

Clemson University
Clemson, South Carolina

MINUTES

of the meeting of

THE CLEMSON UNIVERSITY
BOARD OF TRUSTEES

Held in Room 201, Sikes Hall
Clemson, South Carolina

Friday, September 20, 1985

The Board convened at 2:00 P.M. with the following members present: Louis P. Batson, Jr., Chairman, presiding; Billy L. Amick, James E. Bostic, Jr., J. J. Britton, Robert R. Coker, Fletcher C. Derrick, Jr., W. G. DesChamps, William N. Geiger, Jr., Paul W. McAlister, Thomas B. McTeer, Jr., James C. Self, James M. Waddell, Jr. and Hugh J. Clausen, Secretary

Trustees Emeriti Present: A. M. Quattlebaum, Paul Quattlebaum, and D. Leslie Tindal

Members of the Administration Present: President Walter T. Cox, Don Elam, Nick Lomax, David Maxwell, Ben Anderson and Harry Durham

Others Present: Larry Bauer, Faculty Senate President; Rose Davis, Extension Senate President; Walter Lewis, Alumni Association President; Matt Locke, President, Student Body; and Lawrence V. Starkey, President of IPTAY

1. The roll was called.
2. The Minutes of the July 27, 1985 meeting previously submitted by mail to all members of the Board of Trustees were approved.
3. The Board approved the following Computer Software Copyright Policy recommended by the Administration in order to insure that Clemson University's interests are protected in this area:

CLEMSON UNIVERSITY COMPUTER SOFTWARE COPYRIGHT POLICY

(A) Computer software programs developed by faculty, staff and student employees resulting from non-university support will at all times be solely owned by the author(s) of the copyright. In this case where Clemson University has no equity in the copyright, the author(s) may choose to market and receive any income as he or she solely desires.

(B) Computer software programs developed by employees of the Computer Center, the Division of Information Systems Development and the Division of Administrative Programming Services utilizing university support are considered "work for hire situations" in which the university has full equity and is the sole owner of the computer software program and any copyrights obtained on the program.

(C) Computer software programs developed by faculty, staff, and student employees in any other areas of the university resulting from university support such as facilities, equipment, computers, materials, and personnel must share with Clemson University any resulting income and/or royalties according to the three plans listed below.

PLAN 1: The computer software program is sent to Research Corporation (or other similar organizations) to be handled in accordance with Research Corporation's "Research Corporation's/Research Software" program. Research Corporation will copyright the program and market it. All costs are paid by Research Corporation.

The breakdown of any gross income on royalties (or any other type of income resulting from the marketing of the computer software program) will be as follows: 40% to Research Corporation (or other similar organizations); 30% to the author(s) and 30% to Clemson University.

PLAN 2: The University copyrights and markets the computer software program on its own. All costs, including copyright and marketing costs, are paid by the University. The University will own the copyright and will register the copyright in its name.

The breakdown of any gross income on royalties (or any other type of income resulting from the marketing of the computer software program) will be as follows: the University will retain 70% and will pay 30% to the author(s).

PLAN 3: The author(s) copyright and market the computer software program on their own. All costs, including copyright and marketing costs, are paid by the author(s). The author(s) will own the copyright and will register the copyright in their name.

The breakdown of any gross income on royalties (or any other type of income resulting from the marketing of the computer software program) will be as follows: the author(s) will retain 70% and will pay 30% to the University.

(D) Individuals who develop computer software programs under (C) above which they desire to have copyrighted and marketed should forward their proposal through the appropriate dean (for faculty and student employees) or vice president (for staff) to the chairperson of the Patent Committee. The Patent Committee will review the proposal and will, on behalf of the University, decide whether to follow Plan 1, Plan 2 or Plan 3. In making its decision the Patent Committee will consider the recommendation of the author(s) but will not be bound by any such recommendation.

4. The Board approved a one-time symposium/retreat between the Members of the Board of Trustees and the members of the Advisory/Executive Committees of the Faculty Senate. The agenda for this meeting will be established jointly by the Chairman of the Board of Trustees and the President of the Faculty Senate.

5. The Board approved the following policy with respect to the Internal Audit Division and that the same shall be included on page 32 of the Trustee Manual under the duties of the Secretary.

INTERNAL AUDIT DIVISION POLICY

The internal audit division shall be solely employed by and be responsible to the Board of Trustees through the Secretary of the Board. The Secretary of the Board is the immediate supervisor of the Internal Auditor. This auditor shall have complete access to all information and to all reports from any of the vice presidential positions, especially in the budget and finance area. All reports of the Internal Auditor are submitted directly to the Board Secretary. The Secretary shall study

and evaluate the reports and recommendations of the Internal Auditor and shall be kept fully informed by the Internal Auditor of all follow-up responses and corrective actions taken by the offices and subjects of the audits.

It shall be the responsibility of the Board Secretary, in consultation with the Internal Auditor, to bring to the immediate attention of the Chairman of the Board of Trustees and the President any audit, or parts of an audit, that reflects practices, procedures or actions that vary substantially from normal or sound administrative methods. The Board Chairman and the President alone, or in consultation with the Executive Committee, shall determine whether or not the President of the University should take corrective actions regarding such audit or whether the Secretary should maintain it as information.

Any trustee may review in person any audit in the office of the Secretary of the Board but shall not be furnished a copy of any audit.

6. The Board approved the following change in the Trustee Manual:

In paragraph 7, page 21 of the Trustee Manual substitute a period for the comma following the word "university" and delete the words "reviewing the internal audit process and its effectiveness and reviewing all internal audit reports".

7. The Board approved the following change to the Trustee Manual:

The paragraph designated Control By Key Appointments be deleted from page 14 of the Trustee Manual and the following paragraph substituted therefor:

"Key Appointments

The Board of Trustees elects the President of the University to serve at its pleasure (see Chapter III, Par. 3, Page 10). The President may consult with the Board on the appointment and dismissal of officers of the University who report directly to the President, the nine college deans, and the director of the extension service when he deems it appropriate. When a vacancy occurs in any of the aforesaid positions, the President will consult

with the Chairman of the Board with respect to a determination of whether there should be trustee representation on the search committee for the position. If the Chairman deems such representation desirable, the Chairman shall appoint such trustee to so serve."

8. The Board approved a clarification of its policy with respect to its relationship with the President by adding the following paragraph on pages 31 and 32 of the Trustee Manual.

"The relationship which should exist between the Board of Trustees and the President is further defined in paragraph 4, page 10 of the Trustee Manual."

9. The Board approved a clarification of the role of the Board of Trustees by changing the Trustee Manual as follows:

Delete paragraph 4, page 10 of the Trustee Manual, Trusteeship As A Joint Endeavor, and substitute the following paragraph therefor:

"Trusteeship As A Joint Endeavor

The Board is a responsible body -- not its individual members. Aggressive, hard-working and concerned board members occasionally delve into operating matters and often make what appears to observers as decisions. This means there can be as many 'decisions' on a subject as there are board members -- a frightening prospect. To be effective, the Board must realize that self-discipline is as important as disciplining the administration; therefore, Trustees should not make special requests or discuss operating matters with administrative officers except through the established chain of command, i.e. to the Secretary of the Board of Trustees or to the President, and through Trustee committee meetings (with the full knowledge of the President). Also, the Trustees shall 'speak with one voice' (by-laws) which cannot be achieved when there is collaboration of administrative management and individual or special groups of Trustees. The Chairman's job is to see that such incidents are halted."

10. The Board approved a clarification of the specific duties of a trustee by changing the Trustee Manual as follows:

Add the following language at the end of paragraph 6, page 47 of the Trustee Manual:

"Should a conflict-of-interest or potential conflict-of-interest arise, the Trustee concerned will not participate in any discussion concerning the actual or potential conflict-of-interest nor will he vote with respect to such an issue."

11. Two tracts of land in the vicinity of Florence were purchased some years ago by the University but title was placed in the name of the State. The Board directed the administration to obtain legislation as necessary to vest title to the two tracts in the University to facilitate disposal should the Board so desire.

12. At the April 16, 1982 meeting of the Board of Trustees, the Board approved an exchange of lands with Oconee County -- both tracts of land being located in Oconee County. The University tract is comprised of 4.59 acres and is located on U. S. Highway 123. The Oconee County tract is comprised of 6.19 acres and is located on the Clemson-Oconee County Airport site. The University's 4.59 acres is land-use-land, and the University had to have certain restrictions removed by the federal government before it could complete the exchange. That process was completed last year, and both parties are now in a position to complete the exchange.

During the course of these negotiations, Oconee County and the University were notified by the Federal Aviation Administration that in order for the 6.19 acres at the airport site to continue to be part of the airport project (which is the desire of both the County and the University), Oconee County (the sponsor of the project) must continue to have control over this property in accordance with FAA regulations. In order to allow the University to own this tract of land and at the same time allow Oconee County to fulfill its sponsorship responsibilities of the airport project, the FAA recommended that the University, once it has received title to this property, lease this tract to Oconee County and Oconee County would, in turn, grant a sub-lease of all or part of this tract back to Clemson University with certain restrictions to insure that FAA regulations are complied with. Both the lease and the sub-lease would be long term. This would allow Oconee County to meet its sponsorship commitments to the federal government.

The Board unanimously authorized the administration and the Chairman to carry out the necessary actions to resolve this matter.

13. The Board unanimously ratified an action approved by mail ballot of August 19, 1985 to accept the base bid and alternate 1 bid for the renovation of Godfrey Hall submitted by Zorn Company, Inc., Seneca, South Carolina in the amount of \$1,834,637.00. This amount was the low bid received and also was within the amount budgeted for this project.

14. The Board approved the following policy recommended by the Administration concerning the use of safety belts:

State Employee Safety Belt Policy requires the wearing of a safety belt at all times when operating or being transported as a passenger in a State-owned vehicle equipped with safety belts. This policy has been expanded within Clemson University to include not only State employees but also Clemson University students and all others who may operate or be transported as a passenger in any Clemson University state-owned vehicle equipped with safety belts. It shall be each occupant's responsibility to insure compliance with the safety belt policy.

A copy of this policy shall be provided every State employee within Clemson University. Students and all others with access to Clemson University state-owned vehicles shall be notified appropriately of this policy. The Department of Highways and Public Transportation, Highway Safety Division, shall arrange to distribute safety belt information to requesting State agencies when information and materials are available.

All State employees are encouraged to use safety belts when traveling in a private vehicle.

15. The Board unanimously approved the establishment of fees for certification of hybrid wheat seed in South Carolina as follows:

Farm Fee \$10.00 for the first 5 acres or fraction thereof.
Acreage Fee \$1.20 per acre for each acre over 5.

16. The Board unanimously approved a request from the South Carolina Electric and Gas Company for a sewer line easement on an existing 100' right-of-way across the Sandhill Research and Education Center which is on a right-of-way currently granted to the company by Clemson University.

17. The Board unanimously approved an easement across the Pee Dee Research and Education Center requested by Southern Bell Telephone and Telegraph Company for a 20' x 20' space adjacent to the highway right-of-way where current utilities exist.

18. The Board unanimously approved the granting of an easement to Southern Bell Telephone and Telegraph Company for installation of a telephone cable to service the State's microwave tower under a strip of land 6' wide along the western edge of a dirt road known as McDowell Road west of Highway 76, in Pickens County for an approximate distance of 354' consisting of approximately .05 acre.

19. The Board unanimously approved the following motion to change the Selection Process for President adopted on July 16, 1977, amended on September 16, 1983 and revised on March 24, 1985:

Throughout the selection process for the President, strict confidentiality has been maintained. All candidates have been assured that the selection will continue in confidence. Also, to avoid the withdrawal of any highly qualified candidate, continued confidentiality is essential and it is in the public interest of the State of South Carolina that the process be reworded as follows:

Page 3, Paragraph I - Change the Word "on-campus" to "confidential."

Page 3, Paragraph J - Change the first sentence to read: The election of the President will occur as soon as practical at a publicly announced (well in advance) special meeting of the Board of Trustees.

20. The Board approved the following policy with respect to who is authorized to sign contracts and other documents involving Clemson University.

AUTHORIZED SIGNATURE POLICY

It is the policy of the Board of Trustees that all important contracts and other documents involving Clemson University be signed by the President and co-signed by the Vice President for Business and Finance or in the latter's absence, the Vice President for Administration. An important contract is one

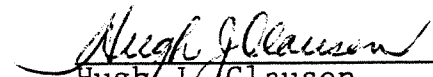
for personal services, such as a contract of employment for a football or basketball coach or a contract in excess of \$25,000. An important non-financial document is one which has significant impact with respect to internal or external relations at Clemson University. All other financial and non-financial documents may be signed by the appropriate Vice President or the Vice President's designee.

21. The State Crop Pest Commission unanimously ratified the emergency regulations against the honey bee tracheal mite approved by mail ballot action of August 20, 1985.

22. The Fertilizer Board of Control unanimously ratified the imposition of a fine of \$100 for a labeling irregularity previously approved by mail ballot action of September 13, 1985.

23. The meeting adjourned at 5:00 P.M.

Respectfully submitted,



Hugh J. Clausen
Secretary of the
Board of Trustees