

**BOARD OF TRUSTEES MEETING**  
**The University of North Carolina at Chapel Hill**  
**September 24, 2020**

The Board of Trustees met in regular session on Thursday, September 24, 2020 in the Chancellor's Ballroom at the Carolina Inn, and via zoom teleconference. Chair Stevens convened the meeting at 10:05 a.m.

**WELCOME**

Chair Stevens shared a few logistics to begin the meeting. He also indicated that due to recent amendments to the North Carolina General Statutes concerning virtual meetings by public bodies, all votes will be by roll call. Additionally, all chats, instant messages, texts, and other communications between members of the board regarding the transaction of the public business during the remote meeting are deemed a public record.

**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.	Allie Ray McCullen (phone)
Jefferson W. Brown	Ralph W. Meekins, Sr.
G. Munroe Cobey	E. Reeves Moseley
Haywood D. Cochrane, Jr. (phone)	John P. Preyer
R. Gene Davis, Jr., Vice Chair	Richard Y. Stevens, Chair
Charles G. Duckett	

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.

Chair Stevens and Trustee Brown both indicated a potential conflict of interest with the designer selection item for Carrington Hall. They will recuse themselves from the discussion and vote.

**CONSENT AGENDA**

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

- July 16, 2020 regular meeting
- July 29, 2020 special meeting

(ATTACHMENTS A-B)

**BOARD OF TRUSTEE CHAIR'S REMARKS**

- Chair Stevens thanked everyone for joining the meeting today.
- Chair Stevens welcomed Board of Governors liaison David Powers to the meeting.
- The Chair also thanked every member of the campus community for their hard work during this difficult time.
- Chair Stevens recognized that as a board they understand the stress recent events have had on the campus community.
- The Chair thanked the Chancellor and his team for their continued efforts in this difficult time.
- Chair Stevens remarked about the announcement of the installation of Chancellor Guskiewicz as the university's 12<sup>th</sup> chancellor on October 11.
- The Chair shared the news that Steve Farmer will depart at the end of the semester for a new role at the University of Virginia.
- The Chair thanked the staff for their efforts to make the meeting happen.
- The Chair concluded his remarks by calling upon Trustee Moseley for his remarks.

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

**STUDENT BODY PRESIDENT'S REMARKS**

- Trustee Moseley shared remarks on his administration's progress so far.
- Trustee Moseley thanked Chancellor Guskiewicz for asking him to serve as co-chair for the Campus and Community Advisory Committee.

- Trustee Moseley shared updates from the Graduate and Professional Student Federation.  
[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 echoing Chair Stevens' remarks about Steve Farmer's departure.
- The Chancellor indicated that Rachelle Feldman will serve as interim vice provost for enrollment and undergraduate admissions until a replacement is found.
- Chancellor Guskiewicz thanked the Carolina community for their hard work during this difficult time.
- Chancellor Guskiewicz also shared his excitement about the installation ceremony taking place next month.
- The Chancellor then provided updates on the Spring semester, the budget, and the ways Carolina continues to provide educational experiences during the semester.
- To conclude, Chancellor Guskiewicz welcome Vice Chancellor for Student Affairs Amy Johnson to her first meeting.

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

#### **FINANCE, INFRASTRUCTURE & AUDIT ITEMS**

Chair Stevens then asked Committee Chair Haywood Cochrane to present the items for Finance, Infrastructure, and Audit.

Trustee Cochrane asked Nathan Knuffman, Interim Vice Chancellor for Finance and Operations to present the following items to the committee for action:

#### **Annual Review & Approval of the Office of Internal Audit Charter and Finance, Infrastructure, and Audit Committee Charter**

Dean Weber, Chief Audit Officer shared two charters for action. The University of North Carolina at Chapel Hill maintains a comprehensive and effective internal audit program adhering to the International Standards for the Professional Practice of Internal Auditing of the Institute of Internal Auditors. The University's Office of Internal Audit (Office) helps the University accomplish its objectives by bringing a systematic, disciplined approach to evaluate and improve the effectiveness of risk management, control, and governance processes. The Office is guided by a philosophy of adding value to improve the operations of the University, ultimately upholding student success.

The Office is governed from oversight of the Finance Infrastructure and Audit Committee of the University's Board of Trustees (Board). Office responsibilities are defined by the Board as part of its oversight role. Two charters exist supporting operations of the internal audit function at Carolina. These comprise the (1) Office of Internal Audit Charter and the (2) Finance, Infrastructure and Audit Committee Charter. Both documents require periodic review and approval evidencing an understanding and support of the governance and operating environment of the internal audit function.

(ATTACHMENT C)

Chair Stevens recused himself due to a potential conflict of interest and asked Vice Chair Davis to take over the meeting. Trustee Brown also recused himself.

#### **Designer Selection – Carrington Hall**

This project scope of work includes design of a comprehensive renovation to Carrington Hall, home to the School of Nursing. Carrington Hall is a 78,000 GSF building completed in 1969, with a 69,500 GSF addition completed in 2005.

The primary goals of the project are twofold; address a significant accumulation of deferred maintenance and provide programmatic upgrades to support the aspiration of a nationally renowned leading School of Nursing.

The project budget is \$45,000,000 and will be funded through State Capital and Infrastructure Fund Project Code UNC/CH20-2 with \$2,500,000 available 2020-2021 FY per Senate Bill 212.

The project was advertised on July 20, 2020. Twenty-five (25) proposals were received. Six (6) firms were interviewed on September 2, 2020. One member of the Board of Trustees participated in the interviews. The committee recommended the selection of the three firms in the following priority order:

1. Little Diversified Architectural Consulting, Inc                      Durham, NC  
(in association with Ayers Saint Gross, Inc)

- |    |   |                 |
|----|---|-----------------|
| 2. | Lord Aeck Sargent   | Chapel Hill, NC |
| 3. | Perkins Eastman Architects DPC/<br>(in association with Nelson Architecture, Inc) | Charlotte, NC   |

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

Vice Chair Davis turned the meeting back over to Chair Stevens.

Chair Stevens indicated that the construction manager at risk item was tabled and will be considered at another meeting. Attachment E will be removed from the agenda.

**Property Acquisition by Lease**

1. **Carolina Institute for Developmental Disabilities**

This request is to renew approximately 18,000 square feet of office space owned by Cedar Plank, LLC at 101 Renee Lynne Court in Carrboro, NC. This space has been occupied by the Carolina Institute for Developmental Disabilities since 2011 and will continue to serve as their primary office. The proposed lease renewal will extend the lease for another five (5) years beyond its expiration on September 30, 2020 and includes a right to renew for an additional five (5) years. The negotiated renewal decreases the rent rate from the current rate of \$29.68/sq ft modified gross to a new rate of \$26.00/sq ft full service. The new terms save the University approximately \$95,000 a year in the first year. The total annual rent rate in Year 1 will be \$463,424 and will increase 1% a year for each of the five years of the lease and into the renewal term. The lease is funded by the School of Medicine.

(ATTACHMENT F)

2. **TEACCH Autism Program and Carolina Institute for Developmental Disabilities**

This request is to approve the redrafting of a lease for approximately 17,000 square feet of office space owned by Cedar Plank, LLC at 100 Renee Lynne Court in Carrboro, NC. This space has been shared by the TEACCH Autism Program and Carolina Institute for Developmental Disabilities since 2012 and the current lease expires June 30, 2022. The proposed transaction will terminate the existing lease and enter into a new agreement that will expire September 30, 2025. The restructured agreement will reduce costs against current expenditures in the first two years by a total of approximately \$100,000 and will reduce costs in years 3 to 5 by approximately \$95,000 a year. The new lease includes a right to renew for an additional five (5) years. The total annual rent rate in Year 1 will be \$476,312. The lease is funded by the School of Medicine.

(ATTACHMENT G)

Interim Vice Chancellor Knuffman continued with items for information only:

**Development Report**

David Routh, Vice Chancellor for University Development shared an update on fundraising

**Updated Changes to the Ordinance Regulating Transportation and Parking**

Interim Vice Chancellor Knuffman shared updates to the ordinance. The Board of Trustees approved the ordinance changes at the July meeting. No formal action is requested at this time.

1. **Emergency Declaration / Chancellor Authority Addendum:**

In July 2020, the Board of Trustees approved Vice Chancellor Jonathan Pruitt's request to allow changes to campus parking regulations supporting the Fall 2020 Roadmap, based on the Chancellor's Emergency Authority with a planned September Ordinance update.

Ordinance Reference: Sec. 1-2. North Carolina Motor Vehicle Laws; Regulating; Delegation of Authority

2. **Ordinance Effective Date:**

The permit year traditionally begins August 15. Ordinance effective date altered to August 1 for fall 2020 to support an academic year start date of August 10.

Ordinance Reference:

- Cover Page
- Article IX. Repeals. Sec. 9-1.

3. **Reduced Pricing Structure for Teleworking Employees and Commuter Students:**

A reduced price for parking permits was developed to recognize hybrid/teleworking schedules and reduced on-campus presence.

Ordinance Reference: Article III. Parking. Sec. 3-4. Parking Fees

4. **Weeknight Parking Hours:**

Weeknight parking hours typically begin at 5 p.m. and were moved to 4 p.m. to accommodate students and employees requiring earlier access due to class and lab schedule changes.

Ordinance Reference:

- Article I. General Provisions. Sec. 1-1. Definitions.
- Article III. Parking. Sec. 3-21. Weeknight Parking

**Finance Update**

Interim Vice Chancellor Knuffman shared an update on the University's financials.

**HR Update**

Becci Menghini, Vice Chancellor for Human Resources and Equal Opportunity Compliance presented an update on human resources.

**Approvals**

Trustee Cochrane presented four items for approval. Due to potential conflicts of interest, the designer selection item will be considered separately, and the other three items will be considered together.

Chair Stevens called for a motion to approve the following items:

- Internal Audit and Finance, Infrastructure, and Audit Committee Charters (Attachment C)
- Property acquisition items for the Carolina Institute for Developmental Disabilities and TEACCH Autism Program and Carolina Institute for Developmental Disabilities (Attachments F-G)

Trustee Cochrane made the motion to approve the items. Trustee Cobey seconded the motion and Secretary Artis Neal called the vote by roll call. The motion passed unanimously.

Chair Stevens turned the meeting over to Vice Chair Davis. Vice Chair Davis called for a motion to approve the designer selection item for Carrington Hall. Trustee Cochrane made a motion to approve. Trustee Cobey seconded, and Secretary Artis Neal called the vote by roll call. Chair Stevens and Trustee Brown recused themselves from the vote. The motion passed unanimously.

**UNIVERSITY AFFAIRS ITEMS**

Chair Stevens introduced Committee Chair Chuck Duckett to preside over the University Affairs items.

**Vice Chancellor for Student Affairs Introduction**

Amy Johnson, Vice Chancellor for Student Affairs introduced herself to the committee. Dr. Johnson began in August. Additionally, Dr. Johnson shared an update from Student Affairs.

**Graduate and Professional Student Federation Update**

Ryan Collins, President, shared information on the status of his administration's priorities for the year.

**Faculty Update**

Dr. Mimi Chapman, Chair of the Faculty, provided a faculty update to the board.

**Employee Forum Update**

Shayna Hill, Chair of the Employee Forum provided an update from the Employee Forum.

Trustee Duckett called up Ron Strauss, Executive Vice Provost to present an item for action.

**Task Force on Promotion and Tenure Report**

Dr. Strauss and Anne Fox, Associate University Counsel, presented the Task Force on Promotion and Tenure's report and recommendations for approval.

During the spring of 2019, the Office of the Provost convened the UNC-Chapel Hill Task Force on Promotion and Tenure Policies and Practices. This Task Force was a large and representative group of faculty and staff involved in the promotion and tenure process in their schools, the Equal Opportunity and Compliance Office, the Academic Personnel Office, and the Office of University Counsel.

Provost Blouin charged the Task Force to investigate and make recommendations on current

promotion and tenure policies and practices across campus. The Task Force did so and included 49 recommendation in its Final Report (attached).

The Task Force met 11 times between February 7, 2019 and August 26, 2019. After meeting with Provost Bob Blouin, an Implementation Team was formed and it has conducted rounds of meetings to review the recommendations and develop a consensus on the process.

In order to move forward now, we request that the Board of Trustees act to remove the "Eighteen Month Rule" from Section 2.c.4 of the Trustee Policies and Regulations Governing Academic Tenure. Additionally, we wanted to keep the Trustees aware of the recommendations, which we believe will make UNC-Chapel Hill more competitive and nimble in attracting, recognizing and retaining faculty talent.

(ATTACHMENT I)

Trustee Hopkins made a motion to approve the task force's recommendations. Trustee Cochrane seconded and Secretary Artis Neal called the vote by roll call. The motion passed unanimously.

#### **EXTERNAL RELATIONS ITEMS**

Chair Stevens asked Vice Chair Davis to preside over the external relations items.

#### **Public Affairs Update**

Clayton Somers, Vice Chancellor for Public Affairs and Secretary of the University presented an update on the NC General Assembly and US Congress.

#### **Communications Update**

Joel Curran, Vice Chancellor for Communications presented an update from his department.

#### **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). Secretary Artis Neal called the vote by roll call. The motion passed unanimously by roll call vote.

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

Trustee Cochrane made a motion to return to open session. Trustee Meekins seconded, and Secretary Artis Neal called the vote by roll call. The motion passed unanimously.

#### **OPEN SESSION**

#### **REPORT OF THE UNIVERSITY AFFAIRS ITEMS**

Chair Stevens referred the members to the personnel matters submitted for review. Trustee Duckett made a motion to approve two actions. Trustee Cochrane seconded, and Secretary Artis Neal called the vote by roll call. The motion passed unanimously. Vice Chair Davis and Trustee Brown were absent.

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

(ATTACHMENTS J-K)

#### **ADJOURNMENT**

There being no further business to come before the Board, Chair Stevens called for a motion to adjourn. Trustee Preyer made the motion; Trustee Cobey seconded, and Secretary Artis Neal called the vote by roll call. The motion passed unanimously by roll call vote. Vice Chair Davis and Trustee Brown were absent. Chair Stevens adjourned the meeting at 2:27 pm.



Clayton Somers, Assistant Secretary