



**Board of Trustees Meeting
July 8, 2019
3:00 pm - Teleconference
Horseshoe Room – Alumni House**

MINUTES

MEMBERS PRESENT in PERSON: Brad Hayes, Chair; Mae Douglas, Linda Sloan, Lauren Kalo

MEMBERS PRESENT via TELECONFERENCE: Vanessa Carroll, Kathy Manning, Betsy Oakley, Ward Russell, David Sprinkle

MEMBERS ABSENT WITH NOTICE: Frances Bullock, Mona Edwards, Elizabeth Phillips, Dean Priddy

OTHERS PRESENT (IN PERSON): Provost Dana Dunn; Charlie Maimone, Vice Chancellor for Business Affairs; Kim Record, Director of Athletics; Jerry Blakemore, General Counsel; Waiyi Tse, Chief of Staff; Kelly Harris, Assistant Secretary to the Board of Trustees; and other members of staff and the public.

Chair Brad Hayes reminded members of the Conflict of Interest (COI) statement from the State Government Ethics Act and their duty to avoid COI and appearances of COI, if any should be identified. None were identified.

Roll call was read and a quorum was confirmed.

Following general announcements, Hayes began the meeting with agenda item BOT-1, the Consent Agenda, and identified the following items comprising the same:

- BOT-1 Consent Agenda
 - 1.1 Minutes of April 12, 2019
 - 1.2 Appointments to University Investment Fund Board
 - 1.3 Ratification of Agreement and Plan of Merger of Affiliated Entities

- 1.4 Moore Building Renovations
- 1.5 Capital Improvement Project: Campus Master Plan Update/Space Assessment
- 1.6 Acquisition of Property by Lease
- 1.7 Approval of Capital Improvement Project: Bryan 137 Renovation

Following discussion about items 1.3 and 1.4, Trustee Betsy Oakley moved to approve the consent agenda and Trustee Vanessa Carroll seconded. The motion carried.

Chair Hayes continued with agenda item BOT-2, a proposed update to the Bylaws of the Board of Trustees. The update is necessitated by a June 21, 2019 amendment by the Board of Governors to UNC System Code Section 401A governing the election of BOT officers. To ensure clarity and consistency with the new System Code Section 401A, the Board considered amending the Bylaws to provide that the slate of candidates for office and for the Executive Committee would include all board members, including any member serving an unexpired term of another member or newly appointed members whose terms begin July 1, and that all members of the Board would be informed of an opportunity to submit additional nominations for office. On motion by Trustee David Sprinkle, seconded by Trustee Linda Sloan, the amendment was unanimously approved.

Chair Hayes announced that agenda item BOT-3 was tabled for a future discussion. He then introduced BOT-4, election of officers for 2019-2020. The Nominating Committee's proposed slate, which was included in the pre-meeting materials was announced:

Chair:	Betsy Oakley
Vice Chair:	Mona Edwards
Secretary:	Kathy Manning
Executive Committee:	Ward Russell

Chair Hayes opened the floor for additional officer candidate nominations, including nominations for newly appointed trustees. None were made. Trustee Linda Sloan moved to approve the slate as presented; Trustee Lauren Kalo seconded. The motion carried.

Information Items:

- BOT-5 Report on Architects and Engineers Appointed by the Chancellor: Campus Supply Fuel Pump Upgrade Study
- BOT-6 Report on Architects and Engineers Appointed by the Chancellor: Stone 142 Classroom Renovations
- BOT-7 UNCG Facilities Design and Construction Update

The remaining open session agenda items were information items from Business Affairs, and all were included in the pre-meeting materials.

The final agenda items were personnel-related matters necessitating closed session discussion. Chair Hayes reminded the Board that nothing would be discussed during closed session other than those items and that a vote on action item BOT-8 would not be taken until open session resumed. He then moved to enter closed session as follows:

Pursuant to Section 143-318.11(a)(1) and (6) of the North Carolina Open Meetings Law, I move that we convene in Closed Session to prevent the disclosure of information that is privileged or confidential pursuant to the law of this State or of the United States or not considered a public record within the meaning of Chapter 132 of the General Statutes; 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.

The motion was seconded by Trustee Ward Russell and carried unanimously.

General Account of Closed Session Items

Trustees present in person: Brad Hayes, Chair; Mae Douglas, Linda Sloan, Lauren Kalo

Trustees present by teleconference: Vanessa Carroll, Kathy Manning, Betsy Oakley, Ward Russell, David Sprinkle

Others present: Provost Dana Dunn; General Counsel Jerry Blakemore, Chief of Staff Waiyi Tse; Kelly Harris, Assistant Secretary to the Board of Trustees

Action Item:

BOT -8 Personnel Matter

The Board considered a personnel matter. Related materials were included in the Board's pre-meeting materials. There were no questions or comments about the matter.

Information Item:

BOT-9 Personnel Update

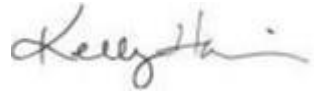
General Counsel Jerry Blakemore gave an update regarding a personnel matter.

Open Session Vote on Closed Session Action Items

Chair Hayes invited a motion to approve requests presented in item BOT-8. Trustee Mae Douglas seconded. The motion carried unanimously.

There being no further business, the meeting was adjourned at 3:58 pm.

Respectfully submitted,

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

Kelly Harris
Assistant Secretary to the Board of Trustees