetings continued in Alumni Hall.]

[2:27 p.m. – Trustees John Busch, Hank Futch, Brian Stern and Craig Thornton via zoom]

AUDIT AND GOVERNANCE COMMITTEE MEETING

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

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

Committee Member(s) via Zoom – Trustees Brian Stern and John Wood

Call to Order

Committee Chair Golding called the meeting to order at 2:27 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 Tav Swarat, and seconded by Trustee Steve Swanson, that the minutes of the August 10, 2023 Audit and Governance Committee Meeting be approved as presented. The Chair called for the yeas and nays, and the Minutes were approved.

FY23 ACFR Briefing

Committee Chair Golding introduced Elizabeth Welch and Roselle Bonnoitt, representatives from the Cherry Bekaert, External CPA Firm, who gave a briefing on the FY23 Annual Comprehensive Financial Report (ACFR).

They audited the financial statements of the College of Charleston for the year ended June 30, 2023, and issued their report dated September 29, 2023. Very positive report and no findings of concern.

Nominations of Three Board Officers and Trustees Emeriti

Committee Chair Golding noted that nominations for the three Board Officers were closed effective with the adjournment of the August Board meeting in keeping with the Bylaws.

The only nomination received for Chair of the Board was Trustee Renée Romberger.

The only nomination received for Vice Chair of the Board was Trustee Steve Swanson.

The only nomination received for Secretary was Trustee Ricci Welch.

Election of the three Board Officers will be held at tomorrow's Board meeting, and their service as Board Officers will begin at the close of the Board meeting.

No nominations were received for Trustee Emeritus.

Board Members' Self-Evaluation Survey

Committee Chair Golding thanked the Board members for completing their Board Self-Evaluation Survey, per the SACSCOC Standard 4.2 which states that "the governing Board defines and regularly evaluates its responsibilities and expectations." The compiled results were distributed in an earlier email and a copy was at Board members' places.

She announced that next year, at the August Audit and Governance Committee meeting, hard copies of the Self-Evaluation will be at the Board Members' places. They will have the option to complete the survey and return it to Elizabeth or Betty before the Board meetings adjourn the next day. Trustees who don't return a hard copy of the Self-Evaluation will receive an electronic Self-Evaluation to be completed by the end of September. She will present the Self-Evaluation Survey Results/Compilation Report at the October 2024 Board meeting.

Committee Chair Golding stated "I appreciate this self-evaluation exercise. It is affirming that the survey results have improved this year. It confirms that our Board is committed to the well-being of the College and is willing to do the hard work to produce positive results."

Tabled Motion from August Board Meeting

Committee Chair Golding noted that at the August Board meeting, the Board tabled a motion concerning modification of S. C. Code 59-130-40 – Trustees' Special Meeting Notice. Since the College's lobbyist advised against addressing the issue regarding the five-day notice for regular and special meetings with the General Assembly, she will work with Paul Patrick on the next steps.

Internal Auditor Position

Trustee Laurin Burch asked about the Internal Auditor position. J. R. Barnhart responded that it's a specialized position and not a large pool of applicants. Trustee Burch asked for some urgency regarding filling the position. Committee Chair Golding noted that J. R. continues to provide assistance in the Internal Auditing area, along with his regular duties at the College of Charleston Foundation.

Motion to Adjourn

The motion was made by Trustee Tav Swarat, and seconded by Trustee Laurin Burch, that the Audit and Governance Committee meeting be adjourned at 2:48 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, Andy Gianoukos, Shawn Holland, Trustee Toya Pound (chair), Penny Rosner (vice chair) and Ricci Welch

Committee Member(s) via Zoom – Trustees John Busch, Hank Futch and Craig Thornton

Call to Order

Committee Chair Toya Pound called the meeting to order at 2:49 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 Andy Gianoukos, and seconded by Trustee Shawn Holland, that the minutes of the August 10, 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

- Campus-wide Inventory of DEI Initiatives

Enrollment Planning – URM Focus – Jimmie Foster

- Fall 2023 URM Enrollment & Aid Recap
- Meeting Street Scholars
- URM South Carolina Graduates in 2030
- 2023-24 Recruitment Events

Motion to Adjourn

The motion was made by Trustee Demetria Clemons, and seconded by Trustee Penny Rosner, that the Access, Equity and Inclusion Committee meeting be adjourned at 3:10 p.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 Laurin Burch, Beth Burke (chair), Henrietta Golding, Renée Romberger, Penny Rosner, Steve Swanson, Tav Swarat, David Hay (ex officio), Andrew Hsu (ex officio, non-voting)

Committee Member(s) via Zoom – Trustees John Busch, Hank Futch, Brian Stern and John Wood (vice chair)

Call to Order

Committee Chair Beth Burke called the meeting to order at 3:10 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 Henrietta Golding, and seconded by Trustee Renée Romberger, that the minutes of the August 10, 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.

Governmental Affairs Updates – *Paul Patrick*

- Legislative Update
 - Governor’s Budget Request
 - Social Policy Issues
 - Workforce Development
 - Federal Activity

Marketing and Communications Updates – *Ron Menchaca*

- University Marketing
- Media Relations Highlights
- CofC Podcasts
- University News Highlights
- Faculty and Staff News Highlights

Executive Session

The motion was made by Trustee Steve Swanson, and seconded by Trustee Tav Swarat, to go into Executive Session at 3:50 p.m. for the purpose of “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, Board and IT Staff remained for Executive Session. All others were put in the waiting room.]

The motion was made by Trustee Renée Romberger, and seconded by Trustee Penny Rosner, to leave Executive Session at 4:26 p.m. All in favor.

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

[Public Session resumed.]

DAGER COMMITTEE MEETING RECESSED

Committee Chair Beth Burke recessed the Development, Alumni, Governmental and External Relations Committee (DAGER) meeting until tomorrow morning, Friday, October 20, at which time Dan Frezza will give his Institutional Advancement Update in public session.

BOARD OF TRUSTEES MEETING RECESSED

Chair Hay recessed the Board meeting until tomorrow morning, Friday, October 20, at 8:00 a.m. for continental breakfast, Board Group Photo at 8:25 a.m. and the Board meeting at 8:30 a.m.

FRIDAY, OCTOBER 20, 2023

BOARD OF TRUSTEES MEETING RECONVENED

Board Member(s) Present – Trustees Laurin Burch, Beth Burke, Demetria Clemons (Vice Chair), Henrietta Golding, David Hay (Chair), Shawn Holland, Toya Pound, Renée Romberger (Secretary), Penny Rosner, Steve Swanson, Tav Swarat, Ricci Welch, Neysa Williams and John Wood

Board Member(s) via Zoom – Trustees John Busch, Hank Futch, Brian Stern, Craig Thornton

Board Member(s) Absent – Trustee Andy Gianoukos

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

President’s Cabinet via Zoom – Mark Staples

President’s Cabinet Absent – Knudt Flor and John Loonan

Other Attendees Present – J.R. Barnhart, Joh-nette Brown (IT), Catie Cleveland (Photographer), Elizabeth Colbert-Busch (Alumni Board), Lindsey Copeland (Staff Advisory Committee to the President), Betty Craig, Elizabeth Kassebaum, Steve Kerrigan (Foundation Board), Jesse Kunze (IT), Lance Laidlaw (IT), Cathy Mahon, Chris O’Neal (Charleston Athletic Fund Board), Ann Pryor 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 8:30 a.m. and welcomed everyone attending the meeting.

He thanked President Hsu and Rongrong for hosting the lovely dinner at Rudy Royale last evening.

He expressed his thanks to all Board members, “I would like to thank all Board members for all you do for the Board of Trustees and the College of Charleston and let you know that your participation is much appreciated. To that end, I would like to thank Board members who have been able to attend campus events since our last meeting. Many of you have attended a variety of campus events, including the Vice President’s visit to campus, 1967 Legacy Scholar Events, the Athletics Department Tip-Off Dinner and the Charleston Opera Theater Performance.

Also, I would like to thank Andy for representing the Board at the Charleston Athletic Fund Board Meeting this week and thank Hank for his service on the Parents’ Advisory Council. Go Cougars!”

Approval of Minutes

The motion was made by Trustee Demetria Clemons, and seconded by Trustee Renée Romberger, that the minutes of the August 10-11, 2023 Board of Trustees 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; Steve Kerrigan, Chair of the Foundation Board; and Chris O’Neal, President of the Charleston Athletic Fund, presented their respective Board Reports.

Faculty Senate Report

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

Staff Advisory Committee Report

Lindsey Copeland, Chair of the Staff Advisory Committee to the President, gave her report on behalf of the Staff.

BOARD OF TRUSTEES MEETING RECESSES

Chair Hay recessed the Board meeting at 9:01 a.m. and turned it over to Trustee Beth Burke to reconvene the DAGER Committee meeting.

DAGER COMMITTEE MEETING RECONVENES

Committee Chair Beth Burke reconvened the DAGER Committee meeting from yesterday afternoon.

Institutional Advancement Update – Dan Frezza

- Culture of Engagement and Philanthropy
 - Fiscal Year 2024 Goals
 - Measuring Alumni Engagement

Executive Session

The motion was made by Trustee Tav Swarat, and seconded by Trustee Penny Rosner, to go into Executive Session at 9:20 a.m. for the purpose of “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, Board and IT Staff remained for Executive Session. All others were put in the waiting room.]

The motion was made by Trustee Steve Swanson, and seconded by Trustee Shawn Holland, to leave Executive Session at 10:24 a.m. All in favor.

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

[Public Session resumed.]

Motion to Adjourn

The motion was made by Trustee Henrietta Golding, and seconded by Trustee Steve Swanson, that the Development, Alumni, and Governmental Affairs and External Relations Committee be adjourned at 10:25 a.m. All in favor.

[Break at 10:25 a.m.]

BOARD MEETING RECONVENES

Board of Trustees Committee Chairs' Reports

Student Affairs and Athletics Committee – Committee Chair Shawn Holland

“First, student spotlights included Lilli Taylor, President of the Student Government Association; Emmett Bice, Graduate Student and Athlete in the MBA Program; and Emma Appleman, SAAC representative in volleyball.

Matt Roberts’ athletics report included updates on Men’s Basketball Competitive success and the Silcox Tennis Center Renovation.

Alicia Caudill introduced Rochelle Johnson, Director of Multicultural Student Programs and Services, who provided a Summary and Update regarding the SPECTRA Program.

The highlight was a salute to the Student Affairs Award Program and the Denny Ciganovic Award, an endowed gift to support employee morale and encouragement.”

Academic Affairs Committee – Committee Chair Ricci Welch

“Provost Austin’s report included an update regarding the School of the Arts Dean Search, along with a new faculty update.

Provost Austin, Dr. Caudill and Professor Chris Korey reported on Student Success and Retention, providing Chat Bot data.

We heard presentations by Gibbs Knotts, Dean of the School of Humanities and Social Sciences; and John White, Dean of Libraries.

The Committee approved a motion to award December Graduate and Undergraduate degrees which will be presented to the full Board of consideration/approval later in today’s meeting.”

Budget, Finance and Facilities Committee – Committee Chair Steve Swanson

“We heard reports from Dawn Willan regarding Student Housing Rate Changes and the first quarter FY 23-24 Budget Update.

Jimmie Foster’s Enrollment Report included a 2024-2025 Recruitment Update.

John Morris’ Facilities Management Report included updates regarding the (1) Capital Renewal Needs and Investment Plan and the (2) 86 Wentworth Envelope Capital Project. In addition, Paul Patrick provided an update regarding the Final Campus Framework Plan.

The Committee approved the Final Campus Framework Plan and the 86 Wentworth Envelope Capital Project. Both motions will be presented to the full Board for consideration/approval later in today’s meeting.”

Audit and Governance Committee – Committee Chair Henrietta Golding

“Representatives from the Cherry Bekaert, External CPA Firm, presented the FY 2023 ACFR Briefing. It was a very positive report and no findings of concern.

I confirmed that Renée Romberger has been nominated for Board Chair; Steve Swanson for Vice Chair; and Ricci Welch for Secretary. Article V, Section 8, of the Bylaws states ‘In the event there is only one candidate nominated for a particular office, the Audit and Governance Committee Chair shall ask for unanimous consent to dispense with ballots and declare that candidate elected for that office.’ Board Officer elections will be held later in today’s meeting.

Thank you for your leadership and friendship. Under your leadership, this Board has worked together and accomplished much with our biggest accomplishment being the hiring of our wonderful president.

Finally, I presented the SACSCOC Board Members’ Self-Evaluation Survey Results/Compilation Report.”

Access, Equity & Inclusion Committee – Committee Chair Toya Pound

“Dr. Courtney Howard, Chief Diversity Officer, presented the Office of Institutional Diversity Report, including the Campus-wide Inventory of DEI Initiatives.

Jimmie Foster provided updates on the Impact of Aid Strategy on UM Enrollments, Meeting Street Scholars and Fall 2024 Recruitment.”

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

“Paul Patrick gave a Governmental Affairs Update; Ron Menchaca provided a Marketing and Communications Update; and Dan Frezza provided an Institutional Advancement Progress Update.”

Committee Resolutions/Motions Proposed During Yesterday’s Committee Meetings

Board Committees met yesterday and there is one motion from the Academic Affairs Committee and one motion from the Budget, Finance and Facilities Committee to address.

Academic Affairs Committee:

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

Budget, Finance and Facilities Committee:

The Budget, Finance and Facilities Committee moves that the following projects be approved as presented (1) Final Campus Framework Plan, and (2) 86 Wentworth Envelope Capital Project. The Chair called for the yeas and nays, and the motion passed.

Election of Board Officers/Trustees Emeriti

Chair Hay announced that we will now have the election of Board Officers. Our election process will proceed in accordance with our Board of Trustees’ Bylaws, the Freedom of Information Act, and State Law.

Trustee Henrietta Golding, Chair of the Audit and Governance Committee, informed the Board that the only nomination received for Chair of the Board is Trustee Renée Romberger; the only nomination received for Vice Chair of the Board is Trustee Steve Swanson; and the only nomination received for Secretary of the Board is Trustee Ricci Welch. Nominations for the three officers were closed effective with the adjournment of the August Board meeting. Also, Trustee Golding announced that no nominations for Trustee Emeritus were received.

In keeping with the requirements provided in Article V, Section 8, of the Bylaws, “In the event there is only one candidate nominated for a particular office, the Audit and Governance Committee Chair shall ask for unanimous consent to dispense with ballots and declare that candidate elected for that office,” A&G Committee Chair Henrietta Golding called for a motion asking for unanimous consent to dispense with ballots and declare each candidate elected for each office.

The motion was made by Trustee John Wood, and seconded by Trustee Neysa Williams, asking for unanimous consent to dispense with ballots and declare Trustee Renée Romberger as Chair; Trustee Steve Swanson as Vice Chair; and Trustee Ricci Welch as Secretary. The Chair called for the yeas and nays, and the motion unanimously passed.

Trustee Golding confirmed that the Board Officers will be Renée Romberger, Chair; Steve Swanson, Vice Chair; and Ricci Welch, Secretary, and thanked all Board members who participated in this important process.

Board Chair’s Report

Chair Hay congratulated the new Board Officers.

He thanked retiring Vice Chair Clemons for her service as Vice Chair of the Board by stating, “On behalf of the Board of Trustees, the College and State, we are indebted to you for your service.” Chair Hay said he looked forward to her continuing service as a member of the Board of Trustees.

Chair Hay’s remarks: “Thanks to my second wife Elizabeth and her colleague, Betty. Thank Mariana also. It has been a team effort. Thanks for all the help you have given me.

As the saying goes, always leave it in a better place than you found it. We are in a better position today.

Three things in 2016 when I was embarking on my first term as Chair:

- (1) Sound financial house – we are in the strongest financial shape we have ever been in.
- (2) Pedestrian safety footprint – Calhoun to King Safety
- (3) Always choose the optimistic approach that things are going to work out

I’m very excited about the future of the College of Charleston and the leadership here. Special thanks to my Vice Chair. She served as the ‘big sister’ I never had. She has always brought me back on course. Thank you for your leadership. Thank you for allowing me to serve.”

Also, Chair Hay asked the new officers to say a few words:

Vice Chair Swanson’s Remarks: “I am so honored to take this role. Leadership matters. Everything is going so well. Looking back over these past few years, we’ve gone from deficit spending to creating a surplus; we navigated the uncertainty of COVID; and far from just getting by, we are experiencing record admission into the college.

David, Demetria and Renée have led us through all of this. You have helped me personally and have helped create the momentum we’re experiencing today. Now I look forward to joining Renée and Ricci and working with you and President Hsu.”

Chair Romberger's Remarks:

"Thank you so much for the opportunity to serve as your new Chair of the Board of Trustees. I am honored and humbled by the faith you have placed in me. I can only aspire to be the leader that David Hay has been and to strive for the same level of success we have had under David's leadership. And while I'm no David Hay, I do think I share his same passion and commitment to our alma mater. Just as all of you do.

I feel so blessed to have the opportunity to work with such a strong, capable board. And a board that functions like a team. Because at the end of the day, success is about TEAM. "Team" is what drives me and motivates me.

The lesson here for all of us to constantly ask ourselves, "are we working as a team to advance the goals of the College?" It starts with great individuals, who share and respect diverse opinions, and then coalesce around a common goal. That's what we do best, and I look forward to working with each of you in pursuing that dream. To that end, I have asked Elizabeth to coordinate with each Board member to me to visit you in your hometowns prior to the next Board meeting to get your thoughts on what you'd like to see the Board accomplish in the next few years and how you'd like to be a part of that vision. I'd like to include all of you, even those who are retiring, as our retiring board members quite possibly have the greatest wisdom of all because of their history and experience on the Board.

Lastly, as the new Chair, one of my responsibilities is committee assignments. But since we have not had board elections yet, I would like to keep committee assignments as they are for now and make final assignments after the elections. That being said, with Steve and Ricci accepting officer roles, we do need to have Interim Chairs for the Academic Affairs and Budget, Finance and Facilities Committees. I have asked Penny Rosner, the current vice chair, to serve as the Interim Academic Affairs Committee Chair; and Laurin Burch, the current vice chair of the Budget, Finance and Facilities Committee, to serve as its Interim Chair.

Demetria has graciously agreed to remain on her current standing committees, and I have asked David to serve in my formerly assigned standing committees.

It is with pleasure and excitement that I look forward to working with each of you in the years ahead. Our work will be demanding and will require our united commitment to provide the intellect, energy, enthusiasm and creative solutions, that lead to academic excellence and distinction.

All of you in the room, including the Trustees, the Administration, the Staff and Faculty, inspire me to make that commitment and reaffirm my excitement for the year ahead. Thank you again for the honor and privilege you have shared with me."

President's Report

"This might be the first time since my joining the College of Charleston that I decided to come to the front to make my President's Report. So, you know this is a very different report and that it is a report that is very important to me. More so than any of the reports that I have made so far, in fact. However, the topic today is bittersweet to me. And I would imagine to many of you in the room, trustees and faculty and staff alike.

For as long as I have known the existence of a College of Charleston, I have known **David Hay** as its Board of Trustees chair; **Demetria Clemons**, its vice chair; and **Renée Romberger**, its secretary. It seems as certain as if it's set in stone. For almost five years, in fact, it is almost to the date five

years ago that I first met these three leaders, and for five years, I knew I could always rely on Renée for her wise counsel, Demetria for her influential whisper to help calm down a campus experiencing some turbulence, and David for his strong leadership to guide the institution. But that is changing today. It is like the end of an era, and that is why it is bittersweet to me.

I would like to use this time to express my gratitude to these three great leaders and mentors of mine for all of their support these past several years. I think we have come a long way together and moved this institution in ways positive on so many different fronts. In my experience, transformation can only occur not only with a strong team, but also when everyone on the team buys into a shared vision. I am very grateful that we have such a strong team that includes the board leaders. And I am thankful that the board leadership saw the possibilities and potential of this institution and have worked hard to make innovation possible at every level of the university.

First, I want to thank outgoing Secretary **Renée Romberger** for her service, both for what she has done already as well as what she will do as she transitions to greater responsibility on the board. Renée represents a model volunteer leader, someone who brings forward both their personal and professional experience to assist the university to fulfill its great potential.

Next, I would like to recognize **Demetria Noisette Clemons** for her leadership as vice chair. Demetria has served as an essential advisor for many presidents, and I want to thank her for her extraordinary counsel throughout my years and for those many years before me. Demetria has done so much work for this institution – hard, time-consuming work – much of it outside of the spotlight. As I said, she is our campus whisperer, and I cannot thank her enough for helping us navigate so many different situations and doing so in a way that provides dignity and respect to everyone involved. Her understanding of education – at all levels – and, more important, her understanding of people, have helped this institution and me to be better. Demetria has provided so much guidance to this institution at a time when this university really needed her voice and her lived experience to inform its path forward.

Now, I want to comment on the extraordinary leadership of **David Hay**. David has proven himself, time and time again, a true champion of the College of Charleston. He has been a tireless advocate for his alma mater, and I cannot thank him enough for all the time and energy he has exerted on behalf of the university. As a native son and longtime resident of Charleston, David has been in the unique position to live the College of Charleston 24/7. I know it has not been without its burdens, but I am proud to say that David carried the load with honor and distinction. I will miss our one-on-one meetings, as we envisioned together a greater future for this institution. I think we have put into place many of the initiatives and dreams you had when first taking the chairmanship back in 2016. Your leadership has made possible many of the changes and innovations we have introduced and are currently working on. Thank you for boldly stepping forward and your willingness to lead. Your desire to always aim higher has fueled our transformation. Again, thank you, David, for your leadership and friendship.

In closing, I'd like to share a short Commemoration slide show presenting David's amazing accomplishments as Board Chair."

[David Hay's Commemoration slide show]

[Moved to the Randolph Hall Boardroom for Executive Session.]

Executive Session

The motion was made by Trustee Ricci Welch, and seconded by Trustee Henrietta Golding , to go into Executive Session at 11:00 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 Members, President Hsu, Paul Patrick, Elizabeth Kassebaum, Mark Berry, Betty Craig, Chuck Baker, Ron Menchaca, Alicia Caudill, Suzanne Austin and Dan Frezza remained for Executive Session. Others were put in the waiting room until Executive Session ends and regular session resumes.]

[Trustee Shawn Holland via zoom from this point forward.]

The motion was made by Trustee Ricci Welch, and seconded by Trustee Demetria Clemons, to come out of Executive Session at 11:37 a.m. All in favor.

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

[Public Session – Meeting moved back to Alumni Hall]

New Business/Old Business

Elizabeth Kassebaum mentioned a few housekeeping items:

- Trustees Hank Futch, Renée Romberger and Neysa Williams are participating in the Faculty Shadowing Program this semester.

- Fall Alumni Weekend and Alumni Gala, November 18, at Charleston Marriott (Board of Trustees’ Office provides tickets and hotel) – Attendees include Laurin & Jenn Burch, Beth & Richard Burke, Andy & Jennifer Gianoukos, David & Mariana Hay, Renée Romberger & Kevin Hennick, Penny & Daniel Rosner, Steve Swanson and Neysa Williams & Guest

[Short break before Lunch during Executive Session in Alumni Hall]

Executive Session #1

The motion was made by Trustee Renée Romberger, and seconded by Trustee Ricci Welch , to go into Executive Session at 12:09 p.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; (3) Consideration of Candidates’ Qualifications for Commencement Speakers and Candidates’ Qualifications for Honorary Degrees; (4) Employee records – legal matters and executive contract negotiations – personnel matters; (5) Personnel matters – legal matters covered by attorney-client privilege; and (6) 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

[At 12:43 p.m., only the Board of Trustees, President Hsu, Paul Patrick, Mark Berry, Chuck Baker, Elizabeth Kassebaum and Betty Craig moved to the Randolph Hall Boardroom for this portion of Executive Session.]

[Trustees John Busch, Hank Futch, Shawn Holland, Brian Stern and Craig Thornton via zoom.]

Executive Session #3

[At 1:09 p.m., only the Board of Trustees remained in the Randolph Hall Boardroom for this portion of Executive Session.]

The motion was made by Trustee Penny Rosner, and seconded by Trustee Laurin Burch, to come out of Executive Session at 1:50 p.m. All in favor.

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

Motion to Adjourn

The motion was made by Trustee Henrietta Golding, and seconded by Trustee Ricci Welch, that the meeting be adjourned at 1:50 p.m. All in favor.