

University of South Carolina System Board of Trustees
Oath of Office
Code of Conduct and Statement of Commitment

Oath of Office

I do solemnly affirm that I am duly qualified, according to the laws and constitution of the State of South Carolina, to serve and exercise the duties of Trustee of the University of South Carolina System, and that I will, to the best of my ability, discharge the duties of Trustee with dedication and integrity, mindful of my fiduciary obligations to the institution, and consistent with the public trust placed in me.

Code of Conduct and Statement of Commitment

Serving on the governing board of the University of South Carolina System (University System) is an honor bestowed by representatives of the citizens of South Carolina. Recognizing my obligations as a board member is essential if the University System is to achieve its mission of providing educational opportunities for citizens of South Carolina and others who can benefit from the high-quality education made available throughout the institutions that make up the University System. I understand that my board colleagues and I are primarily accountable to the University System's students, faculty, staff and to the general public. As a member of the governing board of the University System, I take pride in my service and I am committed to the fiduciary principles that define my responsibilities and the scope of my authority.

By signing this Code of Conduct and Statement of Commitment, I endorse and accept the important responsibilities that define my role as a member of the University of South Carolina System Board of Trustees (System Governing Board). Accordingly, I hereby affirm and publicly commit to the following guiding principles:

1. I have a clear and ongoing commitment to the essential fiduciary responsibilities of service on the System Governing Board.
2. As a fiduciary, I recognize that the System Governing Board acts in a transparent, respectful and orderly manner in order to contribute to the mission and strategic priorities of the University System.
3. I will commit to a healthy culture of board governance, one that is committed to sustaining the trust and support for the University System's stakeholders.
4. I realize that the reputation of the University System is fundamentally related to the quality of the board's leadership and actions. I will, within the scope of my authority, ensure that the University System's reputation will be protected and I will not be part of any activities that might compromise that essential value.

5. As an elected or appointed member of the board, I will adhere to the University System's policies that protect against compromising my fiduciary responsibility to actively resist any efforts to influence my decisions or that might compromise my independent judgment.
6. I recognize that as a board member I should work to be supportive of presidential leadership and vision for the University System and its individual campuses, while also accepting my role in holding the president accountable for the effective management of the University System.
7. I realize that as a board member my authority comes in the form of adding value to board policy consideration and that no individual member of the board has authority to act on its behalf unless specifically requested to do so by the board or its leadership.
8. I commit to maintaining the highest standard of ethical behavior, including compliance with the South Carolina Ethics, Government Accountability, and Campaign Reform Act of 1991, as amended, Board of Trustees Policy BTRU 1.18 entitled "Conflict of Interest and Commitment," and Board of Trustees Policy BTRU 1.19 entitled "Protecting the Institution from External Influence." I recognize that conflict of interest – whether material or in appearance – can create uncertainty and distrust and should be avoided.
9. I will take part in periodic board education programs including ongoing reviews of fiduciary principles in order to continually improve my service on the board.
10. I recognize that as a board member I must refrain from active or indirect engagement in University System or campus operations or efforts to influence the management of staff throughout the University System. I will ask the board secretary or the president when I need information that is not readily available unless other communication is necessary in order to receive information essential to the discharge of my responsibilities as a board member or my understanding of an issue to be considered by the board.
11. I understand that as a board member I should seek to add value to the board's strategy and policy responsibilities by providing leadership as assigned and by asking relevant strategic questions, offering specific suggestions, and challenging as appropriate while avoiding being a disruptive member of the fiduciary body.
12. I will maintain in a confidential manner matters and information that are the sole province of the governing board and the president.
13. I realize the importance of preparing for and participating in all official board meetings, the meetings of the board's committees to which I have been appointed and other functions and appropriate events across the University System's campuses.
14. I respect the leadership role of the president, board chair and committee chairs to finalize meeting agendas, and I respect my board colleagues and their delegated work as members of committees on which I am not a member.

15. I understand the expectation that I should communicate promptly to the board chair and president any concerns I have related to the University System's well-being.
16. I recognize that no board member is entitled to request actions that violate written policies or that jeopardize fiduciary standards and board independence, or to request special privileges as a member of the board.
17. I will participate in periodic evaluations of the state of the University System relative to its mission, and I will participate in board self-assessment and work with the board to improve governance regularly.
18. I will respect the role of the Governance Committee and the board chair as they work to assist the board and its members in fully understanding and complying with this Code of Conduct and Statement of Commitment.
19. I acknowledge and agree that if any board member reasonably believes a colleague on the board has violated the terms of this Code of Conduct and Statement of Commitment, he/she shall inform the board chair who may refer the matter to the Governance Committee.

Signature of Board Member

Date