

NUMBER: BTRU 3.01
SECTION: Board of Trustees
SUBJECT: Presidential Candidate Search Committee
DATE: July 24, 2020
Policy for: All campuses
Procedure for: All campuses
Authorized by: Cantey Heath
Issued by: Board of Trustees

PURPOSE

Section 59-117-40(5) of the *Code of Laws of South Carolina* gives the University of South Carolina Board of Trustees the sole power “to appoint a University president.” Section 2 of Article IV of the bylaws of the Board of Trustees stipulates that the Board will adhere to this policy (BTRU 3.01) “[w]hen there is a vacancy or notification of a forthcoming vacancy in the office of the President.”

The purpose of BTRU 3.01 is to define the composition of the Presidential Candidate Search Committee authorized by the Board and to provide guidelines regarding the conduct of the Presidential Candidate Search Committee.

DEFINITIONS AND ACRONYMS

Board of Trustees or Board: The University of South Carolina (USC) Board of Trustees, the governing board of the University System.

President: President of the University System and Chancellor of the University System’s Columbia campus, whose powers and authorities are defined by sections 2 and 3 of Article XII of the bylaws of the Board of Trustees.

Presidential Candidate Search Committee: Persons charged by the Board of Trustees with the recruitment and assessment of candidates for the position of President of the University of South Carolina. Sometimes referred to within this policy as “the Search Committee” and “the Committee,” the Presidential Candidate Search Committee is charged further with adherence to this policy (BTRU 3.01) toward presenting to the Board, through the Chair of the Search Committee, the names of not less than three fully acceptable candidates for the Presidency.

POLICY STATEMENT

State law gives the Board of Trustees the sole authority to select a President for the University of South Carolina. The bylaws of the Board of Trustees refer to this policy (BTRU 3.01) in order to

define effectively and efficiently both the composition of the Presidential Candidate Search Committee and guidelines regarding the conduct of the Presidential Candidate Search Committee.

PROCEDURES

Application of this Policy (BTRU 3.01): Should at any time an acting or interim president be required to fulfill the responsibilities of the Presidency, the process described here shall not apply but such appointment shall be made by the Board on recommendation of the Governance Committee of the Board.

Composition: When there is a vacancy or notification of a forthcoming vacancy in the office of the President, the Board will create a Presidential Candidate Search Committee, the composition of which will be as follows:

1. Eight members of the University of South Carolina Board of Trustees from among those elected by the General Assembly to be recommended by the Governance Committee to the full Board (one of whom shall be designated as Chair of the Committee);
2. Five members of the faculty of the University System, who shall serve until the conclusion of the presidential search process: (i) the incumbent Chair of the USC Aiken Faculty Assembly, (ii) the incumbent Chair of the USC Beaufort Faculty Senate, (iii) the incumbent Chair of the USC Columbia Faculty Senate, (iv) the incumbent Chair of the USC Upstate Faculty Senate, and (v) the incumbent Chair of the Palmetto College Campuses Faculty Senate;
3. 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; and
4. The Secretary of the Board of Trustees will serve as Secretary of the Committee.

Chair of the Committee: The primary responsibilities of the Chair of the Search Committee shall be to ensure that the best qualified candidates are considered for the position of President and to do the following (with assistance from a search firm or search consultant, as applicable):

1. Guide the Committee in developing and implementing a search plan;
2. Oversee the professional and timely operation of the Committee in pursuit of an agreed-upon timeline for the search;
3. Guarantee an opportunity for all qualified candidates to receive Committee consideration, to be evaluated by consistent standards, and to be treated equally;
4. Work with executives from USC Columbia, including the General Counsel; the Vice President for Human Resources; the Vice President for Diversity, Equity, and Inclusion; and University Director of Equal Opportunity Programs to ensure that effective recruitment

mechanisms are utilized and that the Committee is provided information relevant to the recruitment of underrepresented groups;

5. With the Secretary of the Committee, ensure that complete records of meetings and action are maintained;
6. Adhere to the South Carolina Freedom of Information Act and South Carolina Ethics Act while conducting all business of the Search Committee and to communicate expectations of the same to members of the Search Committee on a regular basis;
7. Maintain the confidentiality of the Committee's proceedings, communications with candidates, and the identity of candidates, consistent with the South Carolina Freedom of Information Act and to communicate expectations of the same to members of the Search Committee on a regular basis;
8. Be the sole spokesperson regarding Committee activities and the status of the search process;
9. Provide appropriate updates regarding the status of the search to stakeholders and the public at appropriate intervals;
10. Communicate with potential candidates and candidates and inform them of the status of the search process;
11. Ensure that expenditures generated by the Search Committee (and search firm or search consultant, as applicable) are reasonable and in adherence to University policy;
12. Maintain leadership control of the search and avoid ceding unnecessary authority to any search firm or search consultant;
13. Report to the permanent Chair of the Board any attempt by any external stakeholder to leverage undue political influence on the search (per BTRU 1.19);
14. Report to the permanent Chair of the Board, at the intervals required by the permanent Chair of the Board, the status of the search throughout its progress;
15. Ensure that appropriate reference and background checks are conducted on applicants to be recommended to the Board of Trustees as finalists for the position; and
16. Report to the Board of Trustees the deliberations of the Committee, perceived strengths and weaknesses of candidates' respective interviews, and information it has compiled about recommended candidates. The Chair of the Search Committee should report immediately to the permanent Chair of the Board if any difficulties arise that threaten the Committee's successful operation. Similarly, the Chair of the Search Committee should report immediately to the permanent Chair of the Board any circumstance that may

necessitate the removal of a member of the Search Committee or that may necessitate severing business with a search firm or search consultant.

Search Committee Orientation: At the first meeting of the Presidential Candidate Search Committee, an orientation will be provided for the Chair and the Committee's members. This orientation will include, at minimum, the following four parts:

1. The permanent Chair of the Board will deliver a charge to the Presidential Candidate Search Committee, both verbally and by hard copy, such charge including a hard copy of sections 2 and 3 of Article XII of the bylaws of the Board of Trustees, a hard copy of this policy (BTRU 3.01), and a hard copy of University Policy 1.19 ("Protecting the Institution from External Influences") and such charge requiring that the Search Committee do the following:
 - a. Review the evolving role of a university system president in today's environment, along with the University System's mission and the mission of each individual university and branch campus within the University System; provide University System stakeholders with adequate opportunities to communicate opinions regarding the needs of the University System and the traits desired of a president; and develop accordingly a set of criteria that recognizes and encourages traditional academic candidates as well as non-traditional candidates;
 - b. Agree on a statement of professional qualifications and personal qualities sought in the individual to be selected as President;
 - c. Develop a broad, deep, and diverse pool of strong candidates, through a national (and international, as necessary) and proactive search, using all available means;
 - d. Deliberate and make decisions according to the best interests of the University System and without the need to make decisions in order to satisfy any subset of stakeholders—that is, act in the University System's fiduciary interests rather than in the interests of any stakeholders;
 - e. Ensure that the search is conducted demonstrably in a manner consistent with both the letter and the spirit of relevant equal opportunity and diversity policies and requirements;
 - f. Screen candidates fairly and consistently, using evaluative criteria based on the professional qualifications and personal qualities sought;
 - g. Maintain confidentiality during the entire process to protect the candidates, the integrity of the process, and the interests of the University System;
 - h. Adhere to the South Carolina Freedom of Information Act and South Carolina Ethics Act while conducting all business of the Search Committee;
 - i. Take care, if electing to employ a search firm or search consultant, to maintain leadership control of the search and to avoid ceding unnecessary authority to any search firm or search consultant;
 - j. Present to the Board, through the Chair of the Search Committee, the names of not less than three fully acceptable candidates for the Presidency;
 - k. Report any attempt by any external stakeholder to leverage undue political influence on the search (per BTRU 1.19); and
 - l. Be mindful of the standards by which the Board may remove a member of the Search Committee or its Chair.

- m. Sign a hard copy of this policy (BTRU 3.01) and present it to the Secretary of the Committee, documenting that this policy has been read and understood.
2. The General Counsel of USC Columbia will review University System, state, and federal policies relevant to the search for the President. These will include but may not be limited to the South Carolina Freedom of Information Act and South Carolina Ethics Act. Upon the invitation of the Committee's Chair, the General Counsel will offer continued assistance to the Committee.
3. Both USC Columbia's Vice President for Diversity, Equity, and Inclusion and the Director of Equal Opportunity Programs will review issues related to diversity in recruitment and hiring, affirmative action, and implicit bias. Upon the invitation of the Committee's Chair, the Vice President and the Director will offer continued assistance to the Committee.
4. USC Columbia's Vice President for Human Resources will review University System policies and standards regarding the search for and appointment of the President. The Vice President will provide other guidance regarding best practices in human resources, recruitment, and hiring. Upon the invitation of the Committee's Chair, the Vice President will offer continued assistance to the Committee.

Confidentiality: The Presidential Candidate Search Committee should maintain the confidentiality of the Committee's proceedings, communications with candidates, the identity of candidates, and all other matters related to the search, consistent with the South Carolina Freedom of Information Act. Protecting all aspects of the Presidential search with the utmost confidentiality is among the foremost duties of the Presidential Candidate Search Committee and each of its members. Strict confidentiality maintains the integrity of the search process while ensuring that potential candidates for the position of President will be comfortable applying for the position and engaging the Search Committee (and search firm or consultant, if applicable). That is, "leaks" and violations of confidentiality compromise the quality of both the search process and its results, while discouraging potentially qualified persons from considering the Presidency of the University of South Carolina.

Only the Chair of the Search Committee is permitted to speak for the Search Committee, to provide updates regarding search progress to the Board of Trustees, to coordinate search communications with University System officials, or to contact potential candidates or candidates for the position of President regarding the position. If a search firm or consultant is employed by the University System, these parties conduct business on behalf of the University System and Search Committee only as authorized by the Chair of the Search Committee.

A breach of confidentiality may be cause for removal of a member of the Search Committee, for removal of the Chair of the Search Committee, or for severing business with any search firm or consultant employed by the University System.

Undue Political Influence: As University Policy BTRU 1.19 ("Protecting the Institution from External Influences") states, the University's Board of Trustees is an independent fiduciary body that must take measures to insulate itself and the University System's universities and branch campuses from undue political influence. The need to protect the Board's work from undue

political influence extends to the Presidential Candidate Search Committee, its individual members, and its work. Search Committee members who are not Trustees and who believe that they have been approached by an external stakeholder for the purpose of leveraging authority to influence their independent judgement regarding the Presidential search shall immediately inform the Chair of the Search Committee, who shall then notify the Board chair, who shall notify the Governance Committee of the Board and the President. Search Committee members who are Trustees and who believe that they have been approached by an external stakeholder for the purpose of leveraging authority to influence their independent judgement regarding the Presidential search shall first cite this policy to the external stakeholder, and then shall immediately inform the Board chair, who shall notify the Governance Committee of the Board and the President.

Failure to report an approach by an external stakeholder for the purpose of leveraging authority to influence the Presidential search may be cause for removal of a member of the Search Committee or removal of the Chair of the Search Committee.

Removal of a Member of the Presidential Candidate Search Committee: Upon a majority vote of the Board of Trustees, the Chair of the Search Committee may remove a member of the Presidential Candidate Search Committee for breaching the confidentiality of the search, for failing to notify the Chair of the Search Committee regarding an external stakeholder's attempt to leverage authority to influence the search, for failure to adhere to the South Carolina Freedom of Information Act, for inadequate attendance at meetings of the Search Committee, or for inadequate engagement in the search itself.

Whether and how to replace any member of the Presidential Candidate Search Committee that has been removed by the Chair of the Search Committee shall be determined by the Board, after receiving a recommendation from the Governance Committee of the Board.

Removal of the Chair of the Presidential Candidate Search Committee: Upon a majority vote of the Board of Trustees, the permanent Chair of the Board may remove the Chair of the Presidential Candidate Search Committee for failure to fulfill the duties of the Chair listed in this policy (BTRU3.01), for failure to notify appropriate persons regarding an external stakeholder's attempt to leverage authority to influence the search, for failure to adhere to the South Carolina Freedom of Information Act, for inadequate attendance at meetings of the Search Committee, or for inadequate engagement in the search itself.

How to replace a Chair of the Presidential Candidate Search Committee that has been removed by the permanent Chair of the Board shall be determined by the Board, after receiving a recommendation from the Governance Committee of the Board.

Employment of a Search Firm or Search Consultant: In accordance with applicable University System procurement standards and policies, the Search Committee may elect to employ a search firm or search consultant for the purposes of administering outreach and communications, maintaining appropriate legal and employment standards, engaging potential candidates and candidates, and generally providing administrative and logistical support throughout the Presidential search, with appropriate permission from the Chair of the Search Committee.

The Search Committee should evaluate potential search firms and search consultants for employment on the basis of these criteria, along with other criteria suggested or required by University System procurement officials:

1. Names and qualifications of persons who will lead and administer the search—not merely the names and qualifications of the firm’s principals;
2. Experience with similar searches;
3. Proposed steps and timeline for the search;
4. Methods for outreach, advertising, and communication beyond standard use of the firm’s or consultant’s database of potential candidates;
5. Methods for ensuring confidentiality and for attracting potential candidates whose current employment may be endangered by public disclosure of candidacy for another position;
6. Names of potential candidates whom the firm or consultant may not engage on the basis of terms of a search executed previously by the firm or consultant; and
7. Cost and price of services.

With assistance from procurement officials and legal counsel, the University System and Board of Trustees and Search Committee will ensure terms for employment of a search firm or search consultant that are favorable to the University System and Board of Trustees and Search Committee, such that the University System may sever business with the search firm or search consultant for failure to maintain the standards outlined here, for failure to complete work of satisfactory quality with satisfactory speed, or for other reasonable claims in a manner that preserves the University System’s ownership of work products and files regarding potential candidates and candidates, so as not to jeopardize the speedy resuming of the search through the University System’s sole oversight or through employment of another firm or consultant.

The Search Committee and Chair of the Search Committee should exercise caution when executing the Presidential search, so as not to cede leadership control of the search and to avoid ceding unnecessary authority to any search firm or search consultant.

Checking References of Finalists: This policy (BTRU 3.01) lists, among the duties of the Chair of the Presidential Candidate Search Committee, the responsibility to “[e]nsure that appropriate reference and background checks are conducted on applicants to be recommended to the Board of Trustees as finalists for the position.” To the extent possible, this duty should not be deferred fully to any search firm or search consultant. Although a firm or consultant may be obligated contractually to conduct reference and background checks, the Chair of the Search Committee should oversee other, comprehensive reviews to complement any checks conducted by any firm or consultant, to confirm facts represented by candidates, to ensure candidates’ personal and professional fit for the Presidency, to understand candidates’ fitness to perform the duties required of the job, and to document that candidates possess requisite integrity. These steps should be overseen by the Chair of the Search Committee with the knowledge of any firm or consultant (if applicable) and only after proper notice to each finalist, before the names of not less than three

fully acceptable candidates for the Presidency are presented to the Board of Trustees for consideration.

RELATED UNIVERSITY, STATE, AND FEDERAL POLICIES

BTRU 1.03 Bylaws of the Board of Trustees

BTRU 1.19 Protecting the Institution from External Influences

Sections 8-13-100, *et seq.*, *Code of Laws of South Carolina* (1976), as amended

Sections 30-4-10 *et seq.*, *Code of Laws of South Carolina* (1976), as amended

Sections 59-117-10, *et seq.*, *Code of Laws of South Carolina* (1976), as amended

HISTORY OF REVISIONS

July 24, 2020: New policy approval