

MINUTES
The University of North Carolina at Greensboro
Board of Trustees
February 23, 2018

MEMBERS PRESENT: Brad Hayes (Chair), Charles Blackmon, Frances Bullock, Vanessa Carroll, Mona Edwards, Kathy Manning, Betsy Oakley, Dean Priddy, Ward Russell, Susan Safran, Holly Shields, and David Sprinkle. Trustee Betsy Oakley participated in the meeting via conference call. Trustee Ward Russell participated in person until 9:20 am, at which time he joined the conference call for the duration of the meeting.

OTHERS PRESENT: Chancellor Frank Gilliam; Provost Dana Dunn; Charles Maimone, Vice Chancellor for Business Affairs; Jerry Blakemore, General Counsel; Waiyi Tse, Chief of Staff; Kelly Harris, Assistant Secretary to the Board of Trustees, as well as other members of the administration, faculty, staff, students and public.

MEMBERS ABSENT WITH NOTICE: Elizabeth Phillips

WELCOME: Chair Brad Hayes called the meeting to order at 8:30 a.m. and read the Conflict of Interest statement. No conflicts were noted.

Roll call was read by Kelly Harris and quorum was confirmed.

CHAIR'S REMARKS:

Chair Hayes announced that for Academic Year 2018-2019, the Board would move to a three meeting per year in person schedule, with one scheduled teleconference for election of officers. The meetings will take place September 28, 2018; November 30, 2018; and April 12, 2019. In addition, a June 2019 meeting will be called for election of officers. Chair Hayes noted that per Code, system Boards of Trustees are required to meet just three times per year, that the dates were selected to avoid tightly scheduled commencement weeks, and that they were selected to be timed well with certain matters such as tuition and fees. Special meetings will be called as needed.

He also advised the Board that a request had been received from the Chair of the Board of Governors (BOG) Committee on University Governance. Based on feedback received in interactions with Board chairs, they are considering the possibility of passing certain authorities exercised by the BOG to the system's Boards of Trustees. Kelly Harris will coordinate our response.

Chair Hayes shared quotes from several Wall Street Journal articles noting threats to higher education and our university system, including decline in pay advantage for college vs. high school graduates, and student loan debt. On a positive note, UNCG has intentionally and successfully instituted initiatives tailored to student success and affordability to address these issues.

CHANCELLOR'S REMARKS:

Chancellor Gilliam began his remarks by introducing Dr. Cathy Akens, the new Vice Chancellor of Student Affairs. Dr. Akens began on January 28, 2018, having recently served as Associate Vice President for Student Affairs and Dean of Students at Florida International University. She was appointed as FIU's first Dean of Students and prior to that served as the senior student affairs officer for FIU's branch campus on Biscayne Bay. Previously, she worked in the area of housing and residence life at FIU and Bowling Green State University.

He then discussed the "Believe in the G" campaign, which concluded the evening before. Primarily an email and social media campaign, aimed at raising the participation rate among alumni to have 1000 donors within a forty-eight-hour time frame. As part of the campaign, the Chancellor participated in a video promoting the campaign. The video was shown to the Board. The campaign met its participation goal and raised more than \$ 500,000, far exceeding the previous year's total.

Chancellor Gilliam noted that the search for the new Vice Chancellor of Advancement was ongoing. Two to three more candidates will be brought in over the next few months for a campus visit and to meet with the Board and other constituents with the hope of finding the right person. He thanked Associate Vice Chancellor Kristine Davidson for serving as interim Vice Chancellor during the search.

The Chancellor discussed the impending change in leadership of the System's Board of Governors and mentioned the upcoming Feb. 27 campus visit by the newest members of the Board.

He further noted that preliminary plans were in place for a State of the University address by President Margaret Spellings at the Joint School of Nanoscience and Nanoengineering on April 18, to be hosted by UNCG, NC A&T, and potentially Winston Salem State University.

On the athletics front, Chancellor Gilliam discussed his representation of the Southern Conference at the NCAA Presidents' Forum and mentioned that the board recently voted against adding more seats to the board; doing so would have helped the non-power conference schools such as UNCG. Former Secretary of State Condoleezza Rice is leading a task force on NCAA governance covering all intercollegiate athletics, but with a particular focus on college basketball.

Chancellor Gilliam recently attended a meeting of the Alumni Association Board, discussing their agreement with the university that requires reauthorization in 2019 and how the relationship might be revised and restructured in line with the strategic plan.

He then gave an update on the Millennial districts. There have been positive conversations with some companies considering partnership that cannot yet be discussed but are promising. We are in the process of hiring a consultant to help manage this development process.

Finally, the Chancellor noted that the university's rebranding process is coming to a close. We are currently testing messaging with select focus groups and will be fine-tuning the changes in the weeks to come. Jeff Shafer will give a full presentation in the May board meeting.

APPROVAL OF MINUTES:

The Board approved the minutes of the December 7, 2017 meeting with no corrections or additions.

COMMITTEE REPORTS:

Academic Affairs Committee

Chair Dean Priddy gave a report from the Academic Affairs Committee meeting that convened on February 20, 2018. During that meeting, the Committee discussed current applications and admissions statistics. While undergraduate applications fell by 14%, admissions increased by the same percentage as a result of implementation of a targeted admissions program proving to be more efficient and cost effective for the university. The number of transfer students has remained relatively constant, but that number is expected to increase over the next few years due to programs designed for students considering transferring to UNCG. The Committee also reviewed the new UNC system 120-hour degree policy aimed at improving graduation rates and lowering tuition costs. As of fall semester 2019, baccalaureate degree programs may not require more than 120 semester credit hours for graduation without the grant of an exception by the Board of Trustees (BOT). This policy significantly impacts UNCG, given that the majority of the university's degree programs require 122 semester credit hours for completion. Exceptions granted by the BOT must be reported to the Board of Governors and to the System President by the end of calendar year 2018, and annually thereafter. Mr. Priddy further reported that the Committee enjoyed a presentation by Vice Chancellor for Research and Engagement Terri Shelton, who shared data showing significant increases in research submissions, which increased by almost \$55 million dollars (65%); awards, which are up by more than \$1.6 million dollars (5.33%); and federal awards, which increased by \$ 3.65 million or 31.32%. The committee also enjoyed presentations by Professors Rathnayake and Rueppell, who gave overviews of their respective research on solar cells and thermoelectric technologies and on behaviors and health of honey bees and broods. Lastly, Chair Priddy informed the Board that they would consider approval of recent promotion and tenure decisions during closed session at the end of the meeting.

Business Affairs Committee

Chair David Sprinkle gave the report for the February 20, 2018 Business Affairs Committee meeting. At the meeting, Vice Chancellor for Business Affairs Charles Maimone presented the financial report for fiscal years 2016 and 2017, which showed significant positive changes in finances due to increased investments and capital assets. The most significant development during that period was a change in the value of UNCG's endowment, which increased from \$ 240 million to \$ 290 million. The university's total net position increased by \$48 million.

Upon recommendation of the Committee, Chair Sprinkle then presented two action items for the Board's consideration:

BAC-2. Acceptance of Completed Projects. Mr. Sprinkle invited a motion to approve acceptance of capital improvement projects completed in fiscal years 2016 and 2017. Ward Russell made the motion and Kathy Manning seconded. The motion passed unanimously.

BAC-3 Issuance of Special Obligation Bonds. The Committee unanimously voted to recommend that the full board adopt a resolution approving the issuance of bonds for the Special Obligation Bond Project related to the last phase of financing for Spartan Village Phase 2. Mr. Sprinkle invited a motion for the full board's approval of that resolution. Ward Russell made the motion, which was seconded by Brad Hayes. The motion passed unanimously.

Lastly, Chair Sprinkle noted that UNCG is one of only two system schools with online student success rates almost identical to those of traditional on-campus learning, due in large part to strategic marketing for and implementation of support services for online coursework.

Compliance, Audit, Risk Management and Legal Committee

Chair Ward Russell gave a report from the Compliance, Audit, Risk Management and Legal (CARL) Committee meeting that convened on February 20, 2018. There were three components of his report: Audit, Risk Update, and Compliance. An internal audit of UNCG Athletics showed full compliance with agreed-upon procedures for reporting of financial data to the NCAA. Likewise, no exceptions were found in an external audit of the Alumni Association's financial statements. On the risk management front, Director of Institutional Risk Management Mark McKinney presented a semi-annual update on institutional risk management, with a focus on plans for working with our internal committee and with the campus on risk management issues. Finally, General Counsel Jerry Blakemore reviewed conflict of interest policy and procedures.

University Advancement Committee

Because Chair Betsy Oakley was unable to attend the meeting in person, Committee member David Sprinkle gave the report from the University Advancement Committee meeting that convened on February 20, 2018. Mr. Sprinkle briefly reviewed numbers from a fundraising report presented in committee. The report tracked numbers through January 31, 2018, and showed that \$ 11.58 million had been realized of the \$20 million goal for gifts and new commitments. While outright giving (cash) was behind the numbers from the previous year, that was attributable to the realization of two very large cash gifts received in 2016. Although year-end giving was slightly up, participation rates remain below the national average. The Believe in the G campaign was expected to have a positive impact on those numbers. Mr. Sprinkle reported that University Advancement was moving forward with campaign planning in conjunction with University Communications, in order to develop a framework for a new Vice Chancellor for Advancement to build upon. He further noted that the Vice Chancellor search is underway again, given that the initial search failed to yield a candidate best suited for UNCG. The current pool of candidates is more promising, and the search will continue until the right candidate is found. Chancellor Gilliam noted that candidate would possess four characteristics: campaign experience, management experience, front line fundraising experience, and cultural fit with UNCG.

Presentations

Chair Hayes then welcomed SGA President and ex officio Trustee Holly Shields to give a report on student government activities, which are organized to promote inclusion, sustainability, and wellness. Inclusion-related activities included safe zone training, weekly polling for student concerns, a diversity expo in collaboration with the library, pick up sports, and volunteerism at events such as Spartan Day of Service. Regarding sustainability, the SGA volunteered for the Wetlands Project, Project Clean Plate (aimed at raising awareness of and ameliorating waste in the student cafeteria). Finally, activities related to wellness included participation on a collegiate council for opioid misuse and in the campus Sexual Assault Response Week, a safety walk with campus police, and raising hurricane relief funds.

Chair Hayes then welcomed Dr. Nancy Nelson Hodges, Head of the Consumer, Apparel and Retail Studies Department, and students Lindsay Sharpe and Jennifer Wilson, to give a presentation on the 100th anniversary of the program, which officially began when the Department of Clothing and Textiles and Housing was established in 1917. The presenters reviewed the evolution and expansion of the program during those 100 years, noting that in 2017, it was ranked #10 and # 17 among public universities in design and merchandising, respectively.

The final presentation was on the UNCG Guarantee Program. Implemented in 2009 as a result of a \$ 6 million anonymous gift, the program provides financial assistance and support services to in-state students with the greatest need, allowing them to graduate in four years with little or no debt. Associate Director Tyshea Lewis gave an overview of the program's focus areas: academic planning and support, professional and leadership development, engagement and community building, and mentoring. Students Shavonne Parker and Taylor Harris shared their personal experiences as UNCG Guarantee recipients.

The meeting then recessed at 10:41 am for a ten-minute break.

Following the break, the meeting reconvened at 10:51 am. Chair Hayes read a motion to move into closed session:

Pursuant to the North Carolina Open Meetings Law, Section § 143 318.11(a)(2), (a)(5), and (a)(6), I move that we go into Closed Session in order to prevent the premature disclosure of an honorary degree, scholarship, prize, or similar award; to discuss the amount of compensation and other material terms of an employment contract or proposed employment contract AND to consider the qualifications, competence, performance, character, fitness, conditions of appointment, or conditions of initial employment of an individual public officer or employee or prospective public officer or employee.

Trustee Susan Safran so moved, and Trustee Mona Edwards seconded. The motion passed unanimously and the public departed.

General Account of Closed Session Items

Trustees Present: Brad Hayes (Chair), Charles Blackmon, Frances Bullock, Vanessa Carroll, Mona Edwards, Kathy Manning, Betsy Oakley (via conference call), Dean Priddy, Ward Russell (via conference call), Susan Safran, Holly Shields, and David Sprinkle.

Others Present: Chancellor Frank Gilliam, Provost Dana Dunn, Vice Chancellor Charles Maimone, Chief of Staff Waiyi Tse, Associate General Counsel Kristen Bonatz, and Assistant Secretary to the Board Kelly Harris.

BOT-4. Athletics Director Kim Record was invited to join the meeting and presented information regarding the proposed extension of head coach contracts. Following her presentation, Ms. Record left the meeting.

BOT-5. Provost Dana Dunn presented a personnel report dated February 2, 2018.

BOT-6. The Board then considered four nominations for the award of honorary degrees.

AAC-3. The Provost shared with the board a report on promotion and tenure decisions, as recommended for approval by the Academic Affairs Committee during the Committee's February 20, 2018 meeting.

UAC 4, 5 and 6. Associate Vice Chancellor for Advancement Kris Davidson was invited to join the meeting. She then reviewed with the board an athletics donor naming proposal for the women's locker room as well as the nominees for the university's McIver Medal and Holderness-Weaver Awards, all of which had been recommended for approval by the University Advancement Committee at the Committee's February 20, 2018 meeting. Following her presentation, Ms. Davidson left the meeting.

BOT-7. Chair Hayes noted that board members had been provided as an information item a report on EHRA Salary Actions from the second quarter of academic year 2017-2018.

Chair Hayes invited a motion to return to open session. Susan Safran made the motion, which was seconded by Mona Edwards. All approved and the motion carried.

The public was invited to return.

Action Items

Chair Hayes invited a motion to approve the sport coach contracts as presented in BOT-4. Mona Edwards made the motion, and Susan Safran seconded. The motion carried unanimously.

Chair Hayes invited a motion to approve BOT-5, the Personnel Report dated February 2, 2018. David Sprinkle made the motion, and Holly Shields seconded. The motion carried unanimously.

Chair Hayes invited a motion to award an honorary degree to nominee 4. Mona Edwards made the motion, and Susan Safran seconded. The motion carried unanimously.

Chair Hayes invited a motion to approve the candidates for promotion and tenure as presented in AAC-3. David Sprinkle made the motion, and Frances Bullock seconded. The motion carried unanimously.

Chair Hayes invite a motion to approve UAC-4, 5, and 6, the donor naming proposal for the women's locker room, the nominee for the McIver Medal, and the nominee for the Holderness-Weaver Award Nomination. Holly Shields made the motion, and Mona Edwards seconded. The motion carried unanimously.

There being no further business, Chair Hayes invited a motion to adjourn. David Sprinkle made the motion, and Charles Blackmon seconded. The meeting was adjourned at 11:46 a.m.

Respectfully submitted,

A handwritten signature in cursive script, appearing to read "Kelly Harris".

Kelly Harris

Assistant Secretary to the Board of Trustees