



UNIVERSITY OF
South Carolina

September 23, 2019

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Dr. Linda Thomas-Glover
Vice President
Southern Association of Colleges and Schools
Commission on Colleges
1866 Southern Lane
Decatur, GA 30033-4097

Dear Dr. Thomas-Glover,

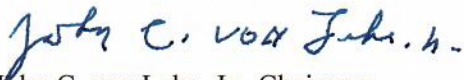
This is in response to your letter dated August 19, 2019 requesting additional information to clarify action of the University of South Carolina Board of Trustees in the recent presidential search. Enclosed is the University's official response; one hard copy without attachments and two flash drives loaded with attachments.

If you have problems accessing information included on the flash drives, please contact the University of South Carolina SACSCOC Liaison Donald Miles at 803.777.9088. You also can receive assistance by emailing him at dmiles@mailbox.sc.edu.

President Caslen, Board Secretary Cantey Heath, and I would like to schedule a meeting with you and other members of SACSCOC leadership in Atlanta to answer any lingering questions, should there be any that SACSCOC may have regarding the recent presidential search, board governance processes and procedures.

Thank you for your concern for the wellbeing of the University of South Carolina.

Respectfully,


John C. von Lehe, Jr., Chairman
Board of Trustees

Enclosures (3)

cc: Members, Board of Trustees
Robert L. Caslen, Jr., President
Donald Miles, Director of Institutional Effectiveness and Accreditation

SACSCOC Standard 4.2.f

External influence

The governing board protects the institution from undue influence by external persons or bodies.

The University of South Carolina received a letter from SACSCOC dated July 15, 2019 that expressed concerns about the University's compliance with SACSCOC *Principles of Accreditation* Standard 4.2.f in connection with the recent presidential search.

SACSCOC Request #1: "... In light of these circumstances, in accordance with the Commission's policy and procedure, I am requesting that the institution prepare a report that explains and documents the extent of compliance with the following standard of the *Principles of Accreditation*: Standard 4.2.f (External influence) The standard expects the institution's governing board to protect the institution from undue influence by external persons or bodies."

Mr. John C. von Lehe, Jr., Chairman of the University of South Carolina Board of Trustees, responded to SACSCOC Request #1 in a letter dated July 26, 2019 ([University Response #1](#)). The University received a second letter from SACSCOC dated August 19, 2019 which acknowledged its review of the Chairman's letter and requested additional information to clarify actions of the Board of Trustees in the presidential search process.

SACSCOC Request #2: "... Please provide a detailed timeline of activities of the Board in this matter, as well as any formal Charge that was given to the Presidential Search Committee by you or others, describing how the committee was to review materials and conduct its deliberations. In addition, please provide copies of meeting minutes of the Search Committee and any additional information that the institution believes supports the institution's statement of compliance with the above –referenced *Principle* during the recent Presidential Search process at USC-Columbia." ([SACSCOC August 19, 2019 Letter](#))

UNIVERSITY RESPONSE

The University of South Carolina is thankful that SACSCOC has given the institution an opportunity to respond more fully to the request for information about the recent presidential search process and compliance with SACSCOC Standard 4.2.f. The University acknowledges that its first response, while factually accurate, did not provide SACSCOC with the necessary, specific information to determine the University's compliance. The University appreciates the opportunity to supplement its previous response and to now provide a detailed timeline of the presidential search, meeting minutes, and the search committee charge, and to highlight board member education, policy, and state laws that are in place to help the Board of Trustees protect the University from external influence.

The University recognizes that institutional integrity is the foundation upon which all SACSCOC Standards are premised, and the University is committed to ensuring that it conducts all activities

accordingly. The University has embraced the request for information from SACSCOC as an opportunity to conduct a candid self-assessment of the institution's compliance with SACSCOC Standard 4.2.f. The information provided in this report is an open and honest assessment of the facts. The University is committed to learning from this self-assessment and cultivating a culture of continuous improvement and compliance.

I. University of South Carolina Presidential Candidate Search Committee: Timeline and Composition

- President Harris Pastides Announces Retirement, **October 3, 2018**
- Presidential Candidate Search Committee (PCSC)
 - Trustees elected to serve on committee, **October 19, 2018**

The Executive and Governance Committee recommended the following Board members be approved to serve on the PCSC, and the full Board unanimously approved:

1. William C. Hubbard
2. Hubert F. Mobley, to serve as Presidential Candidate Search Committee Chair
3. Leah B. Moody
4. C. Dorn Smith III, M.D.
5. Eugene P. Warr, Jr.

In addition to these five Board Members, the Executive and Governance Committee recommended two special advisors be appointed to the search committee, and the full Board unanimously approved: Trustees Mark Buyck and Miles Loadholt.

- It was announced that joining trustees on the search committee, as required by the Bylaws, would be:

Faculty

6. Dr. Marco Valtorta, Chair, USC Columbia Faculty Senate
7. Faculty member elected by USC Columbia Faculty Senate (Julius Frideriksson elected October 26, 2019)
8. Faculty member elected by Comprehensive Universities and Regional Palmetto Colleges (Araceli Hernandez-Laroche elected October 23, 2019)

Student

9. Taylor Wright, USC Columbia Student Government President

Alumni Representative

10. Robert F. Dozier, Jr., President of My Carolina Alumni Association

Foundations Representative

11. Mr. William C. “W.C.” Hammett, Jr., Chair, USC Development Foundation

[Article IV, Section 2](#) of the USC Board of Trustees Bylaws provides that a Presidential Candidate Search Committee shall be constituted when there is a vacancy or notification of a forthcoming vacancy in the office of the President. The Bylaws further outline the composition of the Search Committee as follows:

- A. five members of the University of South Carolina Board of Trustees from among those elected by the General Assembly to be recommended by the Executive and Governance Committee to the full Board (one of whom shall be designated as Chair of the Committee);
- B. three members of the faculty of the University including (i) the incumbent Chair of the USC Columbia Faculty Senate who shall serve until the conclusion of the presidential search process, (ii) a representative of the faculty elected by the USC Columbia Faculty Senate, and (iii) a representative of the faculties of USC Aiken, USC Beaufort, USC Upstate, and the Regional Palmetto Colleges, collectively, to be selected mutually by the faculty senates thereof;
- C. the incumbent President of the USC Columbia Student Government Association who shall continue to serve on the Committee until the conclusion of the presidential search process;
- D. the incumbent President of the USC Alumni Association who shall continue to serve on the Committee until the conclusion of the presidential search process;
- E. a representative of the University’s support foundations who shall be an elected member of the board of either the USC Educational Foundation, the USC Development Foundation, the USC Business Partnership Foundation, or the South Carolina Research Foundation to be mutually selected by the foundation boards;
- F. the Secretary of the Board of Trustees will serve as Secretary of the Committee and the Vice President for Human Resources and the General Counsel of the University will make themselves available to advise and further the work of the Committee.

The University of South Carolina complied with the Board of Trustees Bylaws regarding the selection and composition of the Presidential Candidate Search Committee. The Board duly elected its trustee-representatives to the search committee, and the remaining committee membership was filled by the individuals holding the identified positions or selected by the identified organizations. As noted above, the Executive and Governance Committee recommended two special advisors to the search committee, Trustees Mark Buyck and Miles Loadholt, who were also approved by the Board. These trustees, both of whom had previously

chaired a USC presidential search committee, were selected as non-voting advisors to provide the search committee with institutional knowledge. The University acknowledges that the Board of Trustees Bylaws do not address the selection of advisory members to the Presidential Candidate Search Committee.

- **November 7, 2018** – News Release announcing Presidential Candidate Search Committee Membership
- **November 8, 2018** - Presidential Candidate Search Committee’s first meeting at which is received the Board Chairman’s charge; heard from USC’s General Counsel about legal parameters such as confidentiality and the Freedom of Information Act; agreed that new media queries would be handled by the committee chairman or referred to USC’s Chief Communications Officer; heard from the Director of Equal Opportunity Programs; heard USC’s Vice President for Human Resources about compensation and the role of the SC State Agency Head Salary Commission; received a copy of the 2016 State Position Description for the position; and learned information had been received from six search firms as of the date of the date of the meeting. ([November 8, 2018 Meeting Minutes](#))
- **November 30, 2018** - Presidential Candidate Search Committee meeting where appointment of Trustee Leah Moody as the committee’s Affirmative Action Advocate was announced; announced University Foundations would cover the cost of hiring a search firm; interviewed seven search firms. ([November 30, 2018 Meeting Minutes](#))
- **December 7, 2018** – Presidential Candidate Search Committee meeting by telephone conference call. Continue discussion of search firms. In Open Session, a motion was made and passed unanimously to engage Parker Executive Search subject to approval of an acceptable engagement agreement by USC’s General Counsel. ([December 7, 2018 Meeting Minutes](#)) The agreement provides details regarding the deliverables and work to be performed by Parker Executive Search to recruit a qualified panel of candidates for the presidential search ([Parker Executive Search Scope of Work](#)).
- **December 13, 2018** – Presidential Candidate Search Committee meeting with Parker Executive Search. Discussed process and timing, as well as characteristics and attributes sought in new president. ([December 13, 2018 Meeting Minutes](#))
- **January 11, 2019** – Presidential Candidate Search Committee meeting by telephone conference call. Discussed finalizing edits to job description. ([January 11, 2019 Meeting Minutes](#)) The University of South Carolina has provided a copy of the final job description as documentation ([USC President Job Description](#)). The job description includes: an invitation for letters of recommendation and applications, a description of the University and System, a list of qualifications and qualities that the new President should possess.
- **February 13, 2019** – Presidential Candidate Search Committee meeting by telephone conference call. Parker Executive Search updated committee members on the search and

the Candidate Status Log that would be opened for committee access later that day, and summarized placement of advertisements for the position. ([February 13, 2019 Meeting Minutes](#))

- **March 4, 2019** – Presidential Candidate Search Committee meeting by telephone conference call. Parker Executive Search updated committee members on the search, including number of applicants, number of nominees, number recruited and number of individuals who had declined to be a candidate. ([March 4, 2019 Meeting Minutes](#))
- **March 27, 2019** – Presidential Candidate Search Committee meeting for review of candidates to identify 10 candidates to be invited for interview by the committee, as well alternate candidates to be interviewed if any of those from the first list removed themselves from consideration. Parker Executive Search provided a pool of candidates by obtaining an understanding of accomplishments, capabilities, strengths and weaknesses, and potential for success for each candidate through resume review, telephone screenings, and job specific questionnaires. The search firm recommended candidates who were qualified and met the specifications for the position ([USC President Job Description](#)). Robert L. Caslen, Jr. was among the qualified applicants identified by the search committee for further consideration, but was not considered as a preferred alternate at this time. The search committee identified Atlanta as the interview location on April 9 and 10, due to its ease of access by airlines and search committee member Mr. Dozier provided a location free of cost in which to the interviews could take place. ([March 27, 2019 Meeting Minutes](#))
- **April 9 and 10, 2019** – Presidential Candidate Search Committee meeting in Atlanta, GA, to interview candidates. Prior to the Atlanta meeting, Parker Executive Search announced four candidates the committee requested to interview had withdrawn from the process. Preferred alternate candidates identified by the search committee at the March 27, 2019 meeting were invited to fill the vacant interview slots; candidate Robert L. Caslen, Jr. was invited by the search committee chairman to fill the final vacancy. As the interview process was to start on April 9 in Atlanta, one of the 10 candidates to be interviewed withdrew, and the committee interviewed the remaining nine candidates. At the conclusion of the interview process, five candidates were identified for further consideration and additional background and reference checks were requested. Subsequently, one of the five remaining candidates withdrew. ([April 9-10, Meeting Minutes](#))
- **April 14, 2019** – Four members of the Board of Trustees (C. Edward Floyd, M.D., Hubert F. Mobley, C. Dorn Smith III, M.D., Eugene P. Warr, Jr.); three of whom served on the presidential search committee, traveled to Florida to meet Robert L. Caslen, Jr., one of the remaining four candidates under consideration.
- **April 17, 2019** – Presidential Candidate Search Committee meeting at which four finalists were selected to be recommended to the full Board of Trustees for consideration to become the University's 29th President([April 17, 2019 Meeting Minutes](#)):

- John S. Applegate, J.D., Professor and Executive Vice President for University Academic Affairs, Indiana University System
 - Robert L. Caslen, Jr., MBA, Senior Counsel to the President and Interim Chief Financial Officer, University of Central Florida
 - William F. Tate, Ph.D., Dean of the Graduate School and Vice Provost for Graduate Education, Washington University in St. Louis
 - Joseph T. Walsh, Jr., Ph.D., Vice President for Research, Northwestern University
- **April 22-25, 2019** – On campus visits by the four finalists. Each of the four finalists followed the same schedule while on campus ([Finalist Itinerary](#)).
 - **April 26, 2019** – Board of Trustees meets to interview four finalists. No decision reached. ([April 26, 2019 Meeting Minutes](#)) At the April 26, 2019 meeting, Board Members unanimously passed a motion to continue the search for the 29th President of the University of South Carolina and appointed Dr. Brendan Kelly, Chancellor of USC Upstate, as the interim president, effective August 1, 2019, to serve for a period of time to be determined by the Board. The existing four finalists remained active candidates.
 - **May 10-11, 2019** – USC Graduation. No Board or search committee meetings.
 - **July 8, 2019** – Four members of the Board of Trustees (Hubert F. Mobley, John C. von Lehe Jr., Eugene P. Warr, Jr., Thad H. Westbrook,); met with Governor Henry McMaster was to discuss Mr. Caslen’s continued interest and availability as a candidate.
 - **July 12, 2019** – Board of Trustees meeting called and cancelled to address election of the University’s 29th President. On Tuesday, July 9, 2019, Board Chairman John C. von Lehe, Jr. sent an email to USC Board Members calling for a full meeting of the board at 10 a.m. on Friday, July 12, 2019 ([Chairman Email July 9, 2019](#)). The sole agenda item for the July 12, 2019 meeting was for the election of a new president. On Thursday, July 11, 2019, Board Chairman John C. von Lehe, Jr. sent an email to USC Board Members to cancel the called full board meeting for Friday, July 12, 2019 ([Chairman Email July 11, 2019](#)). The meeting was canceled because a Board member exercised his right to require that Board members receive five (5) day’s notice of the meeting as provided in [Section 59-117-50](#) of the South Carolina Code of Laws, which provides: “Notice of time and place of all meetings, both regular and special meetings, of the board of trustees of the University of South Carolina shall be mailed by the secretary or assistant to each trustee not less than five days before each meeting thereof.” On Friday, July 12, 2019, Board Chairman John C. von Lehe, Jr. sent another email to the USC Board Members calling for a full meeting of the board at 10 a.m. on Friday, July 19, 2019 for the purpose of discussing the presidential search process and possible election of a new president ([Chairman Email July 12, 2019](#)).
 - **July 19, 2019** – Board of Trustees meeting at which Robert L. Caslen, Jr. elected as the University’s 29th President. At the July 19, 2019 meeting, a motion to postpone

indefinitely the vote for the University's 29th President failed. Board members passed a motion to hire Robert L. Caslen as the University's 29th President by a vote of 11 in favor, 8 opposed, and 1 member voting "present." ([Draft July 19, 2019 Meeting Minutes](#))

II. Presidential Candidate Search Committee Charge

[Article IV, Section 2](#) . of the USC Board of Trustees Bylaws calls for the Chairman of the Board of Trustees to deliver a charge to the Presidential Candidate Search Committee:

A charge to the Presidential Candidate Search Committee will be delivered by the Chairman of the Board, such charge requiring the Committee to present to the Board the names of four fully acceptable candidates for the presidency, and should at any time an acting or interim president be required to fulfill the responsibilities of the presidency, the process described above shall not apply but such appointment shall be made by the Board on recommendation of the Executive and Governance Committee of the Board.

As noted in the timeline above and captured in the minutes of the [November 8, 2018](#), Presidential Candidate Search Committee meeting, Board Chairman John C. von Lehe, Jr. delivered the committee's charge at its first meeting:

The Board thanks all of you for serving on this committee. You are going to find that it will be both rewarding and time consuming. Thank you for the sacrifice that you will make in the next several months.

As you look at the duties and responsibilities of the Board of Trustees, you will see the most important responsibility that the Board of Trustees has is to select a president. And, this committee is equally as important as the Board of Trustees in that you bring to the Board the candidates from whom the Board will make that selection.

You want to find a leader who will lead us to new and greater heights, building on the excellence that we already have in place. You want to bring to the Board a person of energy and vision who will understand that we have high expectations.

I have asked that a copy of the bylaws be distributed to everyone, and on pages 25-26 ([Article XII, Section 2. Authority and Duties of the President](#)) you will see the job description for the President of the University of South Carolina. As you look at these criteria, I think you will agree that this is a very, very difficult assignment.

I also ask you, to look at the bottom paragraph on page 7 of the Bylaws ([Article IV, Section 2](#)). This committee is charged with bringing the names of four acceptable candidates for the presidency to the Board of Trustees.

This has been handled in recent presidential searches in different manners. In 1990 and 2008, we presented finalists to the Board of Trustees in one day. In 2002, the finalists met with the Board over several days.

It may be difficult to bring four people to appear before the Board on one day. But this is a matter on which this committee will advise the Board.

So, I know that under Hugh's leadership you will prepare yourselves and that you will take this job very seriously.

As you bring us candidates, I ask you to exercise your judgement with the understanding that we have one allegiance and that is to the University of South Carolina.

Thank you again for your commitment. We appreciate very much what you are about to do.”

Board of Trustee Chairman John C. von Lehe, Jr. fulfilled his obligation as outlined in the Board Bylaws when he delivered the charge to the search committee at its first meeting on November 8, 2018. That charge directed the search committee to identify and present to the Board four acceptable candidates for the presidency of the University.

III. South Carolina Code of Laws and USC Board of Trustee Member Ethical Behavior

University of South Carolina Board of Trustees members are public officials subject to the ethical rules of conduct found in [Sections 8-13-700 to 8-13-795](#) of the South Carolina Ethics, Government Accountability and Campaign Reform Act of 1991 (Ethics Act). Violations of these ethical rules subject Board members to various penalties specified in the Ethics Act (See, for example, [Section 8-13-705\(F\)](#), [8-13-725\(B\)\(2\)](#), [8-13-735\(C\)](#), [8-13-780](#) and [8-13-790](#)), including but not limited to prosecution by the State Ethics Commission and the South Carolina Attorney General’s Office. [Section 8-13-700](#) requires Board members to disclose potential conflicts of interest and to abstain from participating in any action that would affect “an economic interest of himself, a family member, an individual with whom he is associated, or a business with which he is associated.”

The Ethics Act requires Board members to file annually with the State Ethics Commission a Statement of Economic Interests disclosing relationships with external parties that may pose a conflict of interest with the member’s duties and responsibilities to the Board ([SEI User Guide](#)). Statements of Economic Interests are public documents available for public inspection.

IV. USC Board of Trustee Responsibilities and Member Education

[Article III](#) of the USC Board of Trustees Bylaws establishes and outlines the individual responsibilities of Board members. According to the Bylaws, each member of the Board of Trustees shall:

- A. Honor his/her fiduciary responsibility to the University System and the Board as a whole;
- B. Recognize that the Board, as the governing authority of the University System, is responsible for defining the mission, role and scope of the University System, for establishing the general policies by which the University System shall operate, and

for delegating the day-to-day management function of the University System to the President;

- C. Recognize that the legal authority of the Board to govern and direct the University System rests with the collective Board and not individual Board members;
- D. Notify the Chairman of the Board and the President immediately of credible information that could bring discredit upon the University or damage the University's reputation; and
- E. Avoid conflicts of interest and self-dealing with the University; and refrain from engaging in personal agendas that conflict with actions of the Board or the advancement of the institution as a whole.

[Article XVI](#) of the Board Bylaws sets forth the Board of Trustees Conflicts of Interest Policy, the stated purpose of which is “to protect the interest of the University when contemplating entering a transaction or arrangement that might benefit the private interest of a trustee.” Annually, each member of the Board of Trustees signs a statement which affirms that they have received a copy of the Conflicts of Interest Policy, read and understand the policy, and have agreed to comply with the policy. The University of South Carolina has provided signed copies of statements for two Trustees who joined the Board in January 2019 and is reflective of the statements signed for all members of the Board of Trustees ([Signed Conflicts of Interest Policy Statement](#)).

The Secretary of the University Board of Trustees meets with all newly elected/appointed Board of Trustees members prior to the start of their terms, to provide a New Board of Trustees Orientation ([Secretary Follow-up Email](#)). During the orientation new members are provided a copy of the following items:

- [Board of Trustees By-laws](#)
- [USC Ethics Policy](#)
- [Board of Trustees Conflict of Interest Policy](#)
- [The current Board of Trustees meeting schedule](#)
- [A current Board of Trustee Committee list](#)
- [Board of Trustees contact information](#)

The Secretary of the Board of Trustees covers the following topics in the New Board of Trustees Orientation:

- The role and responsibility of a Board of Trustee member:
 - [BTRU Policy 1.04 Authority to Sign Contracts](#)
 - [BTRU Policy 1.06 Audit & Advisory Services](#)
 - [BTRU Policy 1.09 Employment of Outside Legal Counsel](#)
 - [BTRU Policy 1.12 Use of University of South Carolina Name](#)
 - [BTRU Policy 1.14 University Designated Funds](#)
 - [BTRU Policy 1.15 University Personnel Expenditure Policy](#)
 - [BTRU Policy 1.16 Board Member Expense Policy and Procedures](#)

- [BTRU Policy 1.18 Conflicts of Interest and Commitment](#)
 - [BTRU Policy 1.20 Dishonest Acts and Fraud](#)
 - [BTRU Policy 1.22 Reporting Violations of State and Federal Laws or Regulations](#)
 - [BTRU Policy 1.24 Internal Control Policy](#)
 - [BTRU Policy 2.01 Honorary Degree Recipients](#)
 - [BTRU Policy 2.03 Removal of a Board of Trustees Member](#)
- Review of the [State Ethics Rules of Conduct](#)
 - Summary of on-going initiatives and major projects
 - Other topics as appropriate

Each Board Member that completes the New Board of Trustee Orientation signs a completion form. The University of South Carolina has provided copies of completion forms for two Trustees who joined the Board in January 2019 and is reflective of the information covered for all Trustee orientations, including orientation of the faculty and student representative on the Board ([Signed Completion Forms](#)).

V. South Carolina Governor is a Member and the Ex Officio Chairman of the University of South Carolina Board of Trustees

In accordance with [Section 59-117-10](#) of the South Carolina Code of Laws, the Governor of South Carolina is an Ex Officio member of the USC Board of Trustees. Section 59-117-10 outlines the composition of the USC Board of Trustees as follows:

The board of trustees of the University of South Carolina shall be composed of the Governor of the State (or his designee), the State Superintendent of Education, and the President of the Greater University of South Carolina Alumni Association, which three shall be members ex officio of the board; and seventeen other members including one member from each of the sixteen judicial circuits to be elected by the general vote of the General Assembly as hereinafter provided, and one at-large member appointed by the Governor. The Governor shall make the appointment based on merit regardless of race, color, creed, or gender and shall strive to assure that the membership of the board is representative of all citizens of the State of South Carolina.

[Section 59-117-50](#) of the South Carolina Code of Laws provides that the Governor shall be the Ex Officio Chairman of the Board and “shall preside at all regular and special meetings of the board of trustees in which he is in attendance.” These state laws are appropriately embodied in [Article VI, Section 1](#) of the Board of Trustees Bylaws which provides: “The Ex Officio Chairman of the Board shall be the Governor of the South Carolina who, when present, shall preside at all meetings of the Board”. It should be noted that, the Governor also holds the role of Ex Officio Chairman of the Board at the Medical University of South Carolina ([MUSC Bylaws](#)) and South Carolina State University ([SC State Bylaws](#)).

Similarly, the Governor of South Carolina serves in an ex officio member role on the Board of Trustees at the following major public universities in South Carolina: the University of South Carolina ([59-117-10](#)), the Citadel ([Section 59-121-10](#)), the Medical University of South Carolina

([Section 59-123-40](#)), Winthrop University ([Section 59-125-20](#)), South Carolina State University ([Section 59-127-20](#)), the College of Charleston ([Section 59-130-10](#)), Francis Marion University ([Section 59-133-10](#)), Lander University ([Section 59-135-10](#)), and Coastal Carolina University ([Section 59-136-110](#)).

As a statutory member of the Board, the Governor has all of the rights and obligations ascribed to other members of the Board, including the right to discuss and debate issues of importance to the University and, when present at a Board meeting, to vote on such matters.

VI. University Self-Reflection and Continuous Improvement

In order to respond to various Freedom of Information Act requests, the University collected electronic communication (emails and text messages) from Board members related to the presidential search. The University has included all of the information collected for the FOIA requests as supporting documentation for this report ([FOIA response](#)), including documentation produced by the Governor's Office in response to separate FOIA requests ([Governor's Office FOIA response](#)). Emails and text messages from Board members show a Board of Trustees that was sharply divided on the election of Robert L. Caslen, Jr., as the University's 29th President. Board members on both sides of the issue – for and against Mr. Caslen– including the Governor, communicated their views to other board members.

The University of South Carolina recognizes that the Governor's statutory role on the Board of Trustees can raise issues, or the appearance of issues, regarding the University's compliance with SACSCOC Standard 4.2.f in connection with the recent presidential search process. However, only the South Carolina General Assembly possesses the authority to address state law and the composition of the University's Board of Trustees.

The University of South Carolina is committed to the *Principles of Accreditation* and good governance. Because the University recognizes that institutional integrity is fundamental to institutional success, we are bringing in the nation's premier consultants to review our Board policies and practices to make recommendations to improve board operations and actions. The goal is to put changes in place to prevent future issues from arising that might challenge the public trust. The University has engaged the Association of Governing Boards of Universities and Colleges (AGB) to review the Board of Trustees process to determine areas in which governance practices may be strengthened ([AGB Letter](#)). The [scope of work](#) provides details regarding the deliverables and work that will be performed by AGB. The University has highlighted below the details of the AGB elements for work and draft timeline:

- Review of key governance documents (September 2019-December 2019)
- Interviews and observations (October 2019)
- Findings, recommendations and future direction (January 2020)

The AGB consulting team will present findings and recommendations at next Board of Trustees retreat, currently scheduled for January 24 and 25, 2020.

The University of South Carolina will use the findings and recommendations from the AGB consulting team to enhance the existing new board member orientation, to develop a targeted and focused annual training session for all board members that highlights and recalibrates board members' attention to their commitment to individual responsibilities, and to review and strengthen board governance practices.