

CS 3.2.6 - Board/Administration Distinction

There is a clear and appropriate distinction, in writing and practice, between the policy-making functions of the governing board and the responsibility of the administration and faculty to administer and implement policy.

Compliance Finding: In Compliance

Narrative:

The University of South Carolina Beaufort (USC Beaufort) is governed by the Board of Trustees of the University of South Carolina System [\[i\]](#). The Board lays out the University of South Carolina System's broad program of education activity, approves the budget for the next fiscal year, and provides ultimate accountability to the public and the General Assembly. The University of South Carolina System includes the Columbia campus, three senior campuses (USC Aiken, USC Beaufort, USC Upstate) and four regional campuses (USC Lancaster, USC Salkehatchie, USC Sumter, USC Union). The USC System Organization Chart [\[ii\]](#) and the USC Beaufort Organization Chart [\[iii\]](#) illustrate these two structures.

The composition and responsibilities of the Board of Trustees are detailed below. As a senior campus in the University of South Carolina system, USC Beaufort has extensive autonomy and local decision-making capacity [\[iv\]](#) within the context of the organizational policies and system-wide approval mechanisms. With the approval of the USC President and Board of Trustees, USC Beaufort controls its own budget, and is responsible for all curriculum and program development, hiring and personnel issues, the granting of tenure and the awarding of degrees. The USC system supports various functions for component campuses such as data, legal and financial systems including payroll. The existing system structure promulgates shared resources and expertise while providing institutional autonomy for local decision-making on institutional issues relative to each institution's mission and purpose.

Membership

The South Carolina Code of Laws Title 59 Section 59-117-10 [\[v\]](#) describes the composition of the Board of Trustees of the University of South Carolina: "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."

The current secretary of the board is an employee of USC and also serves as the University Secretary and Treasurer. Neither the presiding officer of the board nor any of the other voting Board members has contractual, employment, personal, for familial financial interest in the institution.

Compensation

According to the Board of Trustees Bylaws Article II Section 4 [vi], and South Carolina Code of Laws Section 59-117-30 [vii]: "Each member of the Board shall draw such per diem and expenses as from time to time may be allowed other boards, commissions and committees of the State or its agencies."

Full biographical summaries, terms of office, and committee assignments may also be found on the University of South Carolina Board of Trustees website [viii].

Terms of Office

Pursuant to the South Carolina Code of Laws Section 59-117-20 [ix] and the Board of Trustees Bylaws Article II Section 2 [x], "The regular term of office for each member elected by the General Assembly, shall be four years with the terms commencing on July 1 of the year of election and expiring on June 30 four years thereafter; provided, however, that such member shall continue to serve after his term expires until his successor shall have been elected and qualified. The terms are staggered by Judicial Circuits as prescribed by the Legislature. Currently, members from the 1st, 3rd, 5th, 7th, 9th, 11th, 12th and 13th Judicial Circuits are elected at one time and members from the 2nd, 4th, 6th, 8th, 10th, 14th, 15th and 16th Judicial Circuits are elected two years thereafter. The General Assembly holds regular elections every two years for the purpose of selecting successors of those members whose terms are then expiring which elections shall not be earlier than the first day of April of the year the term expires. The term of the office of the at-large members appointed by the Governor is effective upon certification to the Secretary of State and is four years. If the Governor chooses to designate a member to serve in his stead as permitted by Section 1 hereinabove, the appointment is effective upon certification to the Secretary of State and shall continue at the pleasure of the Governor. The term of the President of the greater University of South Carolina Alumni Association is for the active term of office as President."

"If a vacancy occurs among the sixteen members elected by the general Assembly when the general Assembly is not in session, the Governor may fill such vacancy by appointment until the next session of the General Assembly." [xi]

Duties and Responsibilities

As outlined in the Board of Trustees Bylaws Article III Section 1 [xii], "The Board shall define the mission, role and scope of the University System and each of its major component institutions, shall establish the general policies of the University System, shall lay out the University System's broad program of educational activity, shall approve the budget for the next fiscal year, and shall provide ultimate accountability to the public and the General Assembly. Within these fundamental responsibilities, the Board will perform, where appropriate, many essential functions, including but not limited to the following:

- A. 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;
- B. 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;
- C. 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;
- D. Establish policies and goals of the University and direct the President to implement and achieve those policies and goals;
- E. Review and approve academic plans, including new programs and new units, and major modifications or deletions in existing programs and units;
- F. Approve, upon recommendation of faculties and the President, the earned degrees awarded;
- G. Designate academic chairs and professorships, award honorary degrees and name buildings or major portions thereof, other structures, outdoor spaces, streets and geographic areas;
- H. Levy fees and charges and examine from time to time admissions policies as established by the faculties and the administration;
- I. Review and approve requests for appropriations;
- J. Review and approve annual budgets and budget changes;
- K. Approve all gifts where restrictions are indicated, designate the use of unrestricted gifts, and approve and designate the use of testamentary gifts;
- L. Approve all loans, borrowing, and issuance of bonds;
- M. Approve appointments and salaries of principal officials which shall be defined as those persons elected by the Board as provided in Paragraphs A, B, and C above, as well as University officers having the rank of Vice President or Chancellor or equivalent rank;
- N. Approve compensation policy for faculty and staff;
- O. Approve all long-range development plans for the University including major capital projects;
- P. Approve or delegate authority for approval of all major contractual relationships and other major legal obligations executed in the name of the University;
- Q. Approve all sales or purchases of real property, and ensure that all properties of the University are preserved and maintained;
- R. Establish investment policies and procedures which will provide for the prudent investment and preservation of funds entrusted to the University;

S. Establish auditing policies and standards and appoint independent auditors;

T. Establish and maintain within the administrative procedures of the University the policy and practice that the administrators of the University 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 Athletics Department administrators will be given employment agreements in excess of one year without prior approval of a majority (eleven) vote of the entire Board of Trustees.”

Powers of the Board

The powers of the Board are prescribed by the provisions of the South Carolina Code of Laws Section 59-117-40 [xiii] which states that “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. To have perpetual succession;
2. To sue and be sued by the corporate name;
3. To have a common seal and to alter it at pleasure;
4. To make contracts and to have, to hold, to purchase and to lease real estate and personal property for corporate purposes; and to sell and dispose of personal property and any buildings that are deemed by it as surplus property or not further needed and any buildings that it may need to do away with for the purpose of making room for other construction. All such powers shall be exercised in a manner consistent with the provisions of the South Carolina 1976 Code of Laws Chapter 35 of Title 11.
5. To appoint a chairman of the board of trustees and to appoint a University president, treasurer and secretary, and in the appointment of these latter three to prescribe their duties and their terms of office and to fix their compensation;
6. To appoint or otherwise provide for the appointment of subordinate and assistant officers and agents, faculty members, instructors and other employees prescribing the terms of their employments, their duties, and fixing their compensations;
7. To make bylaws and all rules and regulations deemed expedient for the management of its affairs and its own operations not inconsistent with the Constitution and laws of this State or of the United States;
8. To condemn land for corporate purposes as provided in Section 59-117-70;

9. To fix tuition fees and other charges for students attending the University, but these shall not be inconsistent with statutes where the legislature undertakes to fix such fees and charges;
10. To confer degrees upon students and such other persons as in the opinion of the board of trustees may be qualified to receive them;
11. To accept, receive and hold all moneys or other properties, real and personal, that may be given, conveyed, bequeathed or devised to the University and to use them for the benefit of the University but in those cases where such money or property is received charged with any trust then in every case such money or property shall be held and used strictly in accordance with the terms of such trust; provided, however, where the terms of any such trust would require something to be done other than merely to administer the trust no obligation in receiving the trust over and above merely its administration shall be binding upon the University or the State except such as are accepted by the General Assembly;
12. To assign any member of the faculty to additional duties in any other University department than that in which the faculty member may at the time be working and without additional salary;
13. In all investigations touching the affairs of the University the board of trustees is invested with full powers to compel by subpoena, rule and attachment witnesses to appear and testify and papers to be produced and read before such board;
14. To adopt such measures and make such regulations as may in the discretion of the board of trustees be necessary for the proper operation of the University;
15. To appoint for the University a board of visitors of such number as the board of trustees may deem expedient, and to regulate the terms during which the members of such board shall serve, and to prescribe the functions of such board of visitors;
16. To remove any officer, faculty member, agent or employee for incompetence, neglect of duty, violation of University regulations, or conduct unbecoming a person occupying such a position;
17. To appoint an executive committee not exceeding six members of the board who have all the powers of the board during the interim between meetings of the board but not the power to do anything which is inconsistent with the policy or action taken by the board. The executive committee at each meeting of the board shall report fully all action taken by it during the interim; and
18. To appoint committees of the board of trustees or officers or members of the faculty of the University, with such power and authority and for such purposes in connection with the operation of the University as the board of trustees may deem wise.

Articles of Incorporation and Bylaws

The Board of Trustees of the University of South Carolina was created on December 19, 1801, and constituted a body corporate and politic by virtue of the South Carolina Code of Laws Sections 59-117-10 through 59-117-110, (1976), as amended. The Board of Trustees' authorization is documented in Sections 59-117-10 through 59-117-110 . The Board of Trustees Bylaws outline composition (Article II, Section 1), terms of office (Article II, Section 2), and process for amendments to the Bylaws (Article XVI).

Meetings of Board: Quorum

Minutes of the proceedings of the Board and each committee are kept by the Secretary, and as soon as practical after a meeting, a copy of the minutes is mailed to each member of the Board. The minutes of executive sessions of the Board and its committees shall be recorded and maintained in accordance with the South Carolina Freedom of Information Act. Pursuant to the South Carolina Code of Laws Section 59-117-50 [xiv], “the Board shall meet no less than quarterly... a majority of the members of the Board of Trustees shall constitute a quorum for the transaction of all business of the Board but not less than a majority vote of the whole board shall be required for the election or removal of a president.” The guidelines for the Board meetings, including the meeting schedule, agendas, minutes of the Board and committee proceedings are described in detail in the Board of Trustees Bylaws Article VIII [xv].

The University of South Carolina Board of Trustees is an active, policy-making board that has taken several actions relative to USC Beaufort that are recorded in the Board of Trustees meeting minutes. Examples of recent actions follow:

August 10, 2007 [xvi]--Approval of USC Beaufort Faculty Manual

June 28, 2007 [xvii]-- Approval of FY 2007-2008 University System budget

June 29, 2006 [xviii]-- Approval of FY 2006-2007 University System budget

April 20, 2006 [xix]-- Approval to establish a BSN with two tracks: a Completer Track (RN-BSN) and a Generic BSN Track.

April 20, 2006 [xx]-- Approval to modify the existing Liberal Studies program to include an option in Security Studies

June 29, 2006 [xxi] -- Approval for USC Beaufort to establish a Sea Islands Institute

June 23, 2005 [xxii]-- Approval of FY 2005-2006 University System budget

June 30, 2004 [xxiii]-- Approval of FY 2004-2005 University System budget

April 21, 2004 [xxiv]-- Approval for USC Beaufort to award four new baccalaureate degrees

April 21, 2004 [xxv]-- Approval of USC Beaufort mission revision by USC Board of Trustees

Reporting Structure for the Chief Executive Officers

As detailed in the Board of Trustees Bylaws, Article III, Section 1 (M, T) [xxvi], the Board of Trustees has the authority to “approve appointments and salaries of principal officials which shall be defined as those persons elected by the Board...as well as University officers having the rank of Vice President or Chancellor or equivalent rank.” The board will “establish and maintain within the administrative procedures of the University the policy and practice that the administrators of the University 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 Athletics Department administrators will be given employment agreements in excess of one year without prior approval of a majority (eleven) vote of the entire Board of Trustees.”

Supporting Documentation

- [i Board of Trustees of the University of South Carolina System](#)
- [ii USC System Organization Chart](#)
- [iii USC Beaufort Organization Chart](#)
- [iv USC Beaufort Academic Council Minutes](#)
- [v South Carolina Code of Laws Title 59 Section 59-117-10](#)
- [vi Board of Trustees Bylaws Article II Section 4](#)
- [vii South Carolina Code of Laws Section 59-117-30](#)
- [viii University of South Carolina Board of Trustees Members](#)
- [ix South Carolina Code of Laws Section 59-117-20](#)
- [x Board of Trustees Bylaws Article II Section 2](#)
- [xi Board of Trustees Bylaws Article II Section 3](#)
- [xii Board of Trustees Bylaws Article III Section 1](#)
- [xiii South Carolina Code of Laws Section 59-117-40](#)
- [xiv South Carolina Code of Laws Section 59-117-50](#)
- [xv Board of Trustees Bylaws Article VIII](#)
- [xvi Board of Trustees Minutes -- August 10, 2007](#)
- [xvii Board of Trustees Minutes -- June 28, 2007](#)
- [xviii Board of Trustees Minutes -- June 29, 2006](#)
- [xix Board of Trustees Minutes -- April 20, 2006](#)
- [xx Board of Trustees Minutes -- April 20, 2006](#)
- [xxi Board of Trustees Minutes -- June 29, 2006](#)
- [xxii Board of Trustees Minutes -- June 23, 2005](#)
- [xxiii Board of Trustees Minutes -- June 30, 2004](#)
- [xxiv Board of Trustees Minutes -- April 21, 2004](#)
- [xxv Board of Trustees Minutes -- April 21, 2004](#)
- [xxvi Board of Trustees Bylaws, Article III, Section 1](#)