Call to Order

Notification as required by the South Carolina Freedom of Information Act was given at least twenty-four hours before the meeting by posting the notice and agenda on the bulletin board located on the ground floor public entrance of Sikes Hall, Clemson University and on the Clemson University Board of Trustees website. Additionally notice of, and the agenda for, the meeting was sent via email to the distribution list maintained by the Office of Media Relations which includes approximately 80 reporters and editors at the major daily newspapers, television and radio stations in S.C.

After notification as required by the Freedom of Information Act, Trustee Wilkerson, Chair, called the meeting to order at 2:15 p.m. with the following present:

Trustees: Kim Wilkerson, Chair, presiding; Bob Peeler, Vice Chair; David Dukes, Nikki Haley, Ronnie Lee, Louis Lynn, Patti McAbee, Nicky McCarter, Smyth McKissick, Cheri Phyfer, Mark Richardson, and Joe Swann.

Trustees Emeriti: J.J. Britton, Bill Hendrix, David Wilkins and Allen Wood

Administration: James P. Clements, President; Tony Wagner, Executive Vice President for Finance and Operations; Hank Morrow, Executive Secretary to the Board of Trustees; Robert Donato, Chief Strategy Officer; Robert H. Jones, Executive Vice President for Academic Affairs and Provost; Lisa Knox, Assistant Vice President and Executive Director for Office of Institutional Excellence; Chris Miller, Vice President for Student Affairs; Felicia Benton-Johnson, Vice President for Diversity and Inclusive Excellence; George Askew, Vice President for Public Service and Agriculture; Angie Leidinger, Senior Vice President for External Affairs and Senior Advisor to the Board of Trustees; Rick Petillo, Chief Financial Officer; Tracy Arwood, Chief Ethics and Compliance Officer; Brian O’Rourke, Vice President of Advancement; Amy Smith, Vice President and Chief Marketing and Communications Officer; Julio Hernandez, Assistant to the President for Community Engagement and Outreach; Brian Voss, Vice President and Chief Information Officer; and Graham Neff, Director of Athletics
Hank Morrow called roll. Chair Wilkerson noted a quorum was present.

Joe Galbraith introduced members of the media in attendance.

Approval of Consent Agenda

Chair Wilkerson presented the Consent Agenda for approval.

1. Approval of Minutes
   a. Spring Quarterly Full Board Minutes – April 21, 2023
   b. Spring Quarterly Committee Minutes
      i. Educational Policy Committee – April 20, 2023
      ii. Executive and Audit Committee – April 20, 2023
      iii. Finance and Facilities Committee – April 20, 2023
      iv. Student Affairs Committee – April 20, 2023
      v. Research and Economic Development Committee – April 20, 2023
      vi. Agriculture and Natural Resources Committee - April 20, 2023
      vii. Compensation Committee - April 21, 2023
      viii. Institutional Advancement Committee – April 21, 2023
   c. Web/Teleconference Minutes
      i. Policy Governance Advisory Task Force – June 14, 2023
      ii. Chair Nomination Committee – June 28, 2023
      iii. Full Board – June 22, 2023

2. Agriculture and Natural Resources Committee
   a. Receive as information the reports for the Committee.

3. Compensation Committee
   a. Receive as information the reports for the Committee.

4. Educational Policy Committee
   a. Receive as information the reports for the Committee.
   b. Approval:
      i. Program Modification, M.S. in Social Science CIP Code Change
      ii. Center Modification, The Richard H. Pennell Center for Research in Design and Building Name Change
iii. Institute Modification, Institute of Sustainability Education Name Change

5. Executive and Audit Committee
   a. Receive as information the reports for the Committee.
   b. Approval:
      i. Annual Audit Charter Review
      ii. Annual Audit Plan

6. Finance and Facilities Committee
   a. Receive as information the reports for the Committee.

7. Institutional Advancement Committee
   a. Receive as information the reports for the Committee.
   b. Approval: (Note Committee did not meet)
      i. Naming Opportunities
         • Fike Lot
         • Pitching Lab at Doug Kingsmore Stadium
         • Locker Room at McWhorter Stadium
         • Miniature Golf Hole #7 at Allen N. Reeves Football Complex
         • Lowry Hall Lab
      ii. Newly created naming opportunities
         • Forestry and Environmental Conservation Building
         • Women’s Lacrosse Complex
         • Women's Gymnastics Complex
      iii. Resolution for Unrestricted Estate Gifts to Clemson University

8. Research and Economic Development Committee
   a. Receive as information the reports for the Committee (Committee did not meet to discuss.)

9. Student Affairs Committee
   a. Receive as information the reports for the Committee (Committee did not meet to discuss.)

Trustee Peeler motioned to approve the Consent Agenda. Trustee McKissick seconded the motion. The motion was approved unanimously.

Action Items

1. Approval: FY24 Budget

Mr. Wagner presented the proposed FY24 Budget.

A roll call vote was taken. The FY24 budget was approved unanimously.

2. Approval: ERP Procurement
Mr. Wagner presented the request to finalize and executive contracts to implement a Cloud-Based Enterprise Resource Planning Platform.

Since 2019, the University has been conducting a thorough assessment of its existing administrative systems and processes. The University’s existing administrative systems date back to before the year 2000 and are no longer sufficient for Clemson’s needs. These systems are hosted “on-premises,” do not support modern business processes, and are not fully utilized. Additionally, certain components of existing systems are reaching end-of-life and require replacing.

Beginning in FY21, the University conducted an assessment of Clemson’s readiness to transition the University’s administrative systems with the help of external consultants. Through the state procurement office, the University has been conducting a competitive procurement for the implementation of a modern Cloud-Based Enterprise Resource Planning (“ERP”) solution to replace its existing finance and human capital management systems (“HCM”). The existing Student Information System is not recommended for replacement at this time and is therefore not in scope.

Through the state’s competitive negotiation process, the administration has identified finalists with which it is finalizing contract terms. It is expected that the final contract terms will entail two contracts. One contract will be a 13-year contract with a Software-as-a-Service (SaaS) provider that will license and provide access to the selected system. Another contract will be executed with a System Integrator (“SI”) that will assist Clemson to implement the SaaS system and adjust the university’s business processes to work in the selected system.

State statute does not require Board approval before executing these contracts, however, Board Policy on Transactional Authority requires approval of this transaction given its size (greater than $5mm) and length (greater than 5 years). Final terms may not be known at time of the Board meeting. The administration therefore requests approval to finalize and implement the following contracts and not-to-exceed amounts.
- System Integrator Contract: Not-To-Exceed $28,000,000, with a contract term not-to-exceed 2 years from the date of execution.
- Software-as-a-Service Contract: Not-To-Exceed $22,000,000 with a contract term not-to-exceed 11 years from when implementation is complete
- Request authority to reallocate budget between contracts if deemed advantageous by Administration.

Trustee Wilkerson moved to approve the ERP procurement. The motion was approved unanimously.

3. Approval: Athletics Performance and Wellness Center Phase Two

Mr. Wagner presented the proposed renovation project.
This project is to make comprehensive improvements to the Performance and Wellness Center. The project scope includes three primary areas of improvement including: 1) Volleyball and Visiting Locker Rooms; 2) Sports Medicine, Nutrition and Strength and Conditioning; and 3) Jervey Gym fan amenities and competition facility improvements. An 18,850 square foot renovation of existing spaces and 50,000 square foot addition will be included in the project to meet these needs.

The existing facility currently provides services for all Clemson student-athletes but serves as the primary home for Women's Volleyball and Men's and Women's Track and Field. In addition, the facility provides locker rooms for visiting Volleyball teams, Baseball teams and officials/umpires. With the addition of Women's Gymnastics and Women's Lacrosse, additional square footage is needed beyond the capacity of existing Performance and Wellness Core facilities, such as the weight room and sports medicine areas.

Anticipated facility improvements include updated locker rooms for officiating professionals, Clemson and visiting athletics teams, including new shower facilities, nutrition, bistro, and lounge spaces and a team film room. Additionally, modernization of restrooms, concessions, seating and playing areas for competition purposes will provide adequate facilities for student-athletes, coaches, staff and fans. Raising the roof above the playing court, and additional storage for equipment are also included in the project scope.

The existing 85,000 square feet Jervey facility is 51 years old and needs significant improvements and modernization to all lower-level areas. The renovation and addition were decided to be more cost-effective than the alternative of replacing the facility with all new construction. For state approval purposes, this project is referred to as Jervey Athletic Center Renovation on the CPIP.

The renovation is estimated at $50 million, and the planned funding mix is $20 million of Athletic Facilities Revenue Bonds and $30 million from a mix of Cash and Private Gifts. Construction is planned to begin in November 2023 and with anticipated completion in March 2025.

Trustee Wilkerson moved to approve the project. The motion was approved unanimously.

4. Approval: Athletics Performance and Wellness Center Phase Two Bond Resolution

Mr. Wagner presented the requested from the Board of Trustees for the Athletics Performance and Wellness Center Phase Two Bond Resolution.

Trustee Wilkerson moved to approve the bond resolution. The motion was approved unanimously.
5. **Approval: Littlejohn Coliseum + Swann Pavilion Renovation Phase One**

Request Phase I approval for $600,000 to establish the project design budget for the renovation of Littlejohn Coliseum/Swann Pavilion.

Project Description and Justification – This project will make improvements to Littlejohn Coliseum and Swann Pavilion to accommodate growing Basketball program needs equitably and integrate areas for the recently added Gymnastics program. The project scope includes three primary areas of improvement including: 1) Interior refresh of 34,600 square feet of existing basketball program spaces; 2) Interior reconstruction of 17,000 square feet of shared service spaces; and 3) New construction of a 29,600 square feet additional basketball practice facility.

The facility currently serves as the primary home for Clemson Men’s and Women’s Basketball for competition, practice and operations but will also serve as the competition venue for Women's Gymnastics beginning in 2024. Shared services in the facility include strength and conditioning, nutrition, and sports medicine. Littlejohn Coliseum features a main competition floor with permanent wood court and Swann Pavilion includes a practice floor with a permanent wood court. With the addition of Gymnastics, as well as use of Littlejohn Coliseum for other University events, additional practice facility space is necessary. In addition, the size of the existing shared service spaces lack capacity to serve all student-athletes in the facility.

Anticipated facility improvements include an interior refresh of updated finishes and technology in Women’s Basketball team spaces, practice gym, offices and recruiting room. Additionally, the improvements include interior reconstruction of strength and conditioning, nutrition and sports medicine spaces for expansion and modernization. Finally, new construction includes new Men’s Basketball team spaces, offices and practice facility. Modified site circulation on the exterior along with a new expanded basketball patio and plaza opportunity at the corner of the facility are also included in the improvements.

The extent of the feasibility study included multiple reviews of existing and comparable program areas to create an actionable plan that determined focused investments. Significant effort was made in determining the final project scope and cost model estimates for the study results.

The renovation is estimated at $40 million and will be funded with a mix of Cash and Private Gifts. Construction is planned to begin June 2024 with a completion date of October 2025.

Trustee participation in design and alternative construction selection is recommended.

Trustee Wilkerson moved to approve the renovation. The motion was approved unanimously.

6. **Approval: Bryan Mall – Manning Hall Renovation Phase Two**
Mr. Wagner presented Request Phase II approval for $52,000,000 to complete the renovations to Manning Hall. (Prior Actions – Phase I October 2021 BOT approval for $1,500,000; Phase 2 July 2022 BOT approval for $52,350,000 (Byrnes Hall))

This project will renovate Manning Hall, as the second building in the Bryan Mall high rise renovation plans. Bryan Mall consists of three high-rise buildings that house 1,450 undergraduate students. The original plan for the Bryan Mall renovations envisioned a single project to renovate these buildings over the course of 3 years. However, due to the unprecedented construction environment, the project was broken into a different stage for each of the 3 buildings to mitigate escalation costs. The first building to be renovated, Byrnes Hall, was previously approved and is under construction.

As part of the broader project, the University evaluated the renovation needs and potential scopes to determine the most efficient and best long-term investment to extend the useful life of these facilities. The work will include repairing the building envelopes, improving accessibility, installing new fire sprinkler systems, replacing the plumbing, HVAC, electrical and roofing systems and abating hazardous materials. Similar to Byrnes Hall, the renovations to Manning Hall will also include new corner and central stairwells to improve functionality and egress. The current plan also creates new interior restroom suites, with ADA accommodation, that are popular with residents. The proposed renovations will bring the facilities up to current standards and extend the useful life for another 40 years.

The renovations are estimated at $52.0 million and will be funded with Higher Education Revenue Bonds. Renovation scheduled to begin May 2024 with completion estimated at August 2025.

Trustee Wilkerson moved to approve the renovation. The motion was approved unanimously.

7. Approval: Bryan Mall – Manning Hall Renovation Phase Two Bond Resolution

Mr. Wagner presented the request for the Bryan Mall – Manning Hall Renovation Phase Two Bond Resolution.

Trustee Wilkerson moved to approve the bond resolution. The motion was approved unanimously.

8. Approval: Lease Space to Ansell Healthcare Products, LLC

Mr. Wagner presented the request to continue to lease 7,657 square feet of office and lab space to Ansell Healthcare Products, LLC at 511 Westinghouse Road in Pendleton. The current lease is set to expire December 31, 2023, and this proposal provides for a three-year lease which will begin on January 1, 2024.
CU’s PSA Regulatory Services Unit operates out of the Center for Applied Technology (CAT) Building and has been leasing the space to Ansell Healthcare Products, a global company that makes gloves for healthcare, police and firefighters, for the past three years. Ansell was initially a tenant of CURF in the same building before the University acquired the facility in 2016 and inherited Ansell as a tenant. PSA Regulatory Services would like approval to renew the lease with the company which currently leases approximately 25% of the facility with the rent received from the lease helping Regulatory Services pay utilities, upkeep, and maintenance/operations for the facility. At this time, there are no additional space needs by Regulatory Services, the other University units in the facility, or the University for this space. Additionally, the lease will include a termination clause in the event the space is needed by Regulatory Services during the term, or a need of the University arises.

Landlord – Clemson University PSA (Regulatory Services Division)
Tenant – Ansell Healthcare Products, LLC
Term of the Lease – January 1, 2024 thru December 31, 2026
Extension – One, three-year option beginning January 1, 2027
Square Footage of Lease – 7,657 SQFT office and lab space in the Clemson University CAT Building located at 511 Westinghouse Road in Pendleton.
Total Lease Cost – $148,514.44 annually for the first year. 3% escalation will apply beginning in year two of the lease.
Rent per Square Foot – $19.40 / SQFT
- Rent includes operating and maintenance expenses of: insurance, utilities, grounds maintenance, and other services necessary to maintain and operate the buildings and site.
- Tenant is responsible for their insurance and all costs associated with telephone and communications.

Trustee Wilkerson moved to approve the lease. The motion was approved unanimously.

9. Approval: Proviso Projects – Reflection Pond

Mr. Wagner presented the request for approval of projects listed below that will not need state approval for this fiscal year.

The University requests approval to proceed with the project noted below under 2024 budget proviso 117.136.

For the current fiscal year, permanent improvement projects, as defined in Title 2, Chapter 47 of the 1976 Code, where the cost is at least one million dollars but not greater than five million dollars for public research universities and not greater than two million dollars for all other public institutions of higher learning shall be exempt from the requirements of Section 2 47 50, except that a project shall not be considered approved without an institution’s governing board having first voted to approve the project in a public session. Institutions shall provide a report of projects approved by their governing boards pursuant to this provision to the Chairman of the Commission on Higher Education, the Joint Bond Review Committee, and the State Fiscal Accountability Authority by November 15th of the current fiscal year.
New Projects: Reflection Pond - $2,600,000

Reflection Pond – $2,600,00 Funded by Maintenance and Stewardship Funds

The Reflection Pond Site Improvements project will enhance the Reflection Pond. The area that surrounds the pond has seen significant improvements in the last couple of years. There will be added lighting and security cameras along the pathways and updated sitting areas to create quiet reflection zones. An ADA strategy was reviewed and will be integrated into both the pathway around the pond as well as the pathway to the elevator. There will be a new cantilevered walkway around the pond perimeter to help with ADA access. A new pond access point will be installed which will help with the cleaning and removal of existing stanchions and create a water management plan with new water flow additions to the pond to prevent stagnant water and algae buildup. Renovation will begin January 2024 and will be completed in August 2024.

Trustee assignment and involvement is not recommended.

Trustee Wilkerson moved to approve the project. The motion was approved unanimously.

10. Approval: Affiliation Agreement Renewal – IPTAY

Trustee Peeler motioned to approve the renewal of the IPTAY Affiliation Agreement. Trustee McCarter seconded the motion. The motion was approved unanimously.

11. Approval: Affiliation Agreement Renewal – Clemson University Foundation

Trustee McAbee motioned to approve the renewal of the CUF Affiliation Agreement. Trustee McCarter seconded the motion. The motion was approved unanimously.

President’s Report

President Clements provided an update on activities since the last meeting.

Committee Updates

Finance and Facilities Committee Chair, Trustee Dukes, provided a summary from the July 19 committee meeting.

Compensation Committee Chair, Trustee McKissick, provided a summary of the compensation actions passed in the July 20 Compensation Committee meeting.

Executive and Audit Committee Chair, Chair Wilkerson, provided a summary of the July 20 committee meeting.

Educational Policy Committee Chair, Trustee Peeler, provided a summary of the July 20 committee meeting.
Executive Secretary’s Report

ACC Governing Board Certification – Executive Secretary Morrow noted that it must be approved annually by the Board of Trustees. Trustee Dukes moved to approve the certification. Trustee McAbee seconded the motion. The motion was approved unanimously.

Election of Chair – Mr. Morrow noted that in odd numbered years at the summer meeting, the Board elects a Chair. A Nominating Committee was appointed, and the Board has received the report from that Committee nominating Trustee Wilkerson for the Chair position. No other names were received for nomination. Mr. Morrow asked for any additional nominations at this time. None received. Trustee McCarter moved to re-elect Kim Wilkerson as Chair of the Board of Trustees. Trustee Dukes seconded the motion. Trustee Wilkerson was re-elected as Chair of the Board of Trustees of Clemson University for a two-year term by unanimous acclamation.

Information Item – Clemson Medallion
Mr. Morrow provided an update regarding the Clemson Medallion. The call for nominations was announced July 12 and will remain open through September 17th, with committee review beginning immediately thereafter. Additionally, the Clemson Medallion Nomination Committee has been selected and selection letters are forthcoming.

Other Business

No other business to discuss.

Adjourn

There no being no further business, Chair Wilkerson adjourned the meeting at 3:03 p.m.

Respectfully submitted,

Hank Morrow
Executive Secretary to the Board of Trustees

Approved 10 Oct 2023