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University of South Carolina  
BOARD OF TRUSTEES

Governance Committee - Called

May 21, 2021

The Governance Committee of the University of South Carolina Board of Trustees met at 9:00 a.m. on Friday, May 21, 2021, in the Pastides Alumni Center Ballroom and by Microsoft Teams video conference.

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

Other Board members present were Mr. Brian C. Harlan; Mr. Richard A. Jones Jr.; and Mr. Charles H. Williams. Other members joining by Microsoft Teams were Mr. J. Egerton Burroughs, Mr. Alex English; Ms. Emma W. Morris; Mr. Robin D. Roberts; Ms. Molly M. Spearman; and Mr. John von Lehe Jr.

Also present was USC Columbia Student Government President Mr. Alex Harrell and Board of Trustees Strategic Advisor Mr. David Seaton. USC Columbia Faculty Senate Chair Dr. Mark Cooper participated by Microsoft Teams.

Others in attendance were Secretary Cameron Howell; Vice President of Human Resources Caroline Agardy; General Counsel and Executive Director of Compliance Programs Terry Parham; 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; Assistant Vice President Media and External Engagement Jeff Stensland; Vice President for Communications Larry Thomas; Executive Vice President for Administration and Finance Ed Walton; Board of Trustees support staff; and IT support staff Matt Warthen.

## OPEN SESSION

### I. Call to Order

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

Chair Westbrook called on Mr. Jeff Stensland to introduce members of the media. Mr. Stensland announced Jessica Holdman with the *Post and Courier*, Lucas Daprile with the *State*, Rich Owensby with WLTX, Jenna Kurzyna with WLTX, Jason Raven with WSPA, Holly Pogue with the *Daily Gamecock*, and Tyler Keefe with WIS were attending in person. He advised Tyler Fedor with the *Daily Gamecock* and Jeffrey Collins with the Associated Press were on the call-in line.

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.

## MOTION FOR EXECUTIVE SESSION

Chair Westbrook stated there was a need for an Executive Session to discuss personnel matters regarding the recommendation of an Interim President and the recommendation of voting Trustees to serve on the Presidential Candidate Search Committee. There was a related

need to recommend the name of the voting Trustee who will chair the Presidential Candidate Search Committee. Mr. Mobley made the motion to enter Executive Session and Mr. Adams seconded the motion. A vote was taken, and the motion carried unanimously. Chair Westbrook stated no action would be taken in Executive Session. He invited the following to remain: voting Trustees, Secretary Howell, Dr. Cooper, Mr. Harrell, Mr. Seaton, Ms. Agardy, Mr. Parham, Mr. Walton, and DoIT Production Manager Mr. Warthen.

### EXECUTIVE SESSION

— Executive Session Removed

### RETURN TO OPEN SESSION

#### II. Recommendation to Full Board of Interim President

Chair Westbrook called for a motion to recommend to the full Board that Dr. Harris Pastides be appointed as Interim President of the University, effective May 21, 2021. Mr. Warr so moved, and Ms. Newton seconded the motion. A vote was taken, and the motion carried.

#### III. Recommendation to Full Board of Eight Voting Trustees to Serve on the Presidential Candidate Search Committee

Chair Westbrook called for a motion to recommend full Board approval of the following eight voting Trustees to serve on the Presidential Candidate Search Committee, along with one of those eight to serve as Committee Chair, as discussed in Executive Session.

Trustee and Vice Chair of the Board of Trustees Thad Westbrook as Chair of the Presidential Candidate Search Committee

Trustee Alex English

Trustee Brian Harlan

Trustee Leah Moody

Trustee Emma Morris

Trustee and Chair of the Board of Trustees Dorn Smith

Trustee Gene Warr

Trustee Mack Whittle

Dr. Smith so moved, and Ms. Moody seconded the motion. A vote was taken, and the motion carried.

IV. Adjournment

Chair Westbrook declared the meeting adjourned at 9:20 a.m.

Respectfully submitted,

Cameron Howell  
Secretary