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University of South Carolina  
BOARD OF TRUSTEES

Governance Committee

In Person, Floyd Boardroom, Pastides Alumni Center  
and By Microsoft Teams  
December 16, 2025

OPEN SESSION

I. Call to Order

Chair Newton called the meeting to order at 9:10 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, *Board Vice Chair*

C. Dan Adams

Alex English

Hubert F. Mobley

Leah B. Moody

Reid T. Sherard

C. Dorn Smith III

Thad Westbrook, *Board Chair*

Other Trustees in attendance:

W. Michael Bond

Coleman Floyd Buckhouse

Brian C. Harlan

Henry L. Jolly, Jr. (online)

Richard A. Jones Jr.

Emma W. Morris

Strom Thurmond Jr.

John C. von Lehe Jr.

Charles Williams

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 Communication Committee

David Seaton, Advisor to the Governance Committee (online)

Administrators in attendance:

Michael Amiridis, President

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

Mary Anne Fitzpatrick, Interim Executive Vice President and Provost

Terry Parham, General Counsel

Ed Walton, Executive Vice President and Chief Financial Officer

Media in attendance:

Alex Juardo, the *State*

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 this meeting.

Dr. Smith made the motion to enter Executive Session. Mr. Mobley seconded the motion. A vote was taken, and the motion was approved 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 Planning, Design and Construction: Lease with Gadsden & Greene, LLC

Mr. Sherard made a motion to approve the USC Facilities lease with Gadsden & Green as presented. Mr. Mobley seconded the motion. A vote was taken and the motion was approved.

B. USC Division of Human Resources: PEBA Election of Firefighter Coverage under the Police Officers Retirement System

Dr. Smith made a motion to approve the PEBA coverage as presented. Ms. Moody seconded the motion. A vote was taken and the motion was approved.

C. USC Division of Student Affairs: Conference Hotel Agreement with Loews Arlington Hotel and Convention Center

Dr. Smith made a motion to approve the conference hotel agreement with Loews as presented. Mr. Sherard seconded the motion. A vote was taken and the motion was approved.

D. USC Business Affairs: Agreement with Barnes and Noble College Booksellers, LLC

Mr. Adams made a motion to approve the Barnes and Noble agreement as presented. Ms. Moody seconded the motion. A vote was taken and the motion was approved.

E. USC School of Public Health: Services Agreement with South Carolina Department of Health and Human Services

Mr. English made a motion to approve the School of Public Health agreement with South Carolina Department of Health and Human Services as presented. Mr. Mobley seconded the motion. A vote was taken and the motion was approved.

F. USC College of Pharmacy: Pharmacy Faculty Agreement with Prisma Health

Dr. Smith made a motion to approve the School of Pharmacy faculty agreement with Prisma Health as presented. Mr. Mobley seconded the motion. A vote was taken and the motion was approved.

G. USC Brain Health Center: Clinical Co-Management Agreement, Clinical Space Lease Agreement, and Equipment Lease Agreement with Prisma Health

Mr. Mobley made a motion to approve the USC Brain Health Center clinical co-management agreement with Prisma Health as presented. Mr. Adams seconded the motion. A vote was taken and the motion was approved.

H. USC Sumter: Memorandum of Understanding with South Carolina Educational Television Commission

Dr. Smith made a motion to approve the USC Sumter memorandum of understanding with SC Educational Television Commission as presented. Mr. Sherard 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. Governance Committee Forecast for 2026

A report of Governance Committee focus areas for 2026 was circulated for review in advance of the meeting and received as information. [GC 121625 OS IV]

V. Introduction of Consultants: External Relations and Affiliated Entities

AGB Consultants Leonard Raley and George Watt outlined steps in collecting stakeholder input and reviewed discussion topics for the 2026 annual Board retreat.

This was received as information.

VI. Report on Policy and Procedures: October 2025 – December 2025

The report on new policies and procedures for October – December 2025 was circulated for review in advance of the meeting.

The report was received as information.

VII. Continuing Education

This agenda item was postponed until March 2026.

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 9:44 a.m.

Respectfully submitted,

Stacey Bradley  
Interim Secretary