



**The University of North Carolina at Charlotte
Board of Trustees Retreat
UNC Charlotte Marriot Hotel and Conference Center
9041 Robert D. Snyder Rd, Charlotte, NC 28262**

August 24, 2021

Open Session Minutes

Present

Susan D. DeVore, Chair
Dick J. Beekman
Dennis N. Bunker III
Sharon A. Decker
Wendy J. Grubbs
Christine P. Katziff
J. Brett Keeter
Fred W. Klein Jr.
David W. Mildenberg
Carlos E. Sanchez
Sasha J. Weintraub
Dontá L. Wilson
Teross W. Young Jr.

Staff and Guests in Attendance

Sharon Gaber, Chancellor
Kim Bradley, Chief of Staff
Betty Doster, Special Assistant to the Chancellor for Constituent Relations
Susan Harden, Faculty Council President
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
Claire Kirby, Associate Provost for Enrollment Management and Director of Admissions
Nathan Liland, Student Government Association
Joan Lorden, Provost and Vice Chancellor for Academic Affairs
Ken Smith, Budget Director
Greg Verret, Director of Treasury Services

Call to Order. Ms. DeVore 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.

Ms. DeVore thanked everyone for coming and introduced and welcomed the three new trustees, Wendy Grubbs, Sasha Weintraub, and Dontá Wilson to the Board.

Ms. DeVore advised the trustees of future events and announcements including the University's national award from the American Association of State Colleges and Universities (AASCU) Excellence and Innovation Awards in recognition of the University's response to the global COVID-19 pandemic. She also reminded trustees about the Chancellor's Installation ceremony and dinner of September 23 and 22 respectively, and the kickoff of the 75th anniversary yearlong celebration on Founder's Day, September 23. Ms. DeVore also advised the trustees of the Board's first business meeting on October 6, and the System Office's campus tour on October 19. Lastly, Ms. DeVore encouraged trustees to attend the system sponsored workshop for trustees at NC State on November 16.

After the announcements, the trustees who were joining virtually stated that they were having a difficult time hearing. The meeting was paused while the hotel support staff and university IT Support worked to correct the audio issues. Ms. DeVore then restarted the meeting to ensure that the virtual attendees heard previous announcements.

Overview of Agenda. Chancellor Gaber provided a brief overview of the agenda. She indicated that the first portion of the meeting would focus on operational issues and where the University is currently, while the second half would focus on strategic issues and where the University is going.

Enrollment Forecast. Ms. Kirby provided an overview of forecasted enrollment and strategies to navigate the enrollment cliff, including attracting new population of students and retaining current students. She also discussed the importance of continuing to enhance recruitment strategies such as retargeting applicants, expanding geographic reach, financial aid optimization, partnerships to create or enhance pipelines, and recruiting graduates to stay or return for graduate school.

Budget Update. In Mr. Smith's absence, Mr. Kelley provided a budget update, giving updates on the total operating budget for FY21, as well as the general fund operating budget. Mr. Kelley also presented an update on HEERF allocations.

Proposed Bond Refunding. Based on market conditions as of 8/20/21, Mr. Verret presented certain areas of outstanding debt that the University has identified as candidates for refunding that could produce approximately \$10M in net present value savings over the life of the bonds. Mr. Verret explained that these savings will help offset future debt service costs for the University operations currently servicing the related debt. Mr. Verret shared the governance process and necessary steps, including obtaining Board of Governors approval on September 15, prior to the bond sale being scheduled for late September, with closing to occur in October.

Government Relations/BOG. Ms. Doster provided a report on the University's constituent relations and corporate engagement. Ms. Doster reported that there is currently a search underway

in her division for a corporate engagement director. Ms. Doster then gave an overview of state governmental affairs, as related to higher education, before providing a legislative update, including a break down of the priorities of the 2021 legislative session. Ms. Doster then reviewed the pending salary issue for higher education. Ms. Doster explained the importance of local government affairs, as well as federal government affairs, for the University, and apprised the Board of their role and influence through leveraging BOT, Foundation, and other “friends of the university” relationships.

Lunch Recess. Ms. DeVore declared the meeting in recess for the scheduled lunch break until 1:00 pm.

Ms. DeVore called the meeting back to order after the recess.

Motion to Convene in Closed Session. Under the guidance of Mr. Humphrey, University General Counsel, Ms. DeVore made a motion to call an unscheduled closed session for the Board to discuss a matter regarding employee contracts that arose in the previous 24 hours:

- 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;*

Action. On a motion by Ms. DeVore, seconded by Mr. Bunker, the meeting convened in closed session.

Closed Session

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

Open Session

Bylaws/Committee Revisions. Ms. DeVore presented the proposed revisions of the Board of Trustees bylaws, providing an overview of its eight articles. Ms. DeVore explained that the revision of the bylaws was initially prompted by the change in name and function of the Facilities and Physical Properties Committee to the Finance and Physical Properties Committee, as well as the need to update and clean up language. Ms. DeVore also explained the subsequent mandate from the Board of Governors necessitated a review to ensure delegations of authority were up-to-date. Ms. DeVore then reviewed each proposed revision for approval.

Discussion ensued regarding the proposed changes.

Ms. DeVore then requested a motion to approve the revisions of the UNC Charlotte Board of Trustees bylaws as presented.

Action. On a motion by Mr. Bunker, seconded by Mr. Young, the Board unanimously approved

the revisions of the UNC Charlotte Board of Trustees bylaws as presented.

BOG Delegated Authority. Mr. Humphrey presented an overview of the mandate from the Board of Governors directing each campus' Board of Trustees to identify and restate in one binding resolution, all instances in which it has delegated all or some of its delegated authority, from whatever source to any committee, person, agency, or entity.

Mr. Humphrey presented, in detail, the proposed draft resolution that will be submitted to President Hans for approval.

After Mr. Humphrey's overview, Ms. DeVore requested a motion to approve the draft resolution for submission to President Hans for approval.

Action. On a motion by Mr. Mildenberg, seconded by Mr. Keeter, the Board unanimously approved the draft resolution for submission to President Hans for approval.

Strategic Plan. Chancellor Gaber provided an update on the University Strategic Plan, reviewing the guiding commitments, goals, and objectives. Chancellor Gaber also shared the proposed actions and asked the Trustees to provide feedback by September 1 to allow for the recommendations to be implemented in the next phase of work on the strategic plan.

Tenure. Mr. Humphrey provided the legal aspects of the tenure process, touching on the history and limits of academic freedom, as related to the American Association of University Professors guidance. He also defined academic freedom as set forth in *The Code*, the UNC Policy Manual of The University of North Carolina system.

Provost Lorden then explained the professorial ranks and provided details on the reappointment, promotion, and tenure award process. She also provided data on faculty reappointments and promotions for 2017- 2021. Lastly, Provost Lorden explained the tenured faculty performance review process.

Other Items. Ms. DeVore brought to the Board's attention, a letter forwarded by Faculty Council president, Susan Harden, voicing faculty concerns about the return to classes regarding enforcement of vaccinations and masks.

Retreat Adjourned. There being no further items to come before the Board, Ms. DeVore adjourned the retreat at 4:42 pm and invited Trustees and join the reception on the hotel plaza, where Cabinet members would also be joining.

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

Approved: Susan D. DeVore 10/7/2021
Date
Chair
UNC Charlotte Board of Trustees