

REGULAR MEETING OF THE BOARD OF TRUSTEES OF WESTERN CAROLINA UNIVERSITY

John W. Bardo Fine & Performing Arts Center

December 4, 2020

The Board of Trustees of Western Carolina University met in regular session on December 4, 2020 in John W. Bardo Fine & Performing Arts Center. Chair Kinney called the meeting to order at 9:30 a.m.

ATTENDANCE

Present from the Board: Chair Bryant Kinney, Mr. Bob Roberts, Mrs. Haden Boliek, Mrs. Becky Brown; Mr. Casey Cooper, Ms. Joyce Dugan, Mr. Tim Haskett, Mr. John Lupoli, Mr. Kenny Messer, Mr. Ken Hughes, Mrs. Kathy Greeley, Mrs. Rebecca Schlosser, and Mr. Dawson Spencer.

Present – Board of Governors Member, Phil Byers; Faculty and staff of Western Carolina University: Chancellor Kelli R. Brown; Dr. Richard Starnes, Interim Provost; Mr. Ben Pendry, Staff Senate Chair; Dr. Kadence Otto, Faculty 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, Interim Vice Chancellor for Advancement; Dr. Sam Miller, Vice Chancellor for Student Affairs; Mr. Craig Fowler, Chief Information Officer; Mr. Alex Gary, Athletics Director; Ms. Karen Woody, Budget Officer; and Ms. Jessica Woods, Assistant Secretary to the Board of Trustees.

WELCOME

Chair Kinney welcomed and recognized Governor Phil Byers (WCU's BOG liaison), representing the Board of Governors to the December 4th BOT meeting. Chair Kinney also 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

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 a public meeting and is being recorded, via the Zoom platform, and is being livestreamed.

APPROVAL OF MINUTES

Chair Kinney asked for a motion to approve the minutes of the September 4, 2020 Regular Session Board meeting and October 14, 2020 BOT Special Telephone meeting, and November 5-6, 2020 BOT Special Telephone meeting. 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 welcomed the Board of Trustees, Executive Council members, Faculty Senate and Staff Senate Chairs and Senators and thanked them for attending the Board of Trustees meeting.

Chancellor Brown welcomed the university faculty and staff, members of the news media, and others who were participating, via livestream. Chancellor Brown extended her appreciation for the commitment and dedication of the faculty and staff across campus, to get Western Carolina University to the end of the fall semester. Chancellor Brown announced that the April 2022 BOG will be hosted by Western. Chancellor Brown asked Trustees to save the date for Wednesday and Thursday April 6-7, 2022

Chancellor Brown provided a Fall COVID-19 update. She shared that some surges of COVID-19 on-campus this semester mirrored what we've seen with infection increases throughout the region and state. She noted that WCU finished its semester with our numbers decreasing. Chancellor Brown commended the Catamounts Care student ambassadors who worked hard to use positive reinforcement to remind fellow students of strategies to help slow the spread of COVID-19. Chancellor Brown shared some COVID-19 stats. Chancellor Brown mentioned that WCU offered free exit testing to students, faculty, and staff, prior to Thanksgiving, and approximately 800 students and 200 WCU employees took advantage of the testing WCU offered in conjunction with Harris Regional Hospital. She noted that faculty and staff will have an option for an additional round of free exit testing available before Christmas.

Chancellor Brown shared an update on Commencement. She noted that due to the recent surge in COVID-19 cases in the state and region, she had to make the difficult decision to cancel the modified in-person commencement ceremonies scheduled for Dec. 10-13 and shift to a series of virtual ceremonies. Chancellor Brown mentioned that WCU must make the health and safety of all members of our campus community, as well as our Jackson County neighbors, our top priority. She noted that the rescheduled events were livestreamed beginning at 9 a.m. on Saturday, Dec. 12, with the announcement of the names of all members of the spring, summer and fall 2020 graduating classes. Chancellor Brown noted that the virtual ceremonies will include remarks from the Chancellor, Provost Richard Starnes, and deans of WCU's academic colleges. Chancellor Brown shared that Peter Hans, president of the University of North Carolina System; Bryant Kinney, chair of the WCU Board of Trustees; and Phil Byers, member of the UNC Board of Governors, also planned to deliver virtual greetings to the graduates. Chancellor Brown extended her thanks to the commencement committee for their dedication and commitment to ensure that graduation is a meaningful experience to our students.

Chancellor Brown provided information on the Spring semester. She noted that students are still working on completing their final exams for fall semester, and WCU is looking towards plans for spring semester 2021. She mentioned that WCU planned to offer re-entry COVID-19 testing for students in advance of the start of the spring semester on January 25. Chancellor Brown shared the revised semester schedule. Chancellor Brown provided an update on Athletics. Chancellor Brown shared that football has played two games, including UNC, and men's and women's basketball is underway.

Chancellor Brown shared several accolades with the Trustees. She shared that WCU was designated a "green college" for the 10th year by the Princeton Review; the WCU LEAP partnership received a \$583,074 grant from the U.S. Department of Education for an afterschool program designed to help improve the academic skills of students at Cullowhee Valley School who speak English as another language; Western Carolina University assistant professor Amy Stringer was named North Carolina College/University Physical Education Teacher of the Year by NC SHAPE, the state's professional organization for health and physical education educators; three alumni from the Business Administration and Law Program were elected as district court judges in the recent 2020 elections; and College of Education and Allied Professions graduate Salem Parris, a 2019 graduate, was recently selected as Haywood County's 2020 Beginning Teacher of the Year. Chancellor Brown shared the retirement of Bill Studenc, Chief Communications Officer and Tom Frazier, Print Shop Manager.

COMMENTS FROM BOG MEMBER

Phil Byers thanked the board for the opportunity to attend the BOT meeting. Governor Byers shared his appreciation to Chancellor Brown, the Senior Leadership team, and Western Carolina University. Governor Byers shared his appreciation for President Peter Hans, President of the UNC System. He shared information on NC Promise, budget update, and the Legislative Session. Governor Byers mentioned the great efforts put in WCU campus buildings - remodeling and renovations. Governor Byers mentioned the Trustee selection process coming up in Spring. Governor Byers extended his thanks to Chancellor Brown and staff for the work put into planning the Board meeting.

COMMENTS FROM CHAIR BYRANT KINNEY

Chair Kinney thanked Chancellor Brown for her Chancellor's Report. Chair Kinney extended his thanks to the Chancellor's office staff, event's office team, Information Technology team, and University Communications and Marketing team for planning and preparing for the BOT meeting. Chair Kinney thanked the executive team, faculty, staff, and students for their efforts in making Western Carolina University an outstanding institution. Chair Kinney also thanked the community outside of the university. Chair Kinney extended his appreciation for their efforts to help the university protect its students, faculty and staff, as well as the general population. Chair Kinney congratulated the 2020 fall graduates. Chair Kinney mentioned that it was great to see the Catamount athletes back on the fields and courts of competition.

Chair Kinney noted that the NC legislative session begins in January 2021, and asked Trustees to support Western Carolina University's legislative goals and those of President Hans and the UNC Board of Governors' in what will be a challenging year ahead. Chair Kinney congratulated those in our region who recently won election or re-election to the state legislature. He also thanked those who did not win election, or chose to retire, for their service. Chair Kinney extended his appreciation for the support for higher education and of course particularly the needs of WCU from our Western North Carolina legislative delegation and legislators across the state. Chair Kinney noted that the Western Carolina University and the Trustees look forward to working with the 2021 North Carolina General Assembly in the coming year.

Chair Kinney recognized four individuals who take care of the Trustee committees and the full board on almost a daily basis. Chair Kinney noted that without the committee Secretaries, Trustees could not efficiently make their meetings as productive or as successful. Chair Kinney appreciated the work of the committee secretaries in supporting the board and committees.

- Joyce Carpenter, Secretary for the Administration, Governance, and Trusteeship Committee;
- Kristi Westphal-Thomas, Secretary for the Finance and Audit Committee;
- Anne Aldrich, Secretary for the Academic Affairs and Personnel Committee; and
- Jessica Woods, Assistant Secretary to the Board of Trustees.

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 Spring Instructional Plan implementation, acknowledging the faculty and staff, who completed a monumental amount of work to have campus ready for spring semester. Dr. Starnes shared information on the WCU Polling Analysis Report, Spring 2021 Retention Rate, and Tenure. Dr. Causby provided a brief overview of WCU's full EEO Plan, as found in TAB C-5, to include a focus on historically underrepresented employee groups and looks to determine if an underrepresentation exists in the current workforce. Dr. Starnes shared information on administrative

appointments and athletic appointments in TAB C-6. Dr. Starnes reviewed the Spring 2021 Instructional Plan implementation, as found in TAB C-2, sharing that the spring 2021 semester will begin with a delayed start on January 25th and commencement on May 15th. Dr. Starnes shared the WCU Polling Analysis Report, as found in TAB C-3, and mentioned that the Student Democracy Coalition worked to secure a polling place on our campus with a goal to encourage student involvement in the democratic process. Dr. Starnes presented information on the Spring 2021 retention rate, specifically the first-time full-time freshman. Dr. Starnes reviewed information regarding “What is Tenure?” and the details of the process, as found in TAB C-4.

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 considered three action items and four information items.

The committee considered the WCU Scholarship Plan Revision. Ms. Ivy Gibson and Ms. Brenda Holcombe discussed the revision to the WCU Scholarship Plan. Ms. Holcombe shared that the UNC System Office and NCSEAA jointly requested that each campus review their existing plan prior to December 31, 2020, to determine whether any updates needed to be made. Discussion ensued. The committee recommended the WCU Scholarship Plan Revision to the full board of approval. The motion comes from committee and does not require a second. The WCU Scholarship Plan Revision was unanimously approved. The Revision plan and supporting documents can be found in TAB D-2 of the Trustee material.

The committee considered WCU’s Legislative Policy Agenda. Ms. Meredith Whitfield proposed the Legislative Policy Agenda found in TAB D- 3 of the Trustee material. Ms. Whitfield reviewed the four agenda items: recurring funding for NC Promise, recurring funding for enrollment growth, allocation of recurring funding for operations and maintenance of the Apodaca Science Building, salary increases for Faculty/Staff. Discussion ensued. The committee recommended WCU’s Legislative Policy Agenda to the full board for approval. The motion comes from committee and does not require a second. The WCU Legislative Policy Agenda was unanimously approved.

Ms. Whitfield provided the UNC Legislative Policy Agenda. She shared that the UNC System Legislative Policy agenda items were approved on November 18, 2020 at the UNC System Office. In addition, the System has identified several policy proposals, which are found in TAB D-4. Those proposals include recommendations to 1) consolidate and simplify the UNC Need-based Grants, Education Lottery Scholarship, and Community College Grant into one North Carolina Scholarship; 2) exempt finance and auditor officers from most of the NC Human Resources Act, 3) consolidate and/or eliminate outdated mandatory reports from UNC campuses; 4) allow the current 5% carryforward option to be used for purposes other than repairs & renovations; and 5) retroactively extend waiver of interest charges on past due accounts.

Ms. Raynor provided an annual Advancement update. She shared the FY20 Division of Advancement highlights by reporting they had celebrated the completion of Lead the Way campaign with a report of \$61.9M raised in FY20 Q1 and Q2. To recognize donors, advancement created the “How We Thank” initiative. In addition, Advancement created four WCU Foundation Giving Societies and Increased communication including the new online engagement initiatives for donors and alumni and a monthly e-newsletter. Ms. Raynor also provided an update of FY21 fundraising through December 2, 2020. She reported total gifts, pledges, and private grants of \$2,585,678.15. Ten new endowments have been established since July 1, 2020. At least 75% of Advancement offices nationwide have reported an impacted on giving due to COVID-19. Despite this trend, WCU’s Giving Tuesday 2020 was a success with 522 donors giving a total amount of \$148,602, this equated to 522% of 100 donor goal. Ms. Raynor also give an update on the Giving Societies Rollout, including the Madison Legacy Society, Cullowhee

Society, 1889 Club and the Shetland Society. She also noted that Ed and Donna Broadwell received the Association of Fundraising Professionals Western North Carolina Chapter Award, the event was celebrated virtually on November 18th. Western Carolina University nominated the Broadwell's for the award. Ms. Raynor provided scholarship highlights for the year. Included on the list was Chancellor Kelli R. Brown and Dennis Brown endowment of the Charlene L. F. McCormack Scholarship on 09/25/2020. Kathy and Wells Greeley endowed the French Orion and Margaret Colville Crisp Scholarship on July 27, 2020. Ms. Raynor reported a feasibility study for the next campaign is planned for 2021, bids will be accepted December through January. She will report more on this at a future meeting. The annual Advancement Update presentation can be found in TAB D-5 of your Trustee materials.

Dr. Sam Miller provided a student affairs update including Admissions Report, COVID-19 dashboard information, Catamounts Care, dining services update, student profile for Fall 2020, demographics, and student enrollment. Dr. Miller shared the enrollment trends and county graduation data. As a follow-up from the trustees' retreat, Dr. Miller shared WCU market-share data collected from NC DPI of estimated college-bound public high school graduates by county. He also shared a preview of Fall 2020 recruitment activities.

Ms. Joyce Carpenter shared the Board of Trustees Meeting Schedule for 2020-2021 (Tab D-6) with the committee. She noted the important dates of the regular Trustee meetings as well as the date for fall commencement.

REPORT OF FINANCE AND AUDIT COMMITTEE

Chair Kinney recognized Mr. Messer to give the report of the Finance and Audit Committee. The Finance and Audit Committee discussed two action items and reviewed a few discussion items.

The committee considered the approval of 2020-21 Tuition, Fees, and Rates. The committee heard from Mr. Mike Byers and Dr. Sam Miller who explained each year as tuition, fees and rates are adjusted, the governing board(s) must first approve the schedule of tuition, fees, and rates suggested by the University before they may be implemented. The administration recommends an increase in room rates for residence halls, an increase in the Book Rental charge and an increase in the Health fee. The finance and audit committee approved these recommendations in the committee meeting and recommends to the full board the approval of the proposed 2021-22 Tuition, Fees, Rates and Surcharges, authorizing the University to implement and/or seek necessary authority from the Board of Governors to instate the proposed schedule for tuition, fees, rates and surcharges for the 2021-22 academic year as presented in Tabs E2 and E2a. The committee recommended the proposed 2021-22 Tuition, Fees, Rates and Surcharges, authorizing the University to implement and/or seek necessary authority from the Board of Governors to instate the proposed schedule for tuition, fees, rates and surcharges for the 2021-22 academic year to the full board of approval. The motion comes from committee and does not require a second. The proposed 2021-22 Tuition, Fees, Rates and Surcharges, authorizing the University to implement and/or seek necessary authority from the Board of Governors to instate the proposed schedule for tuition, fees, rates and surcharges for the 2021-22 academic year was unanimously approved.

Mr. Messer shared that the committee heard from Mr. Craig Fowler and Mr. Joel McKenzie on the IT Security Update. Mr. Fowler shared that since the COVID pandemic started, it has provided attackers opportunities and advantages due to the fast transition to online and working from home. They discussed how telehealth services jumped dramatically across the nation, providing potential compliance and security risks; how remote access and work from home expands the attack surface; and how new ransomware twists are affecting attack responses. At the university level, several items have worked well during this time: Multifactor Authentication, VCAT virtual desktop infrastructure, web-based file access, and security awareness training. Information was shared on phishing campaigns, denial of service attacks, status of the centralized log management project, risk management, and ISO 27002 framework

implementation. They also shared the continuation of security objectives and projects for the upcoming year.

Mr. Messer shared that an Internal Audit update was also provided in the board materials in Tab E-4, outlining current audits and related work.

Mr. Messer shared that a Capital Projects Status Report was provided in the board materials in the section labeled Tab E-5. Mr. Byers and Mr. Walker took some time to describe the plans for the landscape design at the new front entrance rock wall. It will include 18 oak trees, colorful ornamental shrubs, ground coverings and additional lighting. Work has begun on the installation and is expected to be complete by spring.

STAFF SENATE INFORMATION REPORT

Chair Kinney recognized Mr. Pendry to give the Staff Senate Report. Mr. Pendry shared his appreciation for the opportunity to the Trustees for providing a report on quarterly activities of the WCU Staff Senate. Mr. Pendry shared his support to Chancellor Brown and the Senior Leadership Team for their hard work on initially planning an on-campus Commencement, but due to COVID-19, pivoting to a virtual Commencement. Mr. Pendry extended his appreciation to Chair Elect, Deidre Hopkins and PR Committee Chair, Chelsea Reavis for the Years of Service Celebration. Mr. Pendry shared information on several projects the Senate has worked on this quarter, including Onboarding Checklist; Years of Service Celebration; Culture in Conversation Series; Professional Development Fund; and UNC Staff Assembly. Mr. Pendry shared information on the Joint Resolution on Guiding Principles for Budget Exercise. (STAFF SENATE REPORT IS IN REPORT MATERIALS ON FILE).

FACULTY SENATE INFORMATION REPORT

Chair Kinney recognized Dr. Otto to give the Faculty Senate Report. Dr. Otto shared information on “happenings and accomplishments” since the September BOT meeting, including UNC System Faculty Assembly updates; Faculty Senate meeting updates; and Spring 2021 Academic Calendar. Dr. Otto shared the Spring 2021 Faculty Senate Working Initiatives. Dr. Otto shared information on upcoming Campus Forum Series. (FACULTY SENATE REPORT IS IN REPORT MATERIALS ON FILE).

ALUMNI ASSOCIATION INFORMATION REPORT

Chair Kinney recognized President Neal Andrews to give the Alumni Association Report. President Andrews gave an update on WCU Alumni Association Board of Directors Activities and Initiatives. Mr. Andrews shared that Ms. Allison Hinson was unanimously approved as President-Elect of the WCU Alumni Association. Mr. Andrews provided information on Alumni Board Orientation and Nominations; WCU Alumni Scholarship Fund; New Insurance Affinity Partner; Welcome Letters initiative; and the WCU Alumni Awards Ceremony. (ALUMNI ASSOCIATION REPORT IS IN REPORT MATERIALS ON FILE.)

SGA PRESIDENT INFORMATION REPORT

Chair Kinney recognized Mr. Dawson Spencer to give the SGA Report. Mr. Spencer shared information on the S/U Grading System. Mr. Spencer provided a COVID-19 update. Mr. Spencer shared updates on SGA accomplishments and goals, and next steps. Mr. Spencer shared UNCASG activities. He shared the SGA platform and SGA initiatives. (SGA REPORT IS IN REPORT MATERIALS AND AGT MINUTES ON 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 disclosure of privileged or confidential information, or information not considered a public record within the meaning of the NC Public Records Act; 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 an existing lawsuit as noted on the closed session agenda provided before the regular board meeting. The motion was seconded by Mr. Messer. The motion to go into Closed Session was unanimously approved by the board.

Chair Kinney asked Chancellor Brown and Mr. Browning to remain for the closed session.

RESUMPTION OF OPEN SESSION

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

ADJOURNMENT

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

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