

**North Carolina Agricultural and Technical State University  
Greensboro**

**NOVEMBER 20, 2015**

**SECOND REGULAR MEETING**

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The Board of Trustees convened for its second regular meeting for 2015-2016 on Friday, November 20, 2015 at 2:00 p.m. in the Alumni-Foundation Event Center. In keeping with the Bylaws of the Board of Trustees, notices of the meeting were mailed in advance.

Chairman Walls called the meeting to order. In his opening remarks, he acknowledged the reception and dinner held on the evening before with the Dowdy Scholars. It was an evening of lively conversation, engagement and great fellowship. He then requested a moment of meditation in memory of the victims and their families impacted by the recent terrorist acts in Europe and other places around the world, and a moment of reflection on those who work to ensure the safety of the American citizens. Next, in accordance with Chapter II, Section 204 of the Code of the UNC Board of Governors, Chairman Walls called for the presentation of the following Ethics and Conflict of Interests statement via a pre-taped audio recording:

*“It is of critical importance that decisions made on behalf of the University by its trustees be in the best interest of the university and not be influenced by any potential financial gain to the decision-makers. Furthermore, to assure public confidence in the integrity of the University, it is important that the University not appear to be influenced by the personal financial interests of those in decision-making positions. In order to assure public confidence in the integrity of the University, members of the Board of Trustees of the University should not use their positions or appear to use their positions to influence the decision of the University for their personal financial gain. At the same time, the University should be able to take advantage of contracts that are advantageous to the citizens of North Carolina and to the University and should avoid having service to the University be so restrictive that persons with substantial financial interests will be reluctant to serve. In order to accomplish these goals, the Board of Governors has adopted and shall enforce a policy governing conflicts of interest. Each member of this Board of Trustees shall comply with this policy.”*

Chairman Walls then called for the roll call which revealed that the following were:

<b>Present:</b>	Dr. Bertram W. Walls	Ms. Venessa Harrison
	Mr. Emerson U. Fullwood	Ms. Donna A. James
	Mrs. Faye Tate Williams	Mr. Timothy King
	Mr. John W. Bluford, III	Ms. Laura C. Meagher
	Mr. Toby Brodie	Mr. Austin E. Ogletree
	Mr. William A. Dudley	Mr. Tim Rice

**Absent:** Ms. Janice Bryant Howroyd

<b>Staff Present:</b>	Chancellor Harold L. Martin	Ms. Katherine Murphy
	Dr. Barry Burks	Mr. Andrew Perkins, Jr.
	Ms. Teresa Davis	Dr. Melody Pierce

Ms. Angela Ealey  
Ms. Janese Fails  
Ms. Nanyamka Farrelly  
Mr. Ralph Fennell  
Dr. Tony Graham  
Mr. James Griffin  
Ms. Helen Haynes  
Mr. Earl Hilton  
Dr. G. Scott Jenkins  
Dr. Darryl McGraw  
Ms. Ralisha Mercer

Mr. Robert Pompey, Jr.  
Ms. Nicole Pride  
Dr. Sanjiv Sarin  
Mr. Tony V. Scott  
Mr. Kenneth Sigmon, Jr.  
Dr. Ericka Smith  
Dr. Charles Waldrup  
Dr. Joe B. Whitehead, Jr.  
Mr. Marc Williams  
Chief Charles Wilson

**Media:** Mr. John Newsome, *Greensboro News and Record*

## **THE MINUTES**

Chairman Walls entertained a motion for the approval of the minutes of the second regular meeting held on September 11, 2015, as well as minutes from called teleconference meeting held on September 30, 2015. A motion was offered for the approval of each set of minutes by Mr. Rice and seconded by Mr. Dudley. The motion was unanimously carried.

## **REPORT OF THE CHANCELLOR**

In his opening remarks, Chancellor Martin thanked everyone for their attendance and stated that his report would entail two areas of focus—1) academic restructuring and program analysis, and 2) Connect NC Bond Referendum.

Chancellor Martin provided an update on current trends in higher education; the academic restructuring process; brief details about the charge and work of the external review and internal steering committees and the four subcommittees. Following an extensive analysis of the process, each subcommittee developed a set of recommendation, which the Chancellor shared. He further shared the proposed Aggie Student Success Model, overall recommendations not outlined in those of the subcommittees, and the four academic restructuring models. Chancellor Martin stated that town hall meetings were held to discuss the restructuring and connection to Preeminence 2020; shared the timeline for implementation, and noted that when the final recommendation is presented to the Board for approval at the February Board meeting, the best revised budget, personnel (faculty and staff), enrollment trends and space allocations will be presented. He discussed the next steps to complete the analysis and finalize the academic restructuring, including: finalizing the most competitive organizational structure; finalize the impact on resource realignment; summarize the key 5-year phased priorities, tasks and benchmarks, and finalize an effective communications and marketing strategy. He noted the 2015-16 timeline of the new structure between November 2015 and its implementation in fall 2016. He further noted the 2016-17 new academic structure in terms of new college designations and new college planning.

Chancellor Martin then provided a brief background on the Connect NC Bond Referendum proposal, key highlights from the bond proposal announcement and Governor

McCrary's involvement in advocating for the bond, including a visit to N.C. A&T on June 3. He shared how Connect NC is an investment in the future of the state. The bond referendum will go to vote on March 15, 2016 in the presidential primary and will benefit state infrastructure projects in 77 of 100 counties. State parks, water and sewer improvements and community colleges will also receive funding from the bonds. The UNC system will receive \$980 million dollars, with \$935 million dollars going toward construction projects and \$45 million dollars towards renovation projects. N.C. A&T would receive \$90 million dollars for a new college of engineering research facility. It is the largest bond proposal since 2001. Chancellor Martin further discussed the overall and significant impact of the bonds on the triad and the campaign strategy next steps, which include: the development of a communications strategy, meetings with external partners (UNCG and GTCC), and educating, engaging and activating university alumni and the community about the importance of the bond and their support in the get out the vote campaign effort. To ensure a better student turnout, Mr. Ogletree requested the assistance in ensuring that students get to their voting precinct in March, which is an off campus site. He noted that students were encouraged to register to vote when checking into the residence halls at the beginning of the semester.

Chairman Walls thanked Chancellor Martin for his report and called for the reports from the Committees.

## **COMMITTEE REPORTS**

### **UNIVERSITY AFFAIRS COMMITTEE**

Mrs. Williams shared the following meeting updates:

- Chief Wilson presented a report on student safety, campus and event security, and the University Police Department's top priorities.
- Dr. Jost presented a SACS update highlighting our student strategic priorities and provided a demonstration on the University's assessment platform via Trackstream. She shared that the 5<sup>th</sup> year SACS report update is due March 15, 2016.
- Two policies were discussed – 1) Faculty Workload Policy and 2) Post Tenure Review Policy. General Administration requires each institution to review its Post Tenure Review policy to ensure consistency with BOG requirements. One edit was needed in our policy pertaining to post tenure department review of committee training. The edit was made to reflect the mandated change, the policy was resubmitted to GA for approval and approval was received in October.
- The Faculty Senate Handbook, Chapter IV pertaining to the constitution of the Faculty Senate was presented for review and approval. The chapter has been vetted by all appropriate university officials and units. The University Affairs Committee offered a recommendation for full Board adoption of Chapter IV of the Faculty Senate Handbook. Chairman Walls entertained a motion for said adoption. A motion made by Mrs. Williams was seconded by Mr. Dudley and unanimously carried.

- Vice Chancellor Burks presented information on the policy for establishing centers and institutes and shared that the University is required to inform the Board when the Chancellor requests a new center. Chancellor Martin recently approved a request to plan a new Center of Innovation in Construction Materials, Methods and Management. It is anticipated that the Board will be asked to approve the establishment of the new center at a spring meeting.
- The university has been issued five U.S. patents this year. We have been notified that one additional U.S. patent and one Canadian patent will be issued soon.
- Provost Whitehead provided a Teacher Education Taskforce update. The taskforce is charged with reviewing the Teacher Education program governance, structure and to develop recommendations to enhance the program, as well as the quantity and quality of A&T teacher education graduates. The committee reviewed peer institution teacher education structures, quality, dashboards and success factors.

Mrs. Williams reported that the committee has two items for closed session.

Chairman Walls thanked Mrs. Williams for her report and called for the report of the Advancement and External Affairs committee.

#### **ADVANCEMENT AND EXTERNAL AFFAIRS COMMITTEE**

Mr. Rice provided the following meeting highlights:

- The University Advancement report revealed that through October 30<sup>th</sup>, there has been a slight increase in annual giving and the faculty/staff combined campaign is going very well.
- Ralisha Mercer has joined the advancement team as the new associate vice chancellor for development and Shae Renfro will begin on December 1 as the assistant vice chancellor for advancement services.
- Capital campaign is at \$85 million dollars and a campaign cabinet is being formed and will meet for the first time in January.
- A summary analysis of philanthropy across the nation revealed that about 70 percent of our funds come from corporations or foundations and 30 percent from individuals, which is the reverse of the national landscape. There is an opportunity to grow our individual giving contributions.
- The 125<sup>th</sup> fundraising goal was to raise \$1.25 million for scholarships; we are currently at \$1.22 million. The 125<sup>th</sup> Anniversary Gala is scheduled on April 23, 2015 and will be held at the Grandover Resort and Conference Center.
- Another tax year is drawing to an end, and the University Advancement team will soon send out materials regarding end of year giving.

Dr. Walls thanked Mr. Rice for his report and called for the report of the Business Affairs committee.

**BUSINESS AFFAIRS COMMITTEE**

Mr. Rice provided the following Committee report:

- In the facilities update: 1) the Clock Tower is scheduled to be complete in mid-December; 2) the Student Center construction will begin on December 1, and 3) Phase 2 environmental studies are underway with the pending transfer of the War Memorial Stadium to the university.
- Mr. Hilton provided a tuition and fees update noting that A&T ranks 11<sup>th</sup> in the system. A&T is also ranked the lowest in room and board fees in the system. The fees changes that require Board approval include:
  - New \$150 parking permit per semester, which replaces the graduate/senior parking permit of \$175
  - Reduced weekly parking permit from \$35 to \$25
  - New \$50 summer school parking permit
  - Changed summer school application fee to a flat \$55, which was formerly \$45 for non-degree seeking and \$55 for degree seeking

Mr. Rice stated that the proposed fee changes were approved by the Committee and are being recommended for full Board approval. Chairman Walls entertained a motion for the approval of the proposed fees. A motion made by Mr. Rice was seconded by Mr. Bluford and unanimously carried.

In the budget update, there will be a \$1.3 million dollar reduction at A&T. Since 2008, there have been nearly \$40 million dollars in reductions and 200 positions lost. All state employees will receive a \$750 bonus on December 15. Next year, there will be a \$1 million limit placed on state funds used for fundraising efforts.

Chief Wilson provided a report on campus public safety and noted that there had been 25 campus shootings nationwide in 2015. The University Police Department will take the following measures to ensure campus security: increased foot patrols, community engagement; continued focus on training and exploring mobile applications that will allow real time communications with students so that they can report suspicious activities to reinforce security efforts.

Vice Chancellor Pompey provided an update on the transition of the foundation to a real estate foundation. He shared that the current foundation is being repurposed, the new board has been selected and the anticipated date for financial records of the foundation to convert to the university system is July 1, which will allow co-investing real estate with the regular endowment.

Mr. Rice noted two resolutions that were presented to the Committee for approval—*Resolution Appointment of a Designer Morrow Hall Electrical and Bathroom Upgrades* and *Resolution Appointment of a Designer Vanstory Hall HVAC Renovation*. Both resolutions reflect the top three designer selections. Chairman Walls entertained a motion to approve both resolutions. A motion made by Mr. Rice was seconded by Mrs. Williams and unanimously carried.

Chairman Walls thanked Mr. Rice for his report and noted that there was no report from the Executive Committee. He then proceeded with the report of the Endowment Committee.

### **ENDOWMENT COMMITTEE**

Chairman Walls reported that the total combined market value of the endowment, including the Foundation as of September 30, 2015, was approximately \$46.8 million. This reflects a decrease of approximately \$1.3 million from June 30, 2015. The decrease in the university's \$41.5 million dollar endowment was primarily contributed to unrealized investment losses due to market conditions.

The UNC Investment Funds holds approximately \$23.87 million of endowment assets; VanGuard funds comprises approximately \$15.36 million dollars. The majority of the \$1.76 million of remaining university endowment funds resides in the state's short term investment funds. As of June 30, 2015, 13 endowments were underwater totaling approximately \$3,171.

The university is providing \$1,629,000 in 2015-16 to support scholarships, professorships, and chair positions, which is an increase of approximately \$195,000 over last year. To facilitate student recruitment, endowment scholarship budget calculations were moved from calendar year to fiscal year end. Budgets are now available for the 2016-17 school year and reflect an increase of \$144,000 over the 2015 budget. The total endowment scholarships equal \$1,773,000 dollars.

Investment reps from VanGuard and UNC Investment Funds provided updates at the meeting as well.

### **GOVERNANCE COMMITTEE**

Mr. Dudley noted that the Committee reviewed two documents – the first of which was the Board Bylaws. The Committee will continue to review the document over the next few meetings to determine if portions of it needs to be revised to enhance Board operations. In particular, they looked at their use of electronic mediums for reviewing information, the timelines for meeting materials production and transmittals and the possibility of incorporating the committee charters into the bylaws. They further discussed the significance of board members being agents of the university on matters of settlements and judgements in their official capacity on the board.

The Committee examined the possibility of a university policy draft concerning the duties, responsibilities and expectations of board members and implications of such a policy on Board performance. They also briefly discussed legal trends and issues that are occurring around the country.

Mr. Dudley encouraged the members to review the two documents and feel free to share their ideas, suggestions or concerns about them.

Chairman Walls thanked Mr. Dudley for his report and called for the report of the Risk Management, Audit and Compliance Committee.

**RISK MANAGEMENT, AUDIT AND COMPLIANCE COMMITTEE**

Ms. Meagher shared that the Committee received a report on two scheduled audits that were completed, two unscheduled audits that were also completed. In closed session, they discussed several ongoing scheduled and unscheduled audits. They returned to open session and discussed the process of scheduled and unscheduled audits and the sufficiency of resources to support the internal audit function.

Chairman Walls thanked Ms. Meagher for her report. He then yielded the floor to Mr. Ogletree for an SGA update.

Mr. Ogletree reported that the SGA has been making good progress this year through various student engagement initiatives. Their pillars of focus have been transparency, advocacy, governance and political awareness. Programs have been created to ensure that the students know the SGA administration is approachable and is working on their behalf to manage their concerns and to keep them globally aware and politically sound on all student related matters. Recently, the SGA was instrumental in working with Campus Enterprise staff to resolve campus parking concerns.

**REMARKS FROM THE CHAIRMAN**

Under the housekeeping segment, Chairman Walls called the Board's attention to the items in their folders, including:

- The men's and women's basketball team schedules;
- An invitation to participate in the fall commencement. The speaker will be Patricia Miller Zollar, alumna and former Board chair. Let Ms. Falls know if you are planning to attend so appropriate accommodations can be made.
- A reminder to check their State Ethics Training status.
- A reminder regarding travel reimbursements procedures and requirements.
- A reminder about the Aggies vs. NCCU Eagles football game on tomorrow. If the Aggies win, they could be headed to the MEAC/SWAC Celebration Bowl in Atlanta in December.

Chairman Walls then called upon Dr. Waldrup to provide the language to move into Closed Session. Dr. Waldrup said a motion is needed in accordance with N.C.G.S. 143-318.11(a)(1), (a)(3) and (a)(6) to prevent the disclosure of information that is privileged or confidential pursuant to the law of this State or of the United States, or not considered a public record within the meaning of Chapter 132 of the General Statutes particular the statute for a student appeal is the Family Educational Rights and Privacy Act (FERPA) 20 U.S.C. 1232g; and to consult with an attorney employed or retained by the public body in order to preserve the attorney-client privilege between the attorney and the public body, which privilege is hereby acknowledged, and to consider the qualifications, competence, performance, character, fitness, conditions of appointment, or conditions of initial employment of an individual public officer or employee or prospective public officer or employee; or to hear or investigate a complaint, charge, or grievance by or against an individual public officer or employee. A motion made by Mr. Rice was seconded by Mr. Dudley and unanimously carried.

**CLOSED SESSION**

Following the discussion, Chairman Walls entertained a motion to return to Open Session. A motion made by Mr. Rice was seconded by Ms. Harrison and unanimously carried.

**OPEN SESSION RESUMES**

Chairman Walls entertained a motion to affirm Chancellor Martin's compensation increase. A motion was made by Mr. Dudley and seconded by Mrs. Williams. The motion was unanimously carried.

Chairman Walls then called for the language to go back into Closed Session. Dr. Waldrup said a motion is needed in accordance with N.C. G.S 143-318 (a) (2) to prevent the premature disclosure of an honorary degree, scholarship, prize, or similar award. Chairman Walls entertained said motion. A motion made by Mr. Rice was seconded by Ms. Meagher and unanimously carried.

**CLOSED SESSION RESUMES**

Following the discussion, Chairman Walls entertained a motion to return to Open Session. A motion made by Mr. Dudley was seconded by Mrs. Williams and unanimously carried.

**OPEN SESSION RESUMES**

There being no further items for discussion, Chairman Walls entertained a motion to adjourn. A motion was made by Mr. Dudley and seconded by Ms. Harrison. The motion was unanimously carried.

Respectfully submitted,

Harold L. Martin, Sr.  
Chancellor

Janese A. Fails  
Recording Secretary