THE CITADEL BOARD OF VISITORS
TELECONFERENCE MINUTES
17 MAY 2013

The Citadel Board of Visitors held a teleconference in the Executive Conference Room, Bond Hall, at 1000 hours on 17 May 2013, to discuss and approve repairs to the East Side stands of Johnson Hagood, receive an update on the status of the parking garage project, discuss the Executive Committee approval of a broker for Directors and Officers insurance, and hold an executive session on personnel matters.

The following members were present: Colonel Douglas A. Snyder, Chair; Colonel Fred L. Price, Jr., Vice Chair (telephone); Colonel Allison Dean Love (telephone); Lieutenant Colonel Ben W. Legare, Jr.; Colonel James M. McQuilla (telephone); Lieutenant General W. Michael Steele; Colonel Dylan W. Goff (telephone); Lieutenant General John B. Sams, Jr.; Colonel Tee Hooper, Jr. (telephone); and Colonel Peter M. McCoy, Sr. (telephone). Member elect, Mr. Robert H. Nuttall, Sr. attended as an observer. Also in attendance were President John W. Rosa and senior members of his staff. Mr. Frank E. Gibson, III, President, The Citadel Alumni Association, and Mr. Claudius E. Watts IV, Chairman, The Citadel Foundation, also attended by telephone.

Voting members absent: Colonel Glenn D. Addison.

The meeting followed the agenda at enclosure 1.

Colonel Price stated that the meeting was in compliance with the Freedom of Information Act. A quorum was present.

Chair Snyder opened the meeting and called on Colonel Price, Chair of the Buildings and Grounds committee, to review the issues regarding the East Side stands discussed at the joint meeting of the Buildings and Grounds committee and the Athletics committee.

Colonel Price reported there was significant structural deterioration in the East Side stands and recommended immediate action should be taken to reinforce or demolish the stands.

Two options were presented:

Option 1
- $800,000 in structural steel repairs this year
- $300,000 total over the next 2-5 years in repairs
- Repair steel as issues are discovered

Option 2
- Demolish stands at a cost of $300,000
- Rent bleacher seats at a cost of $303,500/year
- Other infrastructure/support costs $5,000/year

Additionally, Colonel Price stated it would be unlikely that the stands could be demolished and bleachers installed before the first football game on 31 August.
Colonel Price moved that option 1 be approved and presented the following committee motion:

**MOTION**

"That the Athletics and Buildings and Grounds Committees recommend to the Board of Visitors that Option 1, as recommended by the administration and the athletics department, be accepted as the plan to remediate the structural deficiencies in the East Side stands before the 2013 football season."

Following discussion, the motion passed unanimously.

Colonel Price continued with an update on the parking garage project.

He indicated that discussions with Bulldog Parking, LLC, the college's preferred offeror, were at an end in that Bulldog had no private financing options and the college cannot undertake the project without a private financing source.

Following discussion, it was agreed that the administration would contact the other offerors that had responded to the RFP and determine their feasibility for arranging private funding.

Chair Snyder will contact the Chief Executive Officer of Bulldog Parking, LLC and bring him up to date on plans to seek private financing and to ensure that we conduct all business related to this project in accordance with procurement procedures and codes.

A letter will be sent to Bulldog Parking, LLC and the other offerors describing our requirement for private financing for the parking garage project.

General Steele, speaking on behalf of the ad-hoc committee for Directors and Officers insurance, reported the committee had reviewed four proposals from brokers to work with the college in obtaining D&O insurance for the Board of Visitors. Of the four, Wells Fargo stood out above the others and the committee recommended to the Board's Executive Committee that they be selected. The Executive Committee accepted their recommendation and the college procurement officer was directed to negotiate with Wells Fargo and the selected carrier for appropriate coverage.

During the general discussion that followed, Colonel Love expressed the following concerns that the committee desired to be conveyed to the college procurement officer for inclusion in his negotiation/discussion with the broker and selected carrier:

- What is the carrier's rating?
- What other colleges/universities does the carrier service?
- Check with the SC Department of Consumer Affairs for any past complaints against carrier.
- Provide options on levels of coverage.
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- What coverage entails.  
- Ensure that ex-officio members of the Board of Visitors are included in the coverage.  

General Steele closed by pointing out funding for the insurance would be the subject at another meeting and an ad-hoc committee would be formed to review the carrier selected, coverage options, and the deductible and exclusions aspects.  

Chair Snyder called for a motion to go into executive session for personnel matters. Colonel Love made the motion, seconded by Colonel McQuilla, and unanimously passed.  

Motion to come out of executive session made by Colonel Love, seconded by General Sams, and passed unanimously.  

A general discussion followed on college organizational structure led by President Rosa.  

He discussed a number of his thoughts and ideas on restructure with the Board and stated this was going to be a main topic at the senior staff off-site scheduled for 19-21 May at Seabrook Island. He will brief the Board at the June meeting of the restructure recommendations resulting from those discussions. He closed by pointing out the administration’s response to the Independent Review will also be presented to the Board at the June meeting.  

There being no further business, the meeting adjourned at 1120 hours.  

Respectfully submitted,  

Myron C. Harrington, Jr.  
Colonel, USMC (Retired)  
Secretary to the Board of Visitors