

BOARD OF TRUSTEES

STANDING COMMITTEES 2022-2025

EXECUTIVE COMMITTEE:

- Arlene Mitchell, **Chair *pro tempore***
- Katherine Alexis Atkins, **Vice Chair**
- Lenus Perkins, **Secretary**
- Chandra Brown Stewart
- Steven P. Furr, M.D.
- James H. Shumock
- James A. Yance

Committee Charge: Executive Committee

Overall Roles and Responsibilities:

The Executive Committee has the power to transact all business of the Board of Trustees in the interim between meetings of the Board and may perform all duties and transact business necessary for the well-being of the University, including, but not limited to, matters related to real estate, personnel, investments, and athletics. However, action by the full Board is required to amend the Bylaws, remove officers of the Board, select or remove the President of the University, issue bonded indebtedness on behalf of the University, or as otherwise determined by the full Board.

Responsibilities:

Specific responsibilities of the Committee include:

- Act as a Governance Committee responsible for Trustee matters, including, but not limited to, service, honorary designations, efficiency, educational development, and travel

Meetings:

With notice from the President or the Chair *pro tempore*, the Executive Committee may meet at any time.

Membership:

The Chair *pro tempore* of the Board of Trustees shall appoint an Executive Committee consisting of seven (7) members of the Board, subject to the approval of the Board, with terms concurrent with the term of the Chair *pro tempore*, who serves as Chair of the Executive Committee. The Chair *pro tempore* shall consider appointing members with backgrounds in, and knowledge of, general business and executive leadership.

Adopted September 9, 2016

Committee Charge: Academic Excellence and Student Success Committee

Overall Roles and Responsibilities:

The Academic Excellence and Student Success Committee shall be responsible for receiving and reviewing information relevant to issues involving academic affairs and student affairs at the University.

Responsibilities:

Specific responsibilities of the Committee include:

- Consider approval of faculty who are recommended for tenure and promotion
- Consider approval of faculty who are recommended for the status of Distinguished Professor
- Consider approval of retired faculty and administrators who are recommended for emeritus status
- Consider approval of faculty who are recommended for sabbaticals
- Consider approval of recommended rates of tuition and fees
- Consider approval of recommended housing and meal plan rates
- Consider approval of honorary doctorate degrees as recommended
- Consider approval of recommended individuals for special recognition or commendation for distinguished service or contributions to the university
- Consider approval of a recommended Quality Enhancement Plan, as required by the Southern Association of Colleges and Schools, Commission on Colleges, as part of the Institution's decennial reaffirmation of accreditation

Meetings:

The Committee shall meet upon the call of the President, the Chair *pro tempore*, or the Chair of the Committee. Meetings typically occur on the day prior to the regularly-scheduled quarterly meetings of the Board of Trustees, but may be called to take place at any time.

Membership:

Committee members and the Chair and the Vice Chair of the Committee shall be appointed by the Chair *pro tempore* for terms concurrent with the term of the Chair *pro tempore*. The Chair *pro tempore* shall consider appointing members with backgrounds in, and knowledge of, education, general business and executive leadership.

Reports:

The following reports are commonly submitted by the University Administration for consideration by the Committee:

- Memos

- Memo from University President, with attached schedules, recommending tuition and fee recommendations for adjustments to tuition and fees, and housing and meal plan charges (submitted annually)
- Memos from University President and Provost, recommending the awarding of honoring doctorates (submitted as warranted)x

Committee Charge: Audit Committee

Overall Roles and Responsibilities:

The Audit Committee shall be responsible for the oversight and integrity of the audited financial statements and other financial reports; performance of the University's internal and external audit functions; selection of an external auditor; assurance that the University is performing self-assessment of operating risks and evaluations of internal controls on a regular basis; the study and review of all reports and other correspondence from external auditors; and the submission of audit reports and recommendations to the Board of Trustees. The Executive Director of Internal Audit shall be accountable to the Board of Trustees through the Audit Committee, and shall make reports to the Audit Committee as appropriate.

Responsibilities:

Specific responsibilities of the Committee include:

General

- Provide an open avenue of communication between Internal Audit, the external auditors, and the Board of Trustees
- Approve the engagement of external auditors retained by the University

Financial

- Review significant accounting and reporting issues at the University, including complex or unusual transactions
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Meetings:

The Committee shall meet upon the call of the President, the Chair *pro tempore*, or the Chair of the Committee. Meetings typically occur on the day prior to the regularly-scheduled quarterly meetings of the Board of Trustees, but may be called to take place at any time.

Membership:

Committee members and the Chair and the Vice Chair of the Committee shall be appointed by the Chair *pro tempore* for terms concurrent with the term of the Chair *pro tempore*. The Chair *pro tempore*

Committee Charge: Budget and Finance Committee

Overall Roles and Responsibilities:

The Budget and Finance Committee shall be responsible for the review and study of budget requests; recommending comprehensive budgets; review and study of real estate transactions and matters related to facilities construction and infrastructure maintenance; and submitting such reports and recommendations to the Executive Committee of the Board and/or the full Board, as deemed necessary and appropriate.

Responsibilities:

Specific responsibilities of the Committee include:

- Recommend financial policies that are consistent with institutional priorities and serve to improve the financial health and integrity of the University
- Review and recommend an annual operating budget for the University
- Review quarterly unaudited financial reports
- Review and recommend all proposed capital debt issues to ensure that such proposed debt is appropriate and within the University's ability to service such debt
- Review the anticipated financial impact of new academic, research and other initiatives within the University
- Review the annual (1) (c) 0 Tw 36vh0.6 (1) .2 vhcialim4 (1) Delim4.8 tititt

Committee Charge: Development, Endowment and Investments Committee

Overall Roles and Responsibilities:

The Development, Endowment and Investments Committee shall be responsible for establishing policies and guidelines to oversee the University's Development and Alumni Relations programs, invest and manage the University's endowment and other investment funds, and for submitting such reports and recommendations to the Executive Committee of the Board and/or the Board of Trustees, as deemed necessary and appropriate.

Responsibilities:

Specific responsibilities of the Committee that are related to the Division of Development and Alumni Relations:

- Assess progress towards goals
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Reports:

The following reports related to the Division of Development and Alumni Relations are commonly submitted by the University Administration for consideration by the Committee:

- Annual year-end fundraising results and fundraising goals for the succeeding year
- Quarterly campaign progress reports
- Recommendations for donor appreciation and naming resolutions

The following reports related to the University's endowment and other investment programs are commonly submitted by the University Administration for consideration by the Committee:

- Quarterly performance reports
- Annual investment manager reports
- Annual evaluation of endowment and non-endowment investments policies (as required by SACS)

Adopted September 9, 2016

Committee Charge: Health Affairs Committee

Overall Roles and Responsibilities:

The Health Affairs Committee is responsible for providing guidance to and receiving reports from University of South Alabama Health system and College of Medicine leadership. It will consider and make recommendations requiring Board action relating to the hospitals, ambulatory services, the Mitchell Cancer Institute and the College of Medicine.

Responsibilities:

Specific responsibilities of the Committee include:

- Recommend approval of medical staff appointments and reappointments for USA Health
- Recommend approval of University of South Alabama Medical Staff Bylaws revisions
- Recommend approval of the University of South Alabama Medical Staff Rules & Regulations revisions
- Recommend approval of major capital requests

Meetings:

The Committee shall meet upon the call of the President, the Chair *pro tempore*, or the Chair of the Committee. Meetings typically occur on the day prior to the regularly-scheduled quarterly meetings o

Committee Charge: Long-Range Planning

Overall Roles and Responsibilities:

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Long-Range Plan
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Adopted September 9, 2016