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University of South Carolina  
BOARD OF TRUSTEES

Governance Committee – Called  
By Microsoft Teams  
Hosted from Osborne Administration, Suite 206  
May 14, 2024

OPEN SESSION

I. Call to Order

Chair Newton called the meeting to order at 10:00 a.m. Secretary Howell confirmed Trustees attending in person and by Microsoft Teams audio and video conference.

Committee Members in attendance:

Rose Buyck Newton, Chair (online)  
C. Dan Adams (online)  
Alex English (online)  
Hubert F. Mobley (online)  
E. Scott Moise (online)  
Leah B. Moody (online)  
C. Dorn Smith III (online)  
Thad H. Westbrook, *Board Chair* (online)

Other Trustees in attendance:

Brian C. Harlan (online)  
Henry L. Jolly Jr. (online)  
Richard A. Jones Jr. (online)  
Reid T. Sherard (online)  
John C. von Lehe Jr. (online)  
Charles H. Williams (online)

Others in attendance:

Patton Byars, USC Columbia Student Body President (online)  
Wayne Outten, USC Columbia Faculty Senate Chair (online)  
Robin Roberts, Advisor to the Advancement, Engagement and Communications Committee (online)

Administrators in attendance:

Michael Amiridis, President  
Cameron Howell, University Secretary and Secretary of the Board of Trustees  
Terry Parham, General Counsel

Ray Tanner, Athletics Director

Ed Walton, Executive Vice President for Finance and Administration and Chief Financial Officer

Media in attendance:

None

Notice:

Chair Newton 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. Annual Evaluation of the President

Chair Newman stated Board Bylaws specify that the Governance Committee “oversee(s) the annual evaluation of the President and make(s) recommendations to the Board regarding compensation of the President with appropriate input from the Audit, Compliance and Risk Committee.” The Governance Committee initiated the process of the annual evaluation of the President with a goal of completing the evaluation during meetings scheduled for Wednesday, June 19.

MOTION FOR EXECUTIVE SESSION

Chair Newton stated there was a need for an Executive Session for receipt of legal advice regarding pending claims and for initiation of the annual evaluation of the President.

Mr. Mobley made the motion to enter Executive Session, and Dr. Smith seconded the motion. A vote was taken, and the motion carried unanimously.

Chair Newton invited the following to remain: Trustees, Mr. Byars, Dr. Outten, Mr. Roberts, President Amiridis, Secretary Howell, Dr. Fritz, Mr. Parham, Mr. Tanner, Mr. Walton, and Board support staff.

EXECUTIVE SESSION

– Executive Session Removed

RETURN TO OPEN SESSION

III. Adjournment

Chair Newton declared the meeting adjourned at 11:17 a.m.

Respectfully submitted,

Cameron Howell  
Secretary