

**Board of Trustees
North Carolina State University
Raleigh, North Carolina
April 24, 2020**

The North Carolina State University Board of Trustees met in regular session via a Zoom Meeting, on Friday, April 24, 2020.

Members present:

Thomas E. Cabaniss, Chair
Robert F. Andrews III
Jimmy D. Clark
Ann B. Goodnight
James A. Harrell, III
Stanhope A. Kelly
Wendell H. Murphy
Ven Poole
Ronald W. Prestage, DVM
Edwin J. Stack, III
Dewayne N. Washington
Edward I. Weisiger, Jr.
Emma Carter, *ex officio*

Chair Tom Cabaniss called the meeting to order at 12:15 p.m. He reminded all members of their duty to avoid conflicts of interest and appearances of conflicts of interest under the State Government Ethics Act and inquired as to whether there were any known conflicts of interest or appearances of conflict with respect to any matters coming before the board at this meeting. He also reminded those in attendance that while the full Board meeting is a public meeting, it is not a meeting for public comment and only those on the agenda will be permitted to speak. He then called on Assistant Secretary PJ Teal for the roll call.

ROLL CALL

Assistant Secretary PJ Teal called roll and certified that a quorum was present.

MINUTES

Mrs. Goodnight made the motion, seconded by Mr. Kelly, to approve the open and closed session minutes of the February 28, 2020 meeting of the full board. The motion passed.

CHAIR'S REPORT- TOM CABANISS

Chair Cabaniss thanked the Board of Trustees committee chairs and support staff for streamlining the committee agendas and Vice Chancellor for Information Technology Marc Hoit for organizing the Zoom accommodations for the Board.

Chair Cabaniss shared that the Board of Trustees of the Endowment Fund (Endowment Board) had members with terms ending June 30, 2020. The Endowment Board by-laws call on 6 members to be appointed by the NC State Board of Trustees for a 3-year term, with 2 members appointed each year. Ben Jenkins and Jim Owens will be completing their first terms on the Board on June 30 and were recommended for appointment to a second, 3-year term beginning July 1, 2020.

Mr. Murphy made a motion, seconded by Mr. Kelly, to approve the Endowment Board appointments. The motion passed.

Chair Cabaniss also thanked Emma Carter for her service as Student Body President and a Trustee then acknowledged the election of NC State's new Student Body President Melanie Flowers. Melanie is a third-year student majoring in Communication with a concentration in public relations, who transferred to NC State from Western Carolina University after completing her freshman year there. She has years of experience in Student Government and with NC State's Inter-Residence Council (IRC). Melanie will begin her work with the Board of Trustees at the July meeting.

Chair Cabaniss concluded his remarks by expressing his appreciation for the university's response to the COVID-19 pandemic. NC State's leadership has acted quickly and efficiently to ensure the safety of students, faculty and staff while complying with guidelines shared by state and county health officials,

government leaders, and leadership at the UNC System Office. They continue to make difficult decisions that are in the best interest of everyone involved. He thanked them for their dedication, their leadership, and their strength during these difficult times. Chair Cabaniss stated that he was proud to be a member of the Board and to work alongside them. He is also proud of the work that members of our NC State community are doing that will not only help our community, but also offer aid and support to people across the state.

CHANCELLOR'S REPORT – RANDY WOODSON

Chancellor Woodson began his remarks by thanking the Board of Trustees for their work and leadership, especially in light of the COVID-19 pandemic. The Trustees have been informed of major decisions at the university during this time, and their feedback has been invaluable to NC State leadership. Chancellor Woodson noted that NC State has been coordinating with the UNC System Office on its coronavirus response to make sure that all UNC System institutions are unified and will continue to do so. Current conversations center on opening universities in the fall and what that might look like across campuses.

Chancellor Woodson then provided a legislative update. The NC General Assembly has been focused on COVID-19 and the State's response to the pandemic leading up to the short session starting April 28, 2020. Legislators plan to deal solely with the COVID-19 response during this session. Given that a new budget was never ultimately passed, the State finds itself in a strong financial position to respond to Coronavirus. They will reconvene later this summer when there is a clearer picture of State revenue. That will inform the work they can do on a new State budget.

The Chancellor shared that the UNC System has proposed a revised budget request in light of the COVID-19 pandemic and its effect on universities across the System. The paired back, modest budget request includes only "must do" items and removed most of the money requested for capital improvement projects. Repairs and renovations funding and funds to allow for salary increases were highlighted as priorities. The Chancellor acknowledged that this is a difficult time for North Carolina and reassured Trustees that NC State will manage funds effectively to focus on educating the university's 37,000 students.

Chancellor Woodson also shared news related to student awards. NC State had three students selected as Goldwater Scholars for the 2020-2021 academic year, the highest number for any college in North Carolina this year. The Goldwater is one of the oldest and most prestigious national scholarships in the U.S. for the natural sciences, engineering and mathematics. It identifies and supports exceptional sophomores and juniors who show promise of becoming this Nation's next generation of research leaders in these fields. NC State's recipients are: Jonathan Palmer, a junior majoring in Chemistry; Daniel Haller, a sophomore majoring in chemical and biomolecular engineering; and Noah Wolfe, a sophomore majoring in physics and astronomy. Gracie Hornsby, a senior from Franklinton, NC, was recently admitted into the 2020 cohort of Knight-Hennessy Scholars. The Knight-Hennessy program is an international, graduate-level scholarship program at Stanford that recognizes approximately 70 students per year. Scholars receive full funding to pursue any graduate degree at Stanford with additional opportunities for leadership training, mentoring and experiential learning across disciplines.

Chancellor Woodson also provided an overview of NC State's applicants for the Class of 2024. Freshman applications hit an all-time high of 31,172 this year. The university admitted 13,691 students, less than half (43.9%) of this year's freshmen applicants, and expects to enroll 4,900 freshmen in the class of 2024. The Spring Connect program will continue in spring 2021. The university offered 741 applicants the opportunity and expect to enroll 250 students. For transfer students, the university expects to enroll 1,400 transfer students. NC State will have a total of approximately 6,000 students in the Class of 2024.

The Chancellor concluded his remarks by sharing some preliminary thoughts on the university's plans for the fall semester and an update on the strategic planning process. The Chancellor's Cabinet – led by an executive committee made up of Provost Arden, Vice Chancellor Maimone and Chancellor Woodson – have been charged to make their top priority leading the process to make well-informed decisions about campus operations for the summer and fall. They are discussing different scenarios and hope to bring

North Carolina State University
 Board of Trustees Open Session Minutes
 April 24, 2020
 Page 3

students back to campus this fall. The Strategic Planning process continues to make good progress. Trustees were invited to be involved with the working groups and encouraged to find information about them online.

COMMITTEE REPORTS

AUDIT, RISK MANAGEMENT AND FINANCE COMMITTEE – CHAIR ED WEISIGER

Mr. Weisiger reported that the Committee met and heard a number of updates. Cecile Hinson, Director of Internal Audit, presented the proposed Fiscal Year 2021 Audit Plan, which was unanimously approved, and provided a quarterly update on Internal Audit activity since the last meeting. Vice Chancellor Kevin Howell and Assistant Vice Chancellor Julie Smith discussed the current 2020 Legislative session, touching on fiscal position of the State, UNC System budget requests, and amended budget priorities for the UNC Board of Governors.

Vice Chancellor Charles Maimone updated the committee on COVID-19 budget impacts and estimates on anticipated lost revenue through June 30, 2020. Most of the initial impact is to revenue producing areas to support their programs. The committee also heard about third quarter financial results and position for the current fiscal year (2020) compared with the same time for fiscal year 2019. Overall, the financial position is comparable to same time last year with the exception of timing issues in the receipt of funds, and the continuing trend discussed last meeting of expenses growing slightly faster than revenues. It is anticipated that the biggest cash outlays in response to COVID-19 will be represented in the fourth quarter. The committee also heard a brief report on the impact of COVID-19 on the NC State Investment Fund and other investments from University Treasurer Mary Peloquin-Dodd.

Mary Peloquin-Dodd also presented an Annual Review of Associated Entities to satisfy the annual Associated Entity review required by the Board of Governors. All audits have been sent to the System Office and the copies of the Audits were made available to the Committee. The Student Aid Association was the only Associated Entity issued a management letter for its fiscal 2019 audit. All of the entities have an operating agreement with the University in place. The committee was also provided information on net assets for the Associated Entities.

Lori Johnson, University Controller, provided the committee with a debt update that reviewed a ten-year history of the University's Outstanding Debt, by amount, type, and purpose. Upcoming borrowing plans, which include funding for the Wellness and Recreation Center, Fitts-Woolard, and the Plant Sciences projects, were also discussed.

BUILDINGS AND PROPERTY COMMITTEE - CHAIR JIMMY CLARK

Mr. Clark reported that the Buildings and Property Committee reviewed and approved two property matters that require full board approval. They are:

- Disposition by Demolition. The North Carolina State University Facilities Department and the College of Agriculture and Life Sciences have requested the demolition of four structures located on Varsity Drive, due to poor condition of the structures and future use of the site for Greek Village.
- Disposition by Demolition. The North Carolina State University College of Agriculture and Life Sciences has requested the demolition of a pole barn located at Lake Wheeler Field Lab, due to poor condition of the structure.

Mr. Clark made a motion, seconded by Dr. Prestage, to approve the two property matters. The motion passed.

Mr. Clark reported that the Committee approved two selections of designers for the Varsity Drive Parking Lot expansion, and Ricks Hall Second Floor Renovation. We also reviewed an Open Ended Service Agreements Designer Selection for 2020 to 2021. The committee also accepted 3 building projects at a combined value of \$443,010, and Designer Selections under \$1 million or less.

North Carolina State University
Board of Trustees Open Session Minutes
April 24, 2020
Page 4

The Committee also approved three Non-Appropriated Capital Improvement Projects: the Chiller Replacement – CMAST, the Culinary Lab Renovations – Schaub Hall, and the Secure Computing Institute Renovations – Engineering Building II. The Committee then reviewed and approved the plans for the College of Veterinary Medicine Dairy Facility and Jordan Hall Library Renovation.

Eight plans and specifications of Formal Projects costing less than \$2 million were approved. The Committee also reviewed and approved a proposed revision to Policy 07.60.01 Parking and Transportation Ordinances 2020-2021.

The Committee reviewed and approved proposed revisions to Policy 07.60.01. Mr. Clark made a motion, seconded by Mr. Kelly, to approve the revision to Policy 07.60.01, Parking and Transportation Ordinances. The motion passed.

UNIVERSITY ADVANCEMENT AND EXTERNAL AFFAIRS COMMITTEE – CHAIR CHIP ANDREWS

Mr. Andrews reported that the Committee heard several updates starting with an overview of how COVID-19 has affected Advancement programs on a national scale, and more specifically, NC State. The Committee was then engaged in a discussion on potential post-COVID-19 impacts on future University Advancement programs and operations. The Committee was also provided an update on ongoing Advancement Roadmap discussions with a Deans Task Force, information on the Student Emergency Fund, and an overview of the Wolfpack Women in Philanthropy Initiative.

The Committee received an overarching campaign and fundraising update, informing of the year to date total for new gifts and commitments is \$1,719,179,391. The Committee also heard an update on how development officers in the colleges and units are adjusting operations and consulting with industry leaders on best-practices to implement during the current pandemic.

The Committee reviewed and approved a total of four naming opportunity proposals, which include one in each of the following areas: the College of Engineering, College of Natural Resources, NC State Libraries, and Poole College of Management.

Following the presentations, the committee met in closed session and approved seven donor naming proposals, which included one in the College of Agriculture and Life Sciences and six in the College of Engineering, for recommendation to the full board.

UNIVERSITY AFFAIRS COMMITTEE – CHAIR STAN KELLY

Mr. Kelly reported that the Committee met and approved requests to continue three Centers/Institutes: the Center for Environmental and Resource Economic Policy (CEnREP), the Institute for Emerging Issues (IEI) and the Small Business and Technology Development Center (SBTDC) under the consent agenda. The Committee also approved the option for 8 distinguished professorships to be awarded on a time-limited basis and approved conferral of tenure to one new faculty member and to 55 faculty members who were reviewed during the annual campus Reappointment, Promotion and Tenure process.

The Committee also approved the 2020-2021 salary ranges for all Tier Two Senior Academic and Administrative Officer positions as. The Committee then heard several reports.

First, the annual report on the list of recognized entities awarding full scholarships to undergraduates and the number of students receiving full scholarships from each entity was given. Students who receive full scholarships from these entities will be considered residents of North Carolina and will receive the resident tuition benefit per NC General Statutes. There are a total of 63 new and continuing students benefiting from this provision. Of these 63 students, 56 are Park Scholars.

Second, the annual report on undergraduate students requiring special consideration for admission highlighted the criteria, process, and performance of students enrolled over the past five years. The purpose of the special consideration process is to provide a mechanism to admit students with

North Carolina State University
Board of Trustees Open Session Minutes
April 24, 2020
Page 5

exceptional talents in areas important to the university community. The overriding criterion in all admissions decisions is the potential for academic success. The process is continuously monitored, but no changes are planned for the immediate future.

An overview of the Annual Human Resources Compliance Report for Fiscal Year 2018-2019 was provided by Marie Williams. The report is a requirement under UNC Policy and includes information pertaining to non-salary compensation and salary range information for SAAO employees; conferral of tenure; institutional policies; harassment complaints and hiring activity. The committee also received a written update from the Staff Senate on discussion topics and current initiatives.

Executive Vice Chancellor and Provost Warwick Arden also shared information with the committee, including an update on current initiatives in academic affairs and a new graduate certificate in Business Analytics that is being proposed for Fall 2020. The Committee was informed of distinguished professorship appointments that have been awarded this academic year. It was also reported that, in accordance with the UNC Policy on the Employment of Related Persons (Anti-Nepotism Policy), NC State did not have any reported employees out of compliance with the policy for calendar year 2019.

In closed session, the committee approved the appointment and initial salary of a Dean and recommended a petition regarding political activity for consideration by the full board in closed session.

CHAIR OF THE BOARD OF VISITORS REPORT – JUDI GRAINGER

Chair Judi Grainger submitted a written report for the Board of Trustees. This was shared with all Trustees in the Board Materials.

CHAIR OF THE FACULTY – HANS KELLNER

Chair Hans Kellner submitted a written report for the Board of Trustees. This was shared with all Trustees in the Board Materials.

STUDENT GOVERNMENT REPORT – EMMA CARTER

Student Body President Emma Carter provided updates from Student Government, starting with the most recent Student Government elections. New student leaders were elected for the 100th session of Student Government in early March. Student Body Officers for the 2020-2021 academic year include Student Body President Melanie Flowers, Student Body Vice President McKenzy Heavlin, Student Senate President Coleman Simpson, and Student Body Treasurer Garrison Seitz. The referenda to add a Judicial Branch was approved for the 100th session, allowing the outgoing Student Body President to appoint a Student Body Chief Justice to be confirmed by the Senate. Emma appointed Miles Calzini as Student Body Chief Justice.

In an effort to support students experiencing change on campus due to COVID-19, Student Government released a statement resharing resources to students that they can utilize during this time, including information related to the NC State Counseling Center, Pack Essentials, and Student Health Services among others. Student Government also released a form that students could fill out to share concerns or experiences related to COVID-19. The form allowed Student Government to gauge how they are able to assist and advocate for students. The Association of Student Governments donated approximately \$6,000 to NC State's Pack Essentials program to support students. The amount donated was determined based on the number of Pell Grant eligible students at a university.

The 100th Session of Student Government hosted a virtual town hall to answer questions about resources and concerns that students may have. The new Student Body Officers spearheaded this event, and Emma commended Student Body President Flowers for her work. The search for a Student Government Advisor continues with virtual presentations taking place.

Emma thanked the Trustees for their support over the last year.

North Carolina State University
Board of Trustees Open Session Minutes
April 24, 2020
Page 6

WALTER HINES PAGE PRESENTATION – CHANCELLOR WOODSON

Chancellor Woodson recognized Emma Carter as a recipient of the Walter Hines Page award in appreciation of their service to the Board and to the University. The Order of Walter Hines Page is an honorary order exclusively for former members of the Board of Trustees of NC State University. Trustees are named to the Order by the Chancellor upon the expiration of their terms of office and are designated as "Trustees Emeritus."

Chancellor Woodson also virtually presented Emma with her Trustee medallion and lapel pin. The signature trustee lapel pin with a red stone is given to each Trustee emeritus as their time of service comes to an end. Chancellor Woodson thanked her for her dedicated leadership to NC State University.

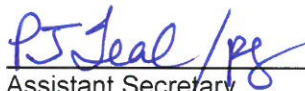
CLOSED SESSION

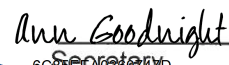
With no further business in open session, Mr. Clark made the motion, seconded by Mr. Harrell, at 1:00 p.m. to go into closed session to: prevent the premature disclosure of an honorary award; consult with an attorney; and consider the qualifications, competence, performance, condition of appointment of a public officer or employee or prospective public officer or employee.

RECONVENE IN OPEN SESSION

At 1:40 p.m. the board came out of closed session. With no further business in open session, Chair Cabaniss adjourned the meeting at 1:40 p.m.

Respectfully submitted,


Assistant Secretary

DocuSigned by:

Secretary

Approved:


Chair of the Board