CALL TO ORDER:

Chairman Jonathan N. Pinson called the meeting to order at 9:12 A.M. The public notice was read. The agenda (Attachment 1) and the supporting materials (Attachment 2) were previously circulated to the members. The roll was called.

Trustees/Ex-Officios present: Trustees: Chairman Jonathan N. Pinson, Vice Chairman John H. Corbitt, Secretary Robert M. Nance, Mrs. Linda Edwards-Duncan, Mr. Anthony T. Grant, General Walter F. Johnson, III, Dr. Gail Joyner-Fleming (via phone), Ms. Patricia B. Lott, Mr. Matthew T. Richardson, Dr. Walter L. Tobin, Mr. Robert L. Waldrep, Jr. and Mr. Maurice G. Washington / Ex-Officios: Mr. Austin Floyd, Mr. Nathaniel Howard, Mrs. Kay Snider, Dr. Larry Watson and Mr. Charlton “Chuck” L. Whipple (via phone).

Trustees/Ex-Officios absent: Trustee: Mr. Lancelot D. Wright / Ex-Officios: Mr. George K. Quick, Mr. Jameel Allen and Dr. Jesse Kinard.

Administrators: President Dr. George E. Cooper, Chief of Staff and General Counsel Atty. Edwin Givens, Executive Director to the Board Ms. Joyce Green, Vice President for Academic Affairs Dr. Joyce Blackwell, Vice President for Institutional Advancement Mr. Anthony Holloman, Vice President for Research, Economic Development and Public Service Dr. G. Dale Wesson, Vice President for Student Affairs Dr. Charles N. Smith, Executive Director for Institutional Effectiveness Dr. Rita J. Teal, Athletics Director Mrs. Charlene Johnson, Vice President for Finance, Facilities and MIS Mr. John Smalls, Director of Public Relations Mrs. Erica Taylor, Executive Assistant to the President Mrs. Shondra Abraham, Administrative Assistant to the Board Ms. Eartha Mosley and Recorder Mrs. Chrystel Rogers.


OPEN SESSION:

Adoption of Agenda

Chairman Pinson called for a motion to adopt the agenda as set forth. Trustee Nance so moved; it was seconded by Trustee Johnson. Vote: unanimously approved.

Trustee Tobin requested a moment to speak at the end of the open session before going into executive session.
Approval of Minutes

Chair Pinson called for corrections of the following minutes:

- Board of Trustees, April 28, 2011
- Board of Trustees Teleconference, May 16, 2011
- Board of Trustees Annual Leadership Workshop, June 1-4, 2011
- Board of Trustees Executive Committee Called Teleconference, July 8, 2011
- Board of Trustee Called, July 12, 2011

Trustee Lott indicated that the June 1-4, 2011 minutes (specifically, pg. 1, last sentence) were incorrect in that she did not think the National Alumni Association hosted the reception as noted therein. Chairman Pinson asked who hosted the reception. Mr. Anthony Holloman indicated that it was done internally. As a result, the last sentence of page 1 of the June 1-4, 2011 will be deleted. Chairman Pinson asked for a motion to accept the minutes as presented with the one correction. Trustee Johnson so moved; it was seconded by Trustee Nance. Vote: unanimously approved.

Chairman’s Report

Chairman Pinson indicated that Dr. Brenda Thames, Greenville Hospital System’s Vice President of Academic Development, would make a presentation and talk to the Board at 10:30 A.M. about a partnership they want to develop with the University. He then thanked several Board members that recently had been recognized in the community. Trustee Grant was appointed President and CEO of Community Bank and was recognized by the March of Dimes for the African American Achievement Award, along with his wife. Trustee Richardson was appointed Chairman of the South Carolina Bar Association. Also, Chairman Pinson presented Trustee Corbitt with a plaque from the Board on his retirement after 37 years as Pastor of Springfield Baptist Church. Trustee Corbitt thanked the Board. Chairman Pinson announced that Mr. Sam Konduros and Dr. Chris Przirembel of SK Strategies will make a presentation at the December Board Meeting as a follow-up from the Retreat to discuss some ideas they have for the Board. Chairman Pinson recognized Mr. John Smalls retiring on September 30th. He thanked him for all his hard work and commitment to the University.

President’s Report (Attachment 3)

Chairman Pinson called on President Cooper to present his report. A copy of President Cooper’s report was discussed and is attached (Attachment 3). Additionally, President Cooper announced that the U.S. News & World Report ranked SC State #5 among public HBCU’s, #15 among public/private HBCU’s and #150 among national universities. He acknowledged and thanked the hardworking faculty, staff and administrative team who make things possible for SC State to achieve these rankings. Magazines have been ordered for each Trustee and will be provided.

Budget and Enrollment Updates (Attachment 3)

Trustee Grant expressed concern about the growth in student loans and requested the performance information of student loans in terms of the aging of student loans. He asked to see the loan trend, how SC State is aging those receivables and what they look like. There was an exchange of dialogue. President Cooper will look at the loan categories, including the Parent Plus Loans which are the high-risk loans and will have a conversation with Trustee Grant as they prepare for the next meeting to make sure they are responding to the question.
Trustee Tobin stated that sometimes recruitment has to be direct and strategic. There may be a direct correlation as to who is serving as counselors at the high schools if that person is an SC State graduate. He suggested that we pinpoint where the students are coming from, why they coming and who the counselors are and have a direct campaign for that.

President Cooper indicated that they established a procedure this year that no student will leave SC State without having a conversation with the Vice President for Finance or the Vice President for Student Affairs. Most students have federal grants and loans that cover everything but $2,000 or less. By having these conversations, they are compiling data to show that if admitted these students will pay before the end of the semester. Also, this semester, they are enforcing the regulation that if a student owes SC State, then he/she cannot enter the next semester until the debt is paid. Banner’s software applications will allow them to monitor this and provide the Board reports on the success rate of what they are doing.

As it relates to the President’s Enrollment Activity Report for Fall 2011, Trustee Tobin requested a copy of the report of the direct numbers. Trustees were provided the report at the meeting (Attachment 4).

Trustee Washington requested the amount of the total institutional scholarships that specifically comes from the E&G budget, not Foundation contributions or external but the E&G. President Cooper indicated that Athletic and Institutional Scholarships contain contributions from the Foundation but they can disaggregate that and will provide the amount that comes from the E&G.

**Update on the Textbook Learning and Materials Development Project (Attachment 3)**

President Cooper called on Mr. Lamin Drammeh to provide a quick overview and update of the Textbook Learning and Materials Development Project. Mr. Drammeh indicated that SC State is ahead of efforts to exceed the required mandate of providing 2.25M textbooks. He explained that SC State is seen as a major resource and guide in education to East and West Africa. The project is a concerted effort. Mr. Drammeh believes SC State will benefit from the consortium. They were fortunate to have 16 students assist them with work and research over the last six and one half years. President Cooper there is a potential for some enhancements with World Bank funds that will be provided to Mainland Tanzania in Zanzibar as it relates to training of graduate students in teacher education. There have been conversations to use SC State as a place to send 35 students for masters’ degrees which certifies the importance of SC State’s teacher education program. President Cooper has had conversations with Drs. Blackwell and McIntyre about the interdisciplinary strengths SC State has for a Center of Excellence related to teaching and learning. As it develops, information will be shared with the Board. The other universities that SC State is working with are Chicago State University, Alabama A&M University, the University of Texas of San Antonio and Elizabeth City State University.

Dr. Watson requested the geographic and demographic distribution of the 16 students hired by the project. Mr. Drammeh will provide the information.

Trustee Richardson expressed concern about expansion of the project when it ends in 2012 stating it is critical for SC State as a research university to take advantage of opportunities. This project is one of the bright lights for SC State that helps balance out the dwindling return of state appropriations. He asked that the Board be kept abreast. President Cooper assured they would be.
President Cooper stopped his report at this point for a special presentation.

**Greenville Hospital System (GHS) Workforce Development Plan (Attachment 5)**

Dr. Joyce Blackwell introduced Dr. Brenda Thames, GHS’s Vice President of Academic Development. She explained that Dr. Thames came to SC State and shared information about a possible partnership. Dr. Blackwell and a team went to visit with Dr. Thames and her staff. They are looking forward to developing a memorandum of understanding which will provide many opportunities for SC State students regardless of their majors. Dr. Thames made her presentation about the possible partnership (Attachment 5). She promised the Board that she will stay in touch with Dr. Blackwell and her staff to continue to move forward. Dr. Thames recognized the opportunity GHS has to do some things unique and different. She also recognized the importance for students that they begin to connect them to the real world. GHS is a health care delivery system, not an academic institution; however, academics are growing big in Greenville. Dr. Thames wants students to understand that there are a lot of jobs in the clinical and nonclinical areas. GHS’ commitment is not just talking about academics; they are investing in it. She discussed their focus to teach innovatively and indicated that GHS has budgeted money to help them look at how they can be part of transforming health care by training the next generation. She talked about GHS’s Workforce Development Model. They believe they have to be comprehensive which means they have to work in concert with their academic institutions; they will be strategic in how they move forward and they have to look at innovative solutions. GHS believes there are some real opportunities to work with SC State through the Medical Experience Academy (Med-Ex Academy). Dr. Thames expounded on the Med-Ex Academy’s purpose and tiers which began July 2010 with rising high school seniors. The Med-Ex Academy provides broad exposure to the health care system. GHS is just as interested in weeding out what the students do not want to do, with what the students really want to do so when they come to SC State they are better focused on what they really want to do. The problem is not that there are not qualified minority students; rather, the issue is that there are not enough minority students in the pipeline which is why they believe in getting students in the pipeline early. The key is giving young people exposure to higher education institutions by creating true pipeline partners with accredited colleges and universities. GHS is very interested in collaborating with SC State in a meaningful strategic direction. There was a brief discussion on how SC State can link some of the things it is doing regarding health disparities and health and wellness to GHS. Dr. Thames noted that there are some huge research opportunities and they welcome that. Chairman Pinson and President Cooper thanked Dr. Thames for coming and presenting GHS’s plan.

*President’s Report cont.*

**Health and Wellness Center Update (Attachment 3)**

President Cooper provided an overview and status of the Health and Wellness Center. This concept will provide a place for faculty, staff and students to exercise with some engagement from the community; skyboxes for football games; an academic reinforcement facility and a meeting conference facility that will accommodate 400 people for conferences. He briefly highlighted the funding sources and approval process as noted in his report. Mr. Smalls explained that when SC State bid the last food service contract it designated a $5M contribution to SC State to go towards this facility; this contribution is in a restricted account earmarked for this facility. The same clause will be in the next food service contract if and when it is let again because this is a 20 year debt. They expect $600,000/year from faculty, staff and students for use of the Center and $155,000/year from box rentals. The boxes will cost $15,000/year to rent. They are a total of 11 boxes, 10 regular and 1 mega box. One person has approached the University about purchasing a box but that rate has
not been set by Institutional Advancement yet. For those purchasing a box, they have the option to customize their box.

Trustee Grant requested a pro forma for the $5M outsource contribution with a breakdown of the revenue and also the seven year pro forma for the collection of these dollars. President Cooper will provide the information. Trustee Grant suggested that SC State require the outsource company to shore up their contribution with a letter of credit or some type of surety. President Cooper indicated that they have the requested documentation and will share it with Trustee Grant. Trustee Grant recommended that once SC State gets approval from CHE and the others, SC State will explore utilizing a new market tax credit bond which will be very favorable for SC State in terms of financing. He agreed to have further discussion on this with the administration on the side.

Trustee Corbitt suggested that SC State obtain legal advice on how someone can purchase something from SC State. President Cooper indicated that purchase in essence is a long-term lease but, they will secure legal advice on this.

Trustee Washington expressed concern about the $5M outsource guarantee in addition to the fact that Sodexo’s contract is enrollment driven. Mr. Smalls indicated that they are two separate issues. SC State guaranteed that 2,000 students will be on meal plans each semester during the contract; if they only have 1,200 that is a major issue. Chairman Pinson indicated the purpose for building the facility is to increase student enrollment and give them a better quality of life campus; every investment is tied to a financial gain.

Trustee Tobin suggested that they think about how this facility fits into the entire facilities upgrade, the master plan, in total. President Cooper assured the Board they are having these conversations and will engage the Board, in terms of what they need to do to upgrade facilities, for their consideration.

Technology Grant (Attachment 3)

President Cooper provided an overview of the technology grant that SC State received to enhance its capacity. President Cooper called on Mr. Anthony Caldwell to discuss the details. He talked briefly about each software package. Software is very expensive but, the grant allows SC State to do a lot of innovative things. Mr. Caldwell also noted that the additional award enabled them to secure some licenses to further support SC State’s initiatives. President Cooper noted that this grant puts SC State a little further ahead because we do not have to allocate our resources.

SACS COC Monitoring Report (Attachment 3)

President Cooper reported that SC State submitted its First Monitoring Report to SACS. When COC completes their review, he will share the results with the Board.

Update on Outstanding Issues from the LAC Report on the James E. Clyburn Transportation Center (Attachment 3)

President Cooper briefly discussed the LAC Audit findings and SC State’s responses thereto. He is confident that corrective actions have been implemented to check most of the issues off the list. President Cooper will provide the Board additional reports on issues 2, 12, 15, 16 and 17 as they work to close those out. The other findings have been completely closed out.
Trustee Washington voiced concern about finding #2 because construction costs increase every year. President Cooper stated that the number will change or SC State can get to a point where we say that we have sufficient facilities to carry out the mission and objectives of SC State. He pointed out that the Clyburn Transportation Center is a virtual center dependent upon a number of sources of support in order to realize its objectives (research, graduation of students at the master’s degree level and outreach and service to the community). Even though SC State has not had the facility, we have used the existing facilities that have been modified and updated to support that mission. Additionally, President Cooper stated that SC State lost Tier I designation in 2006. Drs. Dale Wesson and Charles Wright are developing a proposal that will go forward by the third week of October. If SC State is successful with the competitive RFP, SC State’s Tier I designation will be reestablished. That in itself allows SC State to tap into federal resources for enhancing facilities, upgrading equipment and enhancing the three goals described above. A consultant was hired to make sure the proposal goes forward and that it is representative of SC State’s capacity and it is responsive to the RFP language for reinstatement of the Tier I designation. He stated there is a real chance to carry out the original mission. SC State has the funds for the Library and Archives. Construction should begin May 2012 and they expect to occupy it in 2014. In addition to keeping the Board informed of the two facilities we have funding for, Trustee Washington requested that the Board be kept abreast of the programs that will be conducted at least out of the existing construction that would enable them to be in line with the original mission. President Cooper agreed he would keep them abreast of the concept, the changes in the concept, where they are, where they are in terms of the budget, and start and execution dates. He also will have conversations about updating the master plan which will incorporate concepts for new facilities which will also deal with the education issue at the University, outreach and research so they will know how it embraces the mission and critical activities for the University. Trustee Johnson suggested that the President’s report include that information as a routine update for each Board meeting.

**Update on Outstanding Issues from the Elliott Davis Report (Attachment 3)**

President Cooper briefly discussed the ongoing issues from the Elliott Davis Report relating to policy updates, policy development, procedural adjustments and compliance adjustments. He informed the Trustees that he would keep them abreast of the progress on the ongoing issues.

Trustee Grant congratulated President Cooper on the progress made on the LAC and then asked about the Elliott Davis report. President Cooper explained that it was an audit of SC State’s business processes that was led by the Internal Auditor. There was a discussion that the Elliott Davis issues should have been cited by SC State’s external auditors in their management letter to the Board. Mr. Smalls stated that the external auditors where aware of the Elliott Davis report findings but the findings very immaterial i.e., process issues that would not affect the outcome of an audit. The external auditors did not cite them because they did not see them as significant enough to constitute findings.

Trustee Washington commended President Cooper for his accomplishments thus far on the LAC and Elliott Davis reports.

President Cooper indicated that a request was made to the external auditors to audit the Finance Division upon Mr. Smalls’ retirement so that the new vice president would come in with a clean slate. Since the request came from the Board, the external auditors will be sending Chairman Pinson a letter with a list of issues they consider vulnerabilities that should be reviewed; they did not recommend a full audit. Based on the Board’s review of that letter, the Board would advised the Administration on how to proceed.
Trustee Washington recognized and thanked Mr. Smalls for all his efforts and exceptional work over the years and during some very difficult fiscal moments in SC State’s history. He talked about the transition when Mr. Smalls came in, where SC State was and some of the challenges he faced. Trustee Washington indicated that the University provided residency on campus for the team they pulled together and that they worked hard around the clock to reestablish SC State’s fiscal integrity and credibility. He knows of no other person in the history of this institution alongside of Dr. Maceo Nance that had the kind of positive impact that Mr. Smalls and his tenure has had on this institution. Going from not being able to borrow a dime before the Budget and Control Board to pulling together the plan that enabled SC State to borrow over a $100M to build Hugine Suites, to redesign/refurbish Washington and Truth Dining Halls, turf at the football stadium, the new scoreboard, the locker rooms, the entrance gates and renovation of some of SC State’s most treasured facilities in addition to overseeing the purchase of University Village. Trustee Washington stated Mr. Smalls’ impact is legendary and should be reflected in the archives of this campus. He also pointed out that no one faced the students and parents, day-in and day-out, every spring and fall, that could not afford to have their sons and daughters matriculate at SC State, more than Mr. Smalls, while he tried his best not to turn any of them away. Mr. Smalls helped rebuild the band from 125 to 300+ members; he found ways to make things happen. Trustee Washington again thanked Mr. Smalls for his service. Chairman Pinson also thanked Mr. Smalls.

Chairman Pinson adjourned the meeting for lunch.

Election of Executive Committee Member

Chairman Pinson called the meeting back to order. He opened the floor for nominations of a Board member to serve on the Executive Committee that is not a chair of a committee. Trustee Corbitt nominated Trustee Tobin. Trustee Richardson moved, seconded by Trustee Lott, that the nominations be closed. The Chairman then called for the vote on the nomination of Trustee Tobin. Vote: unanimously approved. Trustee Tobin expressed appreciation for confidence in electing him to be a part of the Executive Committee.

Standing Ad Hoc Committee Reports- Action Items

Academic Affairs and Faculty-Liaison Committee (For Information Only)

There were no action items from this Committee. Trustee Lott asked the Trustees to review the information provided on NCATE, the General Education program, and Felton’s budget. Trustee Lott will meet with Dr. Blackwell before the next Committee meeting to discuss some Trustee’s concerns about the documents.

In light of Felton’s current enrollment, Trustee Tobin informed the Trustees that Orangeburg School District 3 has a magnet program and Orangeburg School District 5 has a charter program in the event the administration wants to consider developing a relationship with them. Dr. Blackwell will have Dr. Barbara Adams to start some dialogue about this idea. Chairman Pinson suggested that Trustee Tobin could help Dr. Adams formulate those efforts because of his expertise in that area.

There was a discussion about getting committee minutes prior to the board meetings to show what had been discussed and what business had been conducted in committee as well as remind Trustees of information they requested. Chairman Pinson asked the Trustees to let him know if it would be
helpful to have the committee meetings one day and the board meeting the next day like they were before.

The Board talked about tenure. Trustee Corbitt requested more clarity about what tenure is and whether accrediting bodies require a certain percentage of tenured faculty members. Trustee Lott indicated that information has been requested from Dr. Blackwell. While October is normally the month they start the tenure process, the Committee is in agreement that until Dr. Blackwell provides the information, previously requested by Trustees Corbitt and Washington, faculty members should be informed that tenure is still under moratorium but if they get the information and can act on it in December, they can just change the date to January for them to go through the process so it will not be a full year. Dr. Watson expressed that tenure is of tremendous importance to faculty. In order to stabilize this institution and attract and hire qualified faculty, SC State has to have incentives like tenure. Dr. Blackwell will contact Trustees Corbitt and Washington before the November subcommittee meeting to find out exactly what information they want because she thought that their questions were properly addressed at the last committee meeting. Academic Affairs wants to move this forward because it is critical to Academic Affairs, SC State and faculty. Trustee Washington clarified that his concern is budget impact; he would like Trustees to understand how tenure impacts budget planning. Does SC State have the revenue to support it going forward and is SC State governing this process within the exiting framework of the existing policies? Trustee Lott stated that she indicated to Dr. Blackwell that the two main issues were the budget and whether the current policy is being followed. The third issue is that there are two sets of data that differ. Trustee Lott indicated they will work all of that out and be ready for the November Committee meeting. Trustee Corbitt also requested what SC State is doing about post-tenure review. Trustee Joyner-Fleming recommended that there be a clear policy and procedures on how administrators are given tenure. Dr. Watson and his committee of the Faculty Senate will continue to review the policy and make a recommendation.

Budget, Facilities and Grounds Committee

- **Transfer of Fleet Management to the Division of Finance**

  Mr. Smalls briefly expounded on the purpose of the request indicating that it is linked to Finance as a business function and simply works better there than in Research. Dr. Dale Wesson, Mr. Derrick Green and the administration support the request. Mr. Smalls requested approval.

  Trustee Washington moved, seconded by Trustee Johnson, for approval. Vote: unanimously approved.

- **Transfer of Human Resources to the Division of Finance**

  Mr. Smalls explained that Finance and Human Resources need to work closely together. Payroll and Budget are already in Finance where as Human Resources is in Institutional Effectiveness. There were some logistical problems with those functions being split so to make it easier for employees. Mr. Smalls noted that the President supports the initiative so they recommend that Human Resources be moved back to Finance.

  Trustee Grant called for questions and so moved for adoption; it was seconded by Trustee Waldrep. Vote: unanimously approved.

- **Transfer of UCITS to the President’s Office**

  SC STATE BOARD OF TRUSTEES MEETING/SEPTEMBER 29, 2011
Trustee Nance pointed out that the Chief Information Officer’s job description, as previously requested, was provided in the Board materials. Trustee Tobin expressed that his experience has been that a person in that leadership responsibility have administrative/leadership experience so that they know and understand the heart and substance of what is done in an institution. Trustee Joyner-Fleming agreed and added that it does not meet the level that the other vice presidents have to attain; the description does not warrant the CIO on the vice president level. President Cooper stated that they are recommending it to be a staff position, not at the vice president level at this time. It is modeled after what is written for a number of other institutions that have a similar position. Trustee Joyner-Fleming suggested that if it is not going to be at the vice president level, that position may as well remain where it is.

*Trustee Grant called to question and moved for adoption; it was seconded by Trustees Corbitt and Waldrep. Vote: motion carried by a majority of the vote, 11 to 1. Trustee Joyner-Fleming opposed.*

- **Demolition of Bradham and Manning Halls**

Mr. Smalls discussed the consultant’s recommendations for Bradham and Manning Halls. The Committee recommends that both facilities be demolished. The Trustees raised and discussed a number of issues and/or concerns such as: restoration cost; safety of the buildings; memorializing the facilities in a way that structurally incorporates some of the old buildings into to the new; new plans for the site; the response to destroying the history of the campus every time a building is demolished; the campus needs a motif; removing some of the historical significance of some of the buildings on campus; the space would create a lot of options for SC State; create a master plan to preserve the heritage of the campus; buildings should have similar characteristics; salving parts of the buildings; and creating open and inviting places with water features to get students enjoying the outdoors. Trustee Tobin suggested that SC State be cautious and walk thoughtfully through the process of moving forward with the Wellness Center because of some other major needs on campus such as this.

There was a brief discussion about the status of SC State purchasing houses or property surrounding the campus. President Cooper indicated that they are still trying to purchase property but the challenge they face is that the state will only allow a state agency to purchase property for the appraised value and most of the property coming up for sale is above appraised value. The Trustees talked about other possibilities for acquiring surrounding property i.e., through alumni and public/private partnerships (40 year lease).

Trustee Nance suggested that they be creative and find something else to do besides demolish both buildings if there is no definitive plan to put something in that space. He understands the safety issues with Bradham but Manning appears to be salvageable. Trustee Nance also suggested that they start work on Wilkinson Hall before it turns into Bradham. Trustee Richardson pointed out safety is first and they ought to go back to the consultant’s recommendation to demolish Bradham and preserve Manning. Mr. Smalls reported that it would cost $20,000 to demolish each building and plant grass. Chairman Pinson recommended that they take the consultant’s recommendation to demolish Bradham because of the safety issue and table Manning Hall until a later date.

*Trustee Corbitt moved, seconded by Trustee Grant, that Bradham Hall be demolished and further study for Manning. Vote: unanimously approved.*
President Cooper informed them that any funds to safeguard Manning against further deterioration would have to come out of discretionary funds. He thinks it would be helpful to bring in the National Historic folk to help SC State think through this process in order to bring back a recommendation and determine if there is some federal funding to protect the Historic District of the campus.

Trustee Grant recommended that Manning be reevaluated to determine if the building was impacted by the recent Virginia earthquake since it was felt in Orangeburg. Since the consultant’s recommendation was pre-earthquake, Mr. Smalls will have the consultants reexamine Manning Hall to see if it has been further impaired.

Institutional Advancement and Public Relations Committee

- Capital Campaign (Attachment 2, pgs. 2 – 12)

Mr. Holloman requested approval to move forward with the Capital Campaign which consists of $33M including the Health and Wellness Center. There was a short question and answer period. Mr. Holloman indicated the dates would be modified but there will not be a huge difference because they have already begun work on their prospects. If approved, the Quiet Phase will begin October 1, 2011. Trustee Joyner-Fleming requested an update on the dates; Mr. Holloman agreed to provide same.

The Board spoke about the possibilities of funding the Health and Wellness Center through partnerships with Claflin, the City of Orangeburg and County of Orangeburg and public/private partnerships (40 year lease). They also briefly discussed the lease to the City of Orangeburg, the golf course.

Dr. Watson expressed concern about the level of alumni giving anticipated as well as the cost of launching the campaign. Trustee Grant pointed out that the key to success is going to be providing a consulting group who has dealt with HBCUs and this kind of thing before and secondly identifying a capital campaign chair and co-chair(s). Mr. Holloman reported that the initial investment is going to be 25 cents on every dollar raised so resources will have to be reinvested.

_Trustee Richardson moved, seconded by Trustee Grant, to adopt the Capital Campaign. Vote: unanimously approved._

A short discussion followed regarding a contribution from the Board for the short-term silent phase, outside of the $2M long-term Board goal. Chairman Pinson has talked with some Board members and will continue to talk with the Board about what their contribution.

- Consolidation of Foundations

Mr. Holloman indicated that SC State’s foundations’ assets do not warrant having multiple foundations and asked that the Board approve consolidation of the Advancement Foundation into the University Foundation understanding the legal implications. The Advancement Foundation would be dissolved.

_Trustee Richardson moved, seconded by Trustee Grant, that the Board adopt the recommendation. Vote: unanimously approved._
• **Board of Visitors New Members (Attachment 2, pgs. 13 – 14)**

SC State has multiple vacancies on the Board of Visitors. Mr. Holloman presented five nominees (Corey Bowdre, Cedric Dukes, Heyward Golden, Avis Roper and Andre’ Thornton) to serve on the Board of Visitors. Chairman Pinson called for a motion to adopt the recommendation.

*Trustee Corbitt so moved; it was seconded by Trustees Grant and Johnson. Vote: unanimously approved.*

• **Reorganization of Career, Planning and Placement (Attachment 2, pgs. 15-17)**

Presently, Career, Planning and Placement (CPP) is under Student Affairs. Mr. Holloman indicated that CPP plays a vital role in preparing students to go into the workplace. He believes that as a focus of SC State’s fundraising efforts, the reorganization of CPP to Institutional Advancement will allow them to focus on corporate partnerships because presently there is a gap in what they are doing. The reorganization would allow them to be better prepared to move into the Capital Campaign because they want to have sustainable relationships and those relationships should be facilitated through CPP in the Business and Industry Cluster. President Cooper noted his support of the recommendation.

Trustee Edwards-Duncan was concerned about the impact of students services if the focus shifts to fundraising. Mr. Holloman indicated that it will enhance the services to students, not preclude them. Trustee Grant suggested that there be a working relationship with Dr. Charles Smith. President Cooper indicated that he would meet with Mr. Holloman and Dr. Smith to inform them how it is going to work and move forward.

*Trustee Grant called for questions. It was seconded by Trustee Waldrep. Vote: motion carried by a majority of the vote, 11 to 1. Trustee Edwards-Duncan opposed.*

Trustee Joyner-Fleming requested copies of the new organizational charts. President Cooper provided the charts (Attachment 6). While there were no changes on the other two divisions, Trustee Tobin requested organizational charts for them as well to have them all together (Academic Affairs and Student Affairs).

**Strategic Planning Ad Hoc Committee**

Trustee Johnson indicated that the Committee recommends that the current planning system have a timeout so they can retool the process and that a strategic planning professional be brought in to lead the Committee through the process of developing a shared vision. A discussion followed. President Cooper suggested that he and Trustee Johnson meet to discuss how to move forward. Because of the need to have a plan in place for CHE and SACS purposes, he recommended that they embrace the draft plan, bring the consultant in, engage the Board, the faculty and other stakeholders so they can move forward and make appropriate adjustments when necessary. Trustee Johnson indicated that he can support President Cooper’s recommendation but emphasized that everybody has to buy into it. If not, you do not have a strategic plan. President Cooper indicated that he embraced the philosophy that the strategic plan be used a management tool. Chairman Pinson tabled the discussion to give the Trustees additional time to review the draft plan. They will call a meeting to vote on it so the administration can move forward with it.

**Other Discussions**
While reviewing the President’s Division organization chart, Trustee Washington asked if the Chief of Staff/General Counsel posed a potential conflict of interest to the University and the Board in this structure and is that something the Board should take a look at? Trustee Washington suggested that they take a closer look at this. There was an exchange of dialogue among the Board, the President and Attorney Givens. Attorney Givens recommended that the Board request an opinion from its outside counsel. Trustee Richardson moved that the Board go into Executive Session. Trustee Washington concurred with Trustee Richardson that if they needed to go into Executive Session, then they should do so but went on to say that he thinks there is more to this and the Board should be concerned as the governing body that this is a proper alignment within the organizational structure. Trustee Washington would feel more comfortable getting an opinion from the Attorney General rather than the Board’s outside counsel. There was further discussion on whether an opinion should come from the Attorney General or the Board’s outside counsel. Trustee Grant recommended that the Board discuss it in Executive Session and make a decision therefrom. Chairman Pinson agreed. Trustee Richardson expressed his concern about the need for an opinion and indicated that there was no exposure and he thought it was a dead issue. He indicated that the Board has oversight responsibility, not management responsibility. Trustee Washington indicated to Trustee Richardson that it was a personal opinion as to whether the issue was dead or not. He indicated that Trustee Richardson was speaking for himself. Dialogue continued between Trustees Washington and Richardson. Trustee Corbitt called for a point of order and stated that this discussion should be held in Executive Session. Trustee Richardson yielded to the point of order and indicated that this is an actual question that has been raised every year that he has been on the Board about this particular employee of the University and this particular hierarchy and structure. While he speaks only for himself, he also speaks in terms of the history of this question that they revisited it and revisited it. If an individual thinks they should get an opinion from the Attorney General, then they can do that but the Board should not do that so that is why he moved for Executive Session so that they could move on. Trustee Washington asked for research of the minutes of that statement. Chairman Pinson agreed that it is a management issue for the President of the University. Trustee Washington indicated that they are making it bigger than it is. Chairman Pinson stated that if the Board has a question, they can check with Attorney Peter Wilborn about it and move on; he does not want to debate about it.

Trustee Tobin stated that we are talking about going into a Capital Campaign and we are talking about cohesiveness; it is important that the Board get on the same page on a couple of things. If the Board is going to move forward with each other, they have to be upfront and honest with each other. Last Board meeting July 12th, the Board selected an outside attorney and there was a good bit of discussion about it and the Board approved it. Afterwards, Trustee Tobin went back to an earlier discussion they had and went to the web on some of SC State’s financial reports and he found out that this same individual/company that the Board hired had already been hired. The Board cannot expect him to sit there quiet when we do those kinds of things. Trustee Tobin reported that Attorney Wilborn has been on the University’s payroll since March but yet it is presented as if it were brand new and then get approval. He indicated he had an invoice that was paid from the Board’s account. Attorney Givens advised that Attorney Wilborn was on the payroll doing some outside legal work but was not the Board’s attorney. Trustee Tobin indicated that if the Board is going to move forward, they cannot play tricks with each other; they must be upfront and honest with each other.

EXECUTIVE SESSION:
Trustee Richardson moved, seconded by Trustee Grant, to go into Executive Session to discuss personnel and legal matters. Vote: unanimously approved.

OPEN SESSION RECONVENED:

While the Board was in executive session no votes or actions were taken.

Trustee Grant moved, seconded by Trustee Corbitt, to come out of Executive Session. Vote: unanimously approved.

ADJOURNMENT:

Trustee Corbitt moved, seconded by Trustee Grant, that the Board adjourn. Vote: unanimously approved. Chairman Pinson declared the meeting adjourned at 4:43 P.M.

All referenced attachments are made a permanent part of these minutes.

Respectfully submitted,

Robert M. Nance
Secretary of the Board of Trustees

Chrystel Rogers
Recorder

Attachments:
1 - Agenda
2 - Supporting Materials
3 - President’s Report to the board of Trustees dated September 29, 2011
4 - SC State Fall 2011 Fall Enrollment
5 - Greenville Hospital System’s Workforce Development Model
6 - Organizational charts