



OPEN SESSION

FOR ACTION

1. **Approval of January 25, 2023 Minutes**
Marty Kotis, Committee Chair
2. **Review and Approval of the Audit, Compliance, and Risk Management Committee Charter and the Office of Internal Audit Charter**
Dean Weber, Chief Audit Officer
3. **Nondiscrimination Resolution**
Marty Kotis, Committee Chair

FOR INFORMATION

1. **Report pursuant to Section 300.8.5 of the UNC Policy Manual**
Nate Knuffman, Vice Chancellor for Finance and Operations
2. **Campus Security Update**
George Battle, Vice Chancellor for Institutional Integrity and Risk Management
3. **Follow-up Briefing on FY 2022 Audit Projects**
Dean Weber, Chief Audit Officer

**UNC-CHAPEL HILL BOARD OF TRUSTEES
AUDIT, COMPLIANCE, AND RISK MANAGEMENT COMMITTEE MEETING
Open Session Minutes**

January 25, 2023

Committee Chair Marty Kotis called the meeting to order at 9:00 a.m. in the Hill Ballroom at The Carolina Inn. Assistant Secretary Chris McClure called the roll. The following committee members were present:

Vice Chair Malcolm K. Turner
John P. Preyer
Allie Ray McCullen

OPEN SESSION

The following items were presented for information:

Update on the Office of Internal Audit Activities Through the Second Quarter FY2023

Dean Weber, Chief Audit Officer, gave a presentation update on the Office of Internal Audit Activities through the second quarter FY2023. A copy of this presentation can be found in the Office of the Assistant Secretary and at bot.unc.edu.

Campus Safety Update

George Battle, Vice Chancellor for Institutional Integrity and Risk Management, Derek Kemp, Director of Emergency Management and Planning, and Bryan James, Chief of Police provided the committee with a campus safety update. Following their presentations, questions and discussion were entertained by the Board.

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

ADJOURNMENT

There being no further business to come before the committee, Committee Chair Kotis adjourned the meeting at 10:04 a.m. with no objection.

**RESOLUTION OF THE BOARD OF TRUSTEES
OF THE UNIVERSITY OF NORTH CAROLINA
CONCERNING CIVIL RIGHTS**

WHEREAS, Article I of the Constitution of the State of North Carolina provides: *“We hold it to be self-evident that all persons are created equal; that they are endowed by their Creator with certain inalienable rights; that among these are life, liberty, the enjoyment of the fruits of their own labor, and the pursuit of happiness.”*

WHEREAS, this guarantee of the right of our State’s citizens to “enjoy the fruits of their own labor” is unique to North Carolina and was enacted to protect North Carolinians’ rights to pursue their chosen profession and derive the benefits from their hard work – free from unreasonable interference from the government.

WHEREAS, the “fruits of their own labor” right applies to hiring and contracting in the State of North Carolina.

WHEREAS, the Constitution of the State of North Carolina states in Article 9, Section 9 that the benefits of The University of North Carolina and other public institutions of higher education, as far as practicable, be extended to the people of the State free of expense.

WHEREAS, the federal Civil Rights Act of 1964 prohibits discrimination on the basis of race, color, religion, sex or national origin, such that discrimination on the basis of gender and race in hiring, promoting, and firing violates the laws of the United States.

WHEREAS, the Fourteenth Amendment to the United States Constitution provides, in part, that no state can deny to any person within its jurisdiction the equal protection of the laws, and Title IX specifically prohibits discrimination based on gender.

WHEREAS, voters in the State of California passed [Proposition 209](#) in 1996, which mandates that the state cannot discriminate against or grant preferential treatment on the basis of race, sex, color, ethnicity, or national origin in the operation of public employment, public education, and public contracting. And in 2020, voters in California overwhelmingly voted down [Proposition 16](#), which would have repealed Proposition 209.

WHEREAS, Section 116-33 of the North Carolina General Statutes requires the Trustees of the University of North Carolina to promote the sound development of the University, helping it serve the State, and the Board of Trustees is responsible for oversight as advisor to the Board of Governors and Chancellor concerning the management and development of the Institution.

WHEREAS, Section 300.8.5 of the UNC Policy Manual seeks to advance diversity and to foster an inclusive environment that engages, respects, and values all members of the University community and to ensure such efforts are carried out in an effective manner. The UNC Policy Manual defines “Diversity” as the ways in which individuals vary, including, but not limited to,

backgrounds, personal characteristics, ideas, beliefs, cultures, and traditions that distinguish one individual or group from another, which may include, but are not limited to, Federal, State, University, and constituent institution protected classes.

WHEREAS, the UNC Policy Manual defines “Inclusion” as the enablement of individuals, including those from underrepresented groups, to fully and equitably have access to, and participate in, the University’s programs, services, facilities, and institutional life.

WHEREAS, the UNC Policy Manual defines “Diversity and Inclusion (D&I)” collectively as the intentional efforts undertaken to create an institutional culture and a working and learning environment that offers acceptance, support, and respect for a diversity of individuals as they pursue their academic, research, and professional ambitions and interests.

WHEREAS, the UNC Policy Manual defines “Equal Opportunity (EO)” as the right of individuals to be considered for admission to, employment by, and promotion within the Institution on the basis of merit, experience, and qualifications, without unlawful or impermissible discrimination with respect to federal, State, University, and constituent institution protected classes.

WHEREAS, the University, through its Chancellor, D&I Officer, or other Chancellor designee, is required by the UNC Policy Manual to provide a report at least annually to the Board of Trustees on D&I-related information, as identified by the President or President’s designee. The Board of Trustees may request or require additional or more frequent information to be reported related to D&I operations, programs, and activities.

WHEREAS, it is the unequivocal policy of the University of North Carolina to prohibit discrimination against businesses on the basis of race, color, national origin, or gender; to promote and encourage full and open competition; and to promote equal access to contracting opportunities among the various contractors and vendors that do business with the University.

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of the University of North Carolina, as of this the ____ day of March, 2023 that:

The University shall not discriminate against, or grant preferential treatment to, any individual or group on the basis of race, sex, color, ethnicity, or national origin in its hiring and contracting; and

This Resolution shall apply only to action taken after the Resolution's effective date; and

Nothing in this Resolution shall be interpreted to prohibit *bona fide* qualifications based on gender which are reasonably necessary to the normal operation of public employment, public education, or public contracting; and

Nothing in this Resolution shall be interpreted as invalidating any valid court order or judicial consent decree in force as of the effective date of this Resolution; and

Nothing in this Resolution shall be interpreted to prohibit action which must be taken to establish or maintain eligibility for any federal program, where ineligibility would result in a loss of federal funds to the State; and

For the purposes of this Resolution, "State" shall include the University, or any other political subdivision or governmental instrumentality of or within the University; and

The protections available for violations of this Resolution shall be the same, regardless of the injured party's race, sex, color, ethnicity, or national origin, as are otherwise available for violations of then-existing North Carolina and U.S. antidiscrimination laws; and

This Resolution shall be self-executing. If any part or parts of this Resolution are found to be in conflict with applicable State or federal law, or the Constitution of the State of North Carolina or the United States Constitution, the Resolution shall be implemented to the maximum extent permitted such that the foregoing violation(s) are avoided. Any portion(s) of this Resolution held invalid shall be severable from the remaining portions of this Resolution without affecting the validity thereof or the remainder of the Resolution as a whole.

Audit Committee Chair, Board of Trustees

Date: _____

Audit Committee Vice-Chair and
Secretary of the Board of Trustees

Date: _____

Chair, Board of Trustees

Date: _____

Vice-Chair, Board of Trustees

Date: _____

Member, Board of Trustees

Date: _____

[Add further signature blocks/titles as needed]