

REGULAR MEETING OF THE BOARD OF TRUSTEES
OF WESTERN CAROLINA UNIVERSITY

December 2, 2022

9:30 a.m.

Chancellor's Boardroom, H.F. Robinson Administration Building, Room 501A

The Board of Trustees of Western Carolina University (Board) met in regular session on December 2, 2022, in Room 501A of the H.F. Robinson Administration Building. Chair Roberts called the meeting to order at 9:30 a.m.

ATTENDANCE

The following members of the Board were present:

Present from the Board: Chair Bob Roberts, Ms. Haden Boliek, Mr. William Brawley (via Zoom), Ms. Becky Brown, Mr. Casey Cooper, Mr. Joe Crocker, Ms. Kathryn Greeley, Mr. Tim Haskett, Mr. Ken Hughes, Mr. Bryant Kinney, Mr. Jake Robinson, Ms. Rebecca Schlosser, and Ms. Estefany Gordillo-Rivas.

Present – Faculty and staff of Western Carolina University:

Chancellor Kelli R. Brown; Dr. Richard Starnes, Provost; Dr. Kae Livsey, Faculty Senate Chair; Dr. Betsy Aspinwall, Staff Senate Chair; Ms. Allison Henson, Alumni Association President; Dr. Melissa Canady Wargo, Chief of Staff; Mr. Mike Byers, Vice Chancellor for Administration and Finance; Mr. Shea Browning, General Counsel; Ms. Jamie Raynor, Vice Chancellor for Advancement; Dr. Sam Miller, Vice Chancellor for Student Affairs; Mr. Craig Fowler, Chief Information Officer; Mr. Alex Gary, Athletics Director; Dr. Cory Causby, Associate Vice Chancellor of Human Resources and Payroll; Ms. Karen Woody, Budget Officer; Ms. Kathy Boland, Staff Senator; Mr. Zach Williams, Staff Senator, Ms. Alexandria "Ale" Coleman, Administrative Support Associate; Ms. Melissa Day, Staff Senator, and Dr. Yancey Gulley, Faculty Senator; Mr. Gary Malloy, Director of Internal Audit; Mr. Benny Smith, Executive Director of Communications and Marketing; and Ms. Jessica Woods, Assistant Secretary to the Board of Trustees.

WELCOME

Chair Roberts welcomed the Faculty and Staff Senate Chairs, Alumni Association President, as well as staff and faculty attending the meeting, via Zoom and joining, via LiveStream.

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 is being livestreamed.

LAND ACKNOWLEDGEMENT

Chair Roberts read the Land Acknowledgement as follows:

“The Western Carolina University campus is situated within the ancestral homelands of the Eastern Band of Cherokee Indians. At WCU our work seeks to embrace and connect to this Cherokee landscape as we work to reinforce our mission at WCU. We will work to actively engage our community with the extraordinary indigenous identity and culture of this special place.”

APPROVAL OF MINUTES

Chair Roberts asked for a motion to approve the minutes of the September 2, 2022, Regular Session, Board of Trustees meeting (TAB B-1). Ms. Greeley made a motion to approve the minutes. Ms. Brown seconded the motion. The minutes were unanimously approved.

Chair Roberts asked for a motion to approve the minutes of the November 3-4, 2022, Board of Trustees Retreat (TAB B-2). Ms. Schlosser made a motion to approve the minutes. Mr. Cooper seconded the motion. The minutes were unanimously approved.

COMMENTS FROM CHANCELLOR KELLI R. BROWN

Chancellor Brown welcomed the Trustees, Executive Council, and the Faculty Senate and Staff Senate Chairs and Senators who joined the meeting in person, or via livestream or zoom. Chancellor Brown also welcomed faculty and staff and members of the news media and others who participated, via livestream.

Chancellor Brown shared that the fall semester is past the midway point and that WCU has celebrated several things on campus since the September Board of Trustees Meeting, including the second annual Shetland Society Day and Jamaica graduation ceremony.

Chancellor Brown provided an update on the Board of Governors. She shared that at the November meeting, two items were addressed that will affect Western Carolina University, including the new funding model and the consideration of an increase to the out-of-state cap on students in the entering class. Chancellor Brown shared that WCU is one of five institutions in the System that is being considered to increase its cap to 25% from its current 18%. The Board of Governors will take a final vote on this issue in January, 2024.

Chancellor Brown mentioned that at each quarterly Board of Trustees meeting, she will include an update in her comments on at least one of the metrics to be used in the new funding model. She shared information on the four-year graduation rates. She noted that from 2017 to 2020, WCU's 4-year graduation rates remained relatively stable between 46.5% and 47.5%. In 2021, however, the 4-year rate dropped to 44.2%. Chancellor Brown shared examples of steps that the Division of Student Success is taking to positively impact retention and persistence. Chancellor Brown noted that WCU is in the process of strengthening its advising model -- to give students starting out more support from professional advisors without overburdening our faculty advisors. She shared that this model should strengthen the synergy amongst all units while also improving communications and better serving the students to increase Western Carolina University's graduation rates. Chancellor Brown shared that the Division of Student Success launched the Finish in Four initiative, which is Western Carolina University's pledge to provide students with the resources and guidance necessary to successfully complete their undergraduate degree in four years. In Finish in Four, students work with campus professionals to create a clear roadmap for success with the goal of graduating in four years. Chancellor Brown shared that the Advising model changes and the Finish in Four Program are just two examples of some of the many efforts that Western Carolina University employs to support students to graduate in 4 years or less.

Chancellor Brown shared information on the Senior Leadership Fellow's Program, that is hosted jointly by the Office of the Chancellor and the Office of the Provost. She shared that the inaugural cohort of fifteen academic and administrative leaders on campus just completed the year-long program. She shared that the program is designed to equip aspiring and potential senior leaders with a range of practical skills and knowledge. The second cohort of the program will begin in January, 2024 and includes eight faculty and eight staff.

Chancellor Brown also mentioned the University Accolades and shared that she looks forward to many new accolades for Western Carolina University's faculty, students. Chancellor Brown thanked each of the Trustees for the support they provide to Western Carolina University.

COMMENTS FROM CHAIR

Chair Roberts thanked Chancellor Brown for her Chancellor's Report. Chair Roberts shared that since the last meeting in September, Trustees have witnessed great student success in both academics and in athletics, participated in a successful Board retreat, and now preparing for graduation on December 17, 2022. Chair Roberts shared that the Trustees had the privilege of meeting and having lunch with Western Carolina University's Student Government Association Officers on Thursday, before the committee meetings. Chair Roberts also mentioned that he and Trustees were astounded by the stories and successes of the Catamount School and its impact on student success both now and in the future during the BOT Breakfast Program.

Chair Roberts reminded trustees of the seven (7) Strategic Directives that drive governance: Academic Excellence, Student Experience, Inclusive Excellence, Regional Development & Engagement, Employee Excellence, Responsible Stewardship, and Vision Advancement

Chair Roberts shared that we will be sending out a survey after the BOT meeting, again, to help provide feedback on ways the effectiveness of BOT meetings can be improved.

Chair Roberts reminded the Trustees of the 2023 AGB National Conference on Trusteeship which is scheduled for April 2-4, 2023, in San Diego, CA. Chair Roberts asked Trustees to respond to Ms. Woods on attending the conference. He shared that he would like to see WCU have a good representation at the conference that provides attendees with current principles and best practices of good governance.

Chair Roberts noted that he is blessed to work alongside each of the Trustees to make Western Carolina University an even better University. He thanked each of the Trustees for their continued focus, leadership, and service to the board.

Chair Roberts featured former Board Secretary, Trustee Rebecca Schlosser and asked her to share her story of what drives her to be an advocate for WCU.

REPORT OF ACADEMIC AFFAIRS AND PERSONNEL COMMITTEE

Chair Roberts recognized Ms. Boliek to give the report of the Academic Affairs and Personnel Committee. The Academic Affairs and Personnel Committee heard two discussion items and one information items.

Ms. Boliek shared that Dr. Starnes provided updates on enrollment, the rental E-Book pilot, the new Advising Model, Project Kitty Hawk, the ROI Dashboard Testing, changes within the Office of Research Administration, the 2023-2024 Campus Theme on Community and Belongingness, as well as numerous

professional accomplishments by our stellar faculty and staff. Provost Starnes also shared information on “What is tenure?”, which is in TAB C-2 of the Trustee material.

Ms. Boliek shared that Dr. Causby provided a summary report of WCU’s EEO Plan to include a focus on historically underrepresented employee groups and looks to determine if an underrepresentation exists in the current workforce , which is in TAB C-3 of the Trustee material.

Ms. Boliek mentioned that Dr. Causby shared that as of October 1, 2022, all benefits eligible WCU faculty and staff have access to the GINGER OnDemand Mental Health Provider System designed to complement WCU’s Employee Assistance Program and integrate with the State Health Plan, which is in TAB C-4 of the Trustee material.

Ms. Boliek also shared that Dr. Causby provided a summary of the 2022-2023 North Carolina State Appropriations Act which funded a special Labor Market Adjustment Reserve equal to one percent of each institution’s state-appropriated salaries and associated benefits in order to address salary compression and other critical labor market needs, which is in TAB C-5 of the Trustee material. He noted that in total 624 employees, 422 staff and 202 faculty, received LMAR adjustments totaling approximately \$1 million.

Ms. Boliek shared that the committee was provided information regarding new hires; 1 faculty appointments, 14 administrative appointments and 7 athletic appointments in TAB C-6 of the Trustee materials.

The Committee had no closed session items.

REPORT OF ADMINISTRATION, GOVERNANCE, AND TRUSTEESHIP COMMITTEE

Chair Roberts recognized Ms. Greeley to give the report of the Administration, Governance, and Trusteeship Committee. The Administration, Governance, and Trusteeship considered four action items and received three information items in open session and considered one action item in closed session.

Ms. Greeley shared that the Administration, Governance and Trusteeship committee heard from Mr. Browning, and he proposed the Updates to the By-Laws of the Board of Trustees of Western Carolina to the committee. The Administration, Governance and Trusteeship committee recommended to the full board the approval of the proposed updates to the By-Laws of the Board of Trustees of Western Carolina, which can be found in TAB D-2a, 2b, and 2c of the Trustee material. The motion comes from committee and does not require a second. The proposed updates to the By-Laws of the Board of Trustees of Western Carolina were unanimously approved.

Ms. Greeley shared that the Administration, Governance and Trusteeship committee heard from Mr. Browning, and he proposed the December 2, 2022 Amendment to the Resolution of the Board of Trustees of Western Carolina University to Amend and Restate Delegated Authority from the University of North Carolina Board of Governors to the committee. The Administration, Governance and Trusteeship committee recommended to the full board the approval of the December 2, 2022 Amendment to the Resolution of the Board of Trustees of Western Carolina University to Amend and Restate Delegated Authority from the University of North Carolina Board of Governors, which can be found in TAB D-3 of the Trustee material. The motion comes from committee and does not require a second. The proposed December 2, 2022 Amendment to the Resolution of the Board of Trustees of Western Carolina University to Amend and Restate Delegated Authority from the University of North Carolina Board of Governors was unanimously approved.

Ms. Greeley shared that the Administration, Governance and Trusteeship committee heard from Ms. Agner and Dr. Wargo, and they proposed the Endorsement of the WCU Legislative Agenda to the committee. The Administration, Governance and Trusteeship committee recommended to the full board the endorsement of the WCU Legislative Agenda, which can be found in TAB D-4 of the Trustee material. The motion comes from committee and does not require a second. The endorsement of the WCU Legislative Agenda was unanimously approved.

Ms. Greeley shared that the Administration, Governance and Trusteeship committee heard from Chancellor Brown and Ms. Raynor, and they proposed the Adoption of the Comprehensive Campaign Goal to the committee. The Administration, Governance and Trusteeship committee recommended to the full board the Adoption of the Comprehensive Campaign Goal, which can be found in TAB D-5 of the Trustee material. The motion comes from committee and does not require a second. The adoption of the Comprehensive Campaign Goal was unanimously approved.

Ms. Greeley shared that the Legislative Update can be found in Tab D-6 of the Trustee material.

Ms. Greeley shared that the Division of Advancement Annual Report can be found in Tab D-7 of the Trustee material.

Ms. Greeley shared that the Board of Trustee Meetings Schedule can be found in Tab D-8 of the Trustee material.

The Committee has one closed session item to be considered.

REPORT OF FINANCE AND AUDIT COMMITTEE

Chair Roberts recognized Mr. Cooper to give the report of the Finance and Audit Committee. The Finance and Audit Committee considered three action items, two discussion items, and one information items.

Mr. Cooper shared that the Finance and Audit committee heard from Mr. Byers, and he proposed the approval of the slate of changes to the 2023-24 Tuition, Fees, Rates, and Surcharges to the committee. The Finance and Audit committee recommended to the full board the approval of the proposed changes to Tuition, Fees, Rates, and Surcharges, which can be found in Tabs E-2 and E-2A of the Trustee material. The motion comes from committee and does not require a second. The proposed changes to the 2023-24 Tuition, Fees, Rates, and Surcharges were unanimously approved.

Mr. Cooper shared that the Finance and Audit committee heard from Mr. Gary Malloy, Western Carolina University's new Internal Auditor, and he presented the revised Audit Charter with recommended changes, which can be found it Tab E-3 of the Trustee material. The Finance and Audit committee recommended to the full board the approval of the revised Audit Charter. The motion comes from committee and does not require a second. The revised Audit Charter was unanimously approved.

Mr. Cooper shared that the Finance and Audit committee also heard from Mr. Gary Malloy on the Fiscal Year 2023 Audit Plan. Mr. Malloy presented the Fiscal Year 2023 Audit Plan, which can be found in Tab E-3A of the Trustee material. The Finance and Audit committee recommended to the full board the approval of the Fiscal Year 2023 Audit Plan. The motion comes from committee and does not require a second. The Fiscal Year 2023 Audit Plan was unanimously approved.

Mr. Cooper shared that the Finance and Audit committee heard from Mr. Craig Fowler and Mr. Joel McKenzie, and they presented to the Finance and Audit Committee, the annual IT Security Update, which can be found in Tab E-4 of the Trustee material.

Mr. Cooper shared that the Finance and Audit committee heard from Mrs. Deidre Hopkins and Dr. BaShaun Smith, and they presented to the Finance and Audit Committee, the annual Title IX and Student Conduct Report, which can be found in Tab E-5 of the Trustee material.

Mr. Cooper shared that the Capital Projects Update can be found in Tab E-6 of the Trustee material.

The Committee had no closed session items.

STUDENT GOVERNMENT ASSOCIATION PRESIDENT INFORMATION REPORT

Chair Roberts welcomed and thanked Ms. Estefany Gordillo-Rivas for her service as SGA President. Chair Roberts recognized Ms. Gordillo-Rivas to give the SGA Report. Ms. Gordillo-Rivas shared information on the Executive and Legislative Judicial branches. She also shared information on Passed Legislation. Ms. Gordillo-Rivas also provided UNC ASG Updates. (SGA REPORT IS IN REPORT MATERIALS ON FILE).

STAFF SENATE INFORMATION REPORT

Chair Roberts recognized and thanked Dr. Aspinwall for her service as Staff Senate Chair. Chair Roberts asked Dr. Aspinwall to give the Staff Senate Report. Dr. Aspinwall shared her appreciation for the opportunity to the Trustees for providing a report on quarterly activities of the WCU Staff Senate. Dr. Aspinwall thanked the Trustees for their leadership and continued support. Dr. Aspinwall shared a snapshot of several important projects that WCU Staff Senate has been worked on this quarter. She shared a Staff Senate Initiatives Update and Committee Updates. (STAFF SENATE REPORT IS IN REPORT MATERIALS ON FILE).

FACULTY SENATE INFORMATION REPORT

Chair Roberts welcomed and thanked Dr. Livsey for her service as Faculty Senate Chair. Chair Roberts asked Dr. Livsey to give the Faculty Senate Report. Dr. Livsey shared faculty feedback with the Trustees. Dr. Livsey shared Senate Business Items, Faculty Assembly information, and Faculty Community Engagement Stories. (FACULTY SENATE REPORT IS IN REPORT MATERIALS ON FILE).

ALUMNI ASSOCIATION INFORMATION REPORT

Chair Roberts recognized and thanked President Allison Hinson for her service as Alumni Association President. Chair Roberts asked President Hinson to give the Alumni Association Report. President Hinson gave an update on the WCU Alumni Association Board of Directors, WCU Alumni Family, and Director of Alumni Engagement Search. (ALUMNI ASSOCIATION REPORT IS IN REPORT MATERIALS ON FILE.)

CLOSED SESSION

Chair Roberts asked for a motion to go into closed session. Ms. Greeley made a motion to go into closed session to prevent the disclosure of privileged or confidential information, or information not considered a public record pursuant to § NCGS 143-318.11 (a)(2), (a)(3), and (a)(6), as described on the December 02, 2022, Board of Trustees of Western Carolina University Closed Session Agenda. The motion was seconded by Ms. Brown. The motion was unanimously approved by the board.

Chair Roberts asked Chancellor Brown, Mr. Browning, Dr. Wargo, and Ms. Raynor to remain for the closed session item. Discussion followed on the Closed Session agenda items.

RESUMPTION OF OPEN SESSION

Chair Roberts asked for a motion to return to Open Session. Ms. Schlosser made the motion to return to Open Session. The motion was seconded by Ms. Greeley. The board unanimously approved to return to Open Session.

Chair Roberts provided well wishes to Mr. Brawley, extended thanks to Ms. Schlosser, and provided an overview of the BOT meeting and upcoming events. Chair Roberts reminded Trustees of the Fall Commencement, FORVIS Naming Event, and Retirement Celebration for Keith Corzine.

ADJOURNMENT

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

The meeting was adjourned at 11:30 a.m.