NC State Board of Trustees

Executive Committee Meeting

February 18, 2022

Holladay Hall - Chancellor's Conference Room
Agenda - February 18, 2022 Executive Committee Meeting

8:00am

1. Call to Order, Public Meeting Notice, and Reading of Ethics Statement
   Stan Kelly, Chair
   
   A. Ethics Statement

2. Roll Call
   Assistant Secretary, Paula Gentius

3. Approval of Minutes
   Stan Kelly, Chair
   
   A. Exec Committee Nov 2021 OPEN SESSION MINUTES

4. Chancellor's 4-Year Comprehensive Review Update
   Stan Kelly, Chair

5. Board of Trustees Retreat Update
   Stan Kelly, Chair

6. Closed Session

7. Reconvene to Open Session

8. Adjourn
In accordance with the State Government Ethics Act, it is the duty of every [Board] member to avoid both conflicts of interest and appearances of conflict.

Does any [Board] member have any known conflict of interest or appearance of conflict with respect to any matters coming before the [Board] today?

If so, please identify the conflict or appearance of conflict and refrain from any undue participation in the particular matter involved.

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1 N.C.G.S. §138A-15 (e): “At the beginning of any meeting of a board, the chair shall remind all members of their duty to avoid conflicts of interest and appearances of conflict under [Chapter 138A].” There is no set language required by the Act. Specific language can and should be tailored to fit the needs of each covered board as necessary.

2 “A public servant shall take appropriate steps, under the particular circumstances and considering the type of proceeding involved, to remove himself or herself to the extent necessary, to protect the public interest and comply with this Chapter, from any proceeding in which the public servant’s impartiality might reasonably be questioned due to the public servant’s familial, personal, or financial relationship with a participant in the proceeding.” See N.C.G.S. §138A-36 (c). If necessary, the Chairman or individual member involved should consult with his ethics liaison, legal counsel, or the State Ethics Commission to help determine the appropriate response in a given situation.
OPEN SESSION MINUTES
Executive Committee of the Board of Trustees
North Carolina State University
Raleigh, North Carolina
November 12, 2021

The Executive Committee of the North Carolina State University Board of Trustees met in open session on Friday, November 12, 2021. The Trustees attended in person in Holladay Hall.

Members present:  Stanhope Kelly, Chair
                    Robert F. Andrews III
                    Ann B. Goodnight
                    Edwin J. Stack, III
                    Edward I. Weisiger, Jr.

Others present:    Randy Woodson, Chancellor
                    Paula Gentius, Assistant Secretary
                    Allison Newhart, Vice Chancellor and General Counsel
                    Maggie Thompson, Office Staff

Chair Kelly called the meeting to order at 8:00 a.m. and a quorum was present.

MINUTES
Chair Kelly made the motion, seconded by Trustee Goodnight, to approve the open and closed session minutes of the September 10, 2021 Executive Committee meeting. Chair Kelly called on the Assistant Secretary, Paula Gentius, for a vote by roll call to approve the minutes.

Andrews  AYE
Goodnight AYE
Stack    AYE
Weisiger AYE
Kelly    AYE

The motion passed.

Resolution of Condolence
Chair Kelly reported that a resolution of condolence was prepared on behalf of the Trustees to acknowledge the passing of Trustee Ray Odierno. Chair Kelly will present it to the full Board during his report and will ask for a vote to approve the resolution.

Two Board Bylaw Amendments
Chair Kelly stated that the next order of business is the two proposed amendments to the Board Bylaws. The first is an addition to the delegated authority of the Audit, Risk Management and Finance Committee to review and recommend to the Board of Trustees approval for the annual university budget. The second amendment is to the delegated authority of the Buildings and Property Committee to approve capital improvement projects less than $750k funded with non-general fund money and to approve advance planning of the capital improvement projects where the advance planning effort is funded by non-general funds.

Chair Kelly entertained a motion to recommend to the full board the two Bylaw amendments. Trustee Weisiger made the motion and Trustee Goodnight seconded.

Andrews  AYE
Goodnight AYE
Stack    AYE
Weisiger AYE
Kelly    AYE
The motion passed. **Chancellor’s 4-year Comprehensive Review**
Chair Kelly outlined the process for the Chancellor’s 4-year review and asked Assistant Secretary Paula Gentius to review the process and timeline. Discussion was held regarding recommendations for an external consultant to assist in the process and any additional questions to include in the related surveys. Assistant Secretary Gentius will update the System on the external consultant selection and work with NC State’s Institutional Strategy and Analysis office on the process.

**Board of Trustees 2022 Retreat**
Chair Kelly reviewed the suggestions regarding locations and topics for a Spring 2022 Retreat. There are two potential dates for the Spring 2022 Retreat of Wednesday, June 8, 2022 or Thursday, June 9, 2022 and four locations were discussed: Lake Wheeler Road Field Laboratory, College of Design, Centennial Campus or the Center for Marine Sciences and Technology. Discussion was held regarding location and it was decided to hold the retreat in Raleigh. The discussion regarding a spring retreat, potential topics and location will be presented to the full Board for their input.

With no further business in open session, Chair Kelly adjourned the meeting at 8:53 a.m.

Respectfully Submitted,

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Assistant Secretary  Secretary

Approved:

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Chair