

## APPENDIX I – BOARDS, COMMISSIONS AND UNIVERSITY OFFICERS BOARD OF TRUSTEES

The University of South Carolina was chartered by the South Carolina General Assembly in 1801. The University is a body corporate and politic, in deed and in law under the name of the University of South Carolina. Several sections of the University's enabling legislation and bylaws are summarized below.

### Composition (Section 59-117-10, as amended)

The Board of Trustees of the University of South Carolina shall be composed of the Governor of the State (or designee), the State Superintendent of Education, 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 this 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. The Officers of the Board of Trustees are the *ex officio* Chair who is the Governor of South Carolina; the Permanent Chair; the Vice Chair; the Chair Emeritus, if applicable; and the Secretary of the University and the Board.

### Terms of Elected Members (Section 59-117-20, as amended)

The regular term of office of each trustee elected by the General Assembly shall be four years; however, such trustee shall continue to function as a trustee after his term has expired until his successor shall have been elected and qualified.

### Vacancies, Compensation (Section 59-117-30, as amended)

In case a vacancy should occur in the Board among the members elected by the General Assembly, the Governor may fill it by appointment until the next session of the General Assembly. Any vacancy occurring in the office of the member appointed by the Governor shall be filled for the remainder of the unexpired term by appointment in the same manner of the original appointment. Each member of the Board shall draw such per diem and expenses as from time to time may be allowed boards, commissions and committees.

### Powers of the Board

The Board of Trustees of the University of South Carolina is and is hereby constituted a body corporate and politic, in deed and in law under the name of the University of South Carolina. Such corporation has the following powers:

- (1) *Elect a President of the University to serve at the will of the Board or for such term and compensation as the Board may prescribe;*
- (2) *Elect a Secretary of the University and of the Board to serve at the will of the Board or for such term and compensation as the Board may prescribe;*
- (3) *Elect a Treasurer of the University to serve at the will of the Board or for such term and compensation as the Board may prescribe;*
- (4) *Establish policies and goals of the University and direct the President to implement and achieve those policies and goals;*
- (5) *Review and approve academic plans, including new programs and new units, and major modifications or deletions in existing programs and units;*
- (6) *Approve, upon recommendation of faculties and the President, the earned degrees awarded;*

- (7) *Designate academic chairs and professorships, award honorary degrees and name buildings or major portions thereof, other structures, streets, and geographic areas;*
- (8) *Levy fines and charges and examine from time to time admissions policies as established by the faculties and the administration;*
- (9) *Review and approve requests for appropriations;*
- (10) *Review and approve annual budget and budget charges;*
- (11) *Approve all gifts where restrictions are indicated, designate the use of unrestricted gifts, and approve and designate the use of testamentary gifts;*
- (12) *Approve all loans, borrowing and issuance of bonds;*
- (13) *Approve or authorize the Executive Committee to approve appointments and salaries or principal officials which shall be defined as those persons elected by the Board as provided in Paragraphs 1, 2, and 3 above, as well as University officers having the rank of Vice President or Chancellor or equivalent rank;*
- (14) *Approve compensation policy for faculty and staff, honorary faculty titles, and extension of service;*
- (15) *Approve all long-range development plans for the University including major capital projects;*
- (16) *Approve or delegate authority for approval of all major contractual relationships and other major legal obligations executed in the name of the University;*
- (17) *Approve or authorize the Executive Committee to approve all sales or purchases of real property, and ensure that all properties of the University are preserved and maintained;*
- (18) *Establish investment policies and procedures that will provide for the prudent investment and preservation of funds entrusted to the University;*
- (19) *Establish auditing policies and standards and appoint independent auditors; and*
- (20) *Establish and maintain within the administrative procedures of the University the policy and practice that the administrators of the University covered under Paragraphs 1, 2, and 3 above shall serve in such capacities at the will and pleasure of the Board; that the administrators of the University having the rank of Vice President, Chancellor, University Campus Dean, Academic Dean, Director or the equivalent thereof, and any other person reporting directly to the President, shall serve in such capacities at the will and pleasure of the President. It is understood that the employment of such administrators shall be on customary terms of University employment and there shall be no separate employment agreements; provided, however, it is further understood that no Athletic Department administrators will be given employment agreements in excess of one year without prior approval of two-thirds vote of the entire Board of Trustees (14 or more).*

The powers of the Board are prescribed by the provisions of Section 59-117-40, et seq., Code of Laws of South Carolina (1976), as amended.

## The Executive Committee

The Executive Committee shall consist of the permanent Chair of the Board of Trustees, the Vice Chair of the Board of Trustees, the Chair Emeritus of the Board of Trustees, if applicable, and not more than three other elected members of the Board who shall be elected as hereinabove provided.

The Executive Committee, during the interim between meetings of the Board, shall have all the powers of the Board of Trustees not inconsistent with the established policies of the Board or with any action theretofore taken by the Board provided, however, that the Executive Committee shall not preempt the role of a standing committee as stated in Section 1 of Article VI except in those emergency circumstances which do not permit the handling of a matter in the normally prescribed manner. The Executive Committee shall function as a continuous planning and financial committee of the Board, exercising general supervision of the finances of the University; shall review in advance the proposed budget for the succeeding year; and shall review in advance the proposed application for appropriations for the succeeding fiscal year in the light of overall University plans. It shall make reports to the Board at each meeting on all such matters occurring since the previous meeting.

The Executive Committee shall provide for an appropriate fidelity surety bond or bonds covering all officers, agents, and employees of the University who at any time shall hold any property or funds of the University and for appropriate officers' and directors' insurance to insure the officers and members of the Board against liability arising by virtue of the acts of such officers or Board members in their official capacity with the University.

The Academic Affairs and Faculty Liaison Committee [Authorized by Article XIV of the Bylaws of the University of South Carolina, revised February 19, 1993, as amended.]

The Academic Affairs and Faculty Liaison Committee shall consist of not less than three or more than eight members of the Board appointed by the Executive Committee following the October Board meeting of each even year. The members so appointed shall elect a Chair of the Committee at the first scheduled meeting following such appointment. The term of the office of Committee Chair shall be for two years from the date of election until the appointment of Committees by the Executive Committee in the next even year. The Committee Chair shall be eligible for re-election for not more than one additional consecutive term. In the event a vacancy occurs in the office of Committee Chair, the remaining members of the Committee shall elect a new Chair to complete the term of the vacating Chair at the first meeting of the Committee following the occurrence of such vacancy. Such service in completing a term shall not limit the Board Member so elected from serving two additional consecutive terms as Chair provided above.

The Committee shall be kept informed of all academic programs; of the conditions affecting recruitment and retention of faculty members; of the adequacy of instructional facilities; of the proposal of new degrees, major programs, or institutes; of the proposal to eliminate existing degrees, major programs, and institutes; and of such other matters relating to the educational policies and programs as may be brought before it or referred to it by the Board. It shall consider the development of new programs, degrees, institutes, and research for submission to the State Commission on Higher Education.

It shall consider and make recommendations to the Board with respect to the naming of any academic centers, institutes, or other such programs. It shall report on all such matters to the Board from time to time with such recommendations as it may consider relevant to the achievement of the University's goal of academic excellence. The Committee shall consider recommendations for tenure and promotion; honorary faculty titles; extensions of service; and appointments with tenure.

The Committee shall meet from time to time with the faculty-designated representatives, who

shall have been chosen by the University faculty, on matters of concern to the faculty, and to the Board, and shall keep the Board informed of all such matters. The Committee shall review from time to time all recommendations made by the President or the Faculty Committee on Honorary Degrees and shall recommend therefrom to the Board appropriate recipients of such degrees. Approval by a three-fourths vote of the members present at the Board meeting next following the meeting at which the recommendation is made shall be required to approve the granting of such honorary degrees.

The Committee shall likewise serve as the final forum of appeal in all faculty matters pertaining to revocation of tenure and dismissal of tenured faculty members

#### Faculty and Student Representatives to the Board of Trustees

The board, in June 1976, adopted a resolution clarifying references in its bylaws to temporary and non-voting representation at open meetings of the board from the University faculty and student government. The president of the student government at Columbia and the chair of the Faculty Senate shall be invited to sit personally in all meetings of the full board, except executive sessions thereof, with full right to participate in the board's discussions but without the right to vote on any matter. It is a non-transferable privilege.

### SPARTANBURG COUNTY COMMISSION FOR HIGHER EDUCATION

#### Composition

The Spartanburg County Commission for Higher Education is composed of seventeen members appointed by the Governor on the recommendation of a majority of the Spartanburg County Legislative Delegation. The membership includes one resident from Greenville County and one resident from Cherokee County.

#### Terms of Members

The terms of service for each member shall be four years, or until their successors shall have been appointed.

#### Powers and Duties

The Commission is empowered to enter into contracts, make binding agreements, negotiate with educators and educational institutions, subject to existing legislative authority and generally, to take such actions in its name as are necessary to secure for Spartanburg County and adjacent areas the necessary educational facilities to provide higher education. It shall act in the encouragement of higher education in Spartanburg County and adjacent areas.

The Commission shall approve or authorize the Executive Committee to approve all purchases, sales or leases of real property, and ensure that all properties of the Commission are preserved and maintained.

#### Board of Advisors

The Commission is authorized to appoint from Spartanburg County and adjacent areas a Board of Advisors (referred to in Act No. 36 of the 1967 Session of the General Assembly of South Carolina as the Educational Advisory Committee), which shall meet and consult with the Commission from time to time, as may be required.

#### Compensation

All members of the Commission and the Board of Advisors shall serve without compensation or fees.

## UNIVERSITY OFFICERS

### President

The President of the University is the chief executive officer of the University System and shall exercise such executive powers as necessary for its appropriate governance under the authority of the Board. The President shall be the primary spokesperson for the University to the alumni of the institution, the news media, the educational world, and the general public and shall administer University policies as promulgated by the Board, speak for the University as its official head, and coordinate all activities of each campus of the institution directly or through designated representatives. The President shall report directly to the Board of the current affairs of all components of the University System and shall discuss with the Board basic issues, new or alternative directions, and recommendations on new policies. The President shall direct, coordinate and implement the planning, development, and appraisal of all activities of the University System and shall be directly responsible to the Board for its operation. The President is assisted in directing the affairs of the University by an Executive Assistant and the Vice President of the University.

### Vice President for Academic Affairs and Provost

The vice president for academic affairs and Provost is the second ranking officer of the University and is empowered to act for the president in the absence of the chief executive officer. The Provost has the responsibility for the overall supervision of academic affairs of the University and for ensuring the integrity of the academic mission of the institution. This officer is appointed by the president and confirmed by the Board of Trustees. The Provost is responsible for curriculum development and academic standards in the schools and colleges of the Columbia campus and represents all campuses of the University system on academic issues to the Commission on Higher Education. The Provost provides budgetary oversight for all USC Columbia academic units and academic support areas and manages the academic and strategic planning processes for those units. The Provost oversees the tenure and promotion process; the sabbatical, faculty awards and endowed chairs programs; faculty recruitment and retention; academic leadership development; the development and approval of all academic programs, University policy and procedures; and University accreditation. The Provost also supervises such academic support services as the University libraries, records and registration, and the University press, and will, when requested to do so by the president, represent the president at such times and places as may be appropriate.

Serving under the vice president for academic affairs and Provost are the vice, associate and assistant Provosts, the academic deans and the department chairs.

### Secretary of the University and the Board of Trustees

The Secretary of the University and of the Board of Trustees shall be elected by the Board to serve at the will of the Board and shall be one of the principal officers of the University System. The Secretary of the Board shall serve as the official medium of communication within the University System between the Board of Trustees, on the one hand, and the University faculty, administrative officers, individual members of the staff, student organizations, and students, on the other.

The sole exception to this rule of procedure shall be communications made directly to the Board or its members by the President. The Secretary shall perform other duties as may be assigned to him to the Board or by the President.

### Treasurer of the University

The Treasurer shall be elected by the Board. Under the supervision of the President, this officer shall be responsible for all accounting functions and for all funds of the University System and shall furnish to the Board or to the President at any time requested a financial statement of the University and shall at least once during each fiscal year supply all members of the Board with a combined revenue and

expenditure report of the University. The Treasurer shall also perform other duties as may be assigned by the Board of by the President.

#### Chancellor

The Chancellor for USC Upstate is the chief administrative officer of the campus. The Chancellor is responsible for the operation and development of the campus and the implementation of applicable University policies. The Chancellor reports to the President.

#### Provost and Senior Vice Chancellor for Academic Affairs

The Provost and Senior Vice Chancellor is appointed by the Chancellor. The Provost and Senior Vice Chancellor is responsible for curricula planning and development of the total educational program, responsible for faculty, library, and other academic services, including extended learning and continuing education. The Provost and Senior Vice Chancellor for Academic Affairs represents the Chancellor when appropriate.

#### Vice Chancellors

*Vice Chancellor for Administrative and Business Affairs* is appointed by the Chancellor and is responsible for the planning, management and supervision of financial and facilities operations, auxiliary services, campus safety and security and related administrative operations.

*Vice Chancellor for University Advancement* is appointed by the Chancellor and is responsible for fundraising, University communications, alumni relations and special events, and also serves as executive director of the USC Upstate Foundation.

*Vice Chancellor for Information Technology and Services* is appointed by the Chancellor and is responsible for the design, management, maintenance, and continuous improvement of the technology and software infrastructures supporting the University's information and communication systems.

*Vice Chancellor for Greenville Campus* is appointed by the Senior Vice Chancellor for Academic Affairs and is responsible for the coordination of advisement, student affairs and facilities management within University sites in Greenville.

#### Dean of Students

The Dean of Students is appointed by the Chancellor and is responsible for student life, counseling services, health services, disability services, judicial and related student affairs.

#### Director of Athletics

The Director is appointed by the Chancellor and is responsible for the supervision of the University's Division I athletics program.

#### Director of University Boards and Public Affairs

The Director is appointed by the Chancellor and is responsible of the management of the affairs of the Spartanburg County Commission on Higher Education, for legislative and governmental liaison and for special projects of the Office of the Chancellor.

#### Academic Deans

Deans are appointed by the Chancellor upon recommendation from the Senior Vice Chancellor for Academic Affairs following the prescribed search procedures (see Chapter 5, *Procedures*). The dean is the chief academic administrator of a college or school. Deans report directly to the Senior Vice Chancellor for Academic Affairs. Deans are responsible for the personnel and program administration of the college or school; they review curricula and programs in the school or college; they appoint chairs of departments and assign their duties; they supervise the use of funds, space, and equipment; and prepare the budget of the school or college. Deans are the presiding officer of the faculty of the school or college. Deans of colleges or

schools that are not departmentalized also have the duties and responsibilities of department chairs (see below). Deans consult the faculty of the college or school on significant matters concerning academic personnel and curricula.

#### Dean of Library

The Dean of Library is appointed by the Senior Chancellor for Academic Affairs and serves as the chief librarian of the University and as a member of the Information Technology Team.

#### Department/Division Chairs

Department/Division chairs are appointed following the prescribed procedures. The chair is responsible for implementing University policies as they apply to the affairs of the unit. The chair is responsible for personnel and program administration within the unit. The chair consults and seeks the advice of the faculty with respect to educational policy and unit governance. When delegated by the dean, they represent the dean of their school.