CHAPTER 125

Winthrop University

Article 1

General Provisions

**SECTION 59-125-10. Establishment of Winthrop College.**

There shall be established an institution of higher education which shall be known as Winthrop College and shall be located, equipped and conducted as herein provided.

HISTORY: 1962 Code § 22-401; 1952 Code § 22-401; 1942 Code § 5785; 1932 Code § 5785; Civ. C. '22 § 2804; Civ. C. '12 § 1870; Civ. C. '02 § 1284; 1891 (20) 1102; 1920 (31) 968; 1972 (57) 2493; 1974 (58) 2074.

**SECTION 59-125-15. Winthrop College changed to Winthrop University.**

Winthrop College is changed to Winthrop University, effective July 1, 1992, and wherever in the 1976 Code or in any other provision of law the name Winthrop College appears, it must be construed to mean Winthrop University.

HISTORY: 1992 Act No. 272, § 4.

**SECTION 59-125-20. Composition of board of trustees.**

(A) The Board of Trustees of Winthrop University is composed of the Governor and the State Superintendent of Education or their designees who are members ex officio of the board, ten other members each to be elected by the joint vote of the General Assembly, as hereinafter provided, and two graduates of Winthrop University to be appointed by the Winthrop University Alumni Association or its successors, as hereinafter provided.

(B) In addition to the members of the board in subsection (A), there shall be one additional member of the board appointed by the Governor. The Governor shall make the appointment based on merit regardless of race, color, creed, or gender and shall strive to assure that the membership of the board is representative of all citizens of the State of South Carolina.

HISTORY: 1962 Code § 22-402; 1952 Code § 22-402; 1942 Code § 5786; 1932 Code § 5786; Civ. C. '22 § 2805; Civ. C. '12 § 1871; Civ. C. '02 § 1285; 1891 (20) 1102; 1920 (31) 968; 1942 (42) 1666; 1974 (58) 2074; 1983 Act No. 130, § 12; 1991 Act No. 248, § 6; 1993 Act No. 59, § 1; 2007 Act No. 50, § 1, eff June 5, 2007; 2012 Act No. 176, § 9, eff May 25, 2012.

**SECTION 59-125-30. Election of board members; terms; vacancies.**

Of the ten members to be elected by the General Assembly, one member must be elected from each of the congressional districts and three members must be elected by the General Assembly from the State at large. Each representative of a congressional district must be a resident of the congressional district represented. The regular term of office of the elective members of the board of trustees is six years. In electing members of the board, the General Assembly shall elect members based on merit regardless of race, color, creed, or gender and shall strive to assure that the membership of the board is representative of all citizens of the State of South Carolina. The elective members of the board of trustees shall continue to serve until the thirtieth day of June of the year in which their terms are scheduled to expire. Those persons elected by the General Assembly shall have their seats designated as the seat number corresponding to the congressional district from which they are elected with the at-large members designated as Seat Eight, Seat Nine, and Seat Ten with the present at-large member of the board deemed to be serving in Seat Eight. The General Assembly shall hold elections to fill vacancies as they occur on the board by the expiration of terms of office, as follows: Seat One in 2006, Seat Two in 2008, Seat Three in 2004, Seat Four in 2004, Seat Five in 2006, Seat Six in 2008, Seat Seven in 2018, Seat Eight in 2005, Seat Nine in 2008, and Seat Ten in 2009. In 2008, the person elected by the General Assembly to fill Seat Nine shall serve a six-year term and in 2009, the person elected by the General Assembly to fill Seat Ten shall serve a six-year term. At the completion of those terms of office, all subsequent members of the board elected by the General Assembly to fill Seats Nine and Ten shall be elected for six-year terms. Elections to fill vacancies which are caused by the death, resignation, or removal of an elective trustee may be held earlier than the first day of April of the year in which the unexpired term terminates, but the term of the person elected to fill the vacancy expires on the last day of June of the year in which the term of the former member would have expired. When there is a vacancy otherwise occurring on the board of trustees among the elected members, the Governor may fill it by appointment until the next session of the General Assembly. The State Superintendent of Education or the superintendent's designee shall serve in Seat Eleven, ex officio. Seat Fourteen shall be a member appointed by the Governor. The Governor or the Governor's designee shall serve in Seat Fifteen, ex officio. In 2006, the person elected by the Winthrop University Alumni Association or its successors to fill Seat Twelve shall serve a six-year term and the person elected by the Winthrop University Alumni Association or its successors to fill Seat Thirteen shall serve a four-year term. At the completion of those terms of office, all subsequent members of the board elected by the Winthrop University Alumni Association or its successors to fill Seats Twelve and Thirteen shall be elected for six-year terms. The names of those so elected must be certified to the Secretary of State by the president and secretary of the association and they shall take office immediately after the certification. The term of the at-large trustee appointed by the Governor to Seat Fourteen is effective upon certification to the Secretary of State and is coterminous with the term of office of the Governor. Any vacancy in the office of the member appointed by the Governor must be filled by appointment of the Governor for the unexpired term in the same manner of original appointment.

HISTORY: 1962 Code § 22-403; 1952 Code § 22-403; 1942 Code § 5786; 1932 Code § 5786; Civ. C. '22 § 2805; Civ. C. '12 § 1871; Civ. C. '02 § 1285; 1891 (20) 1102; 1920 (31) 968; 1942 (42) 1666; 1957 (50) 103; 1983 Act No. 130, § 13; 1983 Act No. 132, § 9; 1984 Act No. 354, § 7; 1991 Act No. 248, § 6; 2002 Act No. 250, § 1; 2007 Act No. 50, § 2, eff June 5, 2007; 2012 Act No. 176, § 10, eff May 25, 2012.

**SECTION 59-125-40. Compensation of board members.**

Each member of the board shall receive as compensation for services and attendance on the meetings of the board his actual expenses which shall be paid out of the funds of the institution.

HISTORY: 1962 Code § 22-404; 1952 Code § 22-404; 1942 Code § 5786; 1932 Code § 5786; Civ. C. '22 § 2805; Civ. C. '12 § 1871; Civ. C. '02 § 1285; 1891 (20) 1102; 1920 (31) 968; 1942 (42) 1666.

**SECTION 59-125-50. Secretary of State shall notify board members of election; effect of failure to accept.**

The Secretary of State shall furnish a certificate to each trustee within ten days after his election notifying him that he has been so elected and if any trustee fail for the space of thirty days to inform the Governor of his acceptance then his election shall be void and his place shall be filled as heretofore provided in cases of vacancy.

HISTORY: 1962 Code § 22-405; 1952 Code § 22-405; 1942 Code § 5787; 1932 Code § 5787; Civ. C. '22 § 2806; Civ. C. '12 § 1872; Civ. C. '02 § 1286; 1891 (20) 1102.

**SECTION 59-125-60. Meetings of board; quorum; effect of failure to attend.**

There shall be at least two regular meetings of the board each year. A majority of the board of trustees shall constitute a quorum. Whenever any member of the board has failed to attend two successive meetings of the board without rendering an excuse which is satisfactory to and accepted by the board his place shall be declared vacant by the board and shall be filled as heretofore provided.

HISTORY: 1962 Code § 22-406; 1952 Code § 22-406; 1942 Code §§ 5786, 5788; 1932 Code §§ 5786, 5788; Civ. C. '22 §§ 2805, 2807; Civ. C. '12 §§ 1871, 1873; Civ. C. '02 §§ 1285, 1287; 1891 (20) 1102; 1920 (31) 968; 1942 (42) 1666.

**SECTION 59-125-70. Board created body corporate; powers.**

The board of trustees of Winthrop University is hereby created a body corporate by the name and style of The Trustees of Winthrop University and shall by said name have perpetual succession of officers and members, the right to use and keep a common seal and to alter the same at will. It may sue and be sued and contract and be contracted with and may own, purchase, sell and convey property, both real, personal and mixed, and may receive and hold donations, devices, bequests and legacies for the use and benefit of said institution; provided, however, that all property purchased under the authority of this chapter shall be free from liens and encumbrances and title to the same as well as to donations that said board may receive shall be taken in the name of the trustees in their corporate capacity and shall become the property of this State.

HISTORY: 1962 Code § 22-407; 1952 Code § 22-407; 1942 Code § 5789; 1932 Code § 5789; Civ. C. '22 § 2808; Civ. C. '12 § 1874; Civ. C. '02 § 1288; 1891 (20) 1102; 1920 (31) 968; 1974 (58) 2074.

**SECTION 59-125-80. Powers of board in educational matters.**

The board of trustees may, from time to time, make, constitute and establish such bylaws, rules and orders, not inconsistent with the laws of the land, as to it shall seem necessary and convenient for the better regulation, government, well ordering and directing of itself as well as for the college and all officers, teachers or other persons by it employed in and about the same and all pupils in the institution. It shall possess all the power necessary for the accomplishment of the trust committed to it, viz.: the establishment, conduct and maintenance of a first-class institution of higher education. The board of trustees shall have general responsibility for the scope of educational programs, policy on eligibility for enrollment, and other policy matters. The trustees may add, from time to time, such special features to the institution and may open such new departments of training and instruction therein as the progress of the times may require.

HISTORY: 1962 Code § 22-408; 1952 Code § 22-408; 1942 Code § 5789; 1932 Code § 5789; Civ. C. '22 § 2808; Civ. C. '12 § 1874; Civ. C. '02 § 1288; 1891 (20) 1102; 1920 (31) 968; 1972 (57) 2493; 1974 (58) 2074.

**SECTION 59-125-90. President, professors, and other officers.**

The board of trustees shall appoint a president and professors of said institution and such other officers as they may think proper to put the same in successful operation. They shall fix all salaries and wages of teachers and employees. The president selected by them shall attend every meeting of the board for consultation and give information concerning the institution.

HISTORY: 1962 Code § 22-409; 1952 Code § 22-409; 1942 Code § 5790; 1932 Code § 5790; Civ. C. '22 § 2809; Civ. C. '12 § 1875; Civ. C. '02 § 1289; 1891 (20) 1102.

**SECTION 59-125-95. Availability of graduate-level in-state tuition to North Carolina residents.**

As existing capacity allows, Winthrop University may offer graduate-level in-state tuition to residents of the member counties of the Carolinas Partnership for Economic Development, as long as no new section of any scheduled class is required to be opened to accommodate such students and no qualified South Carolina graduate student shall lose a position in a class due to a North Carolina student.

HISTORY: 2000 Act No. 387, Part II, § 44.

**SECTION 59-125-100. Division into departments.**

The board, aided by the president, shall divide the course of study and instruction into departments so as to secure thorough education and the best possible instruction.

HISTORY: 1962 Code § 22-410; 1952 Code § 22-410; 1942 Code § 5790; 1932 Code § 5790; Civ. C. '22 § 2809; Civ. C. '12 § 1875; Civ. C. '02 § 1289; 1891 (20) 1102; 1974 (58) 2074.

**SECTION 59-125-110. Use of Clara Barrett Strait art objects and scholarship fund.**

The board of trustees of Winthrop University shall retain custody of the paintings and objects of art formerly the property of Clara Barrett Strait and received by said trustees pursuant to the provisions of Act No. 355 of 1949 (Acts 1949, p. 784) and display them to the best advantage for said institution and the citizens of this State and shall use whatever cash it received from the administratrix of Clara Barrett Strait pursuant to said act for the furtherance of the education of students at the institution majoring in art. Such fund shall be known as the Clara Barrett Strait Scholarship Fund.

HISTORY: 1962 Code § 22-411; 1952 Code § 22-411; 1949 (46) 784.

**SECTION 59-125-120. Degrees and diplomas.**

The trustees may confer degrees upon and grant diplomas to all persons who satisfactorily complete the prescribed courses of study and training at Winthrop University, and may confer honorary degrees upon such persons as the trustees may deem appropriate.

HISTORY: 1962 Code § 22-412; 1952 Code § 22-412; 1942 Code § 5792; 1932 Code § 5792; Civ. C. '22 § 2811; Civ. C. '12 § 1877; Civ. C. '02 § 1291; 1891 (20) 1102; 1951 (47) 784; 1969 (56) 655; 1972 (57) 2390; 1974 (58) 2074.

**SECTION 59-125-130. Board authority to enter ground lease agreements.**

The Board of Trustees of Winthrop University with the approval of the Department of Administration or State Fiscal Accountability Authority, as appropriate, may enter into lease agreements with a private entity whereby the private entity will provide all services necessary for the creation and operation of student housing facilities including, but not limited to, ground leasing, financing, designing, construction, managing, operating, maintaining, and related services. Upon expiration of the agreement term, the private entity shall surrender to Winthrop University, such premises with the existing buildings, other structures and improvements constructed and located thereon and therein, in the same condition as when the construction of the buildings, other structures, and improvements were completed, only natural and normal wear and tear excepted. The Department of Administration or State Fiscal Accountability Authority, as appropriate, first must approve all agreement terms and conditions including the consideration involved, and the full faith and credit of the State toward the lease obligations must not be pledged, and any statement to the contrary is deemed null and void as a matter of public policy. The private entity may be a nonprofit organization. The Department of Administration or State Fiscal Accountability Authority, as appropriate, approval required shall be in lieu of or a substitute for any other approval required by any other provision of law or regulation in connection with the undertaking of the private entity and Winthrop University; however, the private entity and Winthrop University shall adhere to fire, life, and safety codes as required by the Office of State Engineer.

Neither this section, nor the approval required by this section, exempts any transaction or entity from complying with Chapter 35 of Title 11.

HISTORY: 2001 Act No. 63, § 2; 2008 Act No. 275, § 4, eff June 5, 2008.

Article 3

Winthrop University Facilities Revenue Bond Act

**SECTION 59-125-310. Purpose.**

(A) The General Assembly finds that it is desirable to provide continuing and general statutory authority for Winthrop University to incur debt for, among other things, the purposes of providing funds to acquire, construct, renovate, and equip certain revenue-producing auxiliary facilities, which debt is secured by a pledge of the revenues derived from the operation of some or all of the facilities. Winthrop University has demonstrated need for additional funds to provide for acquisition, construction, renovation, and equipping of these facilities. These facilities are needed to replace or renovate aging facilities and to provide additional facilities all to the end that the educational environment at Winthrop University will be enhanced for the benefit of present and potential students at Winthrop University.

(B) Consideration has been given to this need and to the methods of funding it. It has been determined to be in the best interests of the people of this State to authorize Winthrop University to acquire, construct, renovate, and equip additional facilities and to incur indebtedness for these purposes which is payable from the revenues derived from the operation of these facilities to the extent and under the conditions provided for in this article.

HISTORY: 1996 Act No. 399, § 2.

**SECTION 59-125-320. Definitions.**

As used in this article:

(1) "Bond" or "bonds" means any note, bond, installment contract, or other evidence of indebtedness issued pursuant to this chapter.

(2) "Winthrop" means Winthrop University.

(3) "Facilities" means any or all of the following facilities operated to provide for the students, faculty, or staff at Winthrop: dining or food service facilities; laundry facilities; canteen facilities; vending machines; convenience stores; any other facilities for the sale of sundry items; health services; book stores, parking lots and vehicle registration; and all furniture, furnishings, and equipment in them, which are now owned by Winthrop, or which may be acquired by Winthrop for any of these purposes.

(4) "Revenues" of any facilities means the entire receipts of Winthrop from the operation of the facilities. "Net revenues" means these receipts reduced by the necessary expenses for operation and maintenance of the facilities.

(5) "Authority" means the State Fiscal Accountability Authority.

(6) "Trustees" means the Board of Trustees of Winthrop or any successor body.

HISTORY: 1996 Act No. 399, § 2.

**SECTION 59-125-330. Acquisition and improvement of facilities.**

The trustees are authorized to acquire additional facilities and to improve and renovate existing facilities to the extent they determine to be necessary, and the proceeds of bonds authorized by this article are made available for that purpose. The trustees also are authorized to refund bonds that may from time to time be outstanding pursuant to this article by exchange or otherwise.

HISTORY: 1996 Act No. 399, § 2.

**SECTION 59-125-340. Authority to bond.**

Upon receiving the approval of the State Fiscal Accountability Authority or Department of Administration, as appropriate, and upon review by the Joint Bond Review Committee, the trustees may from time to time borrow such sums as may be necessary to accomplish the purpose of this article and to evidence these borrowings by bonds issued pursuant to this article in such aggregate principal amount as they determine, except that notwithstanding any other provisions of this article, there may not be outstanding at any time bonds issued pursuant to this article in excess of twenty-five million dollars.

HISTORY: 1996 Act No. 399, § 2.

**SECTION 59-125-350. Securement of repayment.**

Bonds issued pursuant to this article must be payable from the revenues or the net revenues derived by Winthrop from these facilities as designated by the trustees with respect to the bonds. The trustees may abandon the use of any portion of the facilities or sell or dispose of any portion of the facilities upon receipt of a written recommendation by the chief financial officer of Winthrop to the effect that the action shall not adversely affect the ability of Winthrop to discharge its obligations to the holders of bonds issued pursuant to this article and upon the further conditions as prescribed in the resolution of the trustees providing for the issuance of bonds. The bonds issued pursuant to this article may be further secured by the additional pledges of other revenues or fees of Winthrop as it may be authorized to grant pursuant to other laws of this State.

HISTORY: 1996 Act No. 399, § 2.

**SECTION 59-125-360. Faith and credit of State.**

The faith and credit of the State may not be pledged for the payment of the principal and interest of the bonds, and there must be on the face of each bond a statement plainly worded to that effect. Neither the trustees nor any other person signing the bonds is personally liable for them.

HISTORY: 1996 Act No. 399, § 2.

**SECTION 59-125-370. Tenor, terms, and conditions of bonds.**

In order to avail themselves of the authorizations set forth in this article, the trustees shall adopt resolutions providing for the issuance of bonds of Winthrop, within the limitations mentioned in this article which must prescribe the tenor, terms, and conditions of the bonds. The bonds must be issued as serial or term bonds, maturing in equal or unequal amounts, at such times and on such occasions as the trustees determine. The last maturing bonds of any issue must be expressed to mature not later than fifty years from their date, and the first maturing bonds of any issue, issued pursuant to this article, falls due within five years from their date. They must bear such rates of interest, payable on such occasion as the trustees prescribe, and the bonds must be in such denominations, payable in such medium of payment, and at such place as such resolutions prescribe. All bonds may be issued with a provision permitting their redemption on any interest payment date before their respective maturities. Bonds made subject to redemption before their stated maturities may contain a provision requiring the payment of a premium for the privilege of exercising the right of redemption in such amount or amounts as the trustees prescribe in the resolutions authorizing their issuance. All bonds that are subject to redemption must contain a statement to that effect on the face of each bond. The resolutions authorizing their issuance must contain provisions specifying the manner of call and the notice of call that must be given.

HISTORY: 1996 Act No. 399, § 2.

**SECTION 59-125-380. Tax-exempt status.**

The bonds authorized by this article and all interest to become due on them have the tax-exempt status prescribed by Section 12-2-50.

HISTORY: 1996 Act No. 399, § 2.

**SECTION 59-125-390. Lawful investment.**

It is lawful for all executors, administrators, guardians, and fiduciaries, all sinking fund commissions, the Public Employee Benefit Authority or State Fiscal Accountability Authority, as cotrustees of the South Carolina Retirement System, and all other governmental entities within this State to invest any monies in their hands in the bonds.

HISTORY: 1996 Act No. 399, § 2.

**SECTION 59-125-400. Form of bonds.**

The bonds and coupons, if any, attached to the bonds, are executed manually or by facsimile in the name of Winthrop in the manner and by persons as the trustees from time to time determine, and the seal of Winthrop must be affixed to or impressed or reproduced on each bond. Any coupons attached to the bonds must be authenticated by the facsimile signature of one or more of the persons signing the bonds. The bonds, in the discretion of the trustees, may be registerable as to principal and interest on books kept for them by or on behalf of Winthrop, including by a corporate registrar. The delivery of the executed bonds is valid notwithstanding changes in officers or in the seal occurring after the execution. Notwithstanding the foregoing, the bonds, in the discretion of the trustees, may be issued as fully registered noncertificated book-entry securities.

HISTORY: 1996 Act No. 399, § 2.

**SECTION 59-125-410. Disposal of bonds.**

The bonds must be disposed of in such manner as the trustees determine, except that no sale, privately negotiated without public advertisement, may be made unless the approval of the State Fiscal Accountability Authority is obtained. If the trustees elect to sell the bonds at public sale, at least one advertisement of them must appear in some newspaper of general circulation in this State not less than seven days before the date fixed for the opening of bids. The bonds may be sold at such discount or for such premium as may be determined by the trustees or their designee as being in the best interest of Winthrop.

HISTORY: 1996 Act No. 399, § 2.

**SECTION 59-125-420. Procedures and covenants for repayment.**

To the end that the payment of the principal and interest of the bonds authorized by this article is secured adequately, the trustees of Winthrop may:

(1) issue bonds in such amount within the limitations provided for in this article as the trustees consider necessary. It is lawful for the trustees to use a portion of the principal proceeds derived from any sale of bonds, except bonds issued to effect refunding of outstanding bonds, to meet the payment of interest on the bonds for a period equal to the period of construction of the facilities to be financed with the proceeds of such bonds plus a period not exceeding six months. It is recognized by the General Assembly that until the facilities to be constructed with the proceeds of the loan are completed, an undue burden may be imposed upon the existing revenues at that time;

(2) pledge the revenues or the net revenues of the facilities as designated by the trustees in connection with the issuance of the bonds whether then or after that time to be existing and to pledge any otherwise available gifts, grants, or donations to Winthrop for the payment of the principal of and interest on the bonds as they respectively mature. However, any surplus of the revenues or net revenues available after the payment of costs of operation and maintenance of the facilities and of debt service on the bonds, and the establishment of any debt service reserve obligation under the proceedings providing for the issuance of the bonds, is placed in a contingency and improvement fund for the facilities in order to restore depreciated or obsolete items of the facilities, to make improvements to the facilities, to defray the cost of unforeseen contingencies with regard to the facilities, to prevent defaults under such bonds, or to redeem any of the bonds;

(3) further secure the bonds with a pledge of any additional revenues or fees of Winthrop as may be authorized under other laws of this State;

(4) covenant that no facilities owned by Winthrop may be used free of charge, or to specify and limit the facilities which may be used free of charge;

(5) covenant to establish and maintain a system of rules as will ensure the continuous use and occupancy of the facilities whose revenues are pledged to secure any bonds;

(6) covenant that an adequate schedule of charges be established and maintained for the facilities designated by the trustees, whose revenues or net revenues are pledged to secure the bonds, to the extent necessary to produce sufficient revenues to:

(a) pay the cost of operating and maintaining the facilities, whose revenues or net revenues are pledged for the payment of the bonds, including the cost of fire, extended coverage and use, and occupancy insurance;

(b) pay the principal and interest of the bonds as they respectively become due;

(c) create and at all times maintain an adequate debt service reserve fund to meet the payment of the principal and interest; and

(d) create and at all times maintain an adequate reserve for contingencies and for major repairs and replacement.

(7) covenant against the mortgaging or disposing of the facilities designated by the trustees, whose revenues or net revenues are pledged for the payment of the bonds, and against permitting or suffering any lien to be created on them equal or superior to the lien created for the benefit of such bonds. The trustees are empowered to discontinue the use of or demolish obsolete facilities and to reserve the right, under the terms they prescribe, to issue additional bonds on a parity with the bonds authorized by this article, if at some later date they obtain legislative authorization for the issuance of additional bonds;

(8) covenant as to the use of the proceeds derived from the sale of any bonds issued pursuant to this article;

(9) provide for the terms, form, registration, exchange, execution, and authentication of bonds, and for the replacement of lost, destroyed, or mutilated bonds;

(10) make covenants with respect to the use of the facilities to be constructed with the proceeds of the bonds authorized by this article and of the other facilities whose revenues must be pledged for the payment of the bonds;

(11) covenant that all revenues or net revenues of the particular facilities pledged for the payment of the bonds must be segregated into special funds and that the funds must be used solely for the purposes for which they are intended and for no other purpose;

(12) covenant for the mandatory redemption of bonds on the terms and conditions as the resolutions authorizing the bonds prescribe;

(13) provide for early defeasance of bonds through the establishment of special escrow accounts maintained by a corporate trustee, which may be the State Treasurer, of cash or United States government obligations, or obligations of agencies of them, which escrows may be funded with proceeds of bonds issued under the provisions of this article or revenues or other funds available to Winthrop;

(14) prescribe the procedure, if any, by which the terms of the contract with the bondholders may be amended, the number of bonds whose holders must consent to it, and the manner in which consent is given;

(15) covenant as to the maintenance of the facilities, whose revenues must be pledged for the payment of the bonds, the insurance to be carried on them, and the use and disposition of proceeds from any insurance policy;

(16) prescribe the events of default and the terms and conditions upon which all or any bonds become or may be declared due before maturity and the terms and conditions upon which the declaration and its consequences may be waived;

(17) impose a statutory lien upon the facilities designated by the trustees, the revenues or net revenues of which must be pledged to secure the bonds. The lien must extend to the facilities, to their appurtenances and extension, to their additions, improvements, and enlargements to the extent specified in the resolutions and must inure to the benefit of the holders of the bonds secured by the lien. The facilities remain subject to the statutory lien until the payment in full of the principal and interest of the bonds. A holder of a bond, or any of the coupons representing interest on them, either at law or in equity, by suit, action, mandamus, or other proceedings, may protect and enforce the statutory lien, and by suit, action, mandamus, or other proceedings may enforce and compel performance of all duties of the trustees, including the fixing of sufficient rates, the proper segregation of the revenues, and the proper application of them. However, the statutory lien may not be construed to give the bond or coupon holder authority to compel the sale of any of the facilities or any part of them;

(18) covenant that if there is a default in the payment of the principal of or interest upon any of the bonds, a court having jurisdiction in any proper action may appoint a receiver to administer and operate the facilities designated by the trustees, whose revenues or net revenues are pledged for the payment of the bonds, with power to fix rates and charges for the facilities, sufficient to provide for the payment of the expense of operating and maintaining the facilities, and to apply the income and revenues of the facilities to the payment of the bonds and the interest on them;

(19) establish on or before the delivery of any bonds issued pursuant to this article a debt service reserve fund and to cause it to be deposited with a corporate trustee, who may be the State Treasurer, and to that end, the trustees are empowered to utilize any monies available for that purpose, including revenues previously accumulated from the facilities before the issuance of bonds. In the discretion of the trustees, in lieu of cash, the debt service reserve fund may be funded with a surety bond, insurance policy, letter of credit, line of credit, or similar guarantee. At the discretion of the trustees, Winthrop may purchase an insurance policy insuring payment of both principal and interest on any issuance of bonds under the provisions of this article;

(20) appoint a corporate trustee, who may be the State Treasurer, or paying agent to whom must be paid all or any portion of the revenues or net revenues pledged to the payment of the bonds or derived from the operation of the facilities, and to prescribe the manner in which these revenues or net revenues must be utilized and disposed of. The corporate trustee shall serve in a fiduciary capacity as trustee for the bondholders under the resolutions of the trustees authorizing the issuance of bonds.

HISTORY: 1996 Act No. 399, § 2.

**SECTION 59-125-430. Time limit.**

No time limit is set for the issuance of bonds pursuant to this article.

HISTORY: 1996 Act No. 399, § 2.

Article 5

Winthrop University Athletic Facilities Bonds

**SECTION 59-125-510. Purpose.**

(A) The General Assembly finds that it is desirable to provide continuing and general statutory authority for Winthrop University to incur debt for the purpose of, among other things, acquiring, constructing, renovating, and equipping certain athletic facilities, which debt is secured by a pledge of the revenues derived from the operation of the athletic department of Winthrop University and by the proceeds of certain related admissions fees and special fees charged to students enrolled at Winthrop University. Winthrop University has demonstrated need for additional funds to provide for acquisition, construction, renovation, and equipping of such facilities. These facilities are needed to replace or renovate aging facilities and to provide additional facilities all to the end that the educational environment at Winthrop University will be enhanced for the benefit of present and future students at Winthrop University.

(B) Consideration has been given to this need and to the methods of funding it. It has been determined to be in the best interests of the people of this State to authorize Winthrop University to acquire, construct, renovate, and equip additional such facilities and to incur indebtedness for these purposes which is payable from the revenues derived from the operation of these facilities and from related fees to the extent and under the conditions provided for in this article.

HISTORY: 2000 Act No. 356, § 1.

**SECTION 59-125-520. Definitions.**

As used in this article:

(1) "Admissions fee" means the specially designated admissions fee or charge which may, in addition to other charges, be imposed by the trustees upon persons admitted to any event held at an athletic facility, for the purpose of providing funds to assist in the repayment of bonds.

(2) "Athletic department" means the athletic department of Winthrop.

(3) "Athletic facilities" means all facilities designated by the trustees as intercollegiate athletic facilities now owned or hereafter acquired by Winthrop.

(4) "Bond" or "bonds" means any note, bond, installment contract, or other evidence of indebtedness issued pursuant to this article.

(5) "Bond reserve fund" means the special fund which may be established by the trustees pursuant to this article, which must be in the custody of the State Treasurer or its corporate trust designee and which is primarily established for the purpose of providing a reserve with which to meet the payment of the principal of and interest on bonds in the event that payments otherwise required from the debt service fund are insufficient to meet the payment of the principal and interest as and when they become due and payable.

(6) "Debt service fund" means the fund established by this article for the payment of principal of and interest on bonds, which must be in the custody of the State Treasurer or its corporate trust designee.

(7) "Net revenues" means all revenues remaining after payment of the operating and maintenance expenses of the athletic department but before provision is made for depreciation, amortization, nonmandatory transfers, and interest expenses of the athletic department for a given fiscal year.

(8) "Revenues" means all revenues or other income, including investment income, received by the athletic department from the operation of the athletic department and the athletic facilities, and all gifts, bequests, contributions, and donations received by the trustees or Winthrop from any persons, including from any athletic booster organization, for use in connection with the operations of the athletic department, plus any other unrestricted revenues of the athletic department not otherwise pledged that may be made applicable by the trustees to the payment of the principal and interest of the bonds, including such revenues which may fall into the category of nonmandatory transfers as such term is used in generally accepted accounting principles, but excluding:

(i) gifts, bequests, contributions, and donations restricted to a particular purpose inconsistent with their use for the payment of the principal, premium, or interest on any obligations of the trustees or Winthrop;

(ii) the proceeds of any borrowings;

(iii) state appropriations of any sort; and

(iv) revenues, income, receipts, and money received by the trustees or Winthrop for purposes other than those related to the athletic department.

(9) "Special student fee" means the fee authorized by this article to be established by the trustees and which may be imposed upon persons in attendance at any academic session of Winthrop in order to provide funds to assist in the repayment of bonds.

(10) "Authority" means the State Fiscal Accountability Authority.

(11) "Trustees" means the Board of Trustees of Winthrop or any successor body.

(12) "Winthrop" means Winthrop University.

HISTORY: 2000 Act No. 356, § 1.

**SECTION 59-125-530. Trustees authorized to acquire, construct, renovate and equip athletic facilities; bond management costs.**

The trustees are authorized to acquire, construct, and equip additional athletic facilities and to improve, renovate, and equip existing athletic facilities to the extent they shall determine to be necessary, and the proceeds of bonds authorized by this article are made available for that purpose. The trustees also are authorized to refund bonds that may from time to time be outstanding pursuant to this article by exchange or otherwise. A portion of the proceeds of bonds issued for any of the above purposes also may be used to fund, establish, or replenish any bond reserve fund, to pay interest on the bonds as provided in Section 59-125-640(1), or to pay costs of issuance of the bonds or of any credit enhancement for the bonds as may be deemed necessary by the trustees.

HISTORY: 2000 Act No. 356, § 1.

**SECTION 59-125-540. Authorization to borrow funds and issue bonds; amount limitations.**

Upon receiving the approval of the State Fiscal Accountability Authority or Department of Administration, as appropriate, and upon review by the Joint Bond Review Committee, the trustees may from time to time borrow such sums as necessary to accomplish the purpose of this article and to evidence such borrowings by bonds issued pursuant to this article in such aggregate principal amount as they determine, except that other provisions of this article to the contrary notwithstanding, there must not be outstanding at any time bonds issued pursuant to this article in excess of five million dollars.

HISTORY: 2000 Act No. 356, § 1.

**SECTION 59-125-550. Sources of funds to secure bonds; disposition of athletic facilities.**

Bonds issued pursuant to this article are payable from the revenues or the net revenues as designated by the trustees, as well as from proceeds of the admissions fee and the special student fee. Bonds issued pursuant to this article may be further secured by such additional pledges of other revenues or fees of Winthrop as Winthrop may be authorized to grant pursuant to other laws of this State. The trustees may abandon the use of any portion of the athletic facilities or sell or dispose of any portion of the athletic facilities upon the receipt of a written recommendation by the chief financial officer of Winthrop to the effect that such action does not adversely affect the ability of Winthrop to discharge its obligations to the holders of bonds issued pursuant to this article and upon such further conditions as prescribed in the resolution of the trustees providing for the issuance of bonds.

HISTORY: 2000 Act No. 356, § 1.

**SECTION 59-125-560. Liability of State and persons signing bonds for payment of principal and interest.**

The faith and credit of the State must not be pledged for the payment of the principal and interest of such bonds, and there must be on the face of each bond a statement plainly worded to that effect. Neither the trustees nor any other person signing the bonds is personally liable therefor.

HISTORY: 2000 Act No. 356, § 1.

**SECTION 59-125-570. Resolutions for issuance of bonds; contents and conditions.**

In order to avail themselves of the authorizations set forth in this article, the trustees shall from time to time adopt resolutions providing for the issuance of bonds of Winthrop, within the limitations herein mentioned, which resolutions shall prescribe the tenor, terms, and conditions of such bonds. Such bonds must be issued as serial or term bonds, maturing in equal or unequal amounts, at such times and on such occasions as the trustees determine. The last maturing bonds of any issue must be expressed to mature not later than thirty years from their date, and the first maturing bonds of any issue, issued pursuant to this article, shall fall due within three years from their date. The bonds shall bear such rates of interest, payable on such occasion, as the trustees shall prescribe, and the bonds must be in such denominations, must be payable in such medium of payment, and at such place as such resolutions prescribe. All bonds may be issued with a provision permitting their redemption on any interest payment date prior to their respective maturities. Bonds made subject to redemption prior to their stated maturities may contain a provision requiring the payment of a premium for the privilege of exercising the right of redemption, in such amount or amounts as the trustees shall prescribe in the resolutions authorizing their issuance. All bonds that are subject to redemption shall contain a statement to that effect on the face of each bond. The resolutions authorizing their issuance shall contain provisions specifying the manner of call for redemption and the notice of such call that must be given.

HISTORY: 2000 Act No. 356, § 1.

**SECTION 59-125-580. Tax exempt status.**

The bonds authorized by this article and all interest to become due thereon have the tax exempt status prescribed by Section 12-2-50.

HISTORY: 2000 Act No. 356, § 1.

**SECTION 59-125-590. Fiduciaries as authorized investors.**

It is lawful for all executors, administrators, guardians, and fiduciaries, all sinking fund commissions, the Public Employee Benefit Authority or State Fiscal Accountability Authority, as cotrustees of the South Carolina Retirement System, and all other governmental entities within the State to invest any monies in their hands in such bonds.

HISTORY: 2000 Act No. 356, § 1.

**SECTION 59-125-600. Execution of bonds and coupons; change of issuing officers or seal; issuance as fully registered, noncertificated, book-entry securities.**

The bonds and the coupons, if any, attached to such bonds, must be executed manually or by facsimile in the name of Winthrop in such manner and by such persons as the trustees shall from time to time determine, and the seal of Winthrop must be affixed to, or impressed, or reproduced on each bond. Any coupons attached to such bonds must be authenticated by the facsimile signature of one or more of the persons signing the bonds. Such bonds may, in the discretion of the trustees, be registerable as to principal and interest on books kept therefor by or on behalf of Winthrop, including by a corporate registrar. The delivery of the bonds so executed are valid notwithstanding changes in officers or in the seal occurring after such execution. Notwithstanding the foregoing, the bonds may, in the discretion of the trustees, be issued as fully registered, noncertificated, book-entry securities.

HISTORY: 2000 Act No. 356, § 1.

**SECTION 59-125-610. Disposition of bonds; private sale; discounts or premiums.**

The bonds may be disposed of in such manner as the trustees shall determine, except that no privately negotiated sale without public advertisement may be made without the prior approval of the State Fiscal Accountability Authority. The bonds may be sold at such discount or for such premium as may be determined by the trustees or their designee as being in the best interest of Winthrop.

HISTORY: 2000 Act No. 356, § 1.

**SECTION 59-125-620. Delivery of bond proceeds to State Treasurer; maintenance in special funds; withdrawals; temporary investments.**

The proceeds of all bonds must be delivered to the State Treasurer or its corporate trust designee and retained in a special fund or funds and applied solely to the purposes for which such bonds have been issued. Withdrawals from the fund must be made on the order or requisition of the university and must be in such form as the State Treasurer shall prescribe. The State Treasurer may make temporary investments of funds derived from the proceeds of bonds in the manner prescribed by law.

HISTORY: 2000 Act No. 356, § 1.

**SECTION 59-125-630. Provisions for adequate payment of principal and interest on bonds.**

To the end that provisions be made for the adequate payment of the principal of and interest on the bonds:

(1)(a) The trustees shall maintain in full force and effect any necessary admissions fees or special student fee on a basis and in such amounts as will be sufficient, after taking into account net revenues and any other funds pledged to the payment of the bonds as provided under Section 59-125-640(4), to provide for the payment of the principal of and interest on the bonds as the same mature and to provide the required reserve therefor in any bond reserve fund. It is the duty of Winthrop to calculate the debt service requirements of the bonds not less frequently than annually and, if required at such time, appropriate revisions of any admissions fees or special student fee must be made by the trustees if such revisions are required, after taking into account net revenues for the year, to make adequate provisions for the payment of the principal of and interest on the bonds and the maintenance of any required reserve in a bond reserve fund.

(b) The admissions fees and the special student fee, if any, must bear such nomenclature as the trustees shall prescribe. The special student fee may, in the discretion of the trustees, be included as a part of any other fee. The trustees shall account for the receipt from any admissions fees and special student fee to the State Treasurer, for deposit by the State Treasurer in the debt service fund.

(2) The trustees shall cause to be established with the State Treasurer or its corporate trust designee on or before the occasion of the delivery of any bonds pursuant to this article, a debt service fund into which must be deposited annually sufficient funds as provided in this article to meet the payment of principal of and interest on the bonds for such year.

HISTORY: 2000 Act No. 356, § 1.

**SECTION 59-125-640. Powers vested in trustees to secure payment of principal and interest on bonds.**

To the end that the payment of the principal of and interest on the bonds authorized hereby are adequately secured, the trustees are empowered in their discretion:

(1) to issue bonds in such amount, within the limitations herein provided for, as the trustees consider necessary, it is lawful for the trustees to use a portion of the principal proceeds derived from any sale of bonds, except bonds issued to effect refunding of outstanding bonds, to meet the payment of interest on such bonds for a period equal to the period of construction or renovation of the athletic facilities to be financed with the proceeds of such bonds, plus a period not exceeding six months, it being recognized by the General Assembly, that until the athletic facilities to be constructed or renovated with the proceeds of the bonds are completed, an undue burden may be imposed upon then existing revenues or other sources of payment of the bonds;

(2) to impose admissions fees and a special student fee upon such basis and in such amounts as the trustees shall determine;

(3) to pledge the revenues or the net revenues as designated by the trustees, and the proceeds of any admissions fees and special student fee, as security for the payment of such bonds, whether then or thereafter to be existing. However, any surplus of such revenues or net revenues available after the payment of costs of operation and maintenance of the athletic department and of athletic facilities and of debt service on such bonds, and the establishment of any debt service reserve obligation in a bond reserve fund under the proceedings providing for the issuance of such bonds, may be placed in a contingency and improvement fund for athletic facilities in order to restore depreciated or obsolete athletic facilities, to make improvements to such athletic facilities, to defray the cost of unforeseen contingencies with regard to such athletic facilities, to prevent defaults under such bonds or to redeem any of such bonds, or may be reflected in the opening balance of the operating fund of the department for the next succeeding fiscal year and used for any purpose approved by the trustees;

(4) to further secure the bonds with a pledge of any additional revenues or fees of Winthrop as may be authorized under other laws of the State;

(5) to specify and limit the athletic facilities which may be made use of free of charge;

(6) to covenant to establish and maintain such system of rules as will ensure the continuous and effective use of the athletic facilities;

(7) to covenant that an adequate schedule of rates and charges for attendance at events held at any athletic facilities will be maintained, and that net athletic revenues plus any proceeds of the admissions fees and the special student fee will be sufficient to:

(a) pay the cost of operating and maintaining the athletic department and the athletic facilities, including the cost of fire, extended coverage and use, and occupancy insurance;

(b) pay the principal and interest of the bonds as they respectively become due;

(c) provide any necessary debt service coverage ratios;

(d) create and maintain any bond reserve fund established to meet the payment of principal and interest of any of the bonds; and

(e) create and at all times maintain an adequate reserve for contingencies and for major repairs and replacement of athletic facilities;

(8) to covenant against the mortgaging or disposing of the athletic facilities and against permitting or suffering any lien to be created thereon, equal or superior to any lien created thereon for the benefit of the holders of such bonds. However, the trustees reserve the right, under such terms as they shall prescribe, to issue additional bonds on a parity with, or subordinate to, the bonds authorized by this article;

(9) to covenant as to the use of the proceeds derived from the sale of any bonds issued pursuant to this article;

(10) to provide for the terms, form, registration, exchange, execution, and authentication of bonds, and for the replacement of lost, destroyed, or mutilated bonds;

(11) to make covenants with respect to the operation of the athletic department and the athletic facilities;

(12) to covenant that all revenues or net revenues pledged for the payment of the bonds must be duly segregated into special funds and that such funds will be used solely for the purposes for which they are intended and for no other purpose;

(13) to covenant for the mandatory redemption of bonds on such terms and conditions as the resolutions authorizing such bonds shall prescribe;

(14) to provide for early defeasance of bonds through the establishment of special escrow accounts maintained by a corporate trustee, which may be the State Treasurer, of cash, or United States government obligations, or obligations of agencies thereof, which escrows may be funded with proceeds of bonds issued hereunder or revenues or net revenues or other funds available to Winthrop;

(15) to prescribe the procedure, if any, by which the terms of the contract with the bondholders may be amended, the number of bonds whose holders must consent thereto, and the manner in which consent shall be given;

(16) to covenant as to the maintenance of the athletic facilities, the insurance to be carried thereon, and the use and disposition of proceeds from any insurance policy;

(17) to prescribe the events of default and the terms and conditions upon which all or any bonds become or may be declared due before maturity, and the terms and conditions upon which such declaration and its consequences may be waived;

(18) to impose a statutory lien upon any athletic facilities as security for the payment of the bonds. The lien shall extend to such athletic facilities, to their appurtenances and extensions, to their additions, improvements, and enlargements to the extent specified in the resolutions and shall inure to the benefit of the holders of the bonds secured thereby. These athletic facilities shall remain subject to such statutory lien until the payment in full of the principal and interest of the bonds. Any holder of any of the bonds, or any of the coupons representing interest thereon, may, either at law or in equity, by suit, action, mandamus, or other proceedings, protect and enforce the statutory lien, and may, by suit, action, mandamus, or other proceedings enforce and compel performance of all duties of the trustees, including the fixing of sufficient rates, the proper segregation of the revenues, and the proper application thereof. However, the statutory lien must not be construed to give any such bond or coupon holder authority to compel the sale of any of the athletic facilities or any part thereof;

(19) to covenant that, if there be any default in the payment of the principal of or interest upon any of the bonds, any court having jurisdiction in any proper action may appoint a receiver to administer and operate the athletic department, with power to fix rates and charges for athletic facilities and other activities of the athletic department, and to apply the income and revenues of the athletic department to the payment of such bonds and the interest thereon;

(20) to establish on or before the occasion of the delivery of any bonds issued pursuant to this article a bond reserve fund and to cause the same to be maintained by the State Treasurer or its corporate trustee designee, and to that end, the trustees are empowered to utilize any monies available for the funding of any such bond reserve fund, including revenues or net revenues previously accumulated prior to the issuance of bonds or available proceeds of the admissions fee or the special student fee. In the discretion of the trustees, in lieu of cash, such a bond reserve fund may be funded with a surety bond, insurance policy, letter of credit, line of credit, or similar guarantee. At the discretion of the trustees, Winthrop may purchase an insurance policy ensuring payment of both principal and interest on any issuance of bonds hereunder;

(21) with the consent of the State Treasurer, to appoint a corporate trustee and a paying agent for the bondholders, either of whom may be the State Treasurer, and to prescribe the manner in which revenues or net revenues, as well as proceeds of admissions fees and special student fees shall be utilized and disposed of. Any such corporate trustee shall serve in a fiduciary capacity as trustee for the bondholders under the resolutions of the trustees authorizing the issuance of bonds.

HISTORY: 2000 Act No. 356, § 1.

**SECTION 59-125-650. Duration of authorizations granted by article; time limit for issuance of bonds.**

The authorizations granted by this article must remain of full force and effect until they are rescinded by subsequent enactment, and no time limit is set for the issuance of bonds pursuant to this article.

HISTORY: 2000 Act No. 356, § 1.