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University of South Carolina  
BOARD OF TRUSTEES

Governance Committee

December 14, 2021

The Governance Committee of the University of South Carolina Board of Trustees met at 1:00 p.m. on Friday, December 14, 2021 in the Floyd Board Room of the Pastides Alumni Center and by Microsoft Teams video conference.

Committee members present were Mr. Thad Westbrook, Chair; Mr. C. Dan Adams; Mr. Toney J. Lister; Mr. Miles Loadholt; Mr. Hubert F. Mobley; Ms. Leah B. Moody; Ms. Rose Buyck Newton; Mr. Eugene P. Warr Jr.; Mr. Mack I. Whittle Jr.; and Dr. C. Dorn Smith III, Board Chair. Dr. C. Edward Floyd participated by Microsoft Teams.

Other Board members present were Mr. Alex English, Mr. Brian C. Harlan, Mr. Richard Jones Jr., Ms. Emma W. Morris, Mr. Robin D. Roberts, Mr. John C. von Lehe Jr., and Mr. Charles H. Williams.

Also present were USC Columbia Faculty Senate Chair Dr. Audrey Korsgaard, USC Columbia Student Government President Mr. Alex Harrell, and Special Advisor to the Board of Trustees Mr. David Seaton.

Others in attendance were Interim President Harris Pastides; Secretary Cameron Howell; Vice President for Human Resources Caroline Agardy; Interim Provost and Dean of the College of Pharmacy Stephen Cutler; Vice President for Development Monica Delisa; Chief Audit Executive Pam Dunleavy; Palmetto College Chancellor Susan Elkins; Vice President of Facilities Planning, Design and Construction and University Architect Derek

Gruner; USC Upstate Chancellor Bennie Harris; Chief Executive Officer of the USC Alumni Association Wes Hickman; Interim Director of Academic Programs Trena Houpp; USC Beaufort Chancellor Al Panu; Chief Operating Officer Jeff Perkins; Vice President for Student Affairs and Vice Provost Dennis Pruitt; University Treasurer and Assistant Vice President of Administrative Operations and Chief of Staff Joe Sobieralski; Interim Vice President of Health and Well-being and Chief Health Officer Jason Stacy; Assistant Vice President of Media and External Engagement Jeff Stensland; Athletics Director Ray Tanner; USC Aiken Provost and Executive Vice Chancellor of Academic Affairs Daren Timmons; Executive Vice President and Chief Financial Officer Ed Walton; Vice President for Diversity, Equity and Inclusion Julian Williams; representatives from R. William Funk & Associates; and Board of Trustees support staff.

## **OPEN SESSION**

### **I. Call to Order**

Chair Westbrook called the meeting to order, welcomed everyone, and asked attendees in the room to introduce themselves. Secretary Howell confirmed Trustees attending by Microsoft Teams video conference.

Chair Westbrook called on Mr. Stensland to introduce members of the media present for the meeting. Mr. Stensland announced Jessica Holdman with the *Post and Courier* and Lucas Daprile with the *State*.

Chair Westbrook stated notice of the meeting and agenda had been posted and the press notified as required by the Freedom of Information Act; the agenda and supporting materials had been circulated to the Committee; and a quorum was present to conduct business.

## II. Contract Approvals

Chair Westbrook called on Mr. Parham to review contracts for approval.

### A. USC DoIT License Agreement with Panopto, Inc.

Mr. Parham presented a license agreement with Panopto, Inc. and the USC Division of Information Technology for approval.

Chair Westbrook called for a motion to approve the Panopto, Inc. license agreement with the USC Division of Information Technology as presented and posted to the Board portal. Mr. Warr so moved, and Mr. Adams seconded the motion. A vote was taken, and the motion carried.

### B. USC School of Law Library License Agreement with LexisNexis

Mr. Parham presented a three-year contract with LexisNexis and the USC School of Law for approval.

Chair Westbrook called for a motion to approve the LexisNexis contract with the USC School of Law as presented and posted to the Board portal. Ms. Moody so moved, and Mr. Whittle seconded the motion. A vote was taken, and the motion carried.

### C. Jeffery M. Leving Gift Agreement with USC Libraries

Mr. Parham presented a gift agreement from Mr. Jeffery M. Leving and USC Libraries for approval.

Chair Westbrook called for a motion to approve the gift agreement with Mr. Leving and USC Libraries as presented and posted to the Board portal. Mr. Mobley so moved, and Mr. Adams seconded the motion. A vote was taken, and the motion carried.

Chair Westbrook stated this agenda item was approved and would be included on the Governance Committee's written consent agenda for consideration at today's full Board meeting.

VI. Other Matters

Chair Westbrook called for any other matters to come before the Committee. There were none.

VII. Adjournment

Chair Westbrook declared the meeting adjourned at 1:05 p.m.

Respectfully submitted,

Cameron Howell  
Secretary