

**BOARD OF TRUSTEES MEETING**  
**The University of North Carolina at Chapel Hill**  
**September 26, 2019**

The Board of Trustees met in regular session on Thursday, September 26, 2019 at The Carolina Inn, Chancellor's Ballroom. Chair Stevens convened the meeting at 8:30 a.m.

**ROLL CALL**

Trustee Artis Neal called the roll and the following members were present:

Teresa Artis Neal, Secretary	Ashton B. Martin
David L. Boliek, Jr.	Allie Ray McCullen
Jefferson W. Brown	Ralph W. Meekins, Sr.
Haywood D. Cochrane, Jr.	John P. Preyer
R. Gene Davis, Jr., Vice Chair	Richard Y. Stevens, Chair
Charles G. Duckett	Dwight D. Stone
Kelly Matthews Hopkins	

Trustee Artis Neal indicated that there was a quorum.

**STATE GOVERNMENT ETHICS ACT**

Chair Stevens read the following statement:

As Chair of the Board of Trustees, it is my responsibility to remind all members of the Board of their duty under the State Government Ethics Act to avoid conflicts of interest and appearances of conflict of interest as required by this Act. Each member has received the agenda and related information for this Board of Trustees' meeting. If any Board member knows of any conflict of interest or appearance of conflict with respect to any matter coming before the Board of Trustees at this meeting, the conflict or appearance of conflict should be identified at this time.

Chairman Stevens and Trustee Brown both indicated a potential conflict of interest for the designer selections for campus wide parking and deck repairs being brought to the board by the Finance, Infrastructure, and Audit Committee.

**CONSENT AGENDA**

**Approval of Minutes**

On motion of Chair Stevens and a second by Vice Chair Davis, the minutes of the following meetings were approved as distributed, as well as the other following actions:

- July 31-August 1, 2019 regular meeting

Ratification of the mail ballots dated:

- June 6<sup>th</sup> – Appointment of Angela Kashuba as Dean of the Eshelman School of Pharmacy
- August 13<sup>th</sup> – Appointment of Charles Marshall as Vice Chancellor and General Counsel
- September 12<sup>th</sup> – EHRA faculty HR actions for August 2019  
(ATTACHMENTS A-D)

**CHAIR'S REMARKS**

- Chair Stevens thanked everyone for attending the meeting.
- The Chair continued and shared recent national rankings.
- Chairman Stevens then thanked Interim Chancellor Guskiewicz for his strong and stable leadership in this time of transition.
- Chairman Stevens provided an update on the Chancellor Search Committee.
- The Chair concluded his remarks by calling upon Trustee Martin.

[A copy of these remarks is in the Office of the Assistant Secretary and at bot.unc.edu.]

**STUDENT BODY PRESIDENT'S REMARKS**

- Trustee Martin shared remarks on her administration and their work so far this school year.

[A copy of these remarks is in the Office of the Assistant Secretary and at bot.unc.edu.]

**CHANCELLOR'S REMARKS**

- Interim Chancellor Guskiewicz began his remarks by thanking Chair Stevens, the board, and his administrative team for their support.
- Interim Chancellor Guskiewicz shared highlights and campus updates since the last meeting.
- Interim Chancellor Guskiewicz concluded by introducing the presentation.

[A copy of these remarks is in the Office of the Assistant Secretary and at bot.unc.edu.]

### **ENVIRONMENT, ECOLOGY, AND ENERGY PROGRAM**

Interim Chancellor Guskiewicz introduced Dr. Jaye Cable. Dr. Cable is Senior Associate Dean for Natural Sciences and Mathematics and Professor in the Department of Marine Sciences. Dr. Cable shared with the board an introduction to the Environment, Ecology, and Energy Program (E3P) that was created this year.

To conclude her presentation, she entertained questions from the board. This presentation can be found on bot.unc.edu and on file in the Office of the Assistant Secretary.

### **UNC POLICY COLLABORATORY**

Interim Chancellor Guskiewicz introduced Dr. Jeff Warren, Acting Executive Director. Dr. Warren shared an update on the UNC Policy Collaboratory and the work they have been doing over the last two years. Dr. Warren then introduced Research Assistant Kasia Grzebyk, along with student interns Brooke Bauman, Cory Cook, Cassidy Harding, Mary Claire McCarthy, Bailey McNeil, Olivia Petrocella, and Joseph Womble.

To conclude their presentation, they entertained questions from the board. This presentation can be found on bot.unc.edu and on file in the Office of the Assistant Secretary.

### **REPORT OF THE EXTERNAL RELATIONS COMMITTEE**

Vice Chair Davis presented a review of the External Relations Committee meeting. There was one action item for this committee in open session.

### **WUNC Board Appointment and Ratification**

Section 3.2 of the Operating Agreement of WUNC Public Radio, LLC requires that the Board of Trustees elect certain members of the WUNC Public Radio, LLC's Board of Directors. There is one (1) vacancy. The committee presented a motion to elect Teresa Artis Neal to the Board of Directors of WUNC Public Radio, LLC to fill the unexpired term of Kelly Hopkins pursuant to Section 3.2(b)(v) of the LLC Operating Agreement and ratify the appointments and terms as described in the attached list. Trustee Cochrane seconded, and it passed. Trustee Artis Neal recused herself from the vote.

(ATTACHMENT E)

Vice Chair Davis then shared the items presented for information:

- Communications update given by Joel Curran, Vice Chancellor for Communications
- Public Affairs update given by Clayton Somers, Vice Chancellor for Public Affairs and Secretary of the University, Amy Auth, Director of State Affairs, and Kelly Dockham, Director of Federal Affairs

A full review of the committee meeting is in the committee minutes in the Office of the Assistant Secretary.

### **REPORT OF THE FINANCE, INFRASTRUCTURE & AUDIT COMMITTEE**

Trustee Cochrane presented the report from the Finance, Infrastructure and Audit Committee. The following items were presented to the committee for action:

### **Proposed Revision to the Office of Internal Audit Charter and the Finance, Infrastructure, and Audit Committee Charter**

Dean Weber, Chief Audit Officer, reviewed and requested approval to the proposed revisions of the Internal Audit Charter and the Finance, Infrastructure, and Audit Committee Charter as follows.

- Revisions to the Office of Internal Audit Charter:
  - Recommendations provided in the department's recently completed external quality assessment review providing clarification to the Committee's authority over governance of the University's internal audit function.
  - Charter was last reviewed in May 2018.
- Revisions to the Finance, Infrastructure and Audit Committee Charter:
  - Changes to duties and responsibilities of the Committee affording alignment with recommended changes to the Office of Internal Audit Charter.
  - Language is added reflective of Committee requirements prescribed in The Code and UNC Policy Manual, Chapter 1400, *Information Technology*.
  - Charter was last reviewed in January 2016.

A motion came from committee to approve the revisions to both charters. Vice Chair Davis seconded, and it passed.

(ATTACHMENT F)

Chairman Stevens recused himself and asked Vice Chair Davis to present the next item (campus wide parking lot and deck repairs) for action:

## **Designer Selection**

### **1. Campus Wide Parking Lot and Deck Repairs**

The University's extensive parking facilities require routine maintenance, repairs, and modest improvements. This project will assess existing conditions across all ten (10) campus parking decks and all major surface parking lots; establish a budget for maintenance, repairs, and improvement; and develop an implementation strategy. Several known parking facility repairs have an immediate need; this designer will address these repairs and improvements. The project budget is \$3,700,000 and will be funded through the Transportation and Parking Trust Fund.

The project was advertised on August 12, 2019. Fourteen (14) proposals were received. Four (4) firms were interviewed on September 19, 2019. Members of the Board of Trustees did not participate in the interviews. The committee recommended the selection of three (3) firms in the following priority order:

1. Kimley-Horn Raleigh, NC
2. Walter P. Moore Charlotte, NC
3. Bennett & Pless Charlotte, NC

The firms were selected for their past performance on similar projects, the strength of their consultant team, and experience with the State Construction Office.

(ATTACHMENT G)

A motion came from committee to approve the designers in priority order. Trustee Duckett seconded, and it passed. Trustees Brown and Stevens recused themselves from the vote due to a potential conflict of interest.

### **2. Kenan Stadium – Fire Alarm Upgrades**

Upgrade of the existing fire alarm systems in the Football Center, Press Box, and Guest Box which have exceeded their operational life expectancy and for which replacement parts are no longer available. The systems in the Press Box and Guest Box are extremely limited in terms of coverage and need expansion. The scope also includes integration of the public address system and a means of broadcasting real-time messaging from the fire control room in Loudermilk. The project budget is \$1,060,000.00 and is being funded by Athletics department reserves.

The project was advertised on August 12, 2019. Fourteen (14) proposals were received. Four (4) firms were interviewed on September 12, 2019. Members of the Board of Trustees did not participate in the interviews. The committee recommended the selection of three (3) firms in the following priority order:

1. Stanford White Raleigh, NC
2. Dewberry Raleigh, NC
3. Optima Raleigh, NC

The firms were selected for their past performance on similar projects, the strength of their consultant team, and experience with campus projects.

(ATTACHMENT H)

A motion came from committee to approve the designers in priority order. Vice Chair Davis seconded, and it passed.

### **3. Relocation of Grounds Services Department**

The development of the south campus site for the Translational Research Building (TRB) will necessitate relocation of some facilities used by the Grounds Department. The project will abate and demolish two existing buildings on main campus and renovate two existing buildings at Carolina North and includes the construction of a new building for offices, meeting, storage and shop space. In addition, there is an existing fuel station at the future TRB site that will be relocated to another spot on main campus. The project budget is \$3,000,000. As this is an enabling project for the larger TRB project, the self-liquidating debt fund source is the same.

The project was advertised on July 19, 2019. Ten (10) proposals were received. Four (4) firms were interviewed on September 4, 2019. Members of the Board of Trustees did not participate in the interviews. The committee recommended the selection of three (3) firms in the following priority order:

1. Watson Tate Savory Charlotte, NC
2. DWL Architects + Planners Pittsboro, NC
3. Davis Kane Raleigh, NC

The firms were selected for their past performance on similar projects, the strength of their consultant team, and experience with campus projects.

(ATTACHMENT I)

A motion came from committee to approve the designers in priority order. Vice Chair Davis seconded, and it passed.

A copy of this presentation is in the Office of the Assistant Secretary and at bot.unc.edu.

### **Project Authorization**

1. **Carmichael Arena – Women’s Basketball Renovations Phase II**

The project will renovate spaces for the Women’s Basketball program across 7,000 square feet at Carmichael Arena. The scope includes reconfiguration of office spaces and break room, new lockers, lighting, and A/V and will result in a more effective layout and upgraded finishes.

The project budget is \$750,000 and will be funded from Athletic department reserves.

A motion came from committee to approve the authorization. Trustee Martin seconded, and it passed.

(ATTACHMENT J)

A copy of this presentation is in the Office of the Assistant Secretary and at bot.unc.edu.

### **Modifications to Horace Williams Campus Designation**

Jonathan Pruitt, Vice Chancellor for Finance and Operations, recommended for approval the modification of the Centennial Campus, Horace Williams Campus, and Millennial Campuses Financing Act. The expansion includes the following areas:

- **Campus South Hub** – Comprised of 86 acres, the South Campus Hub would leverage the University’s \$1B in annual research funds to support research, entrepreneurship, and commercialization endeavors.
- **Mid-Campus Housing District** – Comprised of 16 acres, the Horace Williams Campus designation would apply to existing on-campus housing stock in need of renovation or redevelopment.
- **Porthole Alley** – Located at the threshold between the Town of Chapel Hill and the University’s main campus, the Master Plan envisions Porthole Alley as a gateway to campus, Carolina arts, and innovation.
- **Other Strategic Parcels** – The University controls several parcels immediately adjacent to campus and scattered across Chapel Hill and parts of Orange County. By placing approximately 79 acres of these parcels within the Horace Williams Campus, the University can create flexible financing and leasing structures to meet the University’s needs to upgrade critical infrastructure and generate additional revenue.

A motion came from committee to approve the modifications. Trustee Duckett seconded and it passed.

(ATTACHMENT K)

A copy of this presentation is in the Office of the Assistant Secretary and at bot.unc.edu.

### **Preliminary Design Review/Approval**

1. **S1 Parking Deck and Central Generation Plant**

The project includes both a new parking deck intended to be built on the S-1 surface parking lot off Paul Hardin Drive and a new 12,000 GSF Emergency Power Central Generation Plant. The new multi-story parking deck will contain approximately 450 parking spaces. The Generation Plant is being funded, and will be operated, by UNC Health Care.

The budget to develop the parking deck is \$14,443,516 and will be funded through the Transportation and Parking Trust Fund as well as self-liquidating debt.

(ATTACHMENT L)

After discussion yesterday, the committee decided to move this item ahead and approved it unanimously. Approving this now will speed up the project for its necessary completion prior to the UNC Surgical Tower’s completion.

A motion came from committee to approve the design. Trustee Duckett seconded, and it passed.

Trustee Cochrane continued and shared the items for information only:

- Preliminary design review given by Evan Yassky, University Architect
- Development report given by David Routh, Vice Chancellor for University Development

A full review of the committee meeting is in the committee minutes in the Office of the Assistant Secretary.

#### **REPORT OF THE UNIVERSITY AFFAIRS COMMITTEE**

Trustee Duckett presented the report from the University Affairs Committee. There was one action item for this committee in open session.

#### **Centers and Institutes Update**

Authorization to establish a new center or institute is given by the Board of Trustees. Provost Blouin shared for approval a request to establish the Blood Research Center.

(ATTACHMENT M)

A motion came from committee to approve the Blood Research Center. Trustee Cochrane seconded, and it passed.

Trustee Duckett then shared the items presented for information:

- Provost update, given by Bob Blouin, Executive Vice Chancellor and Provost
- GPSF update given by Chastan Swain, President
- Employee Forum update given by Shayna Hill, Chair
- Faculty update given by Lloyd Kramer, Interim Chair of the Faculty

A full review of the committee meeting is in the committee minutes in the Office of the Assistant Secretary.

#### **MOTION TO CONVENE IN CLOSED SESSION**

On motion of Secretary Artis Neal, and seconded by Trustee Cochrane, the Board voted to convene in closed session pursuant to North Carolina General Statutes Section 143-318.11 (a) (1) (to prevent the disclosure of privileged information under Section 126-22 and the following); and also pursuant to Section 143-318.11 (a) (2), (3), (5), (6), (7), and (9).

#### **RECONVENE MEETING IN OPEN SESSION**

Secretary Artis Neal made a motion to return to open session. Vice Chair Davis seconded, and it passed.

#### **OPEN SESSION**

#### **REPORT OF THE UNIVERSITY AFFAIRS COMMITTEE**

Chair Stevens referred the members to the personnel matters submitted for review. Trustee Duckett made a motion from committee to approve; Trustee Cochrane seconded, and it passed.

Chair Stevens stated that the personnel and salary actions voted on in open session had been distributed.

(ATTACHMENT N)

#### **ADJOURNMENT**

There being no further business to come before the Board, Chair Stevens called for a motion to adjourn. Trustee Cochrane made the motion; Trustee Duckett seconded, and it passed. Chair Stevens adjourned the meeting at 1:08 pm.



Clayton Somers, Assistant Secretary