



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

Audit, Compliance, and Enterprise Risk Management Committee Meeting
Tuesday, September 22, 2020, 8:00–9:30 a.m.
Via Zoom Video Conference

Open Meeting Minutes

Present:

Theresa Drew, Chair
Susan DeVore, Vice Chair
Dennis Bunker III
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
Betty Doster, Special Assistant to the Chancellor for Constituent Relations
Steven Dunham, Chief Risk Officer
Sarah Edwards, Associate General Counsel
Beth Hardin, Vice Chancellor for Business Affairs
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
Michelle Reinken, Title IX Coordinator
Sam Sears, Associate Vice Chancellor and Deputy General Counsel
Amanda Simpson, Paralegal
Natasha Stracener, Video Technology Communications/Classroom Support
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 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. Drew requested action on the February 11, 2020, Audit, Compliance, and Enterprise Risk Management Committee meeting minutes.

Action. On a motion by Ms. DeVore, seconded by Mr. Mildenberg, the Committee approved the February 11, 2020, Audit, Compliance, and Enterprise Risk Management Committee minutes.

Internal Audit Update. Ms. Walker provided a brief overview of the Internal Audit reporting process for the new members of the Committee. Ms. Walker updated the Committee on the FY 2020 Audit Plan and the revised FY 2021 Audit Plan to include the CARES Act Spending audit.

Action. On a motion by Ms. DeVore, seconded by Mr. Mildenberg, the Committee approved the revised FY 2021 Audit Plan to replace the Enrollment Management audit with the CARES Act Spending audit.

Ms. Walker indicated that the full audit report is always issued to the chair of the Committee, but to inform her if any Committee member would also like to be included on the distribution of the report. Ms. Walker provided a summary of the Internal Audit Reports issued for this period, and provided an update on the Internal Audit Findings Exceptions Report, including the status of the remediation efforts related to the Environmental Health and Safety Office audit. Ms. Walker indicated that a fire and safety training module has been developed and implemented for all new employees, and that a training module has also been developed for the annual training of all employees, which is expected to be rolled out in October 2020. Ms. Walker also reported that the University Building Access Policy is expected to be in place by December 31, 2020, and that the building access reviews are expected to commence once the policy is approved and in place.

Ms. Walker then reviewed the Internal Audit Charter with the Committee with no major revisions except updating the signature to that of the new Chancellor.

Ethics and Compliance Update. Ms. Burgess provided an update on Ethics and Compliance Program activities. Ms. Burgess discussed the 2020-2021 Work Plan and highlighted the following upcoming compliance reviews: 1) a review of institutional consumer disclosures and reports required by the Department of Education; 2) a review of selected positions that require employees to have and maintain a professional license or certifications; and 3) a review of university policies that have not been reviewed or updated within the five (5) years of initial approval. Ms. Burgess reported that the Conflict of Interest module of the new Niner Research information system recently went live and is in use for the 2020 annual conflict of interest disclosure process.

Ms. Burgess also provided the Committee with a brief update on her work with the University COVID-19 laboratory testing center. Ms. Burgess has been advising on regulatory requirements for laboratory facilities and is working to obtain provider agreements with health insurers for reimbursement.

Overview of New Title IX Regulations. Ms. Edwards and Dr. Reinken provided an overview of the new Title IX Regulations released in November 2018. Ms. Edwards indicated that there were more than 100,000 comments submitted and the final rule was issued on May 4, 2020, accompanied by 2,000 pages of preamble, with an implementation deadline of August 14, 2020. The Title IX Office and the Office of Legal Affairs revised and finalized all applicable university policies and updated all related websites. Dr. Reinken reported the University met the deadline and is in full compliance of the new regulations.

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

Action. On a motion by Mr. Bunker, seconded by Ms. DeVore, 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. Bradley, Ms. Burgess, Ms. Dadio, Ms. Doster, Ms. Edwards, Mr. Dunham, Ms. Hardin, Mr. Humphrey, Ms. Jenkins, Dr. Lorden, Dr. Reinken, 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. DeVore, seconded by Mr. Mildenberg, the meeting was adjourned.

Submitted: Jesh Humphrey 12/18/2020
Jesh Humphrey Date
Vice Chancellor for Institutional Integrity and
General Counsel

Approved: Theresa Drew 12/18/2020
Theresa Drew Date
Chair
Audit, Compliance, and Enterprise Risk
Management Committee



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

Executive Committee Meeting
Tuesday, September 22, 2020, 9:30–10:30 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.
Mary Ann Rouse
Tahlieah K. Sampson

Absent

Teross W. Young Jr.

Staff/Guests in Attendance

Sharon L. Gaber, Chancellor
Kim S. Bradley, Chief of Staff and Assistant Secretary to the Board
Betty Doster, Special Assistant to the Chancellor for Constituent Relations
Beth Hardin, Vice Chancellor for Business Affairs
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
Niles Sorensen, Vice Chancellor for Advancement

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 11, 2020, Executive Committee meeting minutes as distributed.

Action. On a motion by Mr. Bunker, seconded by Ms. DeVore, the Committee

unanimously approved the February 11, 2020, meeting minutes.

Self-Audit of BOT Minutes. Ms. Bradley advised the Committee of a self-audit of Board of Trustees minutes that she initiated this summer. Ms. Bradley reported that the audit, which spanned back to 2013, revealed some issues, mainly involving some minutes not having signatures. There were three sets of missing minutes and one set that needed to be reapproved with corrections, which was brought forward in the morning's Athletics committee meeting.

Trustee Appointment Process. Ms. Doster provided an overview of the Trustee appointment process for 2020-21, as there are several trustees who will term out and must leave the Board or are up for reappointment.

Ms. Doster informed the Committee that Governor Holton has discussed the need for UNC Charlotte Trustees to begin to identify any skill gaps, as related to professional expertise. Ms. Doster will reach out to Trustees individually in the next couple of months for input. Ms. Doster advised recommendations are due to the Board of Governors by December and our liaison will meet with potential candidates in preparation for nominees to go through the ethics compliance process in January.

Ms. Doster stressed the importance of the need to pay attention to the demographics of the UNC Charlotte campus. Discussion ensued about demographics.

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 Ms. DeVore, the Committee convened in closed session pursuant to the following General Statutes of the State of North Carolina:

- a. *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);*
- b. *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*
- 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

Adjourn. There being no other business, Mr. Wilson adjourned the meeting at 10:08 a.m.

Submitted: Kim S. Bradley 12/18/2020
Kim S. Bradley Date
Assistant Secretary to the Board
UNC Charlotte Board of Trustees

Approved: Michael L. Wilson 12.08.20
Michael L. Wilson 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
Tuesday, September 22, 2020, 10:30-11:30 a.m.
via Zoom Video Conference

Minutes

Present

Dennis N. Bunker III, Chair
David Mildenberg
Theresa Drew

Absent

Christine Katziff

Staff in Attendance

Kevin Bailey, Vice Chancellor for Student Affairs
Betty Doster, Special Assistant to the Chancellor for Constituent Relations
Kristy DeSantis, Director of Housing Administration and Assessment
Sarah Edwards, Associate General Counsel
Natasha Harris, Assistant Director for Off-Campus Student Services
Jesh Humphrey, Vice Chancellor for Institutional Integrity and General Counsel
Joan F. Lorden, Provost and Vice Chancellor for Academic Affairs
James Lorello, Associate Dean of Students and Director of Student Conduct and Academic Integrity
Jay Raja, Senior Associate Provost
Rick Tankersley, Vice Chancellor for Research and Economic Development
Casey Tullos, Interim Associate Vice Chancellor and Director of Residence Life
Michelle Reinken, Director of Title IX Compliance and Title IX Coordinator
Cheryl Waites Spellman, Interim Special Assistant to the Chancellor for Diversity and Inclusion
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 11, 2020 Academic and Student Affairs Committee meeting.

Action. On a motion by Ms. Drew, seconded by Mr. Bunker, the Committee approved the February 11, 2020 meeting minutes.

Education: Niner Choice. Dr. Bailey introduced Ms. Tullos, Ms. DeSantis, and Ms. Harris to share details regarding Niner Choice. As part of Off-Campus Student Services in Housing and Residence Life, the Niner Choice Program is a safety education initiative designed to help students and parents make informed decisions about off-campus living options. The program is a partnership between Housing and Residence Life, the Charlotte Mecklenburg Police Department, UNC Charlotte Police and Public Safety, and local apartment complexes that house students. Complexes that join the program need to meet and adhere to specific safety standards and record keeping, and not meet or exceed specific crime thresholds.

Title IX Appeals Training. As the appellate body for student appeals of Title IX cases (including sexual misconduct, dating violence, and stalking), the Academic and Student Affairs Committee receives annual training on the university's student conduct process, the unique dynamics of sexual and interpersonal misconduct cases, and the parameters of the committee's review when a case is brought to it. Ms. Edwards, Dr. Reinken, and Dr. Lorello provided a presentation for the committee members.

Other Business. Dr. Lorello, Ms. Edwards, and Dr. Lorden described the review process for academic and university policies, including the Code of Student Responsibility.

Mr. Bunker asked committee members to contact Dr. Lorden with suggested or desired topics for the Academic and Student Affairs Committee.

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

Submitted: Joan F. Lorden December 8, 2020
Joan F. Lorden Date
Provost and Vice Chancellor for Academic Affairs

Approved: Dennis N. Bunker III 12/8/20
Dennis N. Bunker III Date
Chair
Academic and Student Affairs Committee



UNC CHARLOTTE

The University of North Carolina at Charlotte
Board of Trustees

Athletics Committee Meeting
Tuesday, September 22, 2020
Via Zoom Video Conference

Open Session Minutes

Present

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

Staff in Attendance

Kim Bradley, Chief of Staff and Assistant Secretary to the Board
Chris Fuller, Deputy Athletic Director
Mike Hill, Director of Athletics
Ragean Hill, Executive Associate Athletic Director
Allison Roach, Athletic Executive Assistant
Darin Spease, Deputy Athletic Director
Chris Thomasson, Senior Associate Athletic Director

Call to Order. Mr. Keeter 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. Keeter requested action on the February 11, 2020 and October 2, 2018 corrected Athletics Committee meeting minutes.

Action. On a motion by Ms. Decker, seconded by Ms. Sampson, the Committee unanimously approved the February 11, 2020 and October 2, 2018, corrected Athletics Committee meeting minutes.

Brand Launch. Mr. Fuller shared the timeline of the brand launch, marks, and unique fonts. The brand launch netted 71.7 million media touches. Ms. Decker and Mr. Keeter congratulated Mr. Fuller on a successful brand launch.

Budget. Mr. Spease reported on COVID-19's impact on the budget and indicated that due to conservative planning by past Athletic Director and Deputy Athletic Director, the Athletic


Department has a substantial fund balance in place. Mr. Spease reported that Division I programs and conferences across the country will be impacted between \$10-200 million due to lost revenue in ticket sales, multimedia rights, conference money, and COVID-19 testing and protocols.


Return to Campus. Mr. Thomasson, who serves as the co-chair for the athletics department return to campus committee, reported that the Athletic Department created its testing protocol before C-USA set their policy and began testing on June 15. He further reported that Atrium Health has been a valuable partner and resource providing tremendous help and guidance. Ms. Decker commended the documents and protocols set forth.

Committee For Change. Ms. Hill, who is chairing the United In GOLD, Growing Our Leaders in Diversity Committee, reported that Mr. Hill charged the Committee to strategically make plans to move society forward in making changes in the racial division within the country. Ms. Hill reported that the Committee encourages student-athletes to carry actions forward behind their social media posts. Ms. Hill also reported that a Life Skills training will be provided that will include a suggested book list for student-athletes and will require department staff to read four books. Lastly, Ms. Hill reported that she has been appointed to serve on the LEAD 1 Diversity, Equity, and Inclusion Committee.

Athletic Department Update. Mr. Hill began by thanking his staff for the work they have done during these uncertain times. Mr. Hill then provided an update stating that less than 50% of the fall sports, only football and cross country, would compete during the fall, and that the remainder of the fall sports, men's and women's soccer and volleyball would be moved to the spring semester, with basketball beginning on November 25. Mr. Hill also reported that the NCAA granted an additional year of eligibility for spring sports student-athletes and that the staff and athletic foundation will compensate for the extended eligibility through private fundraising. Lastly, Mr. Hill reported that he will serve as the Chair of the LEAD 1 Name, Image, Likeness Committee.

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

Submitted:  12/08/2020
Mike Hill Date
Director of Athletics

Approved:  12/10/2020
Teross W. Young Date
Chair



UNC CHARLOTTE

The University of North Carolina at Charlotte
Board of Trustees

Facilities and Physical Properties Committee Meeting

Tuesday, September 22, 2020
Zoom Video Conference Meeting

Open Session Minutes

Present

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

Staff/Guests in Attendance

Sharon L. Gaber, Chancellor
Beth Hardin, Vice Chancellor for Business Affairs
Kevin Bailey, Vice Chancellor for Student Affairs
Jon Varnell, Associate Vice Chancellor for Facilities Management
Kathryn Horne, Director of Facilities Planning
Anne Brown, Associate Vice Chancellor for Finance
Rob Sewell, Director of Business Services, Housing and Residence Life
Casey Tullos, Director of Residence Life, Housing and Residence Life
Frank Fleming, Executive Director for Student Affairs
Anna Clark, Executive Assistant to the Chief of Staff, Chancellor's Office
Greg Verret, Director of Treasury Services
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.

Approval of the Minutes. Mr. Klein requested approval of the April 2, 2020, minutes of the Facilities and Physical Properties Committee (FPPC).

Action: On a motion by Mr. Wilson seconded by Mr. Sanchez, the Committee unanimously approved the minutes for the April 2, 2020, meeting.

Request for Ratification of Capital Project Designer Selection – Union Deck Elevator Replacement. Ms. Hardin stated that six design team submittals were received for this project. On August 5, 2020, the presentations were conducted and the selection committee recommends ratification of the following:

Selected: WHN Architects, P.A.
1st Alternate: BR+A Consulting Engineers, P.C.
2nd Alternate: The Wooten Company

Action: On a motion by Mr. Wilson, seconded by Mr. Sanchez, the Committee ratified the selected designer, WHN Architects, P.A., and first and second alternates, B+H Consulting Engineers, P.C. and the Wooten Company, for the Union Deck Elevator Replacement project.

Capital Improvement Projects Update. This presentation identified projects in each phase of their development – design construction through closeout. A written project update is provided at every FPPC meeting.

Ms. Hardin introduced Mr. Varnell and shared that he has restructured Facilities Management in the nearly two years since his arrival. Mr. Varnell then provided updates on the projects in design and those in closeout status, noting that several projects will be going through a pricing change because of the pandemic that may be to the University's benefit. He also shared that there may be a few delays in project starts because of the pandemic.

Mr. Varnell gave emphasis to the following projects during his update.

Projects in Design

Union Deck Elevator Replacement
Bioinformatics
East Village
Lot 5A Expansion
Modifications to J.W. Clay and Robert D. Snyder Rd.
Fret well Café Expansion
Popp Martin Renovation Dining Venues
Science Café
Toby Creek Restoration
Reclaimed Water

Projects in Construction

McEniry HVAC Upgrade
Information Technology Infrastructure Upgrades
Science Building

Capital Projects in Closeout

Starbucks Renovation Sycamore Renovation

Mr. Varnell stated that all projects in design through construction have been affected by the pandemic and the recession. As auxiliary units have been those most negatively affected by the pandemic, auxiliary capital projects have been delayed, scaled back, or canceled. The University has received guidance that fewer projects in the future will be state-funded. Projects will be smaller. He anticipated that there will be a lull in new projects for a while, with the University and UNC system focusing more on taking care of older buildings needing repair.

Phase XVI Residence Hall Project

Ms. Hardin and Mr. Varnell provided a detailed update on the Phase XVI residence hall project. Mr. Varnell reminded the committee that the Phase XVI project is designed to provide 692 student beds in a traditional, double occupancy format and serve as a lower-cost option for on-campus housing. Phase XVI is intended to replace Moore and Sanford Halls after detailed studies concluded that both residence halls should be replaced due to their age.

Mr. Varnell reported that the project was under contract and under construction by February 2020, and that much of the site work was completed in preparation for pouring concrete by March. By the end of March, the impact of the COVID-19 pandemic on the University's Housing operations, including the closure of resident halls on March 21, had adverse financial effects.

Mr. Varnell stated that in late April the project was progressing toward a significant milestone for the order and installation of structural steel, which was a critical juncture from a construction and financial standpoint. He conveyed that in April, the Chancellor, Cabinet members, and Housing, Facilities Management and Financial Services staff had conferred with consultants from Rieth Jones Advisors to evaluate the developing situation and discuss available options, and that the construction contract was formally cancelled on June 1, 2020.

Ms. Hardin and Mr. Varnell confirmed that the project remains authorized with the system office and the State Construction Office (SCO), and that the proceeds from the January 2020 bond issuance for this project remain with the University.


Ms. Hardin provided additional updates on the impact to the University's auxiliary operations, reporting that dining, housing and parking functions have been adversely affected financially due to the significant refunds paid to students due to reductions in service and closures resulting from the pandemic. Dr. Bailey added that total projected housing occupancy for this fall is currently 60% and likely to see further decline.

The Committee then discussed options for the Phase XVI project, including re-bidding the project, alternatives for financing the project, and the governance process for any change in the financing plan.


Ms. Hardin responded by stating that the University would coordinate with its housing and financial consultants to continue evaluating options for the project and would update the committee.

Adjourn

With no further business the meeting was adjourned at 11:47 am.

Submitted:  12/14/20

Elizabeth A. Hardin Date
Vice Chancellor for Business Affairs

Approved:  12/12/20

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



UNC CHARLOTTE

The University of North Carolina at Charlotte Board of Trustees

Tuesday, September 22, 2020
via Zoom Video Conference

Open Session Minutes

Present

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

Absent

Christine P. Katziff

Staff/Guests in Attendance

Sharon L. Gaber, Chancellor
Joel Avrin, Faculty Council President
Kevin Bailey, Vice Chancellor for Student Affairs
Kim Bradley, Chief of Staff and Assistant Secretary to the Board
Mike Carlin, Vice Chancellor for Information Technology
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
Beth Hardin, Vice Chancellor for Business Affairs
Mike Hill, Director of Athletics
Mark Holton, Board of Governors Liaison
Jesh Humphrey, Vice Chancellor for Institutional Integrity and General Counsel
Melva Jenkins, Administrative Liaison for University Governance
Gene Johnson, Exponential Campaign Chair
Joan Lorden, Vice Chancellor for Academic Affairs
Laura Sharpe, Director of Special Projects and Foundation Relations
Ken Smith, University Budget Director
Niles Sorensen, Vice Chancellor for University Advancement

Cheryl Waites Spellman, Special Assistant to the Chancellor for Diversity and Inclusion
Rick Tankersley, Vice Chancellor for Research and Economic Development
Leslie Zenk, Assistant Provost

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 thanked everyone for joining the meeting and recognized Board of Governors Liaison Mark Halton.

Next, Mr. Wilson congratulated Chancellor Gaber for being recently named a 2020 YWCA Northwest Ohio Milestone recipient for women's leadership.

Mr. Wilson also recognized Chancellor Emeritus Dubois for receiving the 2020 ACE Council of Fellows/Fidelity Investments Mentor Award.

Mr. Wilson then reported that the bioinformatics research team was featured in the New York Times on August 30 for their campus-based early detection research system testing waste water to prevent COVID-19 spread. Mr. Wilson congratulated University Communications and Dr. Gibas and her team.

Swearing-In of Student Body President. Mr. Wilson reminded Trustees that the new Student Body President is normally sworn in during the April meeting, but since it was necessary to hold a condensed meeting in April due to COVID-19, we were not able to include the ceremony. Mr. Wilson explained that though this year's new president officially began her service on the board as soon as she became President, we would conduct her swearing-in ceremony at today's meeting.

Ms. Clark conducted the swearing in of Ms. Sampson.

Approval of April 2, 2020 and July 8, 2020 Meeting Minutes. Mr. Wilson requested action on the open and closed minutes of previous meetings as distributed: April 2, 2020, May 4, 2020, and July 8, 2020.

Action. On a motion by Mr. Bunker, seconded by Ms. DeVore, the Board approved the April 2, 2020, May 4, 2020, and July 8, 2020 minutes as distributed.

Remarks by the Board of Governors Liaison. Mr. Wilson introduced Mark Holton, UNC Charlotte's new Board of Governors liaison and invited him to give some remarks. Mr. Holton briefly introduced himself and discussed his leadership style. He then complemented UNC Charlotte's campus, calling it a treasure, and stated that Chancellor Gaber was a great choice to lead the university. He next gave an overview of the trustee appointment process and reiterated the Board of Governors' focus on access and affordability as its top priority. Lastly, he discussed priorities for the two BOG committees on which he serves. The Committee on Audit, Risk Management, and Compliance, for which he is chair, will focus on cybersecurity and the Governance Committee will focus on free speech on the campuses.

Remarks by the Chancellor. Chancellor Gaber began her remarks by sharing that in all of her initial interactions, she has been received with warmth and kindness, and that her first impressions are positive and she is encouraged and optimistic about the future.

Next, Chancellor Gaber gave an update on fall semester enrollment. She reported that despite the challenges and uncertainty that the COVID-19 pandemic presented, the University achieved a record enrollment of 30,146 students for the fall semester, an increase of 531 students over last fall. Chancellor Gaber attributed much of the success to the strategies enacted last year, including enhanced outreach to incoming students, a targeted marketing campaign, and targeted student financial aid.

Chancellor Gaber then summarized her engagement efforts for her first 60 days and thanked Mr. Bunker for leading the transition team in developing a very robust engagement plan.

Chancellor Gaber then reported on budget management strategies that the administration is undertaking in light of the impact of the pandemic, including a proactive non-recurring general funds budget reduction in FY 2021 to prepare for potential recurring budget reductions in FY 2022.

Next, Chancellor Gaber announced that she has appointed Dr. Cheryl Waites Spellman as interim special assistant to the chancellor for diversity and inclusion. She shared that one of the overarching themes that she has heard from students, faculty, staff, and alumni is the need for a senior level administrator whose sole responsibility is to create an equitable and inclusive campus. To address this need, she created this interim role through June 30, 2021, until a permanent position can be created and approved, and to undertake a search to fill the permanent position. Chancellor Gaber then introduced Dr. Waites Spellman, and asked the Board for their endorsement of the position. Dr. Waites Spellman shared a brief greeting.

Status of Campus Operations. Chancellor Gaber provided an update on the status of campus operations as affected by COVID-19, and reported that the University continues to monitor campus and county COVID-19 data and trends, as well as take the lessons learned from sister institutions to make further operational changes to de-densify the campus and strengthen accountability. Chancellor Gaber also reported that she continues to have ongoing discussions with the System Office and County about whether we should resume face-to-face classes on October 1, and that the decision of whether to resume on October 1 is forthcoming.

Chancellor Gaber next detailed the significant planning and resources towards ensuring safe learning, working, and living for students, faculty, and staff, highlighting the daily health check, and testing and contact tracing efforts, as well as the widely communicated expectations for safe behaviors.

Discussion ensued around the testing lab on campus, the wastewater testing project, and several other related topics.

Budget Update. Mr. Smith, the University Budget Director, provided an update on the budget as impacted by COVID-19, cautioning that the data changes daily. Mr. Smith addressed what we knew in the early stages of the pandemic, what we learned, and what we did in the later stages. Mr. Smith reported that the University is currently focusing on short-term viability but beginning to transition focus to long-term viability. Robust discussion ensued about how decisions will be made concerning reductions, negative impacts, and CARES funding priorities.

Hotel and Conference Center Update. Mr. Sorensen provided an update on the status of the hotel and conference center, stating that the University expects to break even the first year based on occupancy. Mr. Sorensen reported that the University will receive the certificate of occupancy February 23, and the hotel should be ready the last week of March to the first of April. Mr. Sorensen projected that it will be worth opening and operating at reduced occupancy if necessary.

Exponential Campaign Update. Former UNC Charlotte Board of Trustees Chair and current chair of the Exponential Campaign, Gene Johnson provided an update on the campaign. Mr. Johnson shared the excellent news that we had surpassed the \$200 million campaign goal and raised \$218,220,737 to support the four pillars of success: student access and scholarship, student experience, faculty support, and innovation and knowledge. He acknowledged the work of the Advancement staff in this success. Mr. Johnson next provided details regarding the number of donors, scholarships created, gifts and pledges, year-over-year giving, and notable spaces named.

Legislative Update. Ms. Doster reported that during the Board of Governor's April session, the UNC System distributed NC appropriation CARES Act funds to system universities. Ms. Doster further explained that universities with medical schools received additional research money. Ms. Doster stated that the biggest loss from the short session was that UNC Charlotte did not receive money for building reserves for the Science building but indicated that it is a priority for the UNC System. Ms. Doster indicated that UNC Charlotte received \$5 million, the largest research appropriation in history, for wastewater research, and an additional \$4 million for pandemic research. Ms. Doster also reported that there will be no salary increases for system employees. Ms. Doster concluded her report by sharing that the legislature has adjourned until January 2021. She reminded the Board and attendees that there will be an early voting site that will be on campus at Belk Gym.

Report of the University Faculty Council. Mr. Avrin provided a summary of his report of the Faculty Council. Mr. Avrin stated that he recognized the need to engage faculty governance in decisions being made regarding the fall planning process and initiated development of the Fall Planning Advisory Group (FPAG). Mr. Avrin discussed the work of the FPAG as related to the steps being taken to mitigate COVID-19 spread on campus.

Report of the University Staff Council. Ms. Corpening provided highlights of the staff council's activities since the last meeting. Ms. Corpening reported that delegates from UNC Charlotte attend Staff Assembly ad hoc meetings and receive updates from the UNC System Human Resources department regarding administrative leave options, COVID-19 impact on the UNC System as a whole, and legislative decisions. Ms. Corpening reported the campus Equity Task Force's plans to help resolve some issues on campus.

Report of the Student Government Association. Ms. Sampson shared the efforts of the Student Government Association (SGA) to get students to volunteer for the Niner Health Concierge program, whose focus is to educate peers and reinforce appropriate public health behaviors to mitigate the spread of COVID-19, and to hold students and staff accountable. Ms. Sampson reported that Niner Health Concierges will be stationed across campus. Ms. Sampson also reported about the Nobel Niner's goal to support Chancellor Gaber's student-focused commitment by creating or leveraging current traditions at UNC Charlotte. Ms. Sampson next reported that 14 UNC System student body presidents of the Association of Student Governments (ASG) held a town hall for students at their universities, where updates were provided and students were allowed to ask questions and voice their concerns on subjects, including COVID-19, housing, and events and organizations.

Report of the Executive Committee. Mr. Wilson reported that Ms. Bradley advised the Committee of a self-audit of the BOT minutes that she initiated this summer. Ms. Bradley's stated that the self-audit revealed some minor issues that Ms. Bradley and her staff had already taken steps to correct.

Next, Mr. Wilson reported that Ms. Doster had provided an overview of the Trustee appointment process given that several UNC Charlotte Trustees will either term out or are up for reappointment in 2021.

Report of the Audit, Compliance, and Enterprise Risk Management. Ms. Drew reported that the Committee received a summary of the Internal Audit reports since the last meeting from the Chief Audit Officer and that there were no major findings. Ms. Drew also reported that the Committee approved the revised FY21 Internal Audit plan, and discussed the pending finding on training on the compliance report. Ms. Drew stated that the Committee is prepared to make sure the University COVID testing site is appropriately accredited.

Report of the Academic and Student Affairs Committee. Mr. Bunker reported that the Committee received a presentation from the Niner Choice program, which is part of off-campus student services of Housing and Residence Life that helps parents and students make informed decisions about off-campus living. Mr. Bunker indicated that the takeaway from the presentation is that the University continues to work with off-campus housing to provide safety and security for students.

Mr. Bunker also reported that the Committee was provided its annual Title IX appeals training.

Mr. Bunker concluded by attributing that fact that there were no cases to adjudicate in the last school year to the school history and example of excellent governance.

Report of the Athletics Committee. Mr. Keeter reported that the Athletics Committee had not met since February due to COVID-19. Mr. Keeter reported that the Committee received a presentation on the athletics brand launch rollout, which hit the mark even in the middle of the pandemic. Mr. Keeter also reported that the Committee received presentations on the budget, COVID protocols for athletes, and United Gold, which involves student-athletes taking a leadership role in bringing the campus together in diversity.

Discussion ensued about plans for the athletics facility, and the recent assertion that the new football jerseys are not compliant, for which there is no basis.

Report of the Facilities and Physical Properties Committee. Mr. Klein reported that the Committee discussed a decision made by staff to stop construction and cancel the Phase XVI project.

Request for Ratification of a Capital Project Designer Selection. Mr. Klein reported that the Committee had approved the ratification of a capital project designer selection.

Mr. Wilson called for action on the request for ratification of the capital project designer selection.

Action. The Board unanimously authorized the ratification of the capital project designer selection.

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

Action. On a motion 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 consult with and receive advice from counsel pursuant to N.C.G.S. §143-318.11(a)(3);
- c. 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;
- d. To prevent the disclosure of information that is not considered a public record within the meaning of Chapter 132 of the General Statutes.

Closed Session

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

Open Session

Adjourn. There being no further business to come before the Board, Mr. Wilson adjourned the meeting at 2:56 p.m.

Submitted:

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

Approved:

Michael L. Wilson Date
Chair
UNC Charlotte Board of Trustees