

BOARD OF TRUSTEES MEETING
The University of North Carolina at Chapel Hill
January 30, 2020

The Board of Trustees met in regular session on Thursday, January 30, 2020 at The Carolina Inn, Chancellor's Ballroom. Chair Stevens convened the meeting at 8:32 a.m.

OATH OF OFFICE

Vice Chair Gene Davis introduced Judge Chris Dillon to administer the oath of office for G. Munroe Cobey. Mr. Cobey was appointed by the Board of Governors to complete the term vacated by Dwight Stone.

ROLL CALL

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

Teresa Artis Neal, Secretary	Kelly Matthews Hopkins
David L. Boliek, Jr.	Ashton B. Martin
Jefferson W. Brown	Allie Ray McCullen
G. Munroe Cobey	Ralph W. Meekins, Sr.
R. Gene Davis, Jr., Vice Chair	John P. Preyer
Charles G. Duckett (telephone)	Richard Y. Stevens, Chair

Trustee Haywood Cochrane was not in attendance. Trustee Chuck Duckett joined via telephone.

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.

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:

- November 20-21, 2019 regular meeting

Ratification of the mail ballots dated:

- December 16 – Appointment of Becci Menghini as Vice Chancellor for Human Resources and Equal Opportunity and Compliance
- January 14 – Approval of EHRA non-faculty assistant coach salaries
- January 16 – Approval of a university naming request
- January 23 – EHRA faculty salary, compensation, and tenure actions, December 2019

Additionally:

- Revised 2020 BOT meeting dates
- Revisions to BOT Procedure of Appeals
- Concurring resolution dated January 30, 2020
(ATTACHMENTS A-H)

CHAIR'S REMARKS

- Chair Stevens thanked everyone for attending the meeting
- The Chair thanked trustees for their work during yesterday's committee meetings
- Chair Stevens welcomed Munroe Cobey to the board
- Chairman Stevens then congratulated Chancellor Guskiewicz on his appointment
- Chairman Stevens announced that the Campaign for Carolina broke the \$3B mark ahead of schedule
- 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 progress.

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

CHANCELLOR'S REMARKS

- Chancellor Guskiewicz began his remarks by welcoming Trustee Cobey to his first meeting, and congratulating Becci Menghini on her permanent appointment as Vice Chancellor for Human Resources and Equal Opportunity Compliance
- Chancellor Guskiewicz shared his vision for his chancellorship
- 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.]

SHUFORD ENTREPRENEURSHIP PROGRAM

Chancellor Guskiewicz introduced Bernard Bell. Mr. Bell is Executive Director for the Shuford Entrepreneurship Program. Mr. Bell shared background information on the program and the progress it has made since its inception. Mr. Piven also brought three students to share their experiences in the program: Cameron Ulmer, Cameron Osiecki, and Skye Page.

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.

CAROLINA NEXT: INNOVATIONS FOR PUBLIC GOOD

Chancellor Guskiewicz and Bob Blouin, Executive Vice Chancellor and Provost presented the final recommendation for the new strategic plan, *Carolina Next: Innovations for Public Good*. The Chancellor and Provost reviewed the plan and entertained questions from the board.

To conclude their presentation, they asked for a motion to endorse the plan. Vice Chair Davis made a motion to endorse the strategic plan. Trustee Hopkins seconded, and it passed unanimously.

This presentation can be found on bot.unc.edu and on file in the Office of the Assistant Secretary.

(ATTACHMENT I)

REPORT OF THE EXTERNAL RELATIONS COMMITTEE

Vice Chair Davis presented a review of the External Relations Committee meeting. There no items for action in open session. 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 Preyer presented the report from the Finance, Infrastructure and Audit Committee. The following items were presented to the committee for action:

Election of Member to the Board of Trustees of The Endowment Fund and Election of Director to the Board of Directors of the University of North Carolina at Chapel Hill Foundation Inc.

North Carolina General Statute §116-36 and Board of Governors' regulations require that the Board of Trustees elect the membership of the Endowment Fund Board of Trustees. There is one (1) vacancy which must be a BOT officer or a BOT committee officer.

In addition, The University of North Carolina at Chapel Hill Foundation, Inc.'s bylaws require that the Board of Trustees elect from its the membership two directors to the Foundation. There is currently one (1) vacancy.

(ATTACHMENT J)

A motion came from committee to approve the elections of John Preyer to the Endowment Fund and Teresa Artis Neal to the Foundation Board. Trustee Martin seconded, and they passed.

Withdrawal from Quasi-Endowment

In 2015, the Kenan-Flagler School of Business requested creation of a quasi-endowment fund in the amount of \$247,620.20 with funds provided to it by a donor with the intent of taking advantage of long-term endowment rates of returns as the funds were expended over time. The purpose of these funds are to fund MBA Fellowship Awards each year through use of the payout and a withdrawal, if necessary, from the principal. The School wishes to withdraw \$60,000 from principal to support FY20 and FY21 awards, consistent with donor instructions.

The remaining market value of the fund is approximately \$161,324.78.

The Board of Trustees of the Endowment Fund approved this withdrawal by mail ballot dated November 12, 2019 with the support of the Chancellor and Vice Chancellor for Finance and Operations. Regulations adopted by the Board of Governors require that the Trustees approve any transfer of Endowment principal or income to the useful possession of the institution.

A motion came from committee to approval the withdrawal. Trustee Martin seconded, and it passed.

(ATTACHMENT K)

Designer Selection

1. Avery Residence Hall Renovations

This project will provide replacement of all windows, building envelope repairs, a new centralized HVAC system, accessibility improvements, including a new elevator, finishes upgrades to all residence rooms, and office and support space renovations.

The project budget is \$1,300,000 for the design phase only and will be funded from Housing Trust funds. The project was advertised on November 25, 2019. Thirteen (13) proposals were received. Five (5) firms were interviewed on January 9, 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. Jenkins-Peer Architects + KWK Architects Charlotte, NC
2. Clark Nexsen Raleigh, NC
3. Hanbury 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 L)

2. Carmichael Arena – Women’s Basketball Phase III

This project will install a demising wall separating the Women’s Basketball/Volleyball Practice Gym from the remainder of Woollen Gym. The scope of work will provide necessary, basic components to the Practice Gym area to achieve full functionality as a varsity practice area (game clocks, scoreboard, lighting, shot clocks, etc.). The project will also provide a new HVAC system to serve the entire facility.

The project budget is \$400,000 for the design phase only and is being funded by Athletic department reserves. The project was advertised on December 16, 2019. Six (6) proposals were received. Three (3) firms were interviewed on January 22, 2020. 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. Gensler Raleigh, NC
2. Hanbury Raleigh, NC
3. DLR Group Charlotte, NC

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

(ATTACHMENT M)

A motion came from committee to approve all the designers in priority order. Trustee Martin seconded, and it passed.

Trustee Preyer continued and shared the items for information only:

- Internal Audit Report given by Dean Weber, Chief Audit Officer (ATTACHMENT N)
- Development report given by David Routh, Vice Chancellor for University Development
- Semi Annual Lease Report given by Gordon Merklein, Associate Vice Chancellor for University Real Estate Operations (ATTACHMENT O)
- Semi Annual Capital Report given by Anna Wu, Associate Vice Chancellor for Facilities Services (ATTACHMENT P)
- Year-end Financial Summary and Review of CAFR given by Jonathan Pruitt, Vice Chancellor for Finance and Operations

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

Secretary Artis Neal presented the report from the University Affairs Committee. There were two action items for this committee in open session.

Centers and Institutes Update

The UNC System's *Regulations on Planning, Establishing, and Reviewing Centers and Institutes in the University of North Carolina* (UNC Policy Manual section 400.5[R]) and UNC-CH *Policies and Procedures Governing Centers and Institutes* require Board of Trustees approval for the establishment of new centers and institutes. Provost Blouin requested that the Board of Trustees provide approval to establish the following three centers:

- Asian American Center (AAC)
- Center for Information Impact (CII)
- UNC Law Institute for Innovation (LII)

A motion came from committee to approve the establishment of the three centers. Vice Chair Davis seconded, and it passed. The trustees did not approve the name change proposed for the UNC Law Institute per Martin Brinkley's, Dean of the Law School, request.

(ATTACHMENT Q)

Updates to the BOT Tenure Policy

These updates are required to conform the Tenure Policy to Board of Governors policies in the UNC Policy Manual and Code. Substantive changes are as follows:

- Clarifies the Chancellor's ability to place a faculty member on administrative leave or reassign the faculty member to other duties following notice of intended suspension, demotion, or discharge
- Clarifies issues related to delivery and receipt of notices
- Makes clear that the decision to impose serious discipline (suspension, demotion, or discharge) on a faculty member lies with the Chancellor and terminates the University's obligation to pay a faculty member following the Chancellor's discharge decision
- Eliminates references to BOG appeals
- Updates section on BOT appeals to specify permissible bases for appeal and standards of review

(ATTACHMENT R)

A motion came from committee to approve the policy revisions. Vice Chair Davis seconded, and they passed.

Secretary Artis Neal then shared the items presented for information:

- GPSF update given by Chastan Swain, President
- Employee Forum update given by Shayna Hill, Chair
- Faculty update given by Lloyd Kramer, Interim Chair

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 Vice Chair Davis, 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

Vice Chair Davis made a motion to return to open session. Trustee Hopkins seconded, and it passed.

OPEN SESSION

REPORT OF THE UNIVERSITY AFFAIRS COMMITTEE

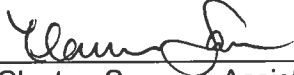
Chair Stevens referred the members to the personnel matters submitted for review. Secretary Artis Neal made a motion from committee to approve the actions. Vice Chair Davis seconded, and it passed.

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

(ATTACHMENT S)

ADJOURNMENT

There being no further business to come before the Board, Chair Stevens called for a motion to adjourn. Vice Chair Davis made the motion; Trustee Cobey seconded, and it passed. Chair Stevens adjourned the meeting at 11:57 am.



Clayton Somers, Assistant Secretary