



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

Audit, Compliance, and Enterprise Risk Management Committee Meeting

Tuesday, April 6, 2021 8:00 - 9:30 a.m.

Via Zoom Video Conference

Open Session

Present

Theresa Drew, *Chair*
Susan DeVore, *Vice Chair*
Dennis Bunker III
Christine Katziff
David Mildenberg
Michael Wilson, *ex officio*

Staff/Guests in Attendance

Sharon Gaber, Chancellor
Kim Bradley, Chief of Staff and Assistant Secretary to the Board of Trustees
Susan Burgess, Chief Compliance Officer
Tina Dadio, University Public Records Officer/Paralegal
Steven Dunham, Chief Risk Officer
Sarah Edwards, Associate General Counsel
Jesh Humphrey, Vice Chancellor for Institutional Integrity and General Counsel
Melva Jenkins, Administrative Liaison for University Governance
Larry Kelley, Interim Vice Chancellor for Business Affairs
Joan Lorden, Provost and Vice Chancellor for Academic Affairs
Michelle Reinken, Director of Title IX Compliance/Title IX Coordinator
Sam Sears, Associate Vice Chancellor and Deputy General Counsel
Amanda Simpson, Paralegal
Natasha Stracener, Video Technology Communications/Classroom Support
Richard Tankersley, Vice Chancellor for Research and Economic Development
Jennifer Walker, Chief Audit Officer

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 and advised 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. Drew requested action on the February 9, 2021, Audit, Compliance, and Enterprise Risk Management Committee meeting minutes.

Action. On a motion by Ms. Katziff, seconded by Ms. DeVore, the Committee approved the February 9, 2021, Audit, Compliance, and Enterprise Risk Management Committee minutes.

ACERM Calendar Review. Mr. Humphrey provided a brief review of the ACERM Calendar and reported that all agenda items were completed for this fiscal year.

Internal Audit Update. Ms. Walker provided the Internal Audit update for the FY21 Audit Plan and a summary of internal audit reports issued this period. Ms. Walker provided a summary of a recent review of the University's NSF I/UCRC grants and indicated that Ms. Burgess, will work with the colleges and faculty serving as Principal Investigators on the grants to develop and administer a training program to strengthen grant administration. Ms. Walker also provided a review of the Internal Audit Findings Exception Report with no major findings, and presented a proposal for the Internal Audit Plan for FY22, which was approved with no objections by the Committee.

Compliance Update. Ms. Burgess updated the Committee on the Compliance Work Plan for Fiscal Year 2021-2022, and reported she will continue to monitor the regulatory environment for emerging compliance risk areas and changes to current regulatory obligations. Ms. Burgess indicated that she will be participating in the development and implementation of training programs over the next several months, and presented long-term compliance projects for FY22 based on the University's annual risk assessment.

Enterprise Risk Management (ERM) Update. Mr. Dunham provided the Committee with an update on the University's Enterprise Risk Management program. Mr. Dunham presented risks and strategic objectives identified by University administrators through the recent risk assessment. The risks will be ranked through conversations with the University's ERM Committee, Chancellor Gaber, and ACERM committee members, and the top five enterprise risks will be presented to the UNC System Office at the end of May. Mr. Dunham will be reaching out to Committee members in April to schedule those conversations.

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

Action. On a motion by Ms. DeVore, seconded by Mr. Bunker, 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. Drew excused all attendees except the Committee members: Chancellor Gaber, Ms. Burgess, Ms. Bradley, Ms. Dadio, Mr. Dunham, Ms. Edwards, Mr. Humphrey, Dr. Lorden, Dr. Reinken, Ms. Sears, Ms. Simpson, Ms. Stracener, and Ms. Walker.

Closed Session

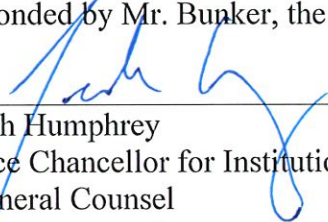
*Closed session minutes are filed in the office of the
Assistant Secretary to the Board of Trustees.*

Open Session

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

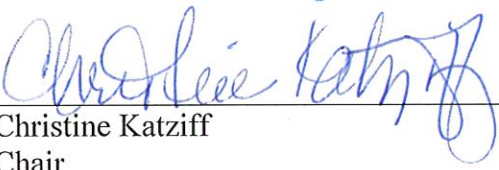
Action. On a motion by Ms. Katziff, seconded by Mr. Bunker, the meeting was adjourned.

Submitted:


Jesh Humphrey
Vice Chancellor for Institutional Integrity and
General Counsel

10/6/2021
Date

Approved:


Christine Katziff
Chair
Audit, Compliance, and Enterprise Risk
Management Committee

10/6/21
Date



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

Executive Committee Meeting
Tuesday, April 6, 2021 9:35–10:35 a.m.
via Zoom Video Conference

Open Session Minutes

Present

Michael L. Wilson, Chair
Dennis N. Bunker III
Susan D. DeVore
Theresa J. Drew
Fred W. Klein Jr.
Tahlieah K. Sampson
Teross W. Young Jr.

Absent

Mary Ann Rouse

Staff/Guests in Attendance

Sharon Gaber, Chancellor
Kim Bradley, Chief of Staff and Assistant Secretary to the Board
Anna Clark, Executive Assistant to the Chief of Staff
Jesh Humphrey, Vice Chancellor for Institutional Integrity and General Counsel
Melva Jenkins, Administrative Liaison for University Governance
Joan Lorden, Provost and Vice Chancellor for Academic Affairs
Emily Parker, Video Production Specialist

Call to Order. Mr. Wilson 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. Wilson requested action on the February 9, 2021, Executive Committee meeting minutes as distributed.

Action. On a motion by Ms. DeVore, seconded by Mr. Bunker, the Committee unanimously approved the February 9, 2021, meeting minutes.

Board Self-Assessment Update. Ms. Bradley reported that she has contacted the Association of Governing Boards (AGB) to inquire about contracting their services for the board self-assessment. She shared the different levels of consultant services offered by AGB and indicated that we will work with the new Board Chair once he/she is elected to determine the scope of work.

Nominating Committee. Ms. Katziff reported that she will be scheduling meetings of the Nominating Committee to take place from April to June to discuss potential nominations and finalize a proposed slate of candidates. She invited any Trustee who would like to submit a nomination or provide input regarding the process to contact her. Ms. Katziff reminded the Committee of the Board of Governors change to Chapter 401A of The Code, which mandates that newly appointed Trustees be given the opportunity to participate in the nomination process and stated that the Committee will reach out to newly appointment Trustees regarding nominations. Ms. Katziff also stated that nominations will also be accepted from the floor at the organizational meeting in July.

Plan to Revise the John Crosland Sr. Distinguished Professor in Real Estate and Development. Provost Lorden presented the plan to revise the John Crosland Sr. Distinguished Professor in Real Estate and Development. Discussion ensued about the modifications and the recruitment process. Provost Lorden explained that the minor modifications to the description and plan are in the realm of nomenclature and do not require donor input or approval, as well as the decision of hiring, which is an institutional one.

Mr. Wilson requested a motion to approve the plan to revise the John Crosland Sr. Distinguished Professor in Real Estate and Development.

Action. On a motion by Ms. Drew, seconded by Mr. Bunker, the Committee unanimously approved the plan to revise the John Crosland Sr. Distinguished Professor in Real Estate and Development.

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

Action. On a motion by Mr. Bunker, seconded by Mr. Young, the Committee 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)(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; and*
- b. *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 pursuant to N.C.G.S. §143-318.11 (a)(1);*
- c. *establish, or to instruct the public body's staff concerning the amount of compensation and other material terms of an employment contract or proposed employment contract pursuant to N.C.G.S. §143-318.11 (a)(5);*

Closed Session

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

Open Session

Action on Athletics Employment Agreement. Mr. Wilson asked for a motion to approve the employment agreement amendment as presented in closed session.

Action. On a motion by Ms. DeVore, seconded by Mr. Bunker, the Committee unanimously approved the employment agreement amendment as presented in closed session.

Action on Faculty Tenure Recommendations. Mr. Wilson asked for a motion to approve the faculty tenure recommendations presented in closed session as a slate.

Action. On a motion by Ms. DeVore, seconded by Mr. Bunker, the Committee unanimously approved the faculty tenure recommendations as present in closed session.

Adjourn. There being no other business, Mr. Wilson adjourned the meeting at 10:26 a.m.

Submitted:

Kim S. Bradley 10/6/21
Kim S. Bradley Date
Assistant Secretary to the Board
UNC Charlotte Board of Trustees

Approved:

Susan D. DeVore 10-6-21
Susan D. DeVore Date
Chair
UNC Charlotte Board of Trustees



The University of North Carolina at Charlotte
Board of Trustees

Academic and Student Affairs Committee Meeting
Tuesday, April 6, 2021, 10:40-11:40 a.m.
via Zoom Video Conference

Minutes

Present

Dennis N. Bunker III, Chair
Theresa Drew
Christine Katziff
David Mildenberg

Staff in Attendance

Kevin Bailey, Vice Chancellor for Student Affairs
Shari Dunn, Senior Executive Assistant to the Chancellor
Joe Harvey, Interim Assistant Director of Leadership & Community Engagement
Nikki Layden, Graduate Assistant, Jamil Niner Student Pantry
Joan F. Lorden, Provost and Vice Chancellor for Academic Affairs
Jay Raja, Senior Associate Provost
Karen Shaffer, Assistant Vice Chancellor for Student Affairs
Mindy Sides-Walsh, Director of Leadership & Community Engagement
Cheryl Waites Spellman, Interim Special Assistant to the Chancellor for Diversity and Inclusion
Rick Tankersley, Vice Chancellor for Research and Economic Development
Brad Yeckley, Assistant Director for Financial Literacy
Leslie Zenk, Assistant Provost

Call to Order. Mr. Bunker called the meeting to order and reminded members of the Committee 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 Committee at any time during the meeting. No conflicts of interest were reported.

Approval of Minutes. Mr. Bunker requested action on the minutes of the February 9, 2021 Academic and Student Affairs Committee meeting.

Action. On a motion by Ms. Katziff, seconded by Ms. Drew, the Committee unanimously approved the February 9, 2021 meeting minutes.

Education: Financial Literacy. Dr. Bailey introduced Dr. Yeckley, who shared information concerning financial literacy and wellbeing efforts at UNC Charlotte, including the need for financial literacy, past and current efforts, and next steps focused on increasing wellbeing and student success outcomes.

Dr. Yeckley presented UNC Charlotte's efforts towards financial literacy and wellbeing including a set of self-study modules and individualized programming across various offices, colleges and units. He reported that future goals include continued partnership formation and program development, creation of a robust resources library, development of a personal finance course, and the creation of a peer-to-peer ambassador program with the ultimate goal of being a nationally ranked financial literacy and wellbeing program.

Education: Jamil Niner Student Pantry. Dr. Bailey introduced Ms. Sides-Walsh, who reported that the Jamil Niner Student Pantry provides food and toiletries to UNC Charlotte students experiencing food insecurity. Ms. Sides-Walsh indicated that community and campus support for the Jamil Niner Food Pantry is provided by Harris Teeter, TIAA, and various student and community organizations.

Ms. Sides-Walsh provided a brief history of the pantry, and introduced Mr. Harvey, who provided a comparison of pre-pandemic to current practices. Mr. Harvey reported that 1 in 3 students at UNC Charlotte experience food insecurity, consistent with national trends. He also shared that the Food Pantry saw a 41% increase in client visits from Fall 2019 to Fall 2020. Finally, Ms. Layden described the student experience and lessons learned over the past year.

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

Submitted:

 10/6/21

Joan F. Lorden

Date

Provost and Vice Chancellor for Academic Affairs

Approved:

 10-4-2021

J. Brett Keeter

Date

Chair

Academic and Student Affairs Committee



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

Athletics Committee Meeting
Tuesday, April 6, 2021
Via Zoom Video Conference

Open Session Minutes

Present

Teross Young Jr., Chair
Sharon Decker
Brett Keeter
Tahlieah Sampson

Staff in Attendance

Anna Clark, Executive Assistant to the Chief of Staff
Cara Consuegra, Head Women's Basketball Coach
Chris Fuller, Deputy Athletic Director
Mike Hill, Director of Athletics
Ragean Hill, Executive Associate Athletic Director
Allison Roach, Athletic Executive Assistant
Ron Sanchez, Head Men's Basketball Coach
Darin Spease, Deputy Athletic Director
Jennifer Walker, Chief Audit Officer

Call to Order. Mr. Young called the meeting to order and reminded the committee members of their obligation under the State Government Ethics Act as stated in Chapter 138A of the N.C. General Statutes. No member indicated any conflict of interest with respect to any matter coming before the committee during this meeting.

Approval of Minutes. Mr. Young requested action on the February 9, 2021 Athletics Committee meeting minutes.

Action. On a motion by Ms. Decker, seconded by Ms. Sampson, the Committee unanimously approved the February 9, 2021 Athletics Committee meeting minutes.

Financial Picture/Look Ahead. Mr. Spease recapped where the department stands with the budget and the overall financial picture moving forward.

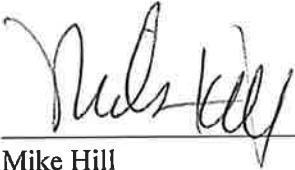
Basketball Recap. Ms. Consuegra recapped the women's basketball season and reported that five players received all conference awards. Ms. Consuegra praised her team for remaining COVID free

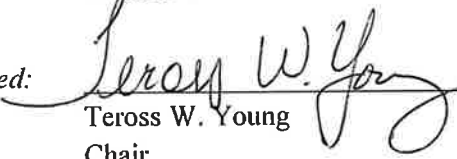
for the entire season and shared the challenges of keeping the players engaged in a correct mental state. Lastly, Ms. Consuegra reported that they have signed three top transfers.

Mr. Sanchez recapped the men's basketball season and discussed the challenges of the season. He reported that his team had COVID early on so the effect on the season was minimal; however, the team's mental health was greatly affected. Mr. Sanchez concluded by stating that they were thankful for the opportunity to play.

Athletic Department Update. Mr. Hill stated that the Athletics Department is preparing for a normal fall and hoping that we will be able to accommodate full capacity in the stands. Mr. Hill concluded with a recap of the spring sports season.

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

Submitted:  10.6.21
Mike Hill Date
Director of Athletics

Approved:  10-7-21
Teross W. Young Date
Chair



UNC CHARLOTTE

The University of North Carolina at Charlotte
Board of Trustees

Facilities and Physical Properties Committee Meeting
Tuesday, April 6, 2021
Zoom Video Conference Meeting

Open Session Minutes

Present

Fred W. Klein
Susan DeVore
Carlos Sanchez
Michael Wilson (ex-officio)

Staff/Guests in Attendance

Sharon L. Gaber, Chancellor
Jesh Humphrey, Vice Chancellor for Institutional Integrity and General Counsel
Larry Kelley, Interim Vice Chancellor for Business Affairs
Jon Varnell, Associate Vice Chancellor for Facilities Management
Kathryn Horne, Director of Facilities Planning
Peter Franz, Campus Landscape Architect
Rich Steele, Associate Vice Chancellor for Business Services
Doug Lape, Director of Parking and Transportation Services
Anne Brown, Associate Vice Chancellor for Finance
Christopher Bates, Assistant Vice Chancellor for Administration
Nelda Tatum, Board and Committee Specialist

Call to Order. Mr. Klein 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 interests were reported.

Mr. Klein introduced Mr. Kelley, the interim vice chancellor for business affairs. Mr. Kelley has held senior leadership roles at several higher education institutions including the University of Toledo, Cal Poly San Luis Obispo and the University of Maine. His past work and professional development coincide with the functions of the university's business affairs division. Mr. Klein welcomed Mr. Kelley on behalf of the UNC Charlotte community.

Approval of the Minutes. Mr. Klein requested approval of the February 9, 2021, minutes of the Facilities and Physical Properties Committee (FPPC).

Action: On a motion by Ms. DeVore, seconded by Mr. Sanchez, the Committee unanimously approved the minutes for the February 9, 2021, FPPC meeting.

Request for Authorization for a Capital Project - Remembrance Memorial

The Remembrance Memorial was created in response to the tragic shooting of April 30, 2019. Two students Ellis Reed Parlier and Riley Howell were killed and four students Rami Alramadhan, Sean DeHart, Emly Houpt, and Drew Pescaro were injured.

Mr. Varnell stated that the details of this project were shared with this committee at its February 9, 2021 meeting. Advanced planning was authorized by the board in February 2020. Today's request is to approve full authorization for this project of \$2,000,000.

This commemorative memorial is located in the Belk Plaza. Phase I, the ellipse and the fountain, was completed in 2018. The remembrance memorial will be integrated into the design for Belk Plaza Phase II in front of the Kennedy building. The memorial is funded through Campus Infrastructure Development (CID). The projected completion and dedication is scheduled for April 30, 2023.

Action: On a motion by Mr. Sanchez, seconded by Ms. DeVore, the committee unanimously approved full authorization for the Remembrance Memorial with a budget of \$2,000,000.

Request for Ratification for a Designer Selection - Repairs for Electrical, Plumbing, HVAC - McEniry

The McEniry chiller that serves McEniry, Friday, Prospector, and the Smith buildings has failed and is currently not operating. As part of repair and renovation using funds issued by the state, UNC Charlotte is replacing the chiller. The previously board approved project authorization is \$1,093,664. On February 6, 2021, Facilities Management received and reviewed thirteen submittals, selecting three teams as finalists for presentations. The selection committee recommends ratification of the following:

Selected: CMTA, Inc.
1st Alternate: Optima Engineering, PA
2nd Alternate: McKi & Creed, Inc.

Action: On a motion by Ms. DeVore, seconded by Mr. Sanchez, the committee unanimously approved the ratification of the selected designer, CMTA, Inc., and first and second alternates, Optima Engineering, PA and McKim & Creed, Inc., for the Repairs to the Electrical, Plumbing, HVAC - McEniry project.

Request to Dispose of Real Estate by Easement - Mallard Creek Tributary Sanitary Sewer Replacement

Mr. Varnell noted that detailed information regarding the easement request from the City of Charlotte was shared with the committee at the February 2021 meeting. The City wishes to upgrade

the existing eight-inch sewer line to increase capacity of the wastewater system to meet the needs of current and future growth in the area. The initial request for a 30-foot easement increase was reduced through negotiation to 12.5-foot for nearly two-thirds of the length of the easement.

Based on the recommendation of the external consultant review and internal assessment, minimal impact is expected from this easement on future development of the property and it is in the best interest of the university, state, and the community.

Action: On a motion by Mr. Sanchez, seconded by Ms. DeVore, the committee recommends the board authorize the University to Dispose of Real Estate Property by Easement at no cost to the City of Charlotte in support of the Mallard Creek Tributary Sanitary Sewer Replacement Easement.

Request for Approval of Capital Project Designer Selections Open-end Professional Services

Mr. Varnell stated that these professional design services agreements are for projects under \$500,000. Each design firm is limited to \$150,000 annually and no more than \$36,000 per individual project. On February 18, 2021, Facilities Management personnel reviewed 147 submittals and those listed were chosen for FY21/FY22. While these agreements enable responsive action from designers in service doing smaller informal projects, it also increases the opportunity for more designers to gain experience working with the university.

Action: On a motion by Ms. DeVore, seconded by Mr. Sanchez, the committee unanimously approved the selected designers noted for the Open-end Professional Service Agreements for the FY21/FY22.

Approval of Parking Ordinance and Rates for FY2021/2022

Mr. Steele stated that Parking and Transportation Services (PaTS) reviewed a wide range of information.

Mr. Lape stated that there will not be an increase in parking fees for FY22.

The budget for parking has been negatively impacted by COVID-19. Parking revenues were reduced by \$8,000,000 because of the pandemic. PaTS trimmed expenses by 50%, mostly coming from deferred maintenance, which did not include any structural emergencies. Major deck replacement will be delayed.

Higher Education Emergency Relief Funds (HEERF) enabled the University to deal with this significant revenue decrease. Ms. Brown shared with the committee that HEERF funds from the federal relief packages passed in 2020. Coronavirus Aid, Relief and Economic Security Act (CARES Act) and Coronavirus Response Relief Supplemental Act (CRRSA Act) are awarded and transferred directly to the university. The same will be true of HEERF III in the American Rescue Plan (ARP) Act of 2021.

Action: On a motion by Ms. DeVore, seconded by Mr. Sanchez, the committee unanimously approved the proposed changes in the ordinance governing parking, traffic, and the registration of motor vehicles of the university.

Capital Improvement Projects Update.

Science Building

This project is progressing well.

Bioinformatics

Mr. Varnell stated this project is underway.

Phase XVI Update

Mr. Kelley stated that Chancellor Gaber, Chair Klein, a university team, and RJA consultants held a meeting in March 2021 to continue discussion of the Phase XVI project. The COVID-19 pandemic has caused many changes across campus and produced new challenges for university housing. Off-campus housing is growing and creating new housing choices for students.

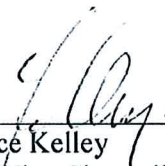
It has been noted however, that on campus housing helps to create community, which plays an important role in student academic and social success. Further, on campus housing provides greater convenience, safety, and security, as well as being price competitive. The Phase XVI project will allow the University to obtain the goal of providing affordable campus housing for students.

Going forward UNC Charlotte will continue to gauge student interest in on-campus housing and review alternatives. The administration is charting a path for the future, and will keep the board informed.

Adjourn

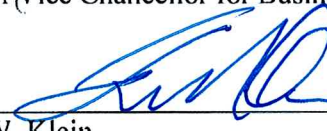
With no further business the meeting was adjourned at 10:58 am.

Submitted:

 10/6/2021.

Lawrence Kelley Date
Interim Vice Chancellor for Business Affairs

Approved:

 10/07/21

Fred W. Klein Date
Chair, Facilities and Physical Properties Committee



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

Tuesday, April 6, 2021
via Zoom Video Conference

Open Session Minutes

Present

Michael L. Wilson, Chair
Dick Beekman
Dennis N. Bunker III
Sharon Allred Decker
Susan D. DeVore
Theresa J. Drew
Christine P. Katziff
J. Brett Keeter
Fred W. Klein Jr.
David W. Mildenberg
Mary Ann Rouse
Tahlieah K. Sampson
Carlos E. Sanchez
Teross W. Young Jr.

Staff/Guests in Attendance

Sharon L. Gaber, Chancellor
Joel Avrin, Faculty Council President
Kevin Bailey, Vice Chancellor for Student Affairs
George Banks, Associate Professor of Management, Strategic Planning Committee Co-Chair
Kim Bradley, Chief of Staff and Assistant Secretary to the Board
Mike Carlin, Vice Chancellor for OneIT and Chief Information Officer
Anna Clark, Executive Assistant to the Chief of Staff
Celeste Corpening, Staff Council Chair
Betty Doster, Special Assistant to the Chancellor for Constituent Relations
Shari Dunn, Senior Executive Assistant to the Chancellor
Mike Hill, Director of Athletics
Mark Holton, Board of Governors
Jesh Humphrey, Vice Chancellor for Institutional Integrity and General Counsel
Melva Jenkins, Administrative Liaison for University Governance
Lawrence Kelley, Vice Chancellor for Business Affairs
Joan Lorden, Vice Chancellor for Academic Affairs
Sharon McDade, Practice Leader for Strategic Services & Senior Executive Leadership Consultant,
Greenwood/Asher & Associates, LLC
Pinku Mukherjee, Professor, Department of Biological Sciences, Strategic Planning Committee
Co-Chair

Brenda Shue, Executive Assistant to the Chancellor and Division Budget Manager
Ken Smith, University Budget Director
Niles Sorensen, Vice Chancellor for University Advancement
Cheryl Waites Spellman, Interim Special Assistant to the Chancellor for Diversity and Inclusion
Natasha Stracener, Broadcast Manager
Rick Tankersley, Vice Chancellor for Research and Economic Development

Call to Order. Mr. Wilson called the meeting to order and reminded 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.

Introductions and Announcements. Mr. Wilson welcomed Trustees and guests, and thanked Governor Holton for joining. Mr. Wilson then shared several announcements and upcoming events.

Approval of Previous Meeting Minutes. Mr. Wilson requested action on the open and closed minutes of the February 9, 2021 meeting as distributed.

Action. On a motion by Mr. Bunker, seconded by Ms. DeVore, the Board unanimously approved the February 9, 2021, minutes as distributed.

Remarks by the Board of Governors Liaison. Governor Holton commended UNC Charlotte for the great work the university has done to get students back to school under the circumstances. Governor Holton then gave an update on the Board of Governors' work, including the committees on which he serves. Lastly, he reported that the Board of Governors is currently going through the process of trustee selection and will be moving to vote in May.

Trustee Recognition. Chancellor Gaber announced that this was the last meeting for four trustees. She recognized Trustee Sampson, and thanked her for her excellent service as a student trustee and presented her with a gift. Next, Chancellor Gaber recognized Trustee Wilson, and provided an overview of his exemplary service on the board since April 2012. Mr. Wilson was presented with a gift in recognition of his service on the Board and as Board Chair. Chancellor Gaber then recognized Trustee Rouse and provided an overview of her service since 2010. Chancellor Gaber explained that since Ms. Rouse was traveling, she would receive her gift when she returned to town. Lastly, Chancellor Gaber recognized Trustee Drew and provided an overview of her service on the Board since 2013. Chancellor Gaber asked Ms. Drew to open the gift that was delivered to her in recognition of her service.

Remarks by the Chancellor. Chancellor Gaber provided an update on the ongoing efforts to provide a safe learning and working environment, including re-entry testing, wastewater and mitigation testing, daily health checks, and COVID-19 vaccines. Chancellor Gaber shared that as of April 7, all of the campus community would be eligible to receive the vaccine. Chancellor Gaber revealed plans to encourage employees and students to get vaccinated, including a partnership with Atrium Health to offer vaccinations at five community events and at on-campus vaccination clinics throughout the rest of the semester, and again in August before the fall semester begins. Lastly, she reported that a comprehensive communications campaign will be implemented to disseminate timely and accurate information to encourage vaccinations and safe behaviors.

Chancellor Gaber then discussed the intent to return to full operations for the fall semester, including in-person classes, and residence halls and dining and recreational facilities at full occupancy. Chancellor Gaber shared that we also plan to welcome spectators at Charlotte 49ers events, though the exact capacity is still being determined by the state. She stated that to prepare for full operations, some student and customer-facing offices and services are already open, with the remaining staff expected to be back on campus by July 6 and faculty expected to return by August 16. Chancellor Gaber stressed that we will continue to closely monitor all local and state data as we move forward with our plans, and we will continue to follow guidance from health officials and the UNC System to ensure the campus' return to pre-pandemic activities is done safely.

Next, Chancellor Gaber reported that we will host in-person commencement ceremonies for the May 2021 graduates in the Jerry Richardson Football Stadium on May 13, 14, and 15. Members of the Class of 2020 will also be invited to participate in the commencement celebration. Chancellor Gaber stated that the Commencement Committee is planning the ceremonies based on current public health guidance, but if local or state guidelines change, we will modify our plans accordingly.

Chancellor Gaber then provided an update on the Niner Nation Remembrance Memorial stating that the Design Jury and Community Advisory Group has been making steady process in their charge to select a design for the memorial. Chancellor Gaber reported that four semi-finalists have been selected and will be making design presentations on April 19, leading to the final design selection announcement on April 30.

Next, Chancellor Gaber provided an update on the annual Niner Nation Gives, with a planned kick off on April 7. She shared the goals of the campaign, indicating its focus on six strategic objectives and intent to develop communication and engagement plans to support primary fundraising priorities and college and unit goals.

Lastly, Chancellor Gaber remarked on the grand opening of the hotel and conference center and its potential to enhance UNC Charlotte's academic reputation and heighten the visibility of current faculty, as we look to host research symposia and academic conferences, which can attract visitors from around the country and world who attend such events.

Approval of Strategic Plan Framework. Chancellor Gaber presented the strategic plan framework for Shaping What's Next, 2021-31, UNC Charlotte's 10-year strategic plan for Board approval. First, she introduced the co-chairs of the Strategic Planning Committee, George Banks and Pinku Mukherjee, and recognized the committee. She also thanked Sharon McDade, the consultant from Greenwood/Asher and Associates, who we engaged to guide and facilitate the strategic planning process. Chancellor Gaber also recognized the Strategic Planning Staffing Group, who supported the Committee in carrying out its charge. Chancellor Gaber then provided a recap of the planning process. Chancellor Gaber explained that the framework sets forth the mission, vision, commitments, and four overarching strategic focus areas and set of goals within each of these areas. Chancellor Gaber further explained that the Committee, in partnership with the Cabinet, will continue to work on deepening the plan by developing objectives, actions, and metrics over the spring and summer months. Chancellor Gaber reported that she intends to present the final strategic plan to the Board in the fall.

Chancellor Gaber reported that the development of the strategic plan framework was informed by input from 4,000 faculty, students, staff, administrators, alumni, donors, corporate leaders, and other university supporters and partners.

Chancellor Gaber then proceeded to walk through the specifics of the framework beginning with the mission and vision statements and inviting feedback. She reminded the Board that any changes to the mission statement must be submitted for approval by the Board of Governors in May. Robust and vital discussion ensued as Chancellor Gaber presented all aspects of the strategic plan framework, and Board members sought clarification on some points and provided insightful feedback.

Mr. Keeter expressed concern about Goal D2, “Demonstrate national leadership in diversity, inclusion, equity, and social justice.” A motion was made by Mr. Keeter, and seconded by Mr. Mildenberg, for the Board to consider deleting the words “social justice” since it holds different meanings for different people. Robust discussion ensued regarding Mr. Keeter’s motion and Chancellor Gaber subsequently asked if the Board would be willing to approve the framework subject to revision of this goal based on Mr. Keeter’s concerns. Mr. Wilson asked Messrs. Keeter and Mildenberg if they would be willing to withdraw the original motion to delete the words “social justice” and replace it with a motion to approve the plan subject to the Committee doing further work to revise Goal D2 to address their concerns.

Action. On a motion by Mr. Young, seconded by Mr. Bunker, the Board unanimously agreed to approve the strategic plan framework, subject to the Committee revising Goal D2.

Following the vote, Chancellor Gaber concluded by reminding the Board of the next steps in the process which include submitting the mission statement to the Board of Governors who will review it in May, and continuing to work on objectives, actions, and metrics.

Budget Update. Mr. Smith provided an update on the budget, including a breakdown of revenue losses as a result of the pandemic, as well as the allocation of Coronavirus Aid, Relief, and Economic Security (CARES), Coronavirus Response and Relief Supplemental Appropriations Act of 2021 (CRRSAA), and ARP (American Rescue Plan) Higher Education Emergency Relief Fund (HEERF) funds and Coronavirus Relief Funds (CRF) that the University has received.

Report on Diversity and Inclusion. Dr. Waites Spellman presented the first Diversity and Inclusion Annual report in accordance with UNC Policy 300.8.5. Dr. Waites Spellman reported on diversity and inclusion data and strategies for the reporting period of 2019-20, as well as current diversity and inclusion strategies and initiatives, including the development of an updated diversity, equity, and inclusion strategic plan, which will be aligned with UNC Charlotte’s new strategic plan.

Legislative Update. Ms. Doster provided a legislative update, reporting that our priorities are aligned with the Board of Governors. Ms. Doster indicated that the legislature will be unveiling the budget soon, with expectations for additional funding for repair and renovation funds, one of the UNC System’s top priorities.

Report of the University Faculty Council. Mr. Avrin provided his last update as president of the Faculty Council. He reported on his work to develop grievance procedures and duties of a faculty grievance manager. Mr. Avrin stated that he has made good progress and hopes to have a good proposal ready for the next faculty council president.

Report of the University Staff Council. Ms. Corpening provided a summary of her report of the Staff Council. She provided highlights of the recent Staff Assembly Chairs meeting, including the letter to President Hans and the Board of Governors in support of the UNC System Racial Equity Task Force

recommendations. Ms. Corpening also provided highlights of the Staff Council and other committee meetings of the Council which met to determine how to best support staff during the pandemic and beyond. Ms. Corpening concluded by reiterating the request of the Staff Relations Committee to provide staff the access to a free fitness facility on campus for workout and/or walking.

Report of the Student Government Association. Mr. Wilson welcomed the new Student Body President, Dick Beekman, to provide the Student Government Association (SGA) update. Mr. Beekman reported that the SGA elections were concluded on March 25. He shared the key takeaways from ballot referendums of the elections. Mr. Beekman next reported on the Sustainability Summit held by the SGA, which included workshops and discussions led by local experts on a variety of sustainability issues. He also reported about the dining updates on campus, including the plan to launch a pilot program for on campus food delivery. Lastly, Mr. Beekman reported that the SGA has partnered with Police and Public Safety to create a student advisory subcommittee of the Campus Police Advisory Committee.

Report of the Executive Committee. Mr. Wilson reported that the Committee received updates from Ms. Bradley on the board self-assessment and from Ms. Katziff on the Nominating Committee process. He then reported that Provost Lorden provided an update on the plan to revise the John Crosland Sr. Distinguished Professor in Real Estate and Development. Lastly, Mr. Wilson reported that the Committee voted on an athletics employment agreement and several tenure recommendations. Mr. Wilson also added that members of the Executive Committee had approved the interim Vice Chair of Business Affairs appointment and the women's head golf coach hire via email votes earlier in the month.

Report of the Audit, Compliance, and Enterprise Risk Management Committee. Ms. Drew reported that Mr. Humphrey reviewed the ACERM calendar, followed by Ms. Walker's Internal Audit update. Ms. Drew reported that there were no major findings on the proposed Internal Audit update. She also reported that the proposed Internal Audit plan for 2022 was approved. Ms. Drew then reported that Ms. Burgess provided an update on the compliance work plan for the year. Lastly, Ms. Drew reported that Mr. Dunham provided an update on Enterprise Risk Management, identifying risks and objectives that will be ranked and presented to the UNC System by the end of May.

Report of the Academic and Student Affairs Committee. Mr. Bunker pointed out that the Academic and Student Affairs Committee had not needed to adjudicate any student cases last year due to Drs. Bailey's and Reinken's exemplary work. Mr. Bunker then reported that the Committee heard from two programs on Financial Literacy and Well-being at UNC Charlotte and the Jamil Niner Student Pantry. Mr. Bunker indicated that it had been a very productive 18 months.

Report of the Athletics Committee. Mr. Young reported that the Committee received a financial update relative to the challenges of the pandemic from Darin Spease, the Deputy Athletic Director. Mr. Young also reported that the Committee received updates from the men's and women's basketball coaches, followed by Mr. Hill, the Athletic Director with an update on overall attendance of athletics, capacity of stadiums, and the challenge to maintain 50% capacity.

Report of the Facilities and Physical Properties Committee. Mr. Wilson provided the Facilities and Physical Properties Committee report on behalf of Mr. Klein, who was called away. Mr. Wilson reported that the Committee approved some projects at Committee level, and that there were two items that required action from the full board.

Request for Full Authorization of Capital Project – Remembrance Memorial. Mr. Wilson reported that the Committee is recommending the authorization for the Remembrance Memorial with a budget of \$2,000,000.

Mr. Wilson called for action on the Committee motion for authorization for the Remembrance Memorial with a budget of \$2,000,000.

Action. The Board unanimously authorized the Remembrance Memorial with a budget of \$2,000,000.

Request to Dispose of Real Estate by Easement. Mr. Wilson reported that the Committee is recommending the approval of the authorization to dispose of property by easement at no cost to the City of Charlotte in support of the Mallard Creek Tributary Sanitary Sewer Replacement Easement.

Mr. Wilson called for action on the Committee motion to approve authorization to dispose of real property by easement at no cost to the City of Charlotte in support of the Mallard Creek Tributary Sanitary Sewer Replacement Easement.

Action. The Board unanimously approved authorization to dispose of real property by easement at no cost to the City of Charlotte in support of the Mallard Creek Tributary Sanitary Sewer Replacement Easement.

Motion to Convene in Closed Session. Mr. Wilson called for a motion to convene in closed session, welcoming Cabinet members to stay.

Action. On a motion by Mr. Sanchez, 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. *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 pursuant to N.C.G.S. §143-318.11 (a)(6);*
- c. *establish, or to instruct the public body's staff concerning the amount of compensation and other material terms of an employment contract or proposed employment contract pursuant to N.C.G.S. §143-318.11 (a)(5);*

Closed Session

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

Open Session

Other Business. Mr. Mildenberg stated that some campus constituents have expressed concerns about an Executive MBA program coming to Charlotte. Mr. Mildenberg asked the board to consider a motion to

Members of the Board of Trustees

Michael L. Wilson

Dick Beekman

Dennis N. Bunker III

Sharon Allred Decker

Susan D. DeVore

Theresa J. Drew

Christine P. Katziff

J. Brett Keeter

Fred W. Klein Jr.

David W. Mildenberg

Mary Ann Rouse

Carlos E. Sanchez

Teross W. Young Jr.

create a task force to study how the UNC Charlotte Belk College of Business might consider offering an Executive MBA program. Mr. Mildenberg stated that Charlotte is a good business community and indicated that he would like to see the University play a pivotal role in graduate education.

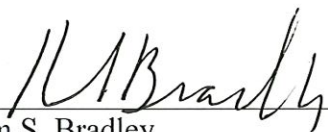
On Mr. Mildenberg's motion, seconded by Ms. Drew, discussion ensued about the feasibility of UNC Charlotte also exploring an Executive MBA program.

Mr. Wilson asked if the Board agreed with moving forward with a study of the feasibility of UNC Charlotte exploring an Executive MBA program.

Action. The Board unanimously agreed to move forward with a study exploring the feasibility of UNC Charlotte offering an Executive MBA program.

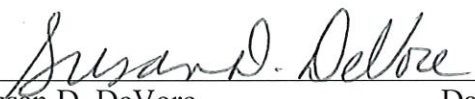
Adjourn. There being no further business to come before the Board, the meeting was adjourned at 3:34 p.m.

Submitted:

 10/6/21

Kim S. Bradley Date
Assistant Secretary to the Board
UNC Charlotte Board of Trustees

Approved:

 10-6-21

Susan D. DeVore Date
Chair
UNC Charlotte Board of Trustees