The Board of Trustees of The University of North Carolina at Chapel Hill met in regular session on October 25, 1991, at 10:30 a.m. in the UN Ballroom of The Carolina Inn.

ROLL CALL

Members present:  Robert L. Strickland, Chairman
                  David L. Ward, Jr., Vice Chairman
                  William A. Darity, Secretary
                  Angela R. Bryant
                  Thos. E. Capps
                  Matthew F. Heyd
                  J. Gregory Poole, Jr.
                  John W. Pope
                  David J. Whichard, II
                  William K. Woltz
                  Annette F. Wood

Members absent:   John W. Harris
                  Richard H. Jenrette

ADMINISTRATION OF OATH OF OFFICE

Mayor Jonathan Howes administered the oath of office to newly appointed Board member J. Gregory Poole, Jr., and Thos. E. Capps, who will be serving his second term on the Board.

MINUTES

Vice Chairman Ward moved that the August 23, 1991 minutes be approved as amended. Dr. Darity seconded the motion, and it carried.

CHAIRMAN'S REMARKS

Chairman Strickland reported on the success of University Day, including the Distinguished Alumnus Awards, the address of the President of the University, the official kick-off for the Bicentennial Campaign, and the kick-off dinner. Chairman Strickland stated that he knew Chancellor Hardin was proud and appreciative of everyone that helped to add permanently to the
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Chairman Strickland reported on the conference held recently in Wilmington. The General Administration sponsored a University system-wide Trustee Orientation. He and Chancellor Hardin were joined by other Board members for some outstanding orientation sessions and strong messages for the future of the University. He repeated two just for emphasis. The first was strong support for a bond issue to be considered by the next session of the General Assembly for urgently needed system-wide capital improvements. He urged support. He stated that there have been no bricks and mortar money available to be appropriated to the system in three years. A good business practice is funding long term investments with long term financing; it is a bad business practice not to keep up, not to maintain the existing plant and equipment. He stated that his hope and personal expression is that 10-15% of the bond issue could be earmarked for maintenance of existing property. The Chancellor has pointed out that since Chapel Hill does have the oldest plant in the system, it probably has the greatest relative need. The second message was the privilege of hearing the Honorable William Dees, former Board of
Governors Chair, speak about the authority of the Trustees as delegated by the Board. Briefly, he spoke on several topics such as admissions, student aid, student services, student conduct appeals, intercollegiate athletics, security policies and campus law enforcement, a master plan for physical development, new buildings, real estate acquisition and disposition, and finally very important in the forthcoming months, compliance with the mission statement of the Board of Governors. Mr. Dees closed with a "downhome admonition" to help trustees remember that the trustees' overriding job is to advise on policy, but not to meddle in administration; keep your hands on, but your fingers out. Chairman Strickland advised that a videotape is available for viewing.

Calendar

Chairman Strickland discussed the calendar change as distributed previously. Mr. Whichard moved approval, seconded by Mr. Heyd. The following amendment to the Bylaws reflecting the change was read, moved by Mr. Whichard, and seconded by Mr. Heyd. The motion carried unanimously. The amendment read:

Sec. 201. Regular Meetings. There shall be six regular meetings of the Board of Trustees each year. These meetings shall be held on the fourth Friday in the months of January, March, May, July, September, and November, unless otherwise determined by the Board.* A notice specifying the time and place of each regular meeting of the Board shall be mailed by the Secretary or Assistant Secretary to each member of the Board at least ten days in advance of the meeting date. Any matter of business may be considered at a regular meeting of the Board.

Committee Structure of the Board

Chairman Strickland recommended that the Academic and Student Affairs Committee be reorganized into two separate
committees to recognize two extremely important constituencies of the University: the faculty and the students. He recommended Dr. Darity as chair of the Academic Affairs Committee and Student Body President Heyd as chair of the Student Affairs Committee. Chairman Strickland proposed an Executive Committee of the Board. He stated that sixty days passes without regular meetings, and he recommended the composition of that committee as the Board's three elected officers, plus the two trustees who are senior in tenure on the Board. The function of this committee is to be a steering committee, and a screening committee in between board meetings. He envisioned it having no power allocated to it to make decisions or to do anything, except to recommend action to the full Board at regular meetings, or special called meetings. In a sense it would be an agenda committee. He said that he doesn't anticipate any regular meetings, as he would like to hope that the other committees would be so active, that the Executive Committee would not have to meet. When the Executive Committee does meet, it would be a public meeting, the press would be notified, and every trustee would be invited to attend all meetings of the Executive Committee. He then opened the floor for discussion and/or a motion.

Ms. Bryant questioned whether the Board needed a document similar to the handout "Areas of Responsibility" that would address the additional committees and their responsibilities.

Chairman Strickland stated that this document would be forthcoming.
Chancellor Hardin stated that he would work with the chairman to describe the new alignment of responsibilities. He stated that it is traditional in college and university administration to have the Board structure roughly parallel to the administrative structure. Student affairs are administered on campus by Dean Boulton, Vice Chancellor for Student Affairs, and academic affairs are divided between the Office of Provost, and two Vice Chancellors for Academic Affairs, and Health Affairs.

The Finance and Business Committee, and the Development Committee, a committee of the whole Board, would be retained as presently structured.

Mr. Woltz made the motion to adopt the committee structure as presented by the chairman. Mr. Capps seconded the motion.

Chairman Strickland asked for discussion.

Mr. Whichard stated that he had expressed to Chairman Strickland his deep concern about imposing an Executive Committee in the structure of the Board. He felt that an Executive Committee is exclusive, rather than broadly inclusive as he felt the Board ought to be. An Executive Committee is divisive, rather than expansive, and cohesive, as the Board should be. He thinks that the Board of this size can handle the affairs of which they are charged without an Executive Committee. It provides all the Trustees their full input into the affairs of the University. He feels that the fact that there would be an Executive Committee superimposed on the Board, administration, and on the institution sends the wrong signals. He wants to be
perfectly clear at the outset that he has no objection to who the chairman proposed to be on an Executive Committee. His objection is merely to having an Executive Committee to "screen what comes to this Board", or as the Chairman says a "steering committee."

There was much discussion regarding the proposed Executive Committee.

Mr. Woltz stated that he was in favor of the proposed Executive Committee.

Ms. Bryant asked if Mr. Woltz would consider an amendment to his motion that recommends the structure with the understanding that the Executive Committee would not take any binding action for the Board, because the legal notion of an Executive Committee given Trustees' Bylaws, under some future time under another chairman, might be interpreted differently, if it's not specifically limited.

Mr. Strickland stated that that was his understanding and asked that the minutes reflect his comments.

Mr. Woltz said that he amended his motion to include the outline of duties of the Executive Committee as stated by the chairman in his presentation.

Dr. Darity stated that when contacted by the chair, he stated that he felt that if they were going to have an Executive Committee, two at large members should be elected by the Board. Dr. Darity stated that he would go along with this proposal if the Board definitely receives in writing the areas of responsibility as requested by Mr. Woltz and Ms. Bryant. Dr. Darity suggested receiving that and then taking action by mail ballot.
Chairman Strickland stated that the motion is to approve the committee structure as presented to the Board of Trustees, which includes the splitting of the Academic and Student Affairs into two committees, retaining the Finance and Business Committee, the Development Committee, as a committee of the whole, and the establishment of an Executive Committee, so designated.

Mr. Ward stated that he viewed the Executive Committee as outlined by the chairman as doing two things: it will in effect elect two at large members; secondly, he sees this as a move to include rather than exclude, and he is in favor of doing so. He stated that this is not something that's absolutely in stone forever.

Mrs. Wood stated that she was in favor of this, and felt that this would be inclusive, rather than exclusive, and that possibly every one would have a chance to serve at one point.

The motion carried, with Mr. Whichard voting against the motion, and Dr. Darity abstaining.

CHANCELLOR'S REPORT

Chancellor Hardin welcomed Gregory Poole to the Board, and thanked his predecessor, Mr. Arch T. Allen III, who is attending his first meeting as Vice Chancellor for Development and University Relations.

Chancellor Hardin referred to the "Points of Light" program of the President and pointed out that the Student Coalition for Action in Literacy and Education was one of the organizations recently recognized by our national administration as one of the Points of Light. This group is a volunteer charitable
organization worthy of special mention for its distinguished service.

Chancellor Hardin welcomed the students in attendance supporting the renaming of the Black Cultural Center in honor of the late Professor Sonja Stone. He stated that this proposal has his support and will be discussed in executive session.

Chancellor Hardin stated that UNC-CH has been designated as a 'special responsibility constituent institution' under the new flexibility rule. This is a very important step taken by the General Assembly, The Board of Governors, and The General Administration of UNC. He's happy that 10 of the 16 campuses in the UNC system have been granted that status. Even though there is not much money, he's ecstatic that UNC-CH has that responsibility right now. This gives him personal satisfaction as Chancellor.

Chancellor Hardin reported that a fund given by Walter Davis for scholarships, and one given by friends in honor of Mr. Davis, had accumulated unspent income that approached the half million dollar mark. Walter Davis has consented to the reallocation of excess income for the purchasing of library books. Chancellor Hardin stated that Board members might want to write Mr. Davis and thank him.

Chancellor Hardin commented on his thoughts on external politics of a major university. He discussed the three parts of the University's indivisible mission of teaching, research, and public service. He stated that we must be deeply committed both to freedom of speech and to respect and civility. He discussed
the municipal elections in Chapel Hill and Carrboro, and the
town-gown pressures. He stated that he was distressed that the
tests on the new boiler plant are causing serious discomfort and
distress to the University's neighbors. He stated that when the
plant was fully tested and operational, it would save the
university hundreds of thousands of dollars every year, money it
desperately needs to make the University strong and will improve
教学, research, and public service. When the university
becomes stronger, Chapel Hill, Carrboro, and Orange County become
stronger economically, and in other measures. (A copy of
Chancellor Hardin's report is on file in the Office of the
Assistant Secretary.)

REPORT OF THE FINANCE AND BUSINESS COMMITTEE

Mr. Capps, Chairman of the Finance and Business Committee
presented the committee's report.

Presentation by Department of Transportation and Parking Services

Mr. Capps stated that Mr. John DeVitto, Director of
Transportation and Parking presented an overview of the
transportation and parking services. Mr. Capps commended Mr.
DeVitto on his excellent presentation.

REPORT OF THE ACADEMIC AND STUDENT AFFAIRS COMMITTEE

Chairman Strickland called on William A. Darity, Chairman of
the Academic and Student Affairs Committee.

Dr. Darity highlighted Dean Boulton's report. Dean Boulton
discussed the orientation program for freshmen and their parents.
He pointed out the requirement that the University must notify
all incoming students of the crime rate on campus. He mentioned
student fees and reported that out of the 16 constituent campuses, UNC-CH is ranked 15 for the lowest fees. In terms of rent, UNC-CH is ranked second out of 16 for the highest rent. Dean Boulton stated that this was normal because of having to refurbish buildings and a lot of this has to do with refurbishing rather than going with bonds. He reported that Career Fairs were still occurring, even though there are no jobs.

Dr. Darity stated that Student Body President Matt Heyd's oral report and written report covered all aspects of the University and student life. His written report discussed InfoLine, Advising, Task Force on Student Fees, Financial aid, Security Task Force, and the Stone Task Force. In Mr. Heyd's recommendations, in the partnership with the University, the student affairs unit was recommending that the Black Cultural Center be named for the late Dr. Sonja H. Stone. In the area of athletics, Mr. Heyd pointed out that he was impressed with the academic record. In the Athletic Department's recent report to the NCAA, student-athlete graduation rates were on a par parity with the rest of the student body. (A copy of Mr. Heyd's written report is on file in the Office of the Assistant Secretary.)

DEVELOPMENT

Chairman Strickland called on Vice Chancellor Arch Allen for the Development report.

Vice Chancellor Allen stated that the October 4 date was used rather than the September 30, so that the data would be as current as possible for the kick-off. Report #3 gives the progress report for pledges to establish endowments from July 1, 1989 - October 4, 1991. (Copies of these reports are on file in the Office of the Assistant Secretary.)

EXECUTIVE SESSION

On the motion of Mr. Ward, duly seconded, the Board voted to go into executive session to consider personnel and property matters, and candidates for honors as entitled to consider in executive session under the provisions of the Open Meetings Law. The motion specified that the following persons would remain: Members of the Board of Trustees, Chancellor Hardin, Members of the Chancellor's Administrative Council, Ms. Brenda Kirby, Ms. Jane Bethea, Professor George Lensing, Ms. Patricia Crawford, Mr. Gordon Rutherford, and Mr. Eugene Swecker.

DEVELOPMENT

There was discussion regarding the responsibilities and structure of the Development Committee, specifically in regards to the Davie Award.

Davie Award Recipients

Vice Chancellor Allen distributed information on nominees for the William Richardson Davie Award. Chairman Strickland moved the approval of three nominees. Mr. Poole seconded the motion, and it carried unanimously. (The report containing information on nominees is on file in the Office of the Assistant Secretary.)
Report of the Committee on Honorary Degrees and Special Awards

Professor George Lensing, Secretary of the Faculty, presented the nominations of the Committee for Honorary Degrees and Special Awards for honorary degrees to be presented at the 1992 Commencement. Mr. Capps moved, seconded by Mr. Poole, that the nominations be approved. The motion carried unanimously. (A copy of the report is on file in the Office of the Assistant Secretary.)

Candidates for Honors

Vice Chancellor Allen distributed a report on the naming of public spaces. Mr. Capps moved approval of the naming of public spaces on this list, contingent upon receipt of pledge. Dr. Darity seconded the motion, and it carried unanimously. (Copies of Mr. Allen's report on file in the Office of the Assistant Secretary.)

Chancellor Hardin reported on the proposal to The Johnston Trust, and the naming of the Center for Undergraduate Excellence, The James M. Johnston Center for Undergraduate Excellence in Graham Memorial. Mr. Capps moved approval, seconded by Mr. Poole. The motion carried unanimously.

Chancellor Hardin requested approval of the naming of The Black Cultural Center for Sonja H. Stone. Mr. Heyd so moved, seconded by Mr. Capps. The motion carried, with one member voting against the motion.
REPORT OF THE FINANCE AND BUSINESS COMMITTEE

Selection of Engineer for Design of an Electric Duct Bank and One Circuit from the South Substation

Mr. Capps moved the selection of Booth & Associates for the project to install a second duct bank and one additional electrical circuit to the campus from the south substation. Mr. Pope seconded the motion and it carried unanimously.

(Attachment A)

Acquisition by Lease of Space for the School of Social Work

Mr. Capps moved approval to lease up to 2686 net square feet of space for office use by the UNC-CH School of Social Work, Center for Aging Research and Educational Services. Mr. Pope seconded the motion and it carried unanimously.

(Attachment B)

Acquisition by Lease of Space for the School of Medicine

Mr. Capps moved approval to lease approximately 2000 net square feet of office and related space for the UNC-CH School of Medicine, Western T.E.A.C.C.H. Center. Mr. Pope seconded the motion and it carried unanimously.

(Attachment C)

REPORT OF THE ACADEMIC AND STUDENT AFFAIRS COMMITTEE

Personnel Matters for Information

Dr. Darity reported that the Committee received personnel matters for information not requiring action by the Board.

(Attachment D)
Personnel Matters for Consultation

Ms. Bryant moved, seconded by Mr. Whichard, to authorize the Chancellor to forward to the President and Board of Governors the personnel report and recommendations presented for consultation. The motion carried unanimously.

(Attachment E)

Personnel Matters for Action

Ms. Bryant moved, seconded by Mr. Whichard, to receive Personnel Matters for Action, to be voted on in open session. The motion carried unanimously.

(Attachments F, G)

The Board of Governors of The University of North Carolina Press

Mr. Ward moved, seconded by Mr. Woltz to approve the names submitted by the Chancellor to be forwarded to the President and Board of Governors for election to the Board of Governors of the University of North Carolina Press:

FOR A FIVE-YEAR TERM, 1991-1996

Frank Borden Hanes
Major Goodman

FOR A FOUR-YEAR TERM, 1991-1995

Fred C. Hobson, Jr.

The motion carried unanimously.

(Attachment H)
Student Appeals

The Board voted to accept the report of the panel to uphold the Chancellor's decision to deny appeal of Mr. Anthony Jenkins. Ms. Bryant questioned the appeal process, and much discussion ensued. Ms. Bryant abstained.

The Board voted to accept the report of the panel to uphold the Chancellor's decision to deny appeal of Mr. Oscar Montoya. Ms. Bryant abstained.

Chairman Strickland asked if there were further business in closed session. There being none, he asked for a motion to return to open session. Mr. Heyd so moved, duly seconded. The motion carried unanimously.

OPEN SESSION

REPORT OF THE FINANCE AND BUSINESS COMMITTEE

Selection of Engineer for Design of an Electric Duct Bank and One Circuit from the South Substation

Mr. Capps moved the selection of Booth & Associates for the project to install a second duct bank and one additional electrical circuit to the campus from the south substation. Mr. Heyd seconded the motion, and it carried unanimously.

(Attachment A)
REPORT OF THE ACADEMIC AND STUDENT AFFAIRS COMMITTEE

Personnel Matters for Action (Academic Affairs)

Dr. Darity moved approval of personnel matters for action in Academic Affairs. This attachment includes an appointment. Mr. Heyd seconded the motion and it carried unanimously.

(Attachment F)

Personnel Matters for Action (Health Affairs)

Dr. Darity moved approval of personnel matters for action in Health Affairs. This attachment includes designation to named professorship, appointments, promotion, and salary approval. Mr. Poole seconded the motion and it carried unanimously.

(Attachment G)

Ratification of Mail Ballot of September 19, 1991

Dr. Darity moved to ratify the Mail Ballot of September 19, 1991. Ms. Bryant seconded the motion and it carried.

(Attachment I)

Ratification of Mail Ballot of October 18, 1991

Dr. Darity moved to ratify the Mail Ballot of October 18, 1991. Ms. Bryant seconded the motion and it carried.

(Attachment J)
Candidate for Honor

Mr. Heyd announced that the Board approved the naming of the Black Cultural Center for Professor Sonja H. Stone.

ADJOURNMENT

There being no further business, Chairman Strickland asked for a motion to adjourn the meeting. Mr. Capps so moved, duly seconded. The motion carried unanimously.

The meeting was adjourned at 12:40 pm.

Brenda Kirby
Assistant Secretary