

REGULAR MEETING OF THE BOARD OF TRUSTEES
OF WESTERN CAROLINA UNIVERSITY

June 10, 2022

9:30 a.m.

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

The Board of Trustees of Western Carolina University met in regular session on June 10, 2022, in Room 501A of the H.F.R. 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, Mrs. Haden Boliek, Mr. William Brawley, Mr. Casey Cooper, Mr. Joe Crocker, Mrs. Kathryn 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: Ms. Becky Brown

Present – Faculty and staff of Western Carolina University:

Chancellor Kelli R. Brown; Dr. Richard Starnes, Provost; Dr. Laura Wright, Faculty Senate Chair; Ms. Deidre Hopkins, Staff Senate Chair; Mr. Neal Andrews, Alumni Association President; Dr. Melissa 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. Benny Smith, Executive Director of Communications and Public Relations; Ms. Lisa Gaetano, Internal Auditor; Mr. Travis Jordan, Chief Marketing and Communications Officer; Ms. Kathy Boland, Staff Senator; 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

Ms. Estefany Gordillo-Rivas 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 4, 2022, Regular Session, Board of Trustees meeting (TAB B-1). Mr. Brawley made a motion to approve the minutes. Mr. Crocker seconded the motion. The minutes were unanimously approved.

Chair Roberts asked for a motion to approve the minutes of the May 3, 2022, Special Called Meeting of the Board of Trustees (TAB B-2). Ms. Greeley made a motion to approve the minutes. Mr. Brawley 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 thanked the Trustees who were able to attend the April Board of Governors meeting hosted by WCU. Chancellor Brown shared her proudness of WCU with trustees that helped make the meeting and visit successful. Chancellor Brown shared that the Board of Governors passed a significant change to the UNC System funding model, which will be implemented in the coming academic year. She noted that the new model will incorporate performance funding, as well as refocus the enrollment growth portion of the model around in-state, undergraduate students.

Chancellor Brown also noted that the board approved the UNC System 2022 legislative agenda for the upcoming short session of the NC General Assembly. She shared that enrollment funding and inflationary increases are priority areas for the System’s agenda and two items from WCU’s legislative agenda were included in the approved System Legislative Agenda. These items were faculty and staff salaries and funding for engineering expansion.

Chancellor Brown provided a COVID-19 Reporting Update. She shared that on April 29th, WCU completed its final day of COVID data collection and reporting via the University’s COVID dashboard. She noted that the WCU COVID dashboard was a tremendous effort, and she recognized the work that it entailed. She shared that from September 2020 to April 2022, we had seven different people reporting data every single day. Chancellor Brown shared that during that time frame, WCU reported 30,513 individual tests, 2,258 cases, and 17,874 vaccines. Chancellor Brown recognized the work of Ms. Alison Joseph in leading that reporting effort and recognized Pam Buchanan, Chief Steve Lillard, Kellie Monteith, Trisha Ray, Shane Stovall, Amanda Murchie, Stacey Miller, Steven Honbarger, Jordan Jacobs, Curtis Monteith, Brian Thomas, and Nathan Hodges. Chancellor Brown thanked these staff and the army of other colleagues who worked on this and the many other COVID-related tasks over the past 24 months.

Chancellor Brown provided a Commencement Update. She shared that in May, WCU celebrated the Class of 2022, which featured 1,966 graduates and was the largest graduating class of the university. She mentioned that we also honored Dr. Sudhir Kaul, the winner of the UNC Board of Governors Excellence in Teaching award and Dr. Ed Broadwell as he was awarded an Honorary Doctor of Business degree. Chancellor Brown noted that this commencement ceremony was the first graduating NC Promise class. She noted that WCU is already seeing the difference that this tuition reduction program is having on reducing student debt and WCU continues to be thankful for the tremendous investment of resources made by the State of North Carolina into public higher education here at WCU. She noted that the students reap the benefit of this investment each day.

Chancellor Brown provided an Enrollment Update. She shared that WCU is starting to look at enrollment numbers for the fall semester. She noted that over the past two years WCU has seen enrollment numbers take a hit as WCU dealt with the ongoing effects of the pandemic. She mentioned that WCU is optimistic in that we are seeing our freshman class rebound closer to pre-pandemic numbers. She reminded Trustees that even as the incoming class size returns to what we consider normal, we still must contend with the ongoing impact of two previous classes of a much smaller size and that it's going to take some time before WCU sees total enrollment reach its pre-pandemic numbers, but that we're on the right track moving forward. Chancellor Brown shared that WCU is investing in a new focus on recruitment and retention as well as a new brand awareness and reputation building campaign that will ramp up later this summer.

Chancellor Brown shared University Accolades Chancellor Brown shared that in May, the Western Carolina University Foundation Board of Directors welcomed new members Mike Crawford and Gayle Watkins during its annual spring meeting. Both will begin their terms at the end of June.

Chancellor Brown thanked staff senate chair, Ms. Deidre Hopkins, for her service and presented her with a gift of thanks. Chancellor Brown thanked faculty senate chair, Dr. Laura Wright for her service and presented her with a gift of thanks. Chancellor Brown recognized and thanked Mr. Neal Andrews for his hard work and service as WCU's Alumni Board President and presented him with a gift of thanks. Chancellor Brown thanked 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 March, WCU celebrated three (3) "in person" graduation ceremonies; honoring 2000+ students on their major milestone. He shared that WCU, and trustees also had the privilege of awarding one of their own an honorary doctorate degree for his exceptional service to WCU and western NC. He noted that Dr. Ed Broadwell graciously accepted entry into this elite society and on behalf of trustees, they were very honored to be part of his special day.

Chair Roberts shared that WCU successfully hosted the Board of Governors on campus for their April meeting and shared those positive comments and accolade were tremendous. He extended his thanks to Trustees, Chancellor Brown, Faculty and Staff for all their efforts. He shared that the WCU Foundation Board continues to meet and is actively setting the stage for the ambitious fundraising campaign. The Foundation's work on this endeavor is critical to WCU's long-term success. Chair Roberts thanked the board for their leadership and thank each of the trustees for all they are doing to kick off this important part of WCU's history. He reminded the trustees that the deadline for giving is June 30th for 2022 gifts. He thanked the trustees for their support.

Chair Roberts mentioned that Chancellor Brown recently received an honor that needed to be recognize. He shared that she was included in Business NC magazine on its Power List 2022 of the state's most influential leaders in a variety of endeavors. He congratulated Chancellor Brown on the great recognition

of her efforts and the efforts of her entire leadership team. He noted that WCU and trustees are blessed to have such terrific leadership.

Chari Roberts reminded trustees of the 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 he consulted with Chancellor Brown and Chief of Staff, Dr. Wargo, and he will be sending out a very brief survey after the BOT meetings going forward to help provide feedback on ways, the effectiveness of BOT meetings can be improved. Chair Roberts noted that he is blessed to work alongside the trustees to make WCU an even better university. He thanked the trustees for their continued focus, leadership, and service to this board. Chair Roberts featured Trustee Haden Boliek 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 considered one action item, two discussion items, and one information items.

Ms. Boliek shared that Dr. Starnes provided an update on enrollment and highlights from the spring semester. Enrollment for First Time-Full-Time-Freshman and transfer students appear strong and likely will return to pre-2020 levels. Retention stands at 76%, approximately where we were at this same time last year. Dr. Starnes shared numerous highlights and accomplishments from WCU's faculty, staff, and students."

Ms. Boliek shared that the UNC Board of Governors formally approved new salary delegation thresholds for EHRA faculty and non-faculty salary actions (UNC Policies 200.6 and 600.3.4) at their April meeting. Official implementation instructions around these new thresholds were released by the UNC System Office on May 10th and were effective immediately. The new guidelines will provide much greater efficiency to individual campuses while also eliminating inequity concerns between promotional salaries for internal candidates as compared to external, new hires.

Ms. Boliek shared that the committee was provided information regarding new hires; 9 faculty appointments, 10 administrative appointments and 12 athletic appointments in TAB C-3 of the Trustee materials.

The Committee has two closed session items to be considered.

REPORT OF ADMINISTRATION, GOVERNANCE, AND TRUSTEESHIP COMMITTEE

Chair Roberts recognized Mrs. Greeley to give the report of the Administration, Governance, and Trusteeship Committee. The Administration, Governance, and Trusteeship Committee considered five action items, three discussion items, and two information items.

Ms. Greeley shared that the Administration, Governance, and Trusteeship Committee heard from Mr. Browning, and he proposed the Resolution of the Board of Trustees of Western Carolina University Regarding Residency Status for Students Who Receive a Full Scholarship. The Administration, Governance, and Trusteeship Committee recommended to the full board the proposed Resolution of the Board of Trustees of Western Carolina University Regarding Residency Status for Students Who Receive a Full Scholarship, which can be found in Tab D-2 of the Trustee material. The motion comes from committee and does not require a second. The Resolution of the Board of Trustees of Western Carolina

University Regarding Residency Status for Students Who Receive a Full Scholarship was unanimously approved.

Ms. Greeley shared that the Administration, Governance, and Trusteeship Committee heard from Mr. Browning, and he proposed the First 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. The Administration, Governance, and Trusteeship Committee recommended to the full board the proposed First 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 First 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 Mr. Browning and Ms. Tornow and they proposed the Updates to the By-Laws of the Board of Trustees Western Carolina University. The Administration, Governance, and Trusteeship Committee recommended to the full board the Updates to the By-Laws of the Board of Trustees Western Carolina University, which can be found in Tab D-4a & 4b of the Trustee material. The motion comes from committee and does not require a second. The Updates to the By-Laws of the Board of Trustees Western Carolina University was unanimously approved.

Ms. Greeley shared that the Administration, Governance, and Trusteeship Committee heard from Dr. Wargo, and Dr. Starnes and they proposed the Mission Statement Revision. The Administration, Governance, and Trusteeship Committee recommended to the full board the proposed Mission Statement Revision, which can be found in Tab D-5 of the Trustee material. The motion comes from committee and does not require a second. The Mission Statement Revision was unanimously approved.

Mrs. Greeley shared that Ms. Tornow provided the Western Carolina University Intercollegiate Athletic Report 2020-2021, which can be found in Tab D-6 of the Trustee material.

Mrs. Greeley shared that Dr. Wargo reported the on-going progress of the plans for the Chancellor's Residence events renovation project. Cost and design will be provided to the Chancellor's Residence Committee in late Summer and will be provided to the Board of Trustees at the September meeting.

Mrs. Greeley shared that Ms. Agner provided a legislative update on the current activities of the short session of the NC General Assembly, which can be found in Tab D-7 of the Trustee material. Ms. Agner also provided updates on the 2022 primary election results for the Western NC area.

Mrs. Greeley shared that the Board of Trustees Meeting Schedule for 2022-2023 can be found in Tab D-8 of the Trustee material.

Mrs. Greeley shared that an Advancement update can be found in Tab D-9 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, one discussion item, and two informational items. Mr. Cooper also proposed a resolution.

Mr. Cooper shared that the Finance and Audit committee heard from Mr. Mike Byers, and he proposed the approval to write-off bad debt. Mr. Byers explained that internal protocol for WCU fiscal affairs calls

for any bad debt exceeding \$5000 that needs to be written-off must be approved by the Board of Trustees. WCU has one outstanding account balance that exceeds the \$5000 threshold and is thereby presented to the Board of Trustees for approval to be written-off. The account balance is \$7608.60 and belonged to a student who is deceased. The Finance and Audit committee recommended to the full board the approval of the bad debt write off, which can be found in Tab E-2 of the Trustee material. The motion comes from committee and does not require a second. The bad debt write off was unanimously approved.

Mr. Cooper shared that the Finance and Audit committee heard from Mr. Mike Byers, and he proposed the approval of designer selection for the Moore Hall Renovation. Mr. Byers explained the process used to select a designer for recommendation. From a group of four finalists interviewed, administration recommended to the committee Jenkins Peer Architects, from Charlotte, NC for approval. The Finance and Audit committee recommended to the full board the approval of Jenkins Peer Architects, as the designer for the Moore Hall Renovation, which can be found in Tab E-6 of the Trustee material. The motion comes from committee and does not require a second. The selection of Jenkins Peer Architects, designer for the Moore Hall Renovation was unanimously approved.

Mr. Cooper shared that Ms. Gibson reported that the compliance topic for 2021-2022 was export controls. Ms. Gibson explained how export controls impact university operations and provided information on the ongoing compliance efforts. She also presented the heat map from the 2020-21 risk assessment and a list of the top University risks. Lastly, she described the risk management planning process that the University undertakes to ensure that it is managing the top risks, which can be found in Tab E-3 of the Trustee material.

Mr. Cooper shared that the Internal Update can be found in Tabs E-4A and E4-B of the Trustee material.

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

Mr. Cooper made a motion that the Board of Trustees issue a statement in the form of a Board Resolution regarding Ms. Gaetano. The Resolution of the Board of Trustees of Western Carolina University to Recognize and Appreciate the Distinguished Service of Ms. Lisa Gaetano can be found in the Reports Tab in the Trustee material. Mr. Robinson seconded the motion. The Resolution of the Board of Trustees of Western Carolina University to Recognize and Appreciate the Distinguished Service of Ms. Lisa Gaetano was unanimously approved.

The Committee has no closed session items to be considered.

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 Judicial, Legislative, and Executive branches. She shared external updates. Ms. Gordillo-Rivas also provided information on the UNCASG meetings. (SGA REPORT IS IN REPORT MATERIALS ON FILE).

STAFF SENATE INFORMATION REPORT

Chair Roberts recognized and thanked Ms. Hopkins for her service as Staff Senate Chair. Chair Roberts asked Ms. Hopkins to give the Staff Senate Report. Ms. Hopkins shared her appreciation for the opportunity to the Trustees for providing a report on quarterly activities of the WCU Staff Senate. Ms. Hopkins thanked the Trustees for their leadership and continued support.

Ms. Hopkins gave an update and provided materials on the Staff Senate Initiatives including Leadership Development, Staff Senate Connection and Visibility Expansion, Staff Senate Organizational Structure,

and Staff Emeritus Recognition. Ms. Hopkins shared notable updates and provided an update on the work of Staff Senate Committees. (STAFF SENATE REPORT IS IN REPORT MATERIALS ON FILE).

FACULTY SENATE INFORMATION REPORT

Chair Roberts recognized and thanked Dr. Wright for her service as Faculty Senate Chair. Chair Roberts asked Dr. Wright to give the Faculty Senate Report. Dr. Wright shared summary reports on the work done by the Faculty Affairs Council, the Academic Policy and Review Council, and the Collegial Review Council over the course of the past academic year. Dr. Wright included notes from the initial meeting of the newly established Standing Committee to oversee the Faculty Senate Student Support Fund. (FACULTY SENATE REPORT IS IN REPORT MATERIALS ON FILE).

ALUMNI ASSOCIATION INFORMATION REPORT

Chair Roberts recognized and thanked President Neal Andrews for his service as Alumni Association President. Chair Roberts asked President Andrews to give the Alumni Association Report. President Andrews gave an update on the WCU Alumni Association Board of Directors Activities and Initiatives. He shared information on the WCU Alumni Scholarship Fund, Alumni Board Participation Rate, Quarterly Alumni Association Board of Directors Meeting, WCU African Alumni and Friends Reunion, May Commencement, and WCU Alumni Association Board of Directors General Election. He shared other engagement and upcoming engagement opportunities offered by the WCU Office of Alumni Engagement. (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)(3), and (a)(6) as described on the June 10, 2022, Board of Trustees of Western Carolina University Closed Session Agenda. The motion was seconded by Mr. Kinney. The motion was unanimously approved by the board.

Chair Roberts asked Chancellor Brown, Mr. Browning, and Mr. Gary to remain for the third closed session item. Discussion followed on the Closed Session agenda item.

Chair Roberts asked Chancellor Brown, Mr. Browning, and Provost Starnes to remain for the fourth closed session item. Discussion followed on the Closed Session agenda item.

Chair Roberts asked Chancellor Brown and Mr. Browning to remain for the fifth closed session item. Discussion followed on the Closed Session agenda item.

Chair Roberts asked Chancellor Brown and Dr. Causby to remain for the last closed session item. Discussion followed on the Closed Session agenda item.

RESUMPTION OF OPEN SESSION

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

ACADEMIC AFFAIRS AND PERSONNEL COMMITTEE RECOMMENDATION REGARDING TENURE AND PROMOTION CANDIDATE

Chair Roberts recognized Ms. Boliek for approval of Academic Affairs and Personnel Committee Recommendation Regarding Tenure and Promotion Candidate as discussed in Closed Session, which can be found in Tab C-5 of the Trustee material. The Academic Affairs and Personnel Committee recommended to the full board the approval of the Tenure and Promotion Candidate, Dr. Ken Sanney.

The motion comes from committee and does not require a second. The Tenure and Promotion Candidate, Dr. Ken Sanney, was unanimously approved.

ADJOURNMENT

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

The meeting was adjourned at 12:22 pm.