

**Board of Trustees**  
**Open Session Minutes**  
**North Carolina State University**  
**Raleigh, North Carolina**  
**February 26, 2021**

The North Carolina State University Board of Trustees met in regular session in a hybrid meeting format on Friday, February 26, 2021. Two Trustees attended in person (noted with asterisks) and the remaining Trustees attended virtually.

**Members present:**

Thomas E. Cabaniss, Chair\*  
 Robert F. Andrews III  
 Ann B. Goodnight  
 James A. Harrell, III  
 Stanhope A. Kelly  
 Wendell H. Murphy  
 Ronald W. Prestage, DVM  
 Perry Safran  
 Edwin J. Stack, III\*  
 Dewayne N. Washington  
 Edward I. Weisiger, Jr.  
 Melanie Flowers, *ex officio*

**Absent:**

Ven Poole

Chair Cabaniss called the meeting to order at 10:00 a.m. and a quorum was present. 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. Trustee Safran stated that he would recuse himself from voting on three of the four property matters brought before the board. Chair Cabaniss 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 asked that all Trustees identify themselves before speaking due to the nature of the virtual meeting. Chair Cabaniss recognized Terry Hutchens, NC State's Board of Governors Liaison.

**MINUTES**

Trustee Weisiger made the motion, seconded by Trustee Goodnight, to approve the open and closed session minutes of the November 13, 2020 meeting of the full board. Chair Cabaniss called on Assistant Secretary Paula Gentius for a vote by roll call.

Andrews	AYE	Prestage	AYE
Flowers	AYE	Safran	AYE
Goodnight	AYE	Stack	AYE
Harrell	AYE	Washington	AYE
Kelly	AYE	Weisiger	AYE
Murphy	AYE	Cabaniss	AYE
Poole	ABSENT		

The motion passed.

**CHAIR'S REPORT- TOM CABANISS**

Chair Cabaniss began his report by sharing updates from the recent meetings and retreat of the Board of Trustees of the Endowment Fund (Endowment Board) at the February 22, 2021 meeting. The Endowment Board heard a number of informational reports and approved the annual report. In addition, the Endowment Board approved a resolution that affirms that when reviewing and approving plans regarding the future development of the North Oval Innovation District, the Endowment Fund will include in its decision-making process consideration of the potential impacts to the programs and research occurring within the Plant Sciences Building, inclusive of its rooftop greenhouse. He also updated

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Trustees on proposed changes to the Endowment Fund Bylaws, which were included in the February Board of Trustees meeting materials. Though the Endowment Board already approved these changes to their Bylaws, the Bylaws are actually an NC State Board of Trustees policy. Therefore, the proposed changes must receive final approval from the Board of Trustees before they can be enacted.

Chair Cabaniss made the motion, seconded by Chip Andrews, to approve the proposed changes to the Endowment Fund Bylaws. Chair Cabaniss called for a vote by roll call:

Andrews	AYE	Prestage	AYE
Flowers	AYE	Safran	AYE
Goodnight	AYE	Stack	AYE
Harrell	AYE	Washington	AYE
Kelly	AYE	Weisiger	AYE
Murphy	AYE	Cabaniss	AYE
Poole	ABSENT		

Chair Cabaniss also reminded Trustees that the Deep Dive presentations are opportunities for the Board to get a closer look at specific areas of interest related to NC State and encouraged them to share future topics that might be of interest. Assistant Secretary Paula Gentius will arrange future presentations based on the Board's feedback.

Chair Cabaniss then reminded the group of upcoming important events, including the new date for the Founders' Day celebration in September and farewell dinner for Trustees with terms that are expiring this year.

#### **CHANCELLOR'S REPORT – DR. RANDY WOODSON**

Chancellor Woodson began his remarks by sharing leadership updates. He introduced Dr. Doneka Scott, the new Vice Chancellor and Dean for the Division of Academic and Student Affairs. He also updated Trustees on the new Board of Visitors members: Dr. Kevin Clark, Mike Elder, Dr. Kady Gjessing, Dr. Chavonda Jacobs-Young, and Gil West.

Chancellor Woodson also shared updates on NC State's COVID-19 testing process, early action admissions decisions for the Class of 2025, and Day of Giving, which will be held on March 24, 2021. He also commended Dean Louis Martin-Vega on his election to the National Academy of Engineering.

#### **COMMITTEE REPORTS**

##### **AUDIT, RISK MANAGEMENT AND FINANCE COMMITTEE – CHAIR ED WEISIGER, JR**

Trustee Weisiger reported that the Audit, Risk Management and Finance Committee met and approved minutes from the November 12, 2020 meeting.

Internal Audit Director Cecile Hinson updated the Committee on activities since the last meeting. Vice Chancellor Kevin Howell and Assistant Vice Chancellor Julie Smith discussed the North Carolina General Assembly long session priorities that include UNC System budget priorities, capital requests and policy requests. Vice Chancellor Charles Maimone briefly discussed current fiscal year operations. The Committee also heard a brief report from Associate Vice Chancellor Mary Peloquin-Dodd regarding the interim financials for the current fiscal year. Athletics Director Boo Corrigan and Associate Athletics Director Beverly Armwood presented an extensive report on the Athletics budget for fiscal year 2020-2021. Due to lack of time, the Committee was directed to the meeting materials and the report on "Financial Reporting for Intercollegiate Athletics." Vice Chancellor Marc Hoit presented "A Risk-Based Approach to Support Cybersecurity" to the Committee. Trustee Weisiger thanked staff associated with the Committee for all of their hard work.

##### **BUILDINGS AND PROPERTY COMMITTEE - CHAIR ED STACK**

Trustee Stack reported that the Buildings and Property Committee met and reviewed and approved the November 12, 2020 meeting minutes. The Committee reviewed the procedure update for the Campus

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Design Review Panel appointment. The Committee also reviewed and approved four property matters for Full Board approval.

The first matter is a Disposition by Reallocation. North Carolina State University requests permission for the reallocation of a portion of the property located at the intersection of Hillsborough Street and I-440 and currently leased by the NC State University Partnership Corporation. This property will be acquired by the Department of Transportation as part of the I-440 Expansion Project (STIP Project No. U-2719).

Trustee Stack made a motion, seconded by Trustee Murphy, to approve the property matter. Chair Cabaniss called for a vote by roll call:

Andrews	AYE	Prestage	AYE
Flowers	AYE	Safran	RECUSED
Goodnight	AYE	Stack	AYE
Harrell	AYE	Washington	AYE
Kelly	AYE	Weisiger	AYE
Murphy	AYE	Cabaniss	AYE
Poole	ABSENT		

The motion passed.

The second matter is a Disposition by Reallocation. North Carolina State University requests permission for the reallocation of a portion of the property located at the intersection of Hillsborough Street and Blue Ridge Road and currently leased by the NC State University Partnership Corporation. This property will be acquired by the Department of Transportation as part of the I-440 Expansion Project (STIP Project No. U-2719).

Trustee Stack made a motion, seconded by Trustee Andrews, to approve the property matter. Chair Cabaniss called for a vote by roll call:

Andrews	AYE	Prestage	AYE
Flowers	AYE	Safran	RECUSED
Goodnight	AYE	Stack	AYE
Harrell	AYE	Washington	AYE
Kelly	AYE	Weisiger	AYE
Murphy	AYE	Cabaniss	AYE
Poole	ABSENT		

The motion passed.

The third matter is a Disposition by Reallocation. North Carolina State University requests permission for the reallocation of a portion of the property located at Lorimer Road. This property will be acquired by the Department of Transportation as part of the I-440 Expansion Project (STIP Project No. U-2719).

Trustee Stack made a motion, seconded by Trustee Murphy, to approve the property matter. Chair Cabaniss called for a vote by roll call:

Andrews	AYE	Prestage	AYE
Flowers	AYE	Safran	RECUSED
Goodnight	AYE	Stack	AYE
Harrell	AYE	Washington	AYE
Kelly	AYE	Weisiger	AYE
Murphy	AYE	Cabaniss	AYE
Poole	ABSENT		

The motion passed.

The fourth matter is a Disposition by Lease for approximately 12,000 rentable square feet of office and high-bay space at Research IV on Centennial Campus. Disposition is recommended for partnership with the University and contribution to the Innovation Ecosystem on Centennial Campus.

Trustee Stack made a motion, seconded by Trustee Washington, to approve the property matter. Chair Cabaniss called for a vote by roll call:

Andrews	AYE	Prestage	AYE
Flowers	AYE	Safran	AYE
Goodnight	AYE	Stack	AYE
Harrell	AYE	Washington	AYE
Kelly	AYE	Weisiger	AYE
Murphy	AYE	Cabaniss	AYE
Poole	ABSENT		

The motion passed.

The Committee approved two Designer Selections for the Integrative Sciences Building and the Physical Master Plan. The Committee approved one construction manager at risk for the Integrative Sciences Building. The Committee also accepted 12 building projects at a combined value of \$48,877,251 and Designer Selections under \$1 million or less. The Committee approved four plans and specifications of Formal Projects costing less than \$2 million and received updates and informational reports on the Capital Projects, Status of Projects in Planning, spring semester preparation, and a presentation on the Centennial Campus Zoning Application.

#### **UNIVERSITY ADVANCEMENT AND EXTERNAL AFFAIRS COMMITTEE – CHAIR CHIP ANDREWS**

Trustee Andrews shared that the Advancement and External Affairs Committee met, reviewed and approved the November 12, 2020 meeting minutes, and heard informational reports.

Vice Chancellor Sisco presented an University Advancement update, which included an overview of NC State's endowment growth, reporting on results from a recent UNC System-wide survey, reviewing the plan for the final year of the campaign, and providing an update on the second year of University Advancement Roadmap projects. Associate Vice Chancellor Jim Broschart shared an overarching campaign and fundraising update and provided an update on the Extraordinary Opportunity Scholarship Initiative. The Committee also heard about strategies for the upcoming Day of Giving on March 24. Volunteer leaders of the Wolfpack Women in Philanthropy Initiative also provided the Committee with an update on their efforts.

The Committee reviewed and approved a total of three naming opportunity proposals, which include two in the College of Natural Sciences and one in NC State Athletics/Wolfpack Club.

The Committee then met in closed session and approved four donor naming proposals for the College of Agriculture and Life Sciences and three for NC State Athletics for full board approval.

#### **UNIVERSITY AFFAIRS COMMITTEE – CHAIR DEWAYNE WASHINGTON**

Trustee Washington reported that the University Affairs Committee met and a quorum was present.

Trustee Washington stated that the Committee approved the minutes from the November 12, 2020 meeting; two Institute continuations; the option for a distinguished professorship to be awarded on a time-limited basis; and conferral of tenure to two new faculty members under the consent agenda.

The Committee then heard several reports, including the Annual Report on Intercollegiate Athletics, required per UNC policy, which highlighted the profiles of admitted student-athletes, the student-athlete exceptions to the minimum course requirements set by the Board of Governors, information about the majors chosen by student-athletes, and NC State's scores for the NCAA's Graduation Success rate and

Academic Progress Rate. An overview of the Annual Human Resources Compliance Report for fiscal year 2019-2020 was provided by Associate Vice Chancellor Marie Williams. Senior Vice Provost Louis Hunt provided the graduation report, which showed that the University continues to increase retention and graduation rates. Student Body President Melanie Flowers provided an update on Student Government activities since the last Board of Trustees meeting. Executive Vice Chancellor and Provost Arden provided information regarding a new graduate certificate in Engineering Management Foundations and an update on searches for the Dean of the College of Humanities and Social Sciences and the Senior Vice Provost for Enrollment Management Services. Provost Arden also gave an update on the strategic planning process along with the annual campus reappointment, promotion and tenure process, which is underway with 163 faculty members participating.

The Committee then met in closed session and made recommendations for approving petitions regarding political activity, awarding the Holladay Medal, and awarding Honorary Degrees.

#### **FACULTY SENATE REPORT – HANS KELLNER**

Chair Kellner reported that since last November, the Faculty Assembly met as well as the Faculty Chairs group. The main topic at the General Faculty meeting was mental well-being of faculty. He stated that it has been difficult for faculty during the pandemic with the stress of having to convert their classes to online formats and move their workspaces off campus into their homes. He cited issues such as poor Wi-Fi connection as a major challenge. At this point in his report, Chair Kellner's presentation was halted due to internet issues, and he was unable to rejoin the meeting. Trustees were directed to see Dr. Kellner's full report in the meeting materials.

#### **STAFF SENATE REPORT – PAT GADDY**

Chair Pat Gaddy reported the following initiatives of the Staff Senate: partnered with students and collected over 200 pounds of food through multiple food drives for Feed the Pack food pantry; partnered with University Campus Police and collected over 300 toys during the 2020 Toys for Tots Drive in association with the U.S. Marine Reserves who distributed the toys; supported Roy Baroff, NC State Faculty and Staff Ombuds, as he seeks to help empower employees, and connect them to University resources.

Staff Senate continues to host experts and representatives from offices across campus at their general meetings and facilitate Lunch and Learn events.

Chair Gaddy concluded that the path forward will still have its challenges, but Staff Senate will embark on the new year excited about what's ahead as they continue to work with and advocate for staff members and other campus constituents.

#### **ITEMS OF INTEREST TO THE BOARD**

Members of the Board of Trustees had questions regarding the use of the SAT and ACT standardized testing used as part of the college application process. Chancellor Woodson stated that this topic will be discussed at the April Board of Governors meeting.

#### **CLOSED SESSION**

With no further business in open session, Chair Cabaniss made the motion, seconded by Ed Weisiger, at 10:40 a.m. to go into closed session to: consult with our attorney to protect the attorney-client privilege; and consider and give instructions concerning a potential or actual claim, administrative procedure, or judicial action with respect to the following: Gottfried v. NCSU and NCAA infractions matter.

#### **RECONVENE IN OPEN SESSION**

At 11:28 a.m. the board came out of closed session. The Chair indicated that the language used to move into closed session needed to be amended and a quorum be established. He asked Assistant Secretary Paula Gentius read the amended motion and called for a vote by roll call:



Andrews	AYE	Prestage	ABSENT
Flowers	AYE	Safran	AYE
Goodnight	AYE	Stack	AYE
Harrell	ABSENT	Washington	AYE
Kelly	AYE	Weisiger	AYE
Murphy	AYE	Cabaniss	AYE
Poole	ABSENT		

A quorum was established and the full board was asked to vote on three items discussed in closed session.

Trustee Washington asked for a motion, seconded by Trustee Goodnight, to approve the Petition Regarding Political Activity for Dr. Jane Harrison. Chair Cabaniss called for a vote by roll call:

Andrews	AYE	Prestage	ABSENT
Flowers	AYE	Safran	AYE
Goodnight	AYE	Stack	AYE
Harrell	ABSENT	Washington	AYE
Kelly	AYE	Weisiger	AYE
Murphy	AYE	Cabaniss	AYE
Poole	ABSENT		

The motion passed.

Trustee Washington asked for a motion, seconded by Trustee Kelly, to approve the Petition Regarding Political Activity for Dr. Jim Martin. Chair Cabaniss called for a vote by roll call:

Andrews	AYE	Prestage	ABSENT
Flowers	AYE	Safran	AYE
Goodnight	AYE	Stack	AYE
Harrell	ABSENT	Washington	AYE
Kelly	AYE	Weisiger	AYE
Murphy	AYE	Cabaniss	AYE
Poole	ABSENT		

The motion passed.

Trustee Washington asked for a motion, seconded by Trustee Kelly, to approve the Petition Regarding Political Activity for Dr. Terrance Ruth. Chair Cabaniss called for a vote by roll call:

Andrews	AYE	Prestage	ABSENT
Flowers	AYE	Safran	AYE
Goodnight	AYE	Stack	AYE
Harrell	ABSENT	Washington	AYE
Kelly	AYE	Weisiger	AYE
Murphy	AYE	Cabaniss	AYE
Poole	ABSENT		

The motion passed.

With no further business in open session, Chair Cabaniss adjourned the meeting at 11:36 a.m.

Respectfully submitted,

DocuSigned by:

*Paula Gentius*

Assistant Secretary

DocuSigned by:

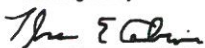
*Ann Goodnight*

Secretary

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Approved:

DocuSigned by:



Chair of the Board