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University of South Carolina
BOARD OF TRUSTEES

Governance Committee

In Person, USC Aiken Student Activities Center Mezzanine
and By Microsoft Teams
September 26, 2025

OPEN SESSION

I. Call to Order

Chair Newton called the meeting to order at 10:09 a.m. Interim Secretary Bradley confirmed Trustees attending in person and by Microsoft Teams audio and video conference.

Committee Members in attendance:

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

Other Trustees in attendance:

W. Michael Bond
Coleman Floyd Buckhouse
Brian C. Harlan
Henry L. Jolly, Jr.
Richard A. Jones Jr.
Emma W. Morris
J. Strom Thurmond Jr.
John C. von Lehe Jr. (online)
Charles H. Williams (online)

Others in attendance:

Courtney Tkacs, USC Columbia Student Government President
Liam Hein, USC Columbia Faculty Senate Chair

Robin Roberts, Advisor to the Advancement, Engagement and Communications Committee
(online)

David Seaton, Advisor to the Governance Committee

Administrators in attendance:

Michael Amiridis, President

Stacey Bradley, Interim University Secretary and Secretary of the Board of Trustees

Mary Anne Fitzpatrick, Executive Vice President and Provost

Terry Parham, General Counsel

Ed Walton, Executive Vice President and Chief Financial Officer

Media in attendance:

Hayden Davis, the *Daily Gamecock*

Jessica Holdman, *SC Daily Gazette*

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.

MOTION FOR EXECUTIVE SESSION

Chair Newton stated there was a need for an Executive Session for the receipt of legal advice regarding contracts and agreements posted on the public agenda for the meeting, and for a matter covered by the attorney-client privilege, and for the discussion of personnel matters related to the President's annual evaluation.

Mr. Sherard made the motion to enter Executive Session. Ms. Moody seconded the motion. A vote was taken, and the motion carried unanimously.

EXECUTIVE SESSION

– Executive Session Removed

RETURN TO OPEN SESSION

II. Approval of Contracts and Agreements

General Counsel Terry Parham presented the following contracts for approval.

A. USC Facilities Management: Task Order Contracts with the following companies:

- USC Facilities Management: Task Order Contracts
 - a. AOS Specialty Contractors
 - b. L-J, Inc.

- c. Mar Construction Company, Inc.
- d. Williams Infrastructure

Ms. Moody made a motion to approve the USC facilities management task order contracts as presented. Mr. Mobley seconded the motion. A vote was taken, and the motion was approved.

B. USC Parking and Transportation Services: Service Agreement with Central Midlands Regional Transportation Authority (COMET)

Ms. Moody made a motion to approve the service agreement with Central Midlands Regional Transportation Authority as presented. Mr. Sherard seconded the motion. A vote was taken, and the motion was approved.

C. USC Libraries: Amendment to Master License Agreement with Sage Publication, Inc.

Ms. Moody made a motion to approve the amendment to the Sage Publication master license agreement as presented. Mr. Mobley seconded the motion. A vote was taken, and the motion was approved.

D. USC Beaufort: Affiliation Agreement with the University of South Carolina Beaufort Education Foundation

Ms. Moody made a motion to approve the USC Beaufort affiliation agreement as presented. Mr. Sherard seconded the motion. A vote was taken, and the motion was approved.

E. Darla Moore School of Business: Memorandum of Understanding with Corporate Solutions, LLC

Mr. Adams made a motion to approve the memorandum of understanding with Corporate Solutions as presented. Mr. Sherard seconded the motion. A vote was taken, and the motion was approved.

F. USC School of Medicine: Fifth Amendment of Affiliation for Medical Student Education and Graduate Education with Prisma Health

Mr. Mobley made a motion to approve the fifth amendment of affiliation with Prisma Health for medical student education as presented. Ms. Moody seconded the motion. A vote was taken, and the motion was approved.

G. USC School of Medicine: Memorandum of Agreement for Funding to Support Physician Education, Training, and Workforce Development with Prisma Health

Mr. Mobley made a motion to approve the memorandum of agreement for funding to support physician education, training, and workforce development with Prisma Health as presented. Ms. Moody seconded the motion. A vote was taken, and the motion was approved.

H. USC School of Medicine: Memorandum of Agreement Regarding Participation in South Carolina Medicaid Supplemental Teaching Physician Payment Program with Prisma Health

Mr. Mobley made a motion to approve the memorandum of agreement regarding participation in the South Carolina Medicaid supplemental teaching physician payment program with Prisma Health presented. Ms. Moody seconded the motion. A vote was taken, and the motion was approved.

III. Report on Contracts and Agreements

The standard report on contracts and agreements was circulated for review in advance of the meeting and received as information.

IV. Approval of Agency Head Performance Management Planning Form for 2025-26

The 2025-26 agency head performance management planning form was circulated for review in advance of the meeting.

Mr. Adams made a motion to approve the agency head performance management planning form for 2025-26 as circulated. Mr. Sherard seconded the motion. A vote was taken, and the motion was approved.

V. Review of BTRU Policies

Revisions to the following policies were circulated for review in advance of the meeting.

A. BTRU 1.15, "University Personnel Expenditure Policy"

B. BTRU 1.16, "Board Member Expense Policies and Procedures"

Mr. Sherard made a motion to approve revisions to BTRU policies as circulated. Ms. Moody seconded the motion. A vote was taken, and the motion was approved.

VI. Report on AGB Conference

Trustees Bond, Buckhouse, Moody and Newton shared highlights from the AGB 2025 National Conference on Trusteeship.

This was received as information.

VII. Report on Policy and Procedures: July – September 2025

A report on new policies and procedures for July – September 2025 was circulated for review in advance of the meeting and received as information.

VIII. Other Matters

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

IX. Adjournment

Chair Newton declared the meeting adjourned at 11:18 a.m.

Respectfully submitted,

Stacey Bradley
Interim Secretary