

REGULAR MEETING OF THE BOARD OF TRUSTEES OF WESTERN CAROLINA UNIVERSITY

Room 510, H.F. Robinson Building

December 9, 2016

The Board of Trustees of Western Carolina University met in regular session on December 9, 2016 in Room 510 of the H.F. Robinson Building. The meeting was called to order at 9:34 a.m. by Chairman Broadwell.

ATTENDANCE

The following members of the Board were present: Mr. Broadwell, Mr. Crawford, Mr. Lupoli, Mr. Townsend, Mr. Drake, Mr. Messer, Mr. Kinney, Ms. Dugan, Mrs. Coward, Mrs. Kaemmerling, Mrs. Battle and Mr. Keener. Mr. Fetzer was present via teleconference.

Others present: Chancellor Belcher; Provost Morrison-Shetlar; Dr. Causby, Associate Vice Chancellor of Human Resources; Ms. Woody, Budget Officer for Chancellor; Mrs. Mathis, Administrative Support for Chancellor's Office; Mrs. Collins, Assistant Secretary to the Board; Mr. Browning, Associate General Counsel; Mr. Parrish, Staff Senate Chair; Dr. Yang, Faculty Senate Chair; Mrs. Pate, Alumni Board President; Dr. Wargo, Chief of Staff; Vice Chancellors Miller, Byers and Lewis; Mr. Fowler, Chief Information Officer; Mr. Eaton, Director of Athletics; Mr. Studenc, Public Relations; Ms. Lochner, General Counsel;

ROLL CALL

Mrs. Collins called the roll of the Board members in attendance. A quorum of the board was present.

SWEARING IN OF NEWLY ELECTED OFFICIAL

Mrs. Collins swore in Mr. Gaither Keener as a new trustee.

ETHICS STATEMENT

Mr. Broadwell read the following: "As Chair of the Board of Trustees, it is my responsibility to remind all members of the Board of their duty under the State Government Ethics Act to avoid conflicts of interest and appearances of conflicts of interest as required by this Act. Each member has received the agenda and related information for this Board of Trustees' meeting. If any Board member knows of any conflict of interest or appearance of conflict with respect to any matter coming before the Board of Trustees at this meeting, the conflict or appearance of conflict should be identified at this time."

There were no conflicts disclosed.

APPROVAL OF MINUTES

Chair Broadwell moved that the minutes of September 2, 2016 Regular Board Meeting of the full board and the minutes of October 11, 2016 Special Telephone Meeting of the full board be approved. Mr. Townsend made a motion to approve the minutes. Mrs. Battle seconded the motion and it was approved unanimously. (ON FILE WITH MINUTES MATERIALS IN TAB B).

COMMENTS FROM THE CHANCELLOR

Chancellor Belcher gave the Board an update on his priorities. He wants to continue working on building legislative relationships. The Chancellor hosted Representative John Fraley, Chair of the Education and University committee from Iredell County. The Chancellor has spoken to other legislators, including Representative Chuck McGrady from Hendersonville, Appropriations Chair. He made post-election congratulatory calls. Two incoming members of the House will be on campus next week. Mike Clampitt and Kevin Corbin will visit campus. He hosted Fiscal research from the General Assembly on campus. They talked about the relationship with WCU and NC Promise program. Last Thursday, the NC Promise

Chancellors met with Phil Berger, President Pro Tempe of the Senate. Our involvement in UNC Strategic Planning process will reach completion in January. There are five strategic directions: Student Success, Access, Affordability, Excellent and Diverse Institutions and Economic Impact and Community Engagement. Once metrics and targets are endorsed, the system and individual institutions will focus the emerging metrics and targets for certain groups. (Bringing low socio-economic status students in..). February BOT there will be a second conversation on campus activism. We will look at issues on other campuses and discuss what we can do to facilitate mature, intellectual graduates.

He gave an update on WCU increasing and fostering post-secondary graduation attainment. Discussions of issues of poverty and how to use education as a tool of achievement. The Chancellor held Brainstorm meetings to look at local and regional partners. He and Melissa are compiling the ideas and discussions to use to champion a major initiative focusing west of Asheville. We have a big challenge in the far western part of the state. Leadership west of Asheville is in short supply. We have great partners in SCC, Southwest Commission and a few others. We will go after a planning grant through some foundations who have interest in partnering with WCU.

COMMENTS FROM CHAIR

Mr. Broadwell said that he appreciated the leadership of the Chancellor and the WCU administration. He thanked Provost Morrison-Shetlar for the morning program presented by Higher Education in Student Affairs students. He thanked the Chancellor and Dr. Wargo for bringing Andrew Kelly here to talk to the board and for working with the board of governors. AGB National conference will be in Dallas, TX April 2-4. He encouraged board members to attend and to also read Trusteeship magazine. The latest issue is on campus unrest. He encouraged everyone to look at that issue before the February meeting (Feb. 23 and 24th). He announced that Legislative day in Raleigh is May 16th. He spoke about the report from Vice Chancellor Lewis and her planning for the Development office and Capital campaign. He spoke about the importance of giving to WCU, this board is only at 45% giving right now. He had Mrs. Kaemmerling to share her story about giving to the board. She recounted what she told the Madison Society luncheon. Mrs. Kaemmerling gave the board three challenges: Be a volunteer (be as visible on campus as you can be, come to events and commencement when possible), think of WCU when you do estate planning, and if you have not endowed a scholarship, please think about doing so. Education does change lives and scholarships make that possible. Mr. Broadwell thanked the board for their work and consideration to support WCU by giving.

REPORT OF ACADEMIC AFFAIRS AND PERSONNEL COMMITTEE

Mr. Townsend made a motion on behalf of the committee to approve the Resolution of the Board of Trustees of Western Carolina University to Delegate Expanded Authority to the Chancellor for Certain Salary Actions for Employees Exempt from the State Human Resources Act, no second was needed and it was approved unanimously. (RESOLUTION ON FILE WITH MINUTES MATERIALS IN TAB C-3)

Mr. Townsend made a motion on behalf of the committee to approve the Annual Summary Human Resources report. No second was needed and it was approved unanimously. (ANNUAL SUMMARY ON FILE WITH MINUTES MATERIALS IN TAB C-2).

Mr. Townsend provided a summary report from the committee meeting. Dr. Causby had presented the EEO Summary Report which provides a brief overview of WCU's full EEO Plan to include a focus on historically underrepresented employee groups (minorities, females, veterans, individuals with disabilities) and provides data to determine if an underrepresentation exists in the current workforce. Dr. Causby also presented information on the UNC System SHRA Average Salary Comparisons. The overall average SHRA salary at WCU is \$39,868 which represents an 11.58% increase from 2013. WCU currently ranks 13th (out of 16) in overall average SHRA salary within the UNC system, unchanged since 2013. Dr. Causby also provided an update on FLSA/overtime regulatory changes. On November 22nd, a federal court in Texas issued a temporary injunction that effectively delayed the implementation and December 1st effective date of the proposed new regulations. As a result of this injunction, WCU (and

the UNC system) has placed all implementation plans on hold until such time as the injunction is lifted or new regulations are put forth. (ON FILE WITH MINUTES MATERIALS IN TABS C-4 AND C-5).

Provost Morrison-Shetlar provided an update on NC Promise. We continue to work through details and the impact of this legislation on our institution. There are three campuses designated as NC promise campuses. (ON FILE WITH MINUTES MATERIALS IN TAB C-7)

Provost Morrison-Shetlar provided an update on NC Gap. NC GAP would require a percentage of students admitted to WCU to go to community college. Two initiatives named in this legislation are activities we currently utilize. UNC institutions were asked to provide student success initiatives data to General Administration. (ON FILE WITH MINUTES MATERIALS IN TAB C-8).

Dr. Lowell Davis, Assistant Vice Chancellor for Student Success, provided an update on Summer Session. We have authority to set our own summer rates with approval from Executive Council and then to General Administration. NC Promise will impact summer, so we are in the process of seeking solutions through campus wide conversations. We will continue to make summer viable as it is important for WCU, our students and the economy of our region. (ON FILE WITH MINUTES MATERIALS IN TAB C-9).

Dr. Morrison-Shetlar and Mr. Browning gave an update on lab schools. Last year, the state passed the lab school statute for eight lab schools across the state. Four lab schools will start in 2017, including a partnership with WCU and Jackson County schools – grades 6-8. We will model ours similar to what ECU is currently doing with Pitt County schools. A resolution will come before the board to start the school, the BOT will appoint an advisory board, policies for academic performance and conduct, develop a school calendar, reporting requirements established by state board of education, arrange for provision of services for local school system, hire staff (teachers and administrators will be WCU employees), and provide background checks also. GA is trying to centralize funding. We have a good relationship with the local school system and this will be done correctly. Chair asked Shea to send out bullet points regarding his presentation. We have to be ready no matter what changes are made to the statute. Mr. Townsend pointed out about lack of resources for this program. The great opportunity is that we will have our faculty and expertise to help facilitate and demonstrate new models for students to raise performance levels. (ON FILE WITH MINUTES MATERIALS IN TAB C-6).

REPORT OF ADMINISTRATION, GOVERNANCE, AND TRUSTEESHIP COMMITTEE

Mrs. Kaemmerling made a motion on behalf of the committee to approve the WCU Foundation Bylaws and Articles of Incorporation. It was approved unanimously. (RECOMMENDATION ON FILE WITH MINUTE MATERIALS IN TABS D-2 AND D-3)

Mrs. Kaemmerling made a motion on behalf of the committee to approve the appointment of Kevin R. Vasquez to the WCU Foundation Board. It was approved unanimously. (BIO ON FILE WITH MINUTE MATERIALS IN TAB D-4).

In a summary report, Mrs. Kaemmerling gave an update on the Division of Development and Alumni Engagement. Ms. Lewis had reported to the committee on the Fiscal Year 2017 goals. To date, the division has achieved 57% of the \$8.3 million fiscal year goal. She also provided an update on the *Lead the Way* Campaign. To date, the division has documented \$27.3 million in gifts and pledges reaching 55% of the \$50 million campaign goal. Ms. Lewis also discussed the Board of Trustees members' roles in attaining the division's fiscal year goals including 100% participation by all volunteer boards. She provided a handout describing the rebranded annual fund program now called the Fund for WCU and encouraged participation by the Board of Trustees.

Mrs. Kaemmerling asked Mr. Crawford to give a report on behalf of the Student Government Association. Mr. Crawford said that promoting mental health is a new program sponsored by

Association of Student Government. His Vice President is resigning. SGA spent half of supplemental funding and will give out rest in spring to other campus organizations. Next week they are giving out food and prizes to students as part of exam break activities. His Exec. Council will reconvene after holiday break. (SGA REPORT ON FILE WITH MINUTES MATERIALS).

Mrs. Kaemmerling gave a Legislative Update that had been presented to the committee by Ms. Meredith Whitfield. She reviewed recent election results and briefly discussed their implications for WCU and the UNC System. She also shared the recently announced leadership positions in the NC Senate and House; important committee assignments are forthcoming. The update included information on the recently concluded Governor's race. She noted that the WCU Legislative Reception is now scheduled for May 16, 2017. Mrs. Kaemmerling shared the WCU Draft Legislative Policy Agenda with the board. (LEGISLATIVE POLICY AGENDA ON FILE WITH MINUTES MATERIALS IN TAB D-5).

Mrs. Kaemmerling went over the prioritized chancellor's residence condition report that was provided by Mr. Matt Ketchum. (REPORT ON FILE WITH MINUTES MATERIALS TAB D-6)

During the committee meeting, Ms. Lewis introduced and welcomed the Trustees scholarship recipient, Jay Stanley, to the committee.

REPORT OF FINANCE AND AUDIT COMMITTEE

Mr. Drake made a motion on behalf of the committee to approve recommendations for Construction Manager at Risk for Upper Campus Residence Hall. It was approved unanimously.

(RECOMMENDATION ON FILE WITH MINUTES MATERIALS IN TAB E-2).

Mr. Drake made a motion on behalf of the committee to approve recommendations for the 2017-18 Tuition and Fee Rates. It was approved unanimously. (RECOMMENDATION ON FILE WITH MINUTES MATERIALS IN TAB E-3).

Mr. Drake made a motion on behalf of the committee to approve the Debt Strategy. It was approved unanimously. (RECOMMENDATION ON FILE WITH MINUTES MATERIALS IN TAB E-4).

In a summary report, Mr. Drake gave the internal audit update. The Finance and Audit Committee received a report from Ms. Lisa Gaetano, Director of Internal Audits, announcing the completion of three PCI DSS audits with two remaining in process. Additional audits completed include 55 of the 58 Building Emergency Action Plans, two Petty Cash audits, and the analysis of P-Card transactions with the aid of the data analysis software, Tableau. Audits currently in process include the remaining three Building Emergency Action Plans, four Petty Cash audits, and the Laboratory Safety and Training within the College of Arts and Sciences audit.

COMMENTS FROM FACULTY SENATE CHAIR

Dr. Yang updated the Board on the Faculty Senate. (FACULTY SENATE REPORT ON FILE WITH MINUTES MATERIALS).

COMMENTS FROM STAFF SENATE CHAIR

Mr. Parrish updated the Board on the Staff Senate. (STAFF SENATE REPORT ON FILE WITH MINUTES MATERIALS).

COMMENTS FROM ALUMNI ASSOCIATION PRESIDENT

Mrs. Pate updated the Board on the Alumni Association. (ALUMNI ASSOCIATION REPORT ON FILE WITH MINUTES MATERIALS).

CLOSED SESSION

Mrs. Kaemmerling moved that the Board go into closed session to consult with our attorney, to protect the attorney-client privilege to discuss a legal issue, to consider and give instructions concerning an existing lawsuit titled Michelle Bretz v. Western Carolina University; Gloria Patterson v. Western Carolina University; Travis Williams v. Western Carolina University, Chancellor David Belcher, Joe Walker, et al; Jamie Davis v. Western Carolina University; In Re: NCAA Grant in Aid Anti-trust lawsuit; In Re: NCAA Student Athlete Concussion Injury Litigation; Carcano, et al. v. McCrory, et al.; United States v. North Carolina, et al.; and to prevent the premature disclosure of an honorary degree scholarship, prize or similar award. Mr. Messer seconded the motion, and it was approved unanimously.

Chancellor Belcher asked Ms. Lochner, Ms. Lewis and Dr. Wargo to stay for closed session.

RETURN TO OPEN SESSION

Mr. Drake made a motion to return to open session. Ms. Battle seconded the motion and it was approved unanimously.

Mr. Broadwell spoke about conversations he had with staff senate concerning parking and morale, as well in Faculty senate report. Getting the word out to faculty and staff about progress that is made. Parking perceptions. There is ample parking, but just not where people want to park. Chancellor and Board discussed various parking issues and complaints from faculty and staff.

ADJOURNMENT

There being no further business, Mr. Broadwell made a motion to adjourn the meeting. Mr. Townsend seconded the motion, and the meeting was adjourned at 12:17 p.m.