

REGULAR MEETING OF THE BOARD OF TRUSTEES OF WESTERN CAROLINA UNIVERSITY

H.F. Robinson Building, Room 501A

December 6, 2019

The Board of Trustees of Western Carolina University met in regular session on December 6, 2019 in room 501A of the H.F. Robinson Building. Chair Kinney called the meeting to order at 9:30 a.m.

ATTENDANCE

Present: Chair Bryant Kinney, Mr. Bob Roberts, Mrs. Haden Boliek, Mr. Casey Cooper, Ms. Joyce Dugan, Mr. Tim Haskett, Mr. John Lupoli, Mr. Kenny Messer, Mr. Ken Hughes, Mrs. Kathy Greeley, and Mr. David Rhode.

Board Members Absent: Mrs. Rebecca Schlosser

Present – Faculty and staff of Western Carolina University: Chancellor Kelli R. Brown; Dr. Richard Starnes, Interim Provost; Ms. Alison Joseph, Staff Senate Chair; Dr. Enrique Gomez, Faculty Senate Chair; Mr. Neal Andrews, Alumni Association President-Elect; Dr. Melissa Wargo, Chief of Staff; Mr. Mike Byers, Vice Chancellor for Administration and Finance; Mrs. Lisa Gaetano, Internal Audit; Mr. Shea Browning, General Counsel; Mr. Bill Studenc, Chief Communications Officer; Ms. Jamie Raynor, Interim Vice Chancellor for Advancement; Mr. Randy Eaton, Athletics Director; Dr. Sam Miller, Vice Chancellor for Student Affairs; Mr. Craig Fowler, Chief Information Officer; Dr. Cory Causby, Associate Vice Chancellor for Human Resources and Payroll; Mr. Steve Lillard, Chief of Police; Ms. Heather McGuire, Leadership Academy; and Mrs. Deborah Millican, Leadership Academy; Mr. Aaron Speyer, SGA Director of Finance; Ms. Karen Woody, Budget Officer; and Ms. Jessica Woods, Assistant Secretary to the Board of Trustees.

Also, present via live stream, Leadership Academy members Amanda Murchie, Stephanie Brittain, Cole Mallonee, Josie Crolley-Simic, Beth Wall-Bassett, Dean Paulk, James Moralez, Deborah Millican, Brittney Buchanan, Heather McGuire, and Trisha Ray.

ROLL CALL

Ms. Woods called the roll of the Board members in attendance. A quorum of the board was present.

ETHICS STATEMENT

Mr. Kinney read the Ethics Statement as follows:

“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.” **No conflicts of interest were disclosed.**

Chair Kinney reminded the board that the meeting was being streamed live to room 540 in H.F. Robinson Building”.

APPROVAL OF MINUTES

Chair Kinney asked for a motion to approve the minutes of the September 6, 2019 Regular Board meeting, September 18, 2019 Special Telephone meeting, and the October 31-November 1 BOT Retreat. Mr. Messer made a motion to approve minutes. Mr. Roberts seconded the motion. The minutes were unanimously approved.

COMMENTS FROM CHANCELLOR KELLI R. BROWN

Chancellor Brown thanked the board of trustees for all that they do for Western Carolina University. She thanked them for touring the new Admissions space in H.F. Robinson Building and engaging with the staff senators at lunch. Chancellor Brown thanked all the members of the WCU community for the support and welcome that they have shown to her and Dennis over the past several months. She thanked the trustees planning to attend commencement on December 14th. She introduced and welcomed two leadership academy members attending the board meeting: Heather McGuire, Academic Advisor in the College of Education and Allied Professions and Deborah Millican, Administrative Support Assistant for Information Technology.

Chancellor Brown shared an update on salaries and budget. She shared that faculty and staff compensation will remain a top legislative priority for Western Carolina University. She noted that Faculty Senate and Staff Senate co-hosted a well-attended campus forum on the topic of salary in October, and that she shared the board's commitment to improving compensation for all our employees. Faculty and staff leaders have expressed their appreciation for the board taking the issue of meaningful salary increases so seriously. Western is limited in its ability to address salary matters. She shared that she authorized moving forward with a plan to allocate the limited amount of existing and current year funds derived from enrollment growth to begin to address some critical issues that fall outside a campus-wide annual raise process and authorized the hiring of a limited number of new faculty and staff positions in critical growth areas.

Chancellor Brown provided an update on the Steam Plant. She noted that Western is continuing to wait for the final \$16.5 million installment in state funding. Chancellor Brown mentioned that the State Board of Elections approved Western's student and employee identification cards for use as photo identification for voting in the primaries and general election to be held in 2020.

Chancellor Brown shared Campus Leadership changes. Dr. Starnes has appointed David Kinner, associate professor of geology and associate dean of the College of Arts and Sciences, interim dean of that college while a national search for a permanent provost is underway. There is a committee in place to search for Western's next vice chancellor for the division of advancement and alumni engagement, with Chief Information Officer Craig Fowler serving as chair. Dr. Starnes announced that the Dean of Business will return to the faculty. Dr. A.J. Grube will serve as acting dean until January 1st and then Dr. Debra Burke will serve as interim dean until next fall.

Chancellor Brown provided an update on the Chancellor's Welcome Tour, which began back in July. She shared that the tour has provided her a great opportunity to get out across the region and the state and to meet with alumni, friends, elected officials and educational partners. The tour stops allowed her to hear from as many of the university's stakeholders as possible as she continued to craft her vision for Western Carolina University during her time as chancellor. She will share more of her vision as part of Installation activities, scheduled for late March, with the formal installation ceremony set for March 27. She mentioned that Interim Provost Starnes and Chief of Staff Melissa Wargo are co-chairing a 30- member committee, to plan events leading up to the installation ceremony. The schedule of events will celebrate the role of Western Carolina University.

Chancellor Brown noted that she represented WCU at a working meeting of the myFutureNC in Asheville. She had the privilege of joining several educators from across Western North Carolina, including representatives of public and private institutions, K-12 schools, four-year higher education institutions and community colleges. She shared that she is thrilled to be a part of this group and looks forward to Western Carolina University being an integral part of meeting that ambitious goal.

Chancellor Brown thanked the trustees for attending the dedication of the Two Sparrows Town Archaeological Collections Facility on Thursday, December 5th. She shared that the event represented the latest example of a long and mutually beneficial relationship between Western Carolina University and the Eastern Band of Cherokee Indians. She noted that the newly renovated space, made possible through a grant of \$175,000 from the U.S. Forest Service, is a significant upgrade in our ability to properly store important collections of archaeological items associated with the Cherokee and is providing a safe place for these important historical artifacts that help to honor and tell the story of our friends and neighbors from the Eastern Band of Cherokee Indians.

Chancellor Brown also recognized the outstanding performance of the Pride of the Mountains marching band at the Macy's Thanksgiving Day parade.

COMMENTS FROM THE CHAIR

Chair Kinney thanked Bob Roberts and the transition team for all the work that has gone into the first six months of Chancellor Brown's time at WCU. He shares that he continues to hear great things coming from Western's alumni and friends that have attended each of the Chancellor's tour events. He extended a thanks to each of the trustees who have also attended the Welcome Tour. Chair Kinney congratulated the Pride of the Mountains Marching Band on behalf of the board of trustees. He thanked all the supporters and all the trustees that made the trip to New York.

Chair Kinney congratulated WCU women's volleyball Coach Karen Glover as Southern Conference Coach of the Year. He shared that he was proud of Western's Catamount football team in Alabama. He shared that it was also great to see a lot of purple in Bryant-Denny Stadium.

Chair Kinney reminded the board of trustees to complete their mandatory Harassment training that is due by January 31, 2020. The University has collaborated with the Association of Governing Boards of Universities and colleges (AGB) to develop an online training program on federal sexual harassment laws and their connection to the governance and nondiscrimination policies of the University. The UNC Board of Governors made this training program mandatory for its members and members of the constituent institution boards of trustees.

Chair Kinney reminded the board of trustees that the 2020 AGB National Conference on Trusteeship is scheduled for April 5-7, 2020 in Washington, DC. He asked to let Jessica know by December 1st who can attend the conference and she will register trustees as a WCU group and make lodging reservations.

WCU BOARD OF TRUSTEES SPECIAL COMMITTEE ON BEER AND WINE SALES AT WCU ATHLETIC FACILITIES COMMITTEE REPORT

Chair Kinney recognized Mr. Haskett and Mr. Messer for the report of the WCU Board of Trustees Special Committee on Beer and Wine Sales at WCU Athletic Facilities. Mr. Haskett thanked the committee for their time, effort, and thoughtful consideration. Mr. Haskett noted that Chapter 18B of the General Statutes of North Carolina mandated that the Board of Trustees must vote to approve the issuance of a permit to sell beer and wine at athletic venues. Thus, the Board of Trustees formed the WCU Board of Trustees Special Committee on Beer and Wine Sales at WCU Athletic Facilities. Mr. Haskett read the recommendations of the committee to the Board of Trustees. The WCU Board of Trustees Special Committee on Beer and Wine Sales at WCU Athletic Facilities recommends that the Board of Trustees of

Western Carolina University allow the issuance of permits for the sale of alcoholic beverages at athletic facilities on the campus and/or property owned or managed by Western Carolina University. A report on the Administration's implementation plan should be given to the Board of Trustees at its March 2020 regular meeting. The Resolution is in Tab F of the Trustees material. The Alcohol Sales Committee voted to approve both the recommendation and the included Board Resolution at our final, regular meeting in early November. Mr. Haskett asked that the full Board take up the included resolution. The motion comes from committee and does not require a second. The Resolution was unanimously approved.

REPORT OF ACADEMIC AFFAIRS AND PERSONNEL COMMITTEE

Chair Kinney recognized Mr. Lupoli to give the report of the Academic Affairs and Personnel Committee. The Academic Affairs and Personnel Committee reviewed several discussion and informational items. Dr. Starnes reviewed the purpose of tenure in public higher education, at WCU, and the importance it brings, including, but not limited to freedom of research, shared governance, and the ability to dissent. Dr. Starnes provided updates on faculty salaries, Peer Study Information, One-Stop, Academic Integrity Task force, Student Assessment of Instruction (SAI) Task Force, Non-Tenure Track Faculty Task Force, Non-Curricular/Policy Clarification Task Force, and Enhanced retention efforts.

Dr. Causby provided information on the WCU 2019 EEO Summary Report. The summary report provides a brief overview of WCU's full EEO Plan. Dr. Starnes shared information on administrative appointments and athletic appointments in TAB C-5.

REPORT OF ADMINISTRATION, GOVERNANCE, AND TRUSTEESHIP COMMITTEE

Chair Kinney recognized Mr. Roberts to give the report of the Administration, Governance, and Trusteeship Committee. The Administration, Governance and Trusteeship Committee discussed tow action items and reviewed several discussion and informational items.

The committee considered the proposed Plan to study the feasibility of Intercollegiate Wrestling in Tab D-2 of the Trustee materials. Mr. Eaton presented a plan that reviewed the demographic studies of high school and club sport offerings and trends by gender by geographic location Mr. Eaton stated they would conduct a southern conference and NCAA D1 sport analysis, review of championship sports offered by SoCon. The analysis of title IX will include student-athlete gender participation rates contrasted to study body gender distribution, scholarship distribution by gender, operating budgets by sport and gender, and review of WCU student surveys and current club sports. Mr. Eaton presented a quick snapshot of the title IX analysis of WCU Athletics and a cost analysis of additional sports for WCU Athletics. The planned timeline would be focused during the Spring semester and results brought back to the board for action at the June 2020 BOT meeting. The Administration, Governance, and Trusteeship committee recommends endorsement of the proposed plan to study the feasibility of Intercollegiate Wrestling. The motion comes from committee and does not require a second. The Resolution was unanimously approved.

Mr. Roberts asked Mr. Rhode to give the SGA Report (SGA Report in Minutes Materials).

Dr. Melissa Wargo, Chief of Staff, provided a brief Legislative update. The Government is at an impasse until legislators comes back in session and possible mini budgets approved. Currently, the budget is in limbo following the Governor's veto. Dr. Wargo and Ms. Whitfield will be communicating with Senator Berger's office to fill Tom Apodaca's position.

Mr. Roberts provided a Transition Team update. Mr. Roberts shared that the Transition Team reviews the Chancellor's Welcome Tour Schedule and Relationship Mapping list monthly. Dennis Brown, the first gentleman, has met with numerous merchants in the local area. Mr. Lupoli is working with Mr. Brown to visit Cashiers and Highlands. Chancellor Brown has been meeting with key members of the campus

community and with key external leaders. This committee will conclude its tenure in January. The Chancellor's Installation ceremony will take place in March (March 27, 2020).

Mr. Lee Smith provided a prioritized chancellor's residence condition report. The report can be found behind TAB D-3 of the Trustee materials. He shared the summary of recent repairs and improvements to the residence. The committee recognized the work and diligence of the Facilities staff in their progress towards addressing the identified repair and renovation needs of the residence.

Ms. Jamie Raynor, Interim Vice Chancellor for Advancement, presented an update on fundraising totals. The report can be found behind TAB D-4 of the Trustee materials. Ms. Raynor shared the FY20 fundraising update for July 1-December 5, 2019. The total raised through November 11, 2019 was \$5,310,256.16 (42.3% of goal). The FY20 goal was set at \$12,554,690. Advancement received 3181 gifts from 1,756 donors (hard credit only). Board of Trustees participation – 6 of 11 for a FY20 giving rate of 55%. Ms. Raynor shared the Annual Giving goals for FY20 and the fiscal year-to-date numbers. Ms. Raynor stated the Chatty Cats phone program has already raised 81.51% of their total FY19 revenue. Ms. Raynor shared that the Chancellor's Welcome Tour has been successful with more than 1,739 attendees. The tour will continue in January with stops in Tampa, Orlando and south Florida. Ms. Raynor provided an Advancement Services update for FY20. She also provided an overview of the Raiser's Edge NXT training program.

Dr. Sam Miller, Vice Chancellor for Student Affairs, provided an enrollment update and shared the Fall 2019 Student Body Profile. The report can be found behind TAB D-5 of the Trustee materials. Data was included for total enrollment, including First-Time Full-Time freshmen, undergraduate transfers, graduates, along with some basic demographics data. Dr. Miller shared the data for Total Enrollment, Demographics, Retention Rate, Academic Profile-Average Scores, Admissions-New Freshman, and Student Credit Hours.

Ms. Joyce Carpenter shared the Board of Trustee Meeting Schedule for 2019-20 with the committee. The schedule can be found in TAB D-6 of the Trustee materials. Please note the important dates of the regular Trustee meetings; the Commencement, which is scheduled for December 14, 2019 and May 8 and 9, 2020; and the AGB conference which is scheduled for April 5-8, 2020 in Washington, D.C. Also, included on the schedule are the Board of Governors meetings.

The committee also considered two items in closed session.

REPORT OF FINANCE AND AUDIT COMMITTEE

Chair Kinney recognized Mr. Messer to give the report of the Finance and Audit Committee.

Mr. Messer provided information on the 2019-20 Tuition, Fees, and Rates; IT Security Update; Internal Audit Update; and Capital Projects Status Update. Mr. Messer shared that the UNC System governing boards must first approve the schedule of changes to tuition, fees, and rates suggested by the University before they may be adjusted and implemented each year. Mr. Mike Byers and Dr. Sam Miller shared the proposed changes for the upcoming year, which were the same as presented at the Board of Trustees Retreat last month (November). The finance and audit committee recommended to the full board the approval of 2020-21 Tuition, Fees, Rates and Surcharges as proposed (located in Tab E-2a), to authorize the University to instate and/or seek necessary authority from the UNC Board of Governors to instate the attached schedule for tuition, fees, rates and surcharges for the 2020-21 academic year, as presented. The motion comes from committee and does not require a second. The motion passed with one "nay".

Mr. Craig Fowler, Chief Information Officer and Mr. Joel McKenzie, Chief Information Security Officer, presented on Information Security – Cyber Threats and Risk Management. This presentation covered the Cyber Threat, both generally for institutions and for WCU specifically. It also discussed best practices, WCU's status toward these practices, and provided information on the upcoming overlap of security and privacy. WCU continues to enhance and improve its process of prevention, detection, and response.

An Internal Audit update was provided in the board materials in Tab E-4, outlining current audits and related work. A Capital Projects Status Report was also provided and can be found in the Trustee Board materials in the section labeled Tab E-5.

FACULTY SENATE INFORMATION REPORT

Chair Kinney thanked Dr. Gomez for his service as Faculty Senate Chair. Chair Kinney recognized Dr. Gomez to give the Faculty Senate Report. Dr. Gomez shared information on classroom technology, faculty salaries, University Athletics Committee, and Student Mental Health initiatives. (REPORT IS IN MINUTES MATERIALS FILE).

STAFF SENATE INFORMATION REPORT

Chair Kinney thanked Ms. Joseph for her service as Staff Senate Chair. Chair Kinney recognized Ms. Joseph to give the Staff Senate Report. Ms. Joseph shared information on the 2019-20 Initiatives which included Employee Reward and Recognition, Professional Development, and Orientation and Onboarding. Ms. Joseph also shared information on the UNC System Presidential Search, Staff Senate Scholarship Fundraising and Award Process, Community Service Engagement for Employees, Diversity and Inclusion, and Internal Governance and Improvement to Senate processes and documentation. (REPORT IS IN MINUTES MATERIALS IN FILE).

ALUMNI ASSOCIATION INFORMATION REPORT

Chair Kinney recognized President-Elect Neal Andrews to give the Alumni Association Report. President-Elect Andrews gave an update on the Chancellor's Welcome Tour, 4th Annual Legacy Pinning Ceremony, Homecoming 2019, Atlanta Alumni/Student Job Shadowing Program, Macy's Thanksgiving Day Parade & Pride of the Mountains Alumni Events, and Upcoming Alumni Events and Initiatives including the December 14th Commencement. (REPORT IS IN MINUTES MATERIALS IN FILE.)

CLOSED SESSION

Chair Kinney asked for a motion to go into closed session. Mr. Roberts made a motion to go into closed session to prevent the to prevent the premature disclosure of an honorary degree, scholarship, prize, or similar award; to protect the attorney-client privilege to discuss a legal issue; to consider and give instructions concerning the handling or settlement of a potential or actual claim, administrative procedure, judicial action, mediation or arbitration; and to consider and give instructions concerning existing lawsuits. The motion was seconded by Mr. Lupoli. The motion was unanimously approved by the board.

Chair Kinney asked Chancellor Brown, Dr. Wargo, Ms. Raynor, and Mr. Browning to remain for the first closed session item. Chair Kinney asked Chancellor Brown and Mr. Browning to remain for the second closed session item. Discussion followed on the Closed Session Agenda Items.

RESUMPTION OF OPEN SESSION

Chair Kinney asked for a motion to return to open session. Mr. Cooper made the motion to return to open session. The motion was seconded by Mr. Haskett. The board unanimously approved.

WWCU and WWOO Federal Communications Commission “FCC” Biennial Ownership Report
Mr. Browning shared the WWCU and WWOO Federal Communications Commission “FCC” Biennial Ownership Report with Trustees. He asked that they complete and return the Report to him immediately following the meeting.

ADJOURNMENT

Chair Kinney asked for a motion and a second to adjourn. Motion to adjourn from Mr. Lupoli and a second from Ms. Boliek. The motion was unanimously approved by board.

The meeting was adjourned at 11:53 a.m.

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