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University of South Carolina  
BOARD OF TRUSTEES

Executive Committee  
Called Meeting

January 22, 2019

The Executive and Governance Committee of the University of South Carolina Board of Trustees convened in a called meeting at 8:30 a.m. on Tuesday, January 22, 2019, by telephone conference hosted from Room 206-B of the Osborne Administration Building.

Members participating were: Mr. John C. von Lehe Jr., Chairman; Mr. Hubert F. Mobley, Vice Chairman; Dr. C. Edward Floyd; Mr. Toney J. Lister; and Mr. Eugene P. Warr Jr. Absent was Mr. Miles Loadholt.

Other Board members participating were: Mr. C. Dan Adams; Mr. Chuck Allen; Mr. J. Egerton Burroughs; Mr. Robert F. Dozier Jr.; Mr. A.C. "Bubba" Fennell III; Mr. William C. Hubbard; Mr. Richard A. Jones Jr., who attended in person; Dr. C. Dorn Smith III; Ms. Molly M. Spearman; and Mr. Charles H. Williams.

Absent were Mr. Chuck Allen; Ms. Leah B. Moody; Ms. Rose Buyck Newton; Mr. Thad H. Westbrook; and Mr. Mack I. Whittle Jr.

USC Columbia Faculty Senate Chairman Marco Valtorta and USC Student Government President Taylor Wright also participated by telephone.

Others in attendance for the meeting were: President Harris Pastides; Secretary J. Cantey Heath Jr.; General Counsel Walter "Terry" H. Parham; Athletics Director Ray Tanner; Chief Communications Officer Wes Hickman; USC Director of Public Relations Jeff Stensland; and Board of Trustees staff member Debra Allen. Chief Audit Executive Pam Doran participated by telephone.

I. Call to Order

Chairman von Lehe called the meeting to order and stated notice of the meeting had been posted and the press notified as required by the Freedom of Information Act; the agenda and supporting materials had been circulated; and a quorum was present to conduct business.

Mr. Hickman said members of the news media would join the meeting following the executive session, at which time he would introduce those in attendance.

## **Motion for Executive Session**

Chairman von Lehe called for a motion to enter Executive Session for a proposed contractual matter regarding an Athletics employment agreement. Mr. Mobley so moved, and Mr. Warr seconded the motion. The vote was taken and the motion passed.

Chairman von Lehe invited President Pastides, Secretary Heath, Dr. Valtorta, Mr. Wright, Mr. Parham, Mr. Tanner, Ms. Doran and Mr. Hickman to remain.

## **Executive Session**

### **Return to Open Session**

Chairman von Lehe called on Mr. Hickman who introduced the following news media representatives: Ben Breiner and Josh Kendall with *The State*, Collyn Taylor with Gamecock Central, David Cloninger of the Charleston *Post & Courier*, Joe Gorchow with WIS-TV, and John Whittle with The Big Spur.

#### II. Contractual Matter: Athletics Employment Agreement

Chairman von Lehe called on Mr. Parham to present the details of the proposed Athletics employment agreement.

##### A. John Scott, Jr.

Mr. Parham said the proposed employment agreement for new Assistant Football Coach John Scott, Jr., is for one year, ending May 31, 2020, with an annual base salary of \$435,000. The contract contains the same incentive provisions found in all assistant football coaching contracts at the University. These include incentives based on whether the University is successful in the SEC East, the SEC championship game, and the level of the bowl game in which the football team participates.

The buyout provisions in the contract are identical to those found in similar contracts, Mr. Parham said. If the University terminates without cause, the University will pay his base salary for the remaining term of the contract, subject to Coach Scott's mitigation obligation to look for another job; and if he finds another job the amount paid by the University is reduced dollar for dollar. Finally, if Coach Scott terminates the contract, he will owe the University \$40,000. [Exhibit A – Scott Contract Summary]

Chairman von Lehe called for a motion to approve the employment agreement for Coach Scott as described in materials posted on the Board Portal and presented by Mr. Parham. Mr. Lister so moved, and Dr. Floyd seconded the motion. The vote was taken, and the motion was approved.

III. Adjournment

There being no other matters on the agenda, Chairman von Lehe adjourned the meeting at 8:42 a.m.

Respectfully submitted,

J. Cantey Heath, Jr.  
Secretary