

BOARD OF TRUSTEES MEETING
The University of North Carolina at Chapel Hill
May 20, 2021

The Board of Trustees met in regular session on Thursday, May 20, 2021 via zoom teleconference hosted in Hill Ballroom, Carolina Inn. Chair Stevens convened the meeting at 9:00 a.m.

OATH OF OFFICE

Former Chief Justice Cheri Beasley presented the oath of office to new Student Body President Lamar Richards.

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
Jefferson W. Brown	Ralph W. Meekins, Sr.
G. Munroe Cobey	John P. Preyer
R. Gene Davis, Jr., Vice Chair	Lamar G. Richards
Charles G. Duckett	Richard Y. Stevens, Chair

Trustee Haywood Cochrane was not in attendance. All members were present in-person and votes were handled according to open meetings law.

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 indicated that he had a potential conflict of interest with the designer selection items presented by the Finance, Infrastructure, and Audit Committee.

CONSENT AGENDA

The following items were presented for approval on the consent agenda:

- The minutes of the March 24-25, 2021 regular meeting
- The minutes of the April 5, 2021 emergency meeting
(ATTACHMENTS A-B)

Trustee Boliek made a motion to approve the consent agenda. Trustee Preyer seconded, and the motion passed unanimously.

BOARD OF TRUSTEE CHAIR'S REMARKS

- Chair Stevens thanked everyone for joining the meeting today.
- The Chair welcomed Lamar to his first meeting as student body president.
- Chair Stevens reflected on the challenging academic year and recent Commencement ceremony.

- The Chair acknowledged this year's honorary degree recipients:
 - Anne Cates
 - W. Lowry Caudill
 - Kizzmekia S. Corbett
 - Donald Williams Curtis
 - Anthony S. Fauci
 - Bernadette Gray-Little
 - Carla Hayden
 - William Edward Leuchtenburg
 - And we honored Isaac Beverly Lake, Jr. in memoriam
- Chair Stevens reflected on his service on the board and thanked the Chancellor for leading the university.
- The Chair thanked the members of the board for their service and the staff for their efforts to make the meeting happen.
- Chair Stevens concluded his remarks by calling upon Trustee Richards 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 Richards thanked former Chief Justice Beasley for giving him the oath of office.
- Trustee Richards shared his vision, plans and goals for his administration for the upcoming year.

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

Chair Stevens called upon Secretary Artis Neal to read resolutions of appreciation for the departing members of the board.

**RESOLUTION OF APPRECIATION
JEFFERSON W. BROWN
THE UNIVERSITY OF NORTH CAROLINA AT CHAPEL HILL
BOARD OF TRUSTEES**

WHEREAS, Jefferson W. Brown has served as a member of the University of North Carolina at Chapel Hill Board of Trustees for eight years; and

WHEREAS, Mr. Brown was a thoughtful and valued voice in Board discussions as a member of the Finance, Infrastructure, and Audit Committee, the Strategic Framework Committee, and the search committees for the Dean of the Law School and Vice Chancellor and General Counsel; and

WHEREAS, Mr. Brown served as Chair of the Personnel Committee for six years, assisting Board Chairs, Chancellors and the Board with sensitive personnel matters often requiring innovative approaches with key stakeholders; and

WHEREAS, Mr. Brown advocated for a renewed focus on civil discourse as a member of the Advisory Board of the Program for Public Discourse and through his focus on institutional policies and the implementation of the University's strategic plan, *Carolina Next: Innovations for Public Good*; and

WHEREAS, Mr. Brown has provided valued counsel, often behind the scenes, on a range of efforts, committees and other working groups throughout his service as a member of the Board.

NOW, THEREFORE, LET IT BE RESOLVED that members of the Board of Trustees of the University of North Carolina at Chapel Hill deeply thank Jefferson Brown and express their great appreciation for his leadership and devoted service to this Board, the University, and the State of North Carolina.

**RESOLUTION OF APPRECIATION
G. MUNROE COBEY
THE UNIVERSITY OF NORTH CAROLINA AT CHAPEL HILL
BOARD OF TRUSTEES**

WHEREAS, G. Munroe Cobey has served as a member of the University of North Carolina at Chapel Hill Board of Trustees for two years; and

WHEREAS, Mr. Cobey served as an essential member of various Board committees, devoting significant time and attention to advancing the mission of the University; and

WHEREAS, Mr. Cobey served the University in a variety of capacities, including as a member of the UNC Foundation Board, the Educational Foundation Board and the Lineberger Cancer Center Board of Visitors, and as a member of the Vice Chancellor for Finance and Operations search committee; and

WHEREAS, Mr. Cobey served the University and community primarily during a time of extraordinary challenges, helping to guide the Board and University through navigating the COVID-19 pandemic.

NOW, THEREFORE, LET IT BE RESOLVED that members of the Board of Trustees of the University of North Carolina at Chapel Hill deeply thank Munroe Cobey and express their great appreciation for his leadership and devoted service to this Board, the University, and the State of North Carolina.

**RESOLUTION OF APPRECIATION
HAYWOOD D. COCHRANE JR.
THE UNIVERSITY OF NORTH CAROLINA AT CHAPEL HILL
BOARD OF TRUSTEES**

WHEREAS, Haywood D. Cochrane Jr. has served as a member of the University of North Carolina at Chapel Hill Board of Trustees for eight years; leading as Chair of the Board of Trustees from July 27, 2017 through July 8, 2019, providing counsel and leadership to the University throughout his service as a trustee; and

WHEREAS, Mr. Cochrane has helped guide the financial stewardship of the University, serving as a member of Real Estate Holdings Board, UNC Management Company and Carolina Research Ventures Board, providing counsel to the Chancellor and fellow board members on a variety of issues; and

WHEREAS, Mr. Cochrane provided exceptional counsel on all facets of the University, as chair of the Finance, Infrastructure and Audit committee, a member of the Chancellor search committee and Vice Chancellor for Medical Affairs search committee, and through his guidance on the University's strategic plan, *Carolina Next: Innovations for Public Good* and Campus Master Plan; and

WHEREAS, Mr. Cochrane demonstrated his great love for the University by devoting considerable time and attention to his service as a member of the Board, logging immeasurable hours in phone calls advocating for the University's needs.

NOW, THEREFORE, LET IT BE RESOLVED that members of the Board of Trustees of the University of North Carolina at Chapel Hill deeply thank Haywood Cochrane and express their great appreciation for his leadership and devoted service to this Board, the University, and the State of North Carolina.

**RESOLUTION OF APPRECIATION
CHARLES G. DUCKETT
THE UNIVERSITY OF NORTH CAROLINA AT CHAPEL HILL
BOARD OF TRUSTEES**

WHEREAS, Charles G. Duckett has served as a member of the University of North Carolina at Chapel Hill Board of Trustees for eight years; and

WHEREAS, Mr. Duckett helped guide the University's decision-making and investments during the next decade through his work on the University's strategic plan, *Carolina Next: Innovations for Public Good* and the Campus Master Plan; and

WHEREAS, Mr. Duckett provided service to the University in a variety of areas, including as Chair of the University Affairs Committee, as the Board's representative on the Faculty Honorary Degrees and Special Awards Committee, as members of the Educational Foundation Board, the WUNC Public Radio Board and the READDI Pandemic Research Program, among others; and

WHEREAS, Mr. Duckett as a member of the search committees for the Chancellor and the Vice Provost for Enrollment has contributed his time, efforts and insight to ensuring successful placements in key roles that will guide the future of the University; and

WHEREAS, Mr. Duckett originally proposed honoring the University's beloved and revered basketball coach, Roy Williams, by placing his name on the court in the Dean E. Smith Center.

NOW, THEREFORE, LET IT BE RESOLVED that members of the Board of Trustees of the University of North Carolina at Chapel Hill deeply thanks Charles Duckett and expresses its great appreciation for his dedication and service to this Board, the University, and the State of North Carolina.

**RESOLUTION OF APPRECIATION
RICHARD Y. STEVENS
THE UNIVERSITY OF NORTH CAROLINA AT CHAPEL HILL
BOARD OF TRUSTEES**

WHEREAS, Richard Y. Stevens returned to serve as a member of the University of North Carolina at Chapel Hill Board of Trustees for four years, in addition to his previous eight years of service as a member and Chair of the Board; and

WHEREAS, Mr. Stevens has led the Board of Trustees as Chair from July 8, 2019 through May 20, 2021, providing steady leadership and thoughtful management to the University throughout his service as a trustee; and

WHEREAS, Mr. Stevens has guided the financial stewardship of the University, serving as chair of the Endowment Fund, the UNC Foundation Board and the Real Estate Holdings Board, and as a member of the Investment Fund Board and UNC Management Company, providing counsel to the Chancellor and fellow board members on a variety of issues; and

WHEREAS, Mr. Stevens provided exceptional counsel on all facets of the University, including on the adoption of the University's strategic plan, *Carolina Next: Innovations for Public Good*; and

WHEREAS, Mr. Stevens served as Chair of the Chancellor search committee during a critical time for the University, leading an effort that resulted in unanimous confirmation of a new Chancellor and his installation on University Day 2020; and

WHEREAS, Mr. Stevens as chair guided the Trustees and the University through the one of the most significant challenges in recent memory, the COVID-19 pandemic; leading with great humility, composure and unyielding dedication to the mission of the University.

NOW, THEREFORE, LET IT BE RESOLVED that members of the Board of Trustees of the University of North Carolina at Chapel Hill deeply thank Richard Stevens and express their great appreciation for his vision, leadership and devoted service to this Board, the University, and the State of North Carolina.

Secretary Artis Neal made a motion to adopt the six resolutions. Vice Chair Davis seconded, and it passed unanimously.

CHANCELLOR'S REMARKS

- Chancellor Guskiewicz began his remarks by thanking all the outgoing board members for their time and service to the university.
- Chancellor Guskiewicz also welcomed Lamar to his first meeting.
- The Chancellor reflected on Commencement weekend and recognizing the Class of 2021.
- The Chancellor then shared numerous updates from across campus.
- To conclude, Chancellor Guskiewicz introduced the presentations.

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

HEAD COACHES VISIT

Chancellor Guskiewicz introduced Athletic Director Bubba Cunningham. Mr. Cunningham shared remarks about two head coaches: Karen Shelton and Hubert Davis. The head coaches spoke briefly and answered questions from the board.

FACULTY SPOTLIGHT

Chancellor Kevin Guskiewicz introduced Dr. Ralph Baric, William R. Kenan Jr. Distinguished Professor, Department of Epidemiology and Professor in the Department of Microbiology and Immunology. Dr. Baric shared his research and findings with the board, specifically around COVID-19. Following his presentation, Dr. Baric answered questions from the committee.

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

REPORT OF THE EXTERNAL RELATIONS COMMITTEE

Vice Chair Davis presented a review of the External Relations Committee meeting. There were 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

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 full board for action.

Ordinance Regulating Traffic and Parking – Effective Aug. 15, 2021

Nate Knuffman, Vice Chancellor for Finance and Operations & CFO proposed revisions to the Ordinance Regulating Traffic and Parking to be effective August 15, 2021.

(ATTACHMENT C)

Internal Audit Work Plan FY 2022

Dean Weber, Chief Audit Officer, presented for review and approval the Office of Internal Audit's Risk Assessment and Fiscal Year 2022 Internal Audit Work Plan for UNC at Chapel Hill. Additionally, he requested approval for a budget and staffing level to execute the plan.

(ATTACHMENT D)

Annual Audit Certification Letter FY 2021

Dean Weber, Chief Audit Officer, presented the certification letter for approval and signature. This letter satisfies a UNC Board of Governors requirement for the Finance, Infrastructure, and Audit Committee to certify in writing that UNC's internal audit function complies with a defined set of standards regarding communications and meetings, reporting, compliance and organizational structure of the internal audit function.

(ATTACHMENT E)

Spending Authority

Nate Knuffman, Vice Chancellor for Finance and Operations presented the following spending authority actions:

- **Kenan Football Center Renovations Advance Planning**
This scope of this project is to renovate the Frank H. Kenan Football Center, which houses the operational needs of the Carolina Football Program including locker rooms, weight room, training room, equipment room, players' lounge, study areas, coaches' offices, and player meeting rooms.

The project budget for advance planning is \$500,000 and will be funded from gifts raised by the Educational Foundation.

(ATTACHMENT F)

- **Cone-Kenfield Tennis Center Renovations Advance Planning**
This scope of this project is to reconstruct twelve (12) existing outdoor courts in poor condition along with associated lighting, add spectator seating and a new building that will house locker rooms, staff offices, player's lounge, and hospitality spaces.

The project budget for advance planning is \$500,000 and will be funded from gifts raised by the Educational Foundation. The project budget is \$590,000 and will be funded from gifts.

(ATTACHMENT G)

- Finley Golf Course Varsity Training Facility and Team Building Advance Planning
This first part of the project scope is to rework the existing 18-hole course, creating two new holes on the western edge of the course so as to create space for a new team range/short course within the existing footprint (at the existing holes 10 and 11). The second part is to construct the team range/short course with a new team building at its western end.

The project budget for advance planning is \$500,000 and will be funded from gifts raised by the Educational Foundation. The project budget is \$590,000 and will be funded from gifts.

(ATTACHMENT H)

Approval of Associated Entity Status

Nate Knuffman, Vice Chancellor for Finance and Operations & CFO presented the recommendation to recognize the General Alumni Association and Kenan-Flagler Business School Fund Real Estate Fund, V, L.P. as Associated Entities of the University of North Carolina at Chapel Hill under UNC Policy Manual 600.2.5[R].

(ATTACHMENT I)

Trustee Preyer made a motion to approve the finance items above. Trustee Boliek seconded, and the motion passed unanimously.

Chair Stevens turned the meeting over to Vice Chair Davis for the next action.

Designer Selection

- Marsico Hall 9.4T MRI
This project will renovate the UNC Biomedical Research Imaging Center (BRIC) Small Animal Imaging Facility to house a new 9.4T MRI and the associated control and equipment rooms. As part of this renovation, the project will renovate an underutilized server room to house existing small animal imaging procedural spaces displaced by the new 9.4T MRI. The renovation includes the associated construction, design and soft costs for enabling projects as required. A recently awarded NIH grant will fund the MRI equipment separately from this funding request.

The budget for advance planning is \$300,000 and will be funded from School of Medicine clinical receipts. The project was advertised on April 7, 2021. Six (6) proposals were received. Three (3) firms were interviewed on May 10, 2021. No members of the Board of Trustees participated in the interviews. The committee recommended the selection of the three firms in the following priority order:

1. RND Architects Durham, NC
2. 310 Architecture Raleigh, NC
3. IHR Architecture Durham, NC

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

(ATTACHMENT J)

- Energy Management Control Systems

This project will replace obsolete Building Automation Systems (BAS) also known as Energy Management Controls Systems (EMCS) on the campus that were installed starting in the 1980s. Obsolete building BAS controllers and their Tridium R2 building gateways will be replaced under this project. Under this scope of work approximately 39 buildings with about 160 Air Handling Units will be involved.

The project budget is \$3,250,000 and will be funded from University trust funds. The project was advertised on April 1, 2021. Four (4) proposals were received. Three (3) firms were interviewed on May 11, 2021. No members of the Board of Trustees participated in the interviews. The committee recommended the selection of the three firms in the following priority order:

1. Facilities Dynamics Engineering Greensboro, NC
2. Dewberry Engineers Raleigh, NC
3. Newcomb & Boyd Durham, NC

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

(ATTACHMENT K)

Vice Chair Davis called for a motion to approve the designer selection items in priority order. Trustee Preyer made a motion to approve. Trustee Boliek seconded, and the motion passed unanimously. Chair Stevens recused himself from the discussion and vote.

Vice Chair Davis handed the meeting back to Chair Stevens.

The following items were presented to the committee for information:

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

Trustee Duckett presented the report from the University Affairs Committee. There were no items for action in open session. Trustee Duckett shared the items presented for information:

- Faculty update given by Mimi Chapman, Chair
- Graduate and Professional Student Government update given by Ryan Collins
- Employee Forum update given by Shayna Hill, Chair
- Admissions and Enrollment update given by Rachelle Feldman, Interim Vice Provost for Enrollment

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). The motion passed

unanimously.

RECONVENE MEETING IN OPEN SESSION

Trustee Cobey made a motion to return to open session. Trustee Boliek seconded, and the motion passed unanimously.

OPEN SESSION

REPORT OF THE UNIVERSITY AFFAIRS COMMITTEE

Trustee Duckett made a motion to approve the items. Vice Chair Davis seconded, and the motion passed unanimously. Chair Stevens stated that the personnel and salary actions voted on in open session had been distributed.

(ATTACHMENT L)

Secretary Artis Neal and Trustees McCullen and Richards were not present for the rest of the meeting.

REPORT OF THE EXTERNAL RELATIONS COMMITTEE

Vice Chair Davis presented the Board of Visitors Class of 2025 names and the slate of leadership for the coming year. Vice Chair Davis made a motion to approve. Trustee Boliek seconded, and the motion passed unanimously.

(ATTACHMENT M)

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 Preyer seconded, and the motion passed unanimously. Chair Stevens adjourned the meeting at 1:09 pm.