

BOARD OF TRUSTEES OF WESTERN CAROLINA UNIVERSITY RETREAT

Old Edwards Inn, Highlands, NC

November 3-4, 2022

The Board of Trustees of Western Carolina University (Board) met for the Board of Trustees Retreat on November 3-4, 2022, at Old Edwards Inn in Highlands, NC. Chair Roberts welcomed everyone to the retreat and called the meeting to order at 11:15 a.m.

Thursday, November 3, 2022

ATTENDANCE

The following members of the Board were present: Chair Bob Roberts, Mrs. Haden Boliek, Ms. Becky Brown, Mr. Casey Cooper, Mr. Joe Crocker, Ms. Kathy Greeley, Mr. Tim Haskett, Mr. Ken Hughes, Mr. Bryant Kinney, Mr. Jake Robinson, Mrs. Rebecca Schlosser, and Ms. Estefany Gordillo-Rivas.

The following members of the Board were absent: Mr. Bill Brawley.

Guests Present – Board of Governors Member, David Powers.

Present - Faculty and Staff of Western Carolina University: Chancellor Kelli R. Brown, Dr. Richard Starnes, Provost and Vice Chancellor for Academic Affairs; Mr. Shea Browning, General Counsel; Dr. Melissa Wargo, Chief of Staff; Mr. Mike Byers, Vice Chancellor for Administration and Finance; Dr. Sam Miller, Vice Chancellor for Student Affairs; Mr. Craig Fowler, Chief Information Officer; Ms. Jamie Raynor, Vice Chancellor for Advancement; Mr. Alex Gary, Director of Athletics; and Ms. Jessica Woods, Assistant Secretary to the Board of Trustees.

Welcome and Introductions

Chair Roberts welcomed and recognized Board of Governors’ member, David Power. He welcomed the Trustees and Executive Council. He shared that the annual retreat is a great time for open discussion and getting to know each other better. He shared that this was a great venue to plan for the future and continue to build our knowledge of Western Carolina University and the board’s role. He thanked the trustees for taking the time to attend the retreat and their dedication the board. Chair Roberts shared his appreciation to the Trustees for their dedication to this board. Chair Roberts reviewed the Retreat agenda.

Roll Call

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

Ethics Statement

Chair Roberts 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 Roberts reminded the board that the meeting was a public meeting and is being recorded, via the Zoom platform, and that members of the media may be present.

Chair Roberts shared that Trustees would hear information and updates from WCU Leadership; President Hans; and Board of Governor member, David Powers. He shared that the Board Assessment survey is conducted bi-annually, and the survey was conducted this year. He shared that Ms. Greeley will provide the self-assessment results and discussion roles and responsibilities.

Athletics Facilities Plan Update and Q&A

Mr. Alex Gary presented the Catamount Athletics Facility Update. He shared Athletics facilities comparisons. He shared the Campaign Priorities. He also shared the renderings of the proposed plans for facilities. Discussion ensued.

Board Training and By-Laws Discussion and Q&A

Mr. Shea Browning provided information on Board Member training. Mr. Browning shared the Delegations of Duty and authority to Boards of Trustees from the UNC Policy Manual. Mr. Browning reviewed the Legal Issues for Members of the Board of Trustees of Western Carolina University. Mr. Browning shared the general fiduciary duties of the Directors and Trustees, general powers and responsibilities of governing boards, liability of Trustees, open meetings laws, and confidentiality and records retention policies. Mr. Browning shared information on the Ethics Act and SEI form. Mr. Browning reminded Trustees to complete their annual SEI form and their Certification training. Mr. Browning shared the revision to the By-Laws of the Board of Trustees of Western Carolina University and noted that the modification reflects the UNC BOG rule. He shared that the modification would be recommended for action at the December BOT meeting.

Remarks from President Hans and Q&A

President Hans thanked Governor Powers for his service and attending the retreat. President Hans thanked the Trustees for their time and effort they put into their roles. President Hans shared information on UNC System efforts, including enrollment and student affordability as the top priority. President Hans shared his concern for the upcoming demographic and enrollment challenges. President Hans shared his excitement for NC Promise and Catamount Commitment. He shared that Universities have to do a much better job at serving adult learners and career transitions. He also mentioned the conversations with Chancellor Brown regarding the need to support athletic programs and facilities.

BOG Update and Q&A

Governor Powers provided a BOG update. He shared information on the Legislative Agenda and shared that it would be approved during the January 2023 BOG meeting. He shared that the new Funding Model would be a positive direction for most campuses. Governor Powers also discussed the leadership statement for hiring Chancellors. He also shared his thoughts on funding for athletics facilities. He shared that the BOG meetings will be held in Raleigh beginning in January 2023.

Final Campaign Goal Discussion and Q&A

Ms. Jamie Raynor presented on the WCU Comprehensive Campaign Update and Goal Adoption. She shared the Comprehensive Campaign Timeline and Structure. She shared that a steering committee is being created and will meet during 2023 and 2024. She shared the Fundraising data from FY20 to present. Mr. Raynor shared the final campaign goal recommendation of \$75million and shared that the goal was adopted by Foundation Board on October 28th and the goal is to be adopted by Board of Trustees on December 2nd.

Review of Board Roles and Q&A

Chair Roberts reviewed the Board Roles with Trustees. Chair Roberts shared that Shea Browning, General Counsel, covered many of the “legal” roles earlier, but that he wanted to list a few items for consideration as they lead into Ms. Greeley’s discussion on the board member self-assessment. Chair Roberts asked that all board members be engaged in discussions to have good, informative conversation that allows for discussion and dissent once a recommendation or motion is on the table. Chair Roberts

noted that Trustees must have tolerance for tough questions in committee meetings and that committee members may think they have resolved but that other board members need to ask once an item moves to the full board Chair Roberts noted that Trustees should be able to reach a conclusive decision, with those who object agreeing to uphold and support the decision in public. Chair Roberts noted that the relationship Trustees have with Chancellor Brown and each other should be open, transparent, problem-solving, and strategic. Chair Roberts noted that committee chairs should have a clear understanding of how committee work fits into the goals of the Chancellor and her leadership team and that the committee structure should work well at informing and guiding policy and practice, and if it ever does not, Trustees should review it. Chair Roberts mentioned that Trustees must receive the right information for thoughtful analysis and decision making, and if you ever feel that is not occurring, please speak up and ask for more information. Chair Roberts shared that the Trustees communication channels must be open between Trustees and the Chair, as well as with the Chancellor, when needed. Chair Roberts mentioned that the executive committee can handle issues outside of normal meetings, but, in his opinion, that should be used sparingly. Chair Roberts mentioned that when the executive committee does act, it should make a full disclosure of the actions it has taken to the rest of the board. Chair Roberts stated that members should understand their role and the board's role with other important constituencies, such as the administration and the faculty and that the board should have realistic expectations of its ability to impact the institution or system over a period of time. Chair Roberts shared that the Trustees should also be focused on a shared strategy and implementation that moves the institution in a clear direction.

Board Assessment and Q&A

Ms. Kathy Greeley led the discussion for the Board of Trustees Self-Assessment 2022. She discussed the number of respondents; the matrix including strongly agree, agree, neither agree or disagree, disagree, and strongly disagree. Ms. Greeley shared the percent of positive responses for strongly agree and agree. She noted the questions and responses were good overall with only a few low positive responses. Discussion ensued on embedding Alumni knowledge requirement to the Bylaws. Discussion also ensued on board nominations and appointments.

Student Affairs Update and Q&A

Dr. Sam Miller shared an update on Student Affairs. He referred to the Student Affairs Annual Report. He shared staffing issues, food shortages, and student staffing issues. He shared information on student success. He shared an update on observations and highlights of Student Affairs. Dr. Miller also provided an update on the RA Training.

Discussion (Feedback/Future Recommendations) – Chancellor and Board Only

Chair Roberts discussed Chancellor Brown's performance with Trustees. Discussion ensued. Feedback and future recommendations were provided.

Friday, November 4, 2022

Finance Update and Q&A

Mr. Mike Byers presented on the Funding Model for 2022. He shared the background/context for the former Funding Model and the New Funding Model. He shared information on the sources of funding for the University: Taxpayers, Students, and Gifts/Grants. Discussion ensued on the new Funding Model and Performance Metric Weighting.

Academic Update and Q&A

Provost Richard Starnes shared Academic Updates. He shared information on the Carnegie Classification, ROI Study, Advising Model, Master's Entry Program – Nursing, Focus on Distance Students and Adult Learners, and Academic Issues. Discussion ensued. Provost Starnes also shared the Highlights from Academic Affairs for 2021-2022.

Tuition and Fees

Mr. Mike Byers and Dr. Sam Miller shared information on Tuition and Fees. Dr. Miller provided a handout to the board and discussed the proposed 2023-2024 WCU Meal Plan Proposals; Tuition and Fees; and Rates and Surcharges increases. Discussion followed on the Tuition and Fees.

2022 UNC Engagement Survey and Q&A

Dr. Cory Causby shared the UNC System Employee Engagement Survey and discussed the 2022 to 2018 Comparison Chart for the survey respondents. Dr. Causby shared that the survey was administered to all permanent full-time faculty and staff in March-April 2022, by ModernThink. Dr. Causby shared the Topline Results, participation rates by job category, and heat maps. He shared the results for Job Satisfaction/Support; Faculty and Staff Well-being; Performance Management; Supervisor/Department Chair Effectiveness; Communication and Collaboration; Diversity, Inclusion and Belonging; Mission and Pride; Confidence in Senior Leadership; COVID-19 Response; and Survey Average. Dr. Causby shared the overall positive and negative responses for 2022, 2020, and 2018. Dr. Causby also shared the benchmarks for both 2020 and 2018 and UNC System Comparisons. Discussion ensued.

Enrollment/Recruitment Update and Q&A

Dr. Sam Miller shared the Fall 2022 Census Statistics and discussed Total Enrollment, Demographics, Retention Rates, Admissions, and Student Credit Hours. He also shared information on the Catamount Commitment. He shared current scholarship challenges. He also shared the Catamount Commitment concept, eligibility, award table, resources, and renewability. Discussion ensued.

ADJOURNMENT

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

Chair Roberts adjourned the Board of Trustees Retreat at 2:10 p.m.