

REGULAR MEETING OF THE BOARD OF TRUSTEES  
OF WESTERN CAROLINA UNIVERSITY

June 9, 2023

9:30 a.m.

H.F. Robinson Administration Building, Room 501A

The Board of Trustees of Western Carolina University (Board) met in regular session on June 9, 2023, 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, Ms. Becky Brown, Mr. Casey Cooper, Mr. Joe Crocker, Ms. Kathy Greeley, Mr. Bryant Kinney, Mr. Jake Robinson, and Mr. CJ Mitchell.

**The following members of the Board were absent:** Mr. Tim Haskett and Ms. Rebecca Schlosser (attended via Zoom); and Mr. Ken Hughes.

**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 Hinson (attended via Zoom), 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; Mr. Zach Williams, Staff Senator; Mr. Travis Jordan, Chief Marketing and Communications Strategist; Mr. Kyle Pifer, Deputy Athletic Director; Ms. Heather Baker, Associate General Counsel; Ms. Kelly Tornow, Associate General Counsel and Chief Compliance Officer; 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.

**SWEARING-IN OF SGA PRESIDENT**

Mr. CJ Mitchell was sworn-in to serve on the Board of Trustees, as SGA President, by Ms. Woods at the in-person meeting.

**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 March 3, 2023, Regular Session, Board of Trustees meeting (TAB B-1), the minutes of the April 4, 2023, Special Called Meeting of the Board of Trustees (TAB B-2), and the minutes of the April 28, 2023, Special Called Meeting of the Board of Trustees (TAB B-3). Ms. Greeley made a motion to approve the minutes. Mr. Crocker 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 welcomed Mr. CJ Mitchell to his first in-person Board of Trustees meeting. She shared that WCU honored its incredible faculty and staff at our annual Faculty and Staff Excellence Awards. Chancellor Brown shared that the May commencement ceremonies were a huge success celebrating another large graduating class. Chancellor Brown shared an update on the annual Regional Leadership Tour. Chancellor Brown shared that camps were returning on campus in the summer and were returning to full capacity for the first time since 2019.

Chancellor Brown shared some general updates, including enrollment numbers for the Fall 2023 semester, Catamount Commitment update, and incoming freshman class update. Chancellor Brown shared that 300 of the May graduating students identified as first-generation students. Chancellor Brown shared that WCU has applied to be a First-Gen Forward campus through NASPA, led by the Office of Student Retention through the MAPS program. Chancellor Brown provided a breakdown of how the Higher Educational Emergency Relief (HEERF) Fund money totaling \$51.5 million dollars was spent.

Chancellor Brown provided a Legislative Update. She shared that the NC General Assembly has been extremely active the last few months. Governor Cooper proposed his budget and the House and Senate have now both proposed their budgets. She shared that WCU eagerly awaits the results of the conference committee of the House and Senate and are optimistic that WCU's priority items will be included. She shared that she has been encouraged that faculty and staff salaries are on the table from both the Governor and the General Assembly and that WCU's engineering requests have received attention from all. She shared that UNC System's legislative day in Raleigh was a great success. She shared that she had the opportunity to meet with several legislators and thanked them for their inclusion of WCU's engineering requests in the budget as well as the money for salary increases for faculty and staff.

Chancellor Brown provided a Board of Governors Update. She shared that the UNC Board of Governors had a busy spring. She shared that over the past two meetings the Board, they officially appointed Mr. Dan Field with Pratt & Whitney to WCU's Board of Trustees effective July 1st, proposed numerous changes to the chancellor's search process, considered several new policies related to the work of faculty, and, at their last meeting swore in WCU's own Estefany Gordillo-Rivas, as the newest member of the BOG. Estefany is the first WCU student in recent memory to hold this position.

Chancellor Brown provided a Campaign Update. She shared that I hope you all saw in your Advancement Update that the campaign steering committee met for the second time at the end of April and that FY23 fundraising has surpassed FY22's numbers. We are currently above \$11M total for this fiscal year and this brings our overall campaign total to just over \$40M, or 53.5% of the initial goal of \$75M. I thank Ms. Raynor and Mr. Gary for the work they and their respective teams have undertaken to have such a successful year. We also have some strategic events this summer to engage others in this critical work, and the campaign steering committee will meet again in September.

Chancellor Brown shared University Accolades with the board. She highlighted a few things happening at Western Carolina University, including that for the second consecutive year, Western Carolina University's Communications and Marketing team has received 11 awards from the Hermes Creative Awards. She shared that UCM won awards for their work on the Live Western brand campaign, the 2022 issue of the WCU magazine, and the illustrations and portraits of the 2023 Black Fantastic series. Chancellor Brown shared that Dr. Yue Hillon, professor of management in Western Carolina University's College of Business, has been appointed to the university's position of Wesley R. Elingburg Distinguished Professor of Business Innovation, effective July 1. Chancellor Brown noted that WCU's University Participant Program has become the first fully accredited program by the Inclusive Higher Education Accreditation Council. She shared that both men's and women's golf teams have had incredibly successful seasons and the men's golf team placed fourth in the SoCon Men's Golf Championship and the women's golf team had a historic season with a total of four first-place finishes. She also noted that our messaging on WCU's engineering is landing with influencers across the state, Western Carolina University received a \$478,803 grant from the Golden Leaf Foundation. She shared that this grant will be used for the creation of a Robotics and Automation Studio for Advanced Manufacturing Innovation that will support an undergraduate certificate and concentration in the Engineering Curriculum.

Chancellor Brown shared that this is the last meeting for the staff Senate Chair, Dr. Betsy Aspinwall. She provided her with an appreciation gift and thanked her for her service. She also shared that this is the last meeting for the faculty senate chair, Dr. Kae Livsey. She provided her with an appreciation gift and thanked her for her service. Chancellor Brown also extended enormous gratitude to Mr. Bob Roberts for his service as Board of Trustees Chair the last two years. She thanked him for his time and dedication not only to the Board of Trustees but also to Western Carolina University. She provided him with an appreciation gift and thanked him for his hard work the past two years.

Chancellor Brown thanked Bryant Kinney and Rebecca Schlosser for their service on the board and the support they provided to Western Carolina University. Chancellor Brown thanked Estefany Gordillo-Rivas for her service as Western's SGA president this past year and presented her with a farewell gift. 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 work continues around WCU's \$75 million comprehensive campaign. He shared that each of the Board of Trustees have been asked to participate in finding donors and making their own personal commitment to the campaign and shared that it will be transformational for generations of students and alumnae to come.

Chair Roberts noted that many of the Trustees were able to attend the Association of Governing Board's conference in San Diego. He noted that WCU had good representation present at the conference and the Trustees discovered that they are doing many things right with WCU's "governance model" and the Trustees also learned several things they could improve upon. He noted that Chancellor Brown had the opportunity to lead a session at the conference on Institutional Resilience and Managing Reputational Risk and she received a lot of positive feedback from her session.

Chair Roberts mentioned that WCU celebrated three in-person graduation ceremonies in May, honoring 2,000 students. He shared that WCU had the privilege of awarding David Powers with the Board of Trustee Award for his outstanding contributions to WCU over the past 12 years of service on the Board of Governors. He shared that Governor Powers graciously accepted entry into the elite society and Trustees were very honored to be part of his special day.

Chair Roberts shared that the Trustees had lunch with Staff Senators on Thursday and breakfast with leaders from the Center for Career and Professional Development on Friday morning.

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 mentioned that this was his last in-person meeting as Chair and thanked each of the Trustees for their support and encouragement over the past two years. He thanked the Trustees for their continued focus, leadership, and service to the board and shared that he looks forward to continuing to serve alongside each of them for the next two years.

Chair Roberts noted that this was the last meeting for Bryant Kinney and Rebecca Schlosser, noting that their Board terms expire on June 30, 2023. He thanked Bryant for eight years and Rebecca for six years of dedicated service to Western Carolina's Board of Trustees. Trustee Cooper offered words of thanks for Mr. Bryant Kinney and extended an appreciation gift to him. Trustee Greeley offered words of thanks to Mrs. Rebecca Schlosser and extended an appreciation gift to her.

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

## **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 had three discussion items and received one information item in open session and considered two action items in closed session.

Ms. Boliek shared that Dr. Starnes provided the Provost's Report. Provost Starnes noted that unofficially, 1,932 WCU students received their degrees this spring, making this one of the three largest in university history. WCU's Fall 2023 New First-Year Student Cohort is approximately 2,100 students. Fall 2023 total student headcount enrollment is expected to be in a range from the low- to mid-11,000s.

A group of WCU faculty and staff completed feedback this spring on the ROI study and accompanying dashboards in late March. The study will be submitted to the NC General Assembly in November.

Provost Starnes noted that WCU has begun our work with Project Kitty Hawk on students whose college attendance was interrupted by the pandemic. The PKH team is launching a multi-year stop out re-engagement program designed to attract, nurture, and re-enroll students that previously stopped out from UNC System institutions.

Academic Affairs are working on a wide range policy change instituted by the UNC system Board of Governors including changes to faculty employment, teaching evaluations, post-tenure review, faculty load reporting, awards, and a host of other issues.

After graduation, WCU leaders and aspiring leaders undertook a weeklong road trip across our region, from Canton to Hayesville, and got a better understanding of the region's economy.

There are changes in the textbook market, and they will reshape the operations of our longstanding Book Rental Program. Bookstore leadership is currently working on fall adoptions and communications plans.

Provost Starnes noted that WCU has worked with Biltmore Farms to secure much-needed space on the 2d floor of our Biltmore Park instructional site. Dr. Kevan Frazier, Executive Director of our Programs in Asheville, is leading space planning efforts to support students, faculty, and programs in the best ways possible.

This year, we will begin a strategic planning process around the future of scholarship and research at WCU. Updates will be provided in future BOT meetings as this work develops.

Provost Starnes provided several good news items regarding faculty and staff and shared personnel changes with the Office of the Provost.

Ms. Boliek shared that Dr. Causby provided the committee with the Fiscal Year 21-22 Annual HR Compliance Report, which is in TAB C-2 of the Trustee material. Dr. Causby shared that WCU is required to submit an Annual Summary Human Resources Report regarding the UNC Management Flexibility Agreement to the UNC System Office.

Ms. Boliek shared that Dr. Causby provided the Committee with the Fiscal Year 22-23 Faculty/Staff Voluntary Turnover Update, which is in TAB C-3 of the Trustee materials. Overall voluntary turnover for FY23 has decreased by 26% from FY22 with 149 voluntary separations (as compared to 202 in FY22). Staff voluntary turnover rates for FY23 decreased by 31% from the prior year with faculty turnover decreasing by 9%.

Ms. Boliek shared that the committee was provided information regarding new hires; 27 faculty appointments and 17 administrative appointments in TAB C-4 of the Trustee materials.

The Committee has two closed session items to be considered.

## **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 had one action item, three discussion items, and two information items, and considered five action items in closed session.

Ms. Greeley shared that the Resolution Regarding Affirmation of Academic Freedom of Speech was proposed by Chair Roberts. The Administration, Governance, and Trusteeship committee recommended to the full board the approval of the Resolution Regarding Affirmation of Academic Freedom of Speech which can be found in TAB D-2 of the Trustee material. The motion comes from committee and does not require a second. The proposed Resolution Regarding Affirmation of Academic Freedom of Speech was unanimously approved.

Ms. Greeley shared that Athletic Division Overview can be found in TAB D-3 of the Trustee material. Mr. Gary, Director of Athletics. Mr. Gary presented an overview of WCU Athletics' mission and guiding principles, past successes, the current state of the Athletics Division and the future outlook.

Ms. Greeley shared that the Legislative Update can be found in TAB D-4 of the Trustee material. Ms. Christy Agner, Deputy Chief of Staff and External Relations Director, provided the Legislative Update. Ms. Agner shared an update on the activities of the long session of the NC General Assembly. She also provided a brief explanation of the FY 2023-25 operating budget comparison.

Ms. Greeley shared that the Student Enrollment overview can be found in TAB D-5 of the Trustee material. The Student Enrollment Overview was provided by Dr. Miller, Vice Chancellor of Student Affairs. Dr. Miller presented comparative point-in-time data on various aspects of enrollment as of May 25, 2023.

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

Ms. Greeley shared that the Board of Trustee Meetings Schedule can be found in Tab D-7 of the Trustee material.

The Committee has five closed session items 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 two action items, one discussion item and received one information item.

Mr. Cooper shared that the Finance and Audit committee heard from Mr. Malloy and he provided an update on the status of the FY23 audit plan, and presented the proposed FY24 risk-based audit plan which was developed using the results of the recently completed enterprise risk assessment. The Office of Internal Audit is scheduled to have a Quality Assurance Review (QAR) conducted by October 2023. Audit standards require a QAR to be conducted at least once every five years by a qualified, independent assessor or assessment team from outside the organization. The results of the QAR will be communicated to the Board. The Finance and Audit committee recommended to the full board approval of the Audit Plan for 2023-24, which can be found in TAB E-2b of the Trustee material. The motion comes from committee and does not require a second. The proposed Audit Plan for 2023-24 was unanimously approved.

Mr. Cooper shared that the Finance and Audit committee received recommendations from the Athletic Facility Improvement Project steering committee. Mr. Cooper shared that eight proposals were submitted and four were selected to be interviewed by the committee, which included staff from Athletics, Facilities Planning, Design and Construction, Administration and Finance, which can be found in TAB E-3 of the Trustee material. The firm recommended by the selection committee is McMillan Pazdan Smith Architecture as the preferred designer for the Athletic Facility Improvement Project. The Finance and Audit Committee approved this recommendation with the preference of the remaining firms being in the

following order in the unlikely event that an agreement cannot be reached with the first choice: McMillan Pazdan Smith Architecture (Asheville, NC); CRA Associates (Chapel Hill, NC); C Design (Charlotte, NC); and LS3P (Asheville, NC). The Finance and Audit committee recommended to the full board the approval of the Designer selection for the Athletic Facility Improvement Project. The motion comes from committee and does not require a second. The Designer selection for the Athletic Facility Improvement Project was unanimously approved.

Mr. Cooper shared that the Finance and Audit committee heard from Kelly Tornow regarding the Compliance and Enterprise Risk Management Plan and Update. Ms. Tornow updated the committee on the 2022-2023 compliance topic, which was export controls, and explained that the compliance focus for 2023-2024 will be the protection of minors on campus. Ms. Tornow explained how issues involving minors on campus impact university operations and provided information on ways to improve compliance and mitigate risk in that area. She also explained the enterprise risk management process for the University and presented the heat map from the 2023-2024 risk assessment and a list of the top University risks, which can be found in TAB E-4 of the Trustee materials.

Mr. Cooper shared that the Capital Projects Update can be found in Tab E-5 of the Trustee material.

The Committee had no closed session items.

#### **STUDENT GOVERNMENT ASSOCIATION PRESIDENT INFORMATION REPORT**

Chair Roberts welcomed and recognized CJ Mitchell to give the SGA President Information Report. Mr. Mitchell shared information on the Executive Branch, Legislative Branch, and Judicial Branch. Mr. Mitchell also provided External Updates and 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 provided Committee Updates including Governance Committee, Human Resources Committee, Scholarship and Professional Development Committee, and Staff Engagement Committee. (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 highlights of the actions of the Senate this past year. Dr. Livsey shared Ongoing Faculty Senate Agenda Items including Academic Policy and Review Council, Collegial Review Council, Faculty Affairs Council, and Rules Committee. Dr. Livsey shared descriptions of Senate Council Actions. (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 shared the Alumni Association Board Report. She shared that the Alumni Board has officially begun operating under their new bylaws. She shared that the Alumni Association will hold its annual meeting on June 16, 2023. (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 June 09 2023, 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. Starnes, Dr. Wargo, and Ms. Raynor to remain for closed session. Discussion followed on the Closed Session agenda items.

#### **RESUMPTION OF OPEN SESSION**

Chair Roberts asked for a motion to return to Open Session. Mr. Kinney made the motion to return to Open Session. The motion was seconded by Mr. Crocker. The board unanimously approved to return to Open Session.

#### **ACADEMIC AFFAIRS AND PERSONNEL COMMITTEE RECOMMENDATION REGARDING CANDIDATE FOR WESTERN CAROLINA UNIVERSITY DEAN OF THE GRADUATE SCHOOL AND RESEARCH: DR. JEFFREY LAWSON**

Chair Roberts recognized Ms. Boliek to present the Proposed recommendation of the Academic Affairs and Personnel Committee regarding the candidate for Western Carolina University Dean of the Graduate School and Research: Dr. Jeffrey Lawson, as discussed in Closed Session, which can be found in TAB CCS-2 of the Trustee materials. Ms. Boliek presented the candidate for recommendation. The academic Affairs and Personnel Committee recommended to the full board the approval of Western Carolina University Dean of the Graduate School and Research Candidate, Dr. Jeffrey Lawson. The motion comes from committee and does not require a second. The approval of Western Carolina University Dean of the Graduate School and Research Candidate, Dr. Jeffrey Lawson was unanimously approved.

#### **ACADEMIC AFFAIRS AND PERSONNEL COMMITTEE RECOMMENDATION REGARDING APPOINTMENT OF THE PHILLIPS DISTINGUISHED PROFESSOR: MATTE O'BRIEN**

Chair Roberts recognized Ms. Boliek to present the Proposed recommendation of the Appointment of the Phillips Distinguished Professor; Matte O'Brien, as discussed in Closed Session, which can be found in TAB CCS-3 and CCS-4 of the Trustee materials. Ms. Boliek presented the recommendation of appointment. The academic Affairs and Personnel Committee recommended to the full board the approval of the Appointment of the Phillips Distinguished Professor; Matte O'Brien,. The motion comes from committee and does not require a second. The approval of W Appointment of the Phillips Distinguished Professor; Matte O'Brien was unanimously approved.

#### **ADJOURNMENT**

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

The meeting was adjourned at 11:30 am.