



UNC CHARLOTTE

The University of North Carolina at Charlotte Board of Trustees

Audit, Compliance, and Enterprise Risk Management Committee Meeting

Tuesday, February 19, 2019, 8:00–9:30 a.m.
Atkins Library, Halton Reading Room, First Floor

Open Session Minutes

Present

Mary Ann Rouse, Acting Chair
Teross W. Young Jr.
Joe L. Price, *ex officio*

Absent

Laura Schulte, Chair
Michael L. Wilson

Staff/Guests in Attendance

Philip L. Dubois, Chancellor
Kim Bradley, Chief of Staff and Assistant Secretary to the Board of Trustees
Beth Hardin, Vice Chancellor for Business Affairs
John Bogdan, Associate Vice Chancellor for Safety and Security
Joan Lorden, Provost and Vice Chancellor for Academic Affairs
Jennifer Walker, Chief Audit Officer
Susan Burgess, Chief Compliance Officer
Jesh Humphrey, Vice Chancellor for Institutional Integrity and General Counsel
Michelle Reinken, Title IX Coordinator
Karen Morgan, ACE Fellow
Zach Rogers, Assistant State Auditor, *via telephone conference*
Anne Brown, Associate Vice Chancellor for Finance
Greg Verret, Director of Treasury Services
Laura Williams, University Controller
Darin Spease, Deputy Athletic Director
Tina Dadio, University Public Records Officer/Legal Specialist
Amanda Simpson, Paralegal
Jennifer Ward, Liaison to the Board of Trustees and the Chancellor's Cabinet

Call to Order. Ms. Rouse called the meeting to order and reminded Committee members of their duty to avoid conflicts of interest and appearances of conflicts of interest under the State Government Ethics Act, in accordance with Chapter 138A of the North Carolina General Statutes and advised the Committee members to notify her immediately if anyone should become aware of a conflict of interest or the appearance of a conflict of interest during the meeting. No conflicts were reported.

Approval of Minutes. Ms. Rouse requested action on the Committee's November 27, 2018, open and closed session meeting minutes.

Action. On a motion by Mr. Young, seconded by Mr. Price, the Committee approved the Committee's November 27, 2018, open and closed session meeting minutes.

Report on 2017-2018 External Audits. Ms. Rouse welcomed Ms. Brown, Ms. Williams, and Mr. Verret. Ms. Rouse also welcomed Mr. Rogers, who joined the meeting via conference call. Mr. Rogers reported the State Auditor's office completed the fiscal year 2018 financial statement audit for the University of North Carolina at Charlotte. Mr. Rogers presented an unmodified (clean) opinion of the University's financial statements, concluding that the financials were fairly stated and that no findings resulted from the audit. Mr. Rogers noted that the audit process went very smoothly because of the strong commitment of the University's financial team. Mr. Rogers also noted that the quality of the University's documentation and cooperation is in the top tier across the UNC System. Mr. Rogers thanked the University team for their excellent work.

Mr. Verret stated that the Fiscal Year 2018 financial statement audits for the Foundation of the University of North Carolina at Charlotte, the Athletic Foundation of the University of North Carolina at Charlotte, the University of North Carolina at Charlotte Facilities Development Corporation, the University of North Carolina at Charlotte Investment Fund, and Ventureprise, Inc. were completed by external auditors and that all audits received unmodified (clean) opinions with no findings. Mr. Verret stated that the IRS Form 990 filings for these associated entities are being prepared and will be filed soon. Mr. Verret reported that the audit and tax services contract for the associated entities will be re-bid this spring to comply with the Office of the State Auditor's requirements.

Ms. Williams reported that the University is required to submit to the National Collegiate Athletic Association (NCAA) the Agreed-Upon Procedures audit, which must be performed by a qualified independent accountant and must detail operating revenues and expenses related to the University's intercollegiate athletics program. Ms. Williams noted that the audit resulted in no findings.

Internal Audit Update. Ms. Walker updated the Committee on the status of the Fiscal Year 2019 audit plan, including a brief summary of the recently completed scholarships/restricted gifts and football attendance audits. Ms. Walker summarized the Internal Audit reports that were issued since the last Committee meeting and reviewed the Internal Audit Findings Exception Report. Ms. Walker indicated that the University building access policy is not due to be in place until June 30, 2020, and that Mr. Bogdan, the newly hired Associate Vice Chancellor for Safety and Security, will lead the development of that policy. Ms. Hardin introduced Mr. Bogdan.

Compliance Update. Ms. Burgess introduced proposed Ethics and Compliance Program Dashboard Metrics. Ms. Burgess indicated that this information would be reported to the Committee on a regular basis, similar to the litigation report, beginning in fall 2019. Ms. Burgess requested that the Committee propose any additional items they would like to have included in the report. Ms. Burgess noted that Ethics and Compliance training has been moved to a new electronic onboarding platform course. Ms. Burgess reported that the system tracks each employee's progress and completion of each training course.

Ms. Burgess reported that the North Carolina State Board of Ethics (NCSBE) introduced two recent changes. Ms. Burgess stated that the NCSBE will notify each covered person via email when his/her online ethics education is due and will periodically send out reminders to each individual until the education has been completed. Ms. Burgess noted that the email sender may be

inconspicuous, so she will also send email reminders. Ms. Burgess also stated that the NCSBE introduced a new software application for electronic submission of Statements of Economic Interest.

Mr. Young asked what type of monitoring is performed to ensure food safety. Ms. Burgess responded that the dining services and food procurement functions are outsourced to the University's food service partner, Chartwells. Ms. Burgess advised, however, that she monitors all channels that report food safety warnings and recalls (e.g. FDA, CDC, and NC Department of Health) and provides relevant reports to Dining Services management for follow-up.

Motion to Convene in Closed Session. Ms. Rouse called for a motion to convene in closed session.

Action. On a motion by Mr. Price, seconded by Mr. Young, the Board convened in closed session pursuant to the following General Statutes of the State of North Carolina:

- a. *N.C.G.S. §143-318.11(a)(1), to prevent the disclosure of information that is privileged or confidential pursuant to the laws of this State or of the United States, or not considered a public record within the meaning of Chapter 132 of the General Statutes, such privilege or confidential arising under the Family Educational Rights and Privacy Act (20 U.S.C. §1232g) or N.C.G.S. Ch. 126, Art. 7; and*
- b. *N.C.G.S. §143-318.11(a)(3), to consult with and receive advice from counsel; and*
- c. *N.C.G.S. §143-318.11(a)(6), to consider the qualifications, competence, performance, character, fitness, conditions of appointment, or conditions of initial employment of an individual, public officer or employee, prospective public officer or employee.*

Ms. Rouse excused all attendees except the Committee members, Chancellor Dubois, Ms. Bradley, Ms. Morgan, Ms. Walker, Ms. Burgess, Ms. Reinken, Mr. Humphrey, Ms. Lorden, Ms. Dadio, Ms. Simpson, and Ms. Ward.

Closed Session

Closed session minutes are filed in the office of the Assistant Secretary to the Board of Trustees.

Open Session

Motion to Adjourn. Ms. Rouse requested a motion to adjourn.

Action. On a motion by Ms. Young and seconded by Mr. Price, the meeting was adjourned.

Submitted:

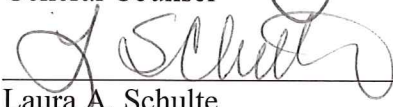


Jesh Humphrey
Vice Chancellor for Institutional Integrity and
General Counsel

4/12/19

Date

Approved:



Laura A. Schulte
Acting Chair, Audit, Compliance, and
Enterprise Risk Management Committee

4/12/19

Date



**The University of North Carolina at Charlotte
Board of Trustees**

Executive Committee Meeting
Atkins Library, Halton Reading Room
Tuesday, February 19, 2019, 9:30 a.m.

Open Session Minutes

Present

Joe L. Price, Chair
Theresa J. Drew
Dhiala Jamil
Mary Ann Rouse

Absent

Susan D. DeVore
Laura A. Schulte
Michael L. Wilson

Staff /Guests in Attendance

Philip L. Dubois, Chancellor
Kevin Bailey, Vice Chancellor for Student Affairs
Kim Bradley, Chief of Staff
Betty Doster, Special Assistant to the Chancellor for Constituent Relations
Sarah Edwards, Associate General Counsel
Jesh Humphrey, Vice Chancellor for Institutional Integrity and General Counsel
Beth Hardin, Vice Chancellor for Business Affairs
Joan Lorden, Provost and Vice Chancellor for Academic Affairs
Jennifer Ward, Liaison to the Board of Trustees and the Cabinet

Call to Order. Mr. Price called the meeting to order and reminded Committee members of their duty to avoid conflicts of interest and appearances of conflicts of interest under the State Government Ethics Act, in accordance with Chapter 138A of the North Carolina General Statutes, and advised the Committee members to notify him immediately if anyone should become aware of a conflict of interest or the appearance of a conflict of interest during the meeting. No conflicts of interest were reported.

Approval of Minutes. Mr. Price requested action on the November 27, 2018, Executive Committee meeting minutes.

Action. On a motion by Mr. Jamil, seconded by Ms. Rouse, the Committee approved the November 27, 2018, Executive Committee minutes.

Title IX Regulations--Overview (Education). Ms. Edwards reviewed Title IX regulations proposed in 2018 by the federal Office of Civil Rights and the rule-making process to which those regulations are subject. Ms. Edwards noted that multiple lawsuits will likely challenge the proposed regulations. Ms. Edwards noted that the proposed regulations include a new definition of sexual harassment; new jurisdictional requirements; a new liability standard; new procedures; and greater flexibility for standard of evidence, the use of a resolution process, and the handling of violations that fall outside the new Title IX definitions. Ms. Edwards reviewed a number of concerns and questions about the proposed regulations.

Motion to Convene in Closed Session. Mr. Price requested a motion to convene in closed session.

Action. On a motion by Mr. Jamil, seconded by Ms. Rouse, the Committee convened in closed session pursuant to the following General Statutes of the State of North Carolina:

- a. *N.C.G.S. §143-318.11(a)(1), to prevent the disclosure of information that is privileged or confidential pursuant to the laws of this State or of the United States, or not considered a public record within the meaning of Chapter 132 of the General Statutes, such privilege or confidentiality arising under the Family Educational Rights and Privacy Act (20 U.S.C. §1232g) or N.C.G.S. Ch. 126, Art. 7;*
- b. *N.C.G.S. §143-318.11(a)(3), to consult with an attorney employed by the public body in order to preserve the attorney-client privilege between the attorney and the public body; and*
- a. *N.C.G.S. §143-318.11 (a)(6), 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.*

Closed Session

Closed session minutes are filed in the office of the assistant secretary to the Board of Trustees.

Open Session

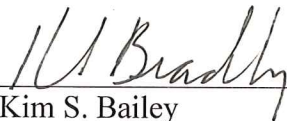
Action on Faculty Tenure Actions. Mr. Price requested a motion to approve the faculty tenure actions as discussed in closed session.

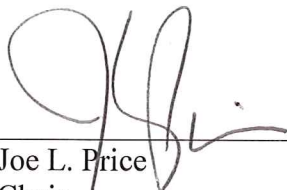
Action. On a motion by Mr. Young, seconded by Ms. Rouse, the Committee voted to approve the faculty tenure actions as discussed in closed session.

Action on Athletics Employment Agreements. Mr. Price requested a motion to approve the amendments to the three coaching agreements as discussed in closed session.

Action. On a motion by Ms. Drew, seconded by Ms. Rouse, the Committee unanimously voted to approve the amendments to the Athletics coaching agreements as discussed in closed session.

Adjourn. There being no further business before the Committee, Mr. Price adjourned the meeting.

Submitted:  4/12/19
Kim S. Bailey Date
Assistant Secretary to the Board
UNC Charlotte Board of Trustees

Approved:  4/12/19
Joe L. Price Date
Chair
UNC Charlotte Board of Trustees



UNC CHARLOTTE

The University of North Carolina at Charlotte
Board of Trustees

Academic and Student Affairs Committee Meeting
Thursday, February 19, 2019, 10:30–11:30 a.m.
Atkins Library, Halton Reading Room, First Floor

Minutes

Present

J. Brett Keeter, Acting Chair
Sharon Allred Decker
Mary Ann Rouse

Absent

Michael L. Wilson, Chair

Staff in Attendance

Kevin Bailey, Vice Chancellor for Student Affairs
Kim Bradley, Chief of Staff
Susan Burgess, Chief Compliance Officer
Betty Doster, Special Assistant to the Chancellor for Constituent Relations
Richard Leeman, Faculty Council Chair
Joan F. Lorden, Provost and Vice Chancellor for Academic Affairs
Karen Morgan, American Council on Education Fellow
Rick Tankersley, Interim Vice Chancellor for Research and Economic Development
James Walsh, Professor of Political Science and Public Administration
Dennis Wiese, Assistant Vice Chancellor of Student Affairs
Bill Wilson, Director of Veterans Services Office
Leslie Zenk, Assistant Provost

Call to Order. Mr. Keeter called the meeting to order and reminded members of the Board of their duty to avoid conflicts of interest and appearances of conflicts under the State Government Ethics Act in accordance with Chapter 138A of the North Carolina General Statutes and advised the Trustees to make him aware of any conflict of interest or any appearance of a conflict of interest with respect to any matters coming before the Board at any time during the meeting. No conflicts of interest were reported.

Approval of Minutes. Mr. Keeter requested action on the minutes of the November 27, 2018, Academic and Student Affairs Committee meeting.

Action. On a motion by Ms. Decker, seconded by Ms. Rouse, the Committee approved the November 27, 2018, meeting minutes.

Research Spotlight. Dr. Tankersley introduced Dr. James Walsh, Professor of Political Science, who described the project “Drones and Support for the Use of Force,” which uses experimental research to analyze the effects of combat drones on Americans’ support for the use of force. Dr. Walsh stated that although critics believe that drone warfare will make political leaders too willing to authorize wars, weakening constraints on the use of force, that argument has been based on anecdotes, a handful of public opinion polls, or theoretical speculation rather than experimental research. Dr. Walsh stated that his findings—that drones have had important but nuanced effects on support for the use of force—have implications for democratic control of military action and civil-military relations and provide insight into how the proliferation of military technologies influences foreign policy.

Veterans Services at UNC Charlotte. Bill Wilson, Director of the Office of Veteran Services, discussed services that the Veteran Services Office provides to the nearly 1,000 military-affiliated students on campus, and he explained the federally mandated certification process for all students using GI Bill benefits at UNC Charlotte. Mr. Wilson stated that veterans’ services at UNC Charlotte include counseling, personal financial counseling, career services, tutoring, and women’s resources. He also highlighted the newly renovated veterans’ lounge space and plans for a veterans’ park on campus.

Adjourn. There being no further business before the Committee, Mr. Keeter adjourned the meeting.

Submitted: Joan F. Lorden 4/12/2019
Joan F. Lorden Date
Provost and Vice Chancellor

Approved: M. Wilson 04.12.19
Michael Wilson Date
Chair
Academic and Student Affairs Committee



UNC CHARLOTTE

The University of North Carolina at Charlotte
Board of Trustees

Athletics Committee Meeting
Tuesday, February 19, 2019
Atkins Library

Minutes

Present

Joe L. Price, Acting Chair
Niayai Lavien
Teross W. Young, Jr.

Absent

Susan D. DeVore
Laura A. Schulte

Staff in Attendance

Will Healy, Head Football Coach
Lisa Hibbs, Director of Athletic Academic Center
Mike Hill, Director of Athletics
Mike Hummer, Executive Director, Athletic Foundation
Jesh Humphrey, Vice Chancellor for Institutional Integrity and General Counsel
Allison Roach, Executive Assistant
Darin Spease, Deputy Athletic Director

Call to Order. Mr. Price called the meeting to order and reminded Committee members of their duty to avoid conflicts of interest and appearances of conflicts of interest under the State Government Ethics Act, in accordance with Chapter 138A of the North Carolina General Statutes, and advised the Committee members to notify him immediately if anyone should become aware of a conflict of interest or the appearance of a conflict of interest during the meeting. No conflicts of interest were reported.

Approval of Minutes. Mr. Price requested action on the November 27, 2018, Athletics Committee meeting minutes

Action. On a motion by Mr. Young, seconded by Ms. Lavien, the Committee approved the November 27, 2018, meeting minutes.

Academic Review. Ms. Hibbs reviewed academic data for the fall. Ms. Hibbs noted that graduation rate data are affected when players drafted by Major League Soccer drop out of their classes after the spring semester withdrawal date.

Athletics Master Facility Plan. Mr. Spease reported that Athletics has engaged a firm to help determine the direction of Athletics' facility master plans. Mr. Young asked if Athletics has plans to add lacrosse to its roster. Mr. Hill stated that Athletics is reviewing which sports would be financially feasible and would provide an opportunity for student-athletes to compete at a championship level.

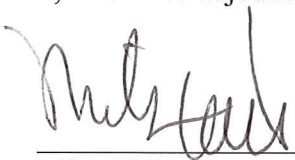
Agreed Upon Procedures. Mr. Spease reviewed the Independent Accountant's Report on Applying Agreed-Upon Procedures and noted that the report found no exceptions.

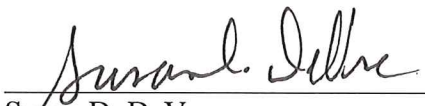
Athletic Foundation Audit. Mr. Hummer stated that Independent Auditor's Report of Athletics Foundation's financial statements for the years ended June 30, 2018, and 2017, noted no exceptions. Mr. Hummer stated that in 2019 the Foundation will request proposals for the auditing process.

Athletic Department Update. Mr. Hill reported that men's track and field team finished second in a recent indoor competition. Mr. Hill also reported that UNC Charlotte and University of Florida will host the new "Next Chair" assistant coaches' conference on UNC Charlotte's campus May 14-16, 2019. Mr. Hill informed the Committee that the University of South Carolina would potentially host the NCAA Women's Basketball tournament taking place on UNC Charlotte's campus. Mr. Hill also stated that IMG College, which holds UNC Charlotte Athletics' marketing rights, has merged with Learfield, a former competitor. Mr. Hill stated that Athletics has contracted with a nutritionist to work with the University's athletics teams to adopt nutrition plans to maximize sports performance.

Other Business. Mr. Price expressed gratitude for Head Men's Soccer Coach Kevin Langan's support of the Devonshire Elementary School soccer program.

Adjournment. There being no further business, Mr. Price adjourned the meeting.

Submitted:  4.12.19
Mike Hill Date
Director of Athletics

Approved:  4-12-19
Susan D. DeVore Date
Chair
Academic and Student Affairs Committee



UNC CHARLOTTE

The University of North Carolina at Charlotte Board of Trustees

Facilities and Physical Properties Committee Meeting

Tuesday, February 19, 2019

Atkins Library Room 246B

Open Session Minutes

Present

Theresa J. Drew, Chair

Dennis N. Bunker III

Dhiaa Jamil

Absent

Fred W. Klein

Staff/Guests in Attendance

Philip L. Dubois, Chancellor

Elizabeth Hardin, Vice Chancellor for Business Affairs

Jon Varnell, Associate Vice Chancellor for Facilities Management

Bart Bruchok, Director of Capital Projects

Anne Brown, Associate Vice Chancellor for Finance

Ken Smith, Director of University Budgets and Financial Planning

Christopher Bates, Assistant Vice Chancellor for Administration

Nelda Tatum, Board and Committee Specialist

Shari Dunn, Senior Executive Assistant to the Chancellor

Call to Order. Ms. Drew called the meeting to order and reminded committee members of their duty to avoid conflicts of interest and appearances of conflicts of interest under the State Government Ethics Act, in accordance with Chapter 138A of the North Carolina General Statutes, and advised the committee members to notify her immediately if anyone should become aware of a conflict of interest or the appearance of a conflict of interest during the meeting. No conflicts of interests were reported.

Approval of the Minutes. Ms. Drew requested approval of the November 27, 2018, minutes of the Facilities and Physical Properties Committee.

Action. On a motion by Mr. Jamil, seconded by Mr. Bunker, the Committee unanimously approved the minutes for the November 27, 2018, meeting.

Request for Authorization of Capital Project—Information Technology Infrastructure Upgrades in McEniry and Colvard Level 1000. Ms. Hardin stated the current network cabling is past its normal life expectancy and is not compatible with present-day network equipment. Ms. Hardin noted that the network and wireless equipment is ten years old, and that the upgrades will provide improved network and wireless connectivity.

Action. On a motion by Mr. Bunker, seconded by Mr. Jamil, the Committee recommended that the Board authorize the University to undertake a capital improvement project, Information Technology Infrastructure Upgrades in McEniry and Colvard Level 1000.

Request for Authorization of Capital Project—Energy Projects Phase II. Ms. Hardin stated this project would upgrade the campus electrical load-shedding program and modify heating and air conditioning controls for energy efficiency. Ms. Hardin stated that funds are held in an energy savings account and can be carried forward for multiple years to be used for other projects.

Action. On a motion by Mr. Bunker, seconded by Mr. Jamil, the Committee recommended that the Board authorize the University to undertake a capital improvement project, Energy Projects Phase II.

Request for Ratification of Capital Project Designer Selection—2018 Repairs and Renovations—Atkins Library and Storrs. Ms. Hardin stated the roofs of both Atkins Library and Storrs have reached the end of their useful life and must be replaced. On October 25, 2018, Facilities Management reviewed eight submittals, and three teams were selected and made presentations on November 1, 2018. The selection committee recommended the following:

Selected: REI Engineers
1st Alternate: Terracon Consultants
2nd Alternate: SKA Consulting Engineers

Action. On a motion by Mr. Jamil, seconded by Mr. Bunker, the Committee ratified the selected designer, REI Engineers, and first and second alternates Terracon Consultants and SKA Consulting Engineers for the 2018 Repairs and Renovations project, Atkins Library and Storrs.

Design-Build Project Delivery Presentation. Ms. Hardin introduced Jon Varnell, Associate Vice Chancellor for Facilities Management, and Bart Bruchok, Director of Capital Projects, to present the concept of design-build for campus projects and specifically for the Bioinformatics Fourth Floor project. Mr. Bruchok stated that this is the first time this concept has been presented on campus and that to date four projects using this method have been completed in the UNC system. Mr. Bruchok discussed why design-build should be considered, project timeline, and contractor involvement. Mr. Bruchok noted that, in design-build, the price for the project is set from the beginning, and he noted that the budget for the Bioinformatics Fourth Floor project is \$7 million. Mr. Bruchock stated that the costs of all aspects of the project are taken into account early in the process and that the design-build firm is in the project from beginning to end. Mr. Bruchock stated that the design-build method works well for new construction and major renovation projects.

Ms. Hardin stated that the Bioinformatics build out is a good project to begin the design build process and that the construction manager at risk (CM@Risk) method has not proven to be a strong methodology.

Capital Project Update

Science Building. Ms. Hardin stated that there are several concerns with the Science Building project. Ms. Hardin stated that the contractor, Balfour Beatty, has previously built several projects on the UNC Charlotte campus and several projects of this size.

Chancellor Dubois stated that the Early College High School on the Charlotte Research Institute (CRI) campus will be moved because of the hotel/conference center project and anticipated congestion that will happen in this area. The Chancellor stated Charlotte-Mecklenburg Schools and UNC Charlotte are discussing moving the mobile units for this high school behind the Motorsports Building, and that the Early College currently in the School of Education building will co-locate with this project. The Chancellor stated that all of the adjustments and moves should be made to open the schools in Fall 2020. The Chancellor noted that the hotel/conference center is scheduled to open in 2021. The Chancellor stated that UNC Charlotte is working with the North Carolina Department of Transportation to open another entrance/exit on US 29 (Tryon St.) just past the light rail for better traffic flow for the Early College high schools.

Mr. Varnell stated the rainy weather has affected several capital projects:

University Recreation Center – Mr. Varnell stated that the project completion date is being moved from July to September because of weather delays.

Admissions and Visitors Center – Mr. Varnell stated that rain has hampered progress with site work and building exterior work.

Elm, Maple, Pine – Mr. Varnell stated that the project has experienced ongoing problems for several months. Mr. Varnell stated that the contractor was assessed liquidated damages because of the late completion of the buildings. Mr. Varnell noted that a settlement meeting was held with the contractor to present a settlement offer. The contractor has verbally rejected the settlement offer and has the option to file a formal claim against the University.

With no further business, the meeting was adjourned.

Submitted: _____

Elizabeth A. Hardin _____ Date
 Vice Chancellor for Business Affairs

Approved: _____

Theresa Drew _____ Date
 Chair, Facilities and Physical Properties Committee



**The University of North Carolina at Charlotte
Board of Trustees**

Tuesday, February 19, 2019, 1:00 p.m.
Halton Reading Room, Atkins Library

Presiding: Joe L. Price, Chair
Assistant Secretary: Kim S. Bradley, Chief of Staff

Present

Dennis N. Bunker III
Sharon A. Decker
Dhiaa Jamil
J. Brett Keeter
Niayai L. Lavien
Mary Ann Rouse
Teross W. Young Jr.

Absent

Susan D. DeVore
Theresa J. Drew
Fred W. Klein Jr.
Laura A. Schulte
Michael L. Wilson

Staff and Guests in Attendance

Philip L. Dubois, Chancellor
Kevin Bailey, Vice Chancellor for Student Affairs
Susan Burgess, Director of University Compliance
Pamela Broome, Lab School Coordinator
Rob Bryan, Member, Board of Governors
Kris Caudle, Higher Education Legal Fellow
Anna Clark, Executive Assistant to the Chief of Staff
Celeste Corpening, Staff Council Chair
Beth Crigler, Executive Director of University Development
Betty Doster, Special Assistant to the Chancellor for Constituent Relations
Shari Dunn, Senior Executive Assistant to the Chancellor
Beth Hardin, Vice Chancellor for Business Affairs
Mike Hill, Director of Intercollegiate Athletics
Jesh Humphrey, Vice Chancellor for Institutional Integrity and General Counsel
Melva Jenkins, Administrative Support Associate, Chancellor's Office
Richard Leeman, Faculty Council President

Caitlin Lofton, Bryan Health College
Karen Morgan, American Council on Education Fellow
Joan Lorden, Provost and Vice Chancellor for Academic Affairs
Susan Messina, Director of News and Information
Brenda Shue, Executive Assistant to the Chancellor
Niles Sorensen, Vice Chancellor for University Advancement
Buffie Stephens, Associate Director for Media Relations
Jennifer Ward, Liaison to the Board of Trustees and the Chancellor's Cabinet
Rick Tankersley, Interim Vice Chancellor for Research and Economic Development

Open Session Minutes

Call to Order. Mr. Price called the meeting to order and reminded members of the Board of their duty to avoid conflicts of interest and appearances of conflicts under the State Government Ethics Act in accordance with Chapter 138A of the North Carolina General Statutes and advised the Trustees to make him aware of any conflict of interest or any appearance of a conflict of interest with respect to any matters coming before the Board at any time during this meeting. No conflicts of interest were reported.

Introductions and Announcements. Mr. Price congratulated Ms. Decker, who was named the *Charlotte Business Journal's* 2019 Lifetime Achievement Award winner, and Chancellor Dubois, Ms. Devore, and Mr. Klein, who were all named to *Business North Carolina* magazine's 2019 Power 100.

Mr. Price reminded the trustees about several upcoming events, including the Barnhardt Ethics Seminar on February 20, the biannual Regional Legislative Dinner on February 26, and spring commencement ceremonies on May 10 and 11. Mr. Price also reminded the trustees to complete their annual Statement of Economic Interest by April 16.

Mr. Price stated that Ms. Rouse had agreed to serve as the chair of the Nominating Committee charged with recommending officer appointments for 2019-2020, and he stated that Mr. Young and Mr. Klein would also serve on the Committee. Mr. Price noted that the Board would meet in early July to vote for officers.

Mr. Price welcomed 49ers Head football coach Will Healy. Coach Healy stated that he is excited to be at UNC Charlotte and he discussed current activities and plans for the coming year.

Remarks from Board of Governors Liaison. Mr. Price thanked Mr. Bryan for attending the meeting. Mr. Bryan stated that in its last meeting the Board of Governors discussed improving and increasing funding for summer school for UNC campuses.

Approval of the November 27, November 29, and December 4, 2018, Meeting Minutes. Mr. Price requested action on open and closed session minutes of the November 27, 2018, November 29, 2018, and December 4, 2018, meetings of the Board of Trustees.

Action. On a motion by Ms. Drew, seconded by Mr. Young, the Trustees approved the November 27, November 29, and December 4, 2018, meeting minutes.

Remarks by the Chancellor. Chancellor Dubois congratulated members of University Communications' video team who recently won a regional Emmy Award in the Community/Public Service category for a video series created for the 2018 Niner Nation Gives campaign. The Chancellor noted that Stephen Ward, Associate Vice Chancellor for University Communications, has taken a position with Hawaii Pacific University and that Mr. Sorensen has begun the search to fill that position.

Chancellor Dubois stated that a groundbreaking ceremony for the new Science Building will be held on May 31. The Chancellor stated that public officials key to the success of Connect NC bond funding the building's construction would attend, and he invited the trustees to participate in the ceremony. The Chancellor also stated that the official opening for the new University Recreation Center will occur immediately after the first fall Board of Trustees meeting on October 2 and he encouraged the trustees to attend that event.

Chancellor Dubois stated that he and Ms. Doster have hosted lunches and campus tours for newly elected public officials, including county commissioners and new members of the General Assembly, as well as key officials involved in the capital construction appropriations process, including Rep. Dean Arp. The Chancellor stated that he and Ms. Doster are focused on conveying the University's current top priorities, the Burson Building and the Cameron Building, and he noted that the renovation of the two buildings is expected to total \$45 million.

The Chancellor stated that his work of the Legislative Commission on the Fair Treatment of Student-Athletes is nearly complete as is the work of a special committee appointed to streamline the process for awarding state-funded financial aid. The Chancellor stated that the Legislative Commission's draft report calls for a series of recommendations for legislative oversight of intercollegiate athletics that would conflict with NCAA rules, and that the Commission would therefore continue its educational process with the General Assembly. The Chancellor stated that the special committee's financial aid recommendations could result in a system of bonus financial aid that rewards students' academic progress.

Chancellor Dubois stated that UNC System Interim President Roper may visit UNC Charlotte in March.

Chancellor Dubois also stated that several important administrative positions are in progress, including the dean of the College of Arts + Architecture, the dean of the College of Health and Human Services, and the Vice Chancellor for Research and Economic Development. The Chancellor stated that all three positions are expected to be filled before the end of the academic year.

Hotel and Conference Center Update. Mr. Sorensen discussed progress on the proposed hotel/conference center project. Mr. Sorensen stated that he has continue to consult with a project advisory committee that has helped the University gain a sense of the project's viability. Mr. Sorensen stated that project costs have increased and the project was rebid, with the request for proposals requiring a guaranteed maximum price. Mr. Sorensen stated that the University's CRI Deck will be

used for parking for the hotel/conference center and that a planned additional parking deck has been eliminated to decrease costs. Mr. Sorensen stated that the UNC Charlotte Foundation hopes to close the project's financing by late May and begin construction on the project immediately afterwards. Mr. Sorensen stated that the hotel/conference center is expected to open by March 2021.

Exponential Campaign Update. Mr. Sorensen introduced Ms. Crigler, who reviewed the status of the Exponential campaign. Ms. Crigler stated that the campaign has reached 84 percent of its \$200 million goal. Ms. Crigler discussed alumni giving, progress toward the goals of specific University units, and the final stages of the campaign.

Laboratory School Update. Ms. Broome stated that planning for the University's new lab school, Niner University Elementary, have included an examination of a rigorous curriculum, research into children's emotional needs, and counselor preparation to support students' emotional development. Ms. Broome stated that the lab school team has been working on community engagement and recruiting and that online enrollment has begun. Ms. Broome noted that teaching positions have begun to be posted. Ms. Broome stated that the school administration will work directly with College of Education Dean Ellen McIntyre, Chancellor Dubois, and an advisory board that will include a member of the Board of Trustees. Chancellor Dubois noted that the school was developed in response to an unfunded state mandate but that despite the lack of funding, the University is committed to the school's success. Mr. Young asked how many students the school will have, and Ms. Broome stated that the school's capacity will be 300. Chancellor Dubois noted that all of those students will come from low-performing schools or districts or will be students who have not performed to their capacity in the past. Ms. Broome noted that the students are expected to have very specific needs and that the teaching environment is likely to be challenging.

Update on Early College Relocation. Chancellor Dubois discussed the relocation of the two Early College programs on the University's campus. The Chancellor stated that the University has been unable to secure relocation funding through donors or external entities. The Chancellor discussed alternate possibilities for the location of the schools. for relocating the schools. Chancellor Dubois stated that 84 percent of the Early College students chose to continue at the schools for the 13th grade, and he stated that 2018-2019 is the first year in which the schools have offered a 13th grade.

Legislative Update. Ms. Doster updated the trustees on activities in the North Carolina legislature. Ms. Doster reiterated that she and the Chancellor have hosted campus visits for four new members of the Mecklenburg County Commission (a third of the members of which are UNC Charlotte alumni); newly elected North Carolina legislators representing Mecklenburg County; and Rep. Jason Saine and Rep. Dean Arp. Ms. Doster stated that Chancellor Dubois, Ms. Decker, Mr. Keeter, and Mr. Young planned to attend the biannual regional legislative dinner in Raleigh on February 26 and that more than 30 legislators were expected to attend. Ms. Doster reviewed the names and offices of newly elected legislators who are UNC Charlotte alumni.

Ms. Doster discussed the University's current legislative priorities, including funding for renovations in Cameron and Burson buildings; management flexibility; enrollment growth funding; salary increases to help retain and recruit talented faculty and staff. Ms. Doster reiterated Mr. Bryan's observation that the Board of Governors is working to secure increased funding for summer courses as a means to help students complete their program requirements more efficiently.

Ms. Doster discussed three noteworthy items: a proposal from Rep. Arp to fund a State Construction Infrastructure Fund using 4 percent of state tax revenues and other revenue sources, including expiring debt service; a \$1.9 billion bond proposal from Rep. Arp that would include just \$200 million for the UNC System; and a Senate plan to increase State Capital and Infrastructure Fund to 4.5 percent but increasing funding for K-12 education, and community colleges and thus reducing funds designated for the UNC system.

Chancellor Dubois noted that the University is in the process of writing a new capital plan and may have to revise the plan depending on funding levels approved by the legislature.

Report of the University Faculty Council. Dr. Leeman presented the report of the University Faculty Council as provided in the trustees' boardbook.

Report of the University Staff Council. Ms. Corpening presented the report of the University Staff Council as presented in the trustees' boardbook.

Report of the Student Government Association. Ms. Lavien discussed several upcoming events, including the Chancellor's Forum, an Association of Student Government at UNC Asheville, a meeting of SGA officer candidates, and an upcoming campaign event.

Ms. Lavien also discussed current issues in which SGA is involved, including the rollout of DUO, the creation of a Diversity Affairs Committee, an assessment of potential innovations for the campus bookstore, the consistency of syllabi across courses, and Hunger and Homelessness Week on campus.

Report of the Executive Committee. Mr. Prices stated that Mr. Humphrey had provided the Committee with an overview of proposed changes to Title IX regulations. Mr. Price stated that he would report the remainder of the Committee's items in closed session.

Report of the Academic and Student Affairs Committee. Mr. Keeter, who served as acting chair for the Committee in Mr. Wilson's absence, stated that Dr. James Walsh, professor of political science, described research on the use of drones in warfare and the question of how that research affects opinions on the use of force in warfare. Mr. Keeter stated that Bill Wilson, director of the Veterans Services Office, had presented an overview of the services provided to students who are veterans, the use of the GI bill, training for advisors, faculty, and staff, who work with veterans, and the potential for growth in the veteran student population.

Report of the Athletics Committee. Mr. Price, who served as acting chair in Ms. DeVore's absence, stated that Coach Healy had attended the Athletics Committee meeting and had talked about the process of developing members of the football team as players and as upstanding young men. Mr. Price stated that the Committee reviewed NCAA-required data on student-athletes' majors and minors as well as six-year graduation rates. Mr. Price stated that Darin Spease discussed Athletics' master facility plan and reviewed the results of the annual auditor's report on Athletics' adherence to NCAA agreed-upon procedures. Mr. Price also stated that Athletic Foundation Director Mike Hummer reviewed the results of the annual auditors' report of the Athletics Foundation's financial statements.

Report of the Facilities and Physical Properties Committee. Ms. Drew presented a motion from the Committee to approve a capital improvement project, Information Technology Infrastructure Upgrades, McEniry and Colvard Level 1000, with a budget of \$3,300,000.

Action. The Board unanimously approved the capital improvement project Information Technology Infrastructure Upgrades, McEniry and Colvard Level 1000, with a budget of \$3,300,000.

Ms. Drew presented a motion from the Committee to approve a capital improvement project, Energy Projects Phase II, with a budget of \$1,000,000.

Action. The Board unanimously approved the capital improvement project Information Energy Projects Phase II, with a budget of \$1,000,000.

Ms. Drew presented a motion from the Committee to approve the ratification of the capital project designer selection for the capital project 2018 Repairs and Renovations —Atkins and Storrs. Ms. Hardin noted that that the Facilities and Physical Properties Committee had ratified the designer selection but that the Board's approval was welcome.

Action. The Board unanimously approved the capital project designer selection for the capital project 2018 Repairs and Renovations—Atkins and Storrs.

Ms. Drew stated that the Committee had been presented an overview of the design-build process. Ms. Drew also noted that the Committee had reviewed the Capital Projects Report and understood that winter weather conditions had delayed a number of projects. Ms. Drew noted that progress on the science building had been delayed and that two outside firms have been engaged to oversee the construction process from this point forward.

Report of the Audit, Compliance, and Enterprise Risk Management Committee. Ms. Rouse, who served as acting chair in Ms. Schulte's absence, stated that Ms. Walker had updated the Committee on the status of the Fiscal Year 2019 audit plan, including a brief summary of the recently completed scholarships/restricted gifts and football attendance audits; had summarized Internal Audit reports issued since the last Committee meeting; and reviewed the Internal Audit Findings Exception Report. Ms. Rouse also stated that Ms. Hardin had introduced Mr. Bogdan, the newly hired Associate Vice Chancellor for Safety and Security.

Motion to Convene in Closed Session. Mr. Price called for a motion for the Board to convene in closed session.

Action. On a motion by Mr. Young, seconded by Mr. Bunker, the Board convened in closed session pursuant to the following General Statutes of the State of North Carolina:

- a. Pursuant to N.C.G.S. §143-318.11(a)(1), to prevent the disclosure of information that is privileged or confidential pursuant to the laws of this State or of the United States, or not

considered a public record within the meaning of Chapter 132 of the General Statutes, such privilege or confidentiality arising under the Family Educational Rights and Privacy Act (20 U.S.C. §1232g) or N.C.G.S. Ch. 126, Art. 7;

- b. N.C.G.S. §143-318.11(a)(3), to consult with an attorney employed by the public body in order to preserve the attorney-client privilege between the attorney and the public body; and
- c. N.C.G.S. §143-318.11 (a)(6), 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.

Closed Session

Closed session minutes are filed in the office of the assistant secretary to the Board of Trustees.

Open Session

Adjournment. There being no additional items, Mr. Price adjourned the meeting.

Submitted: Kim S. Bradley 4/12/19
Kim S. Bradley Date
Assistant Secretary to the Board
UNC Charlotte Board of Trustees

Approved: Joe L. Price 4/12/19
Joe L. Price Date
Chair
UNC Charlotte Board of Trustees