

OPEN SESSION MINUTES
Board of Trustees
North Carolina State University
Raleigh, North Carolina
February 18, 2022

The North Carolina State University Board of Trustees met in regular session using a hybrid meeting format on Friday, February 18, 2022. Trustees attended in person in Winslow Hall.

Members present:

Stanhope A. Kelly, Chair
Robert F. Andrews, III
Erik L. Dixon
Ann B. Goodnight
James A. Harrell, III
David Dee Herring
Timothy L. Humphrey
Ven Poole
Perry Safran
Edwin J. Stack, III
Dewayne N. Washington
Edward I. Weisiger, Jr.
McKenzy Heavlin, *ex officio*

Chair Stan Kelly called the meeting to order at 10:08 a.m. and a quorum was present. Chair Kelly welcomed Erik Dixon, the newest member of the Board of Trustees.

Chair Kelly then recognized Terry Hutchens, NC State's Board of Governors Liaison. Governor Hutchens thanked Chair Kelly for the opportunity to attend and briefly discussed the Enrollment Funding model that is scheduled for a vote by the UNC Board of Governors in April. Governor Hutchens stated that extensive discussion is taking place regarding this model, and he will continue working closely with Chancellor Woodson.

Chair Kelly 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. Chair Kelly 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.

CEREMONIAL OATH OF OFFICE FOR NEW BOARD MEMBER – JUDGE PAUL RIDGEWAY

Chair Kelly asked Trustee Dixon to stand for his Ceremonial Oath of Office. After the oath was administered, Chair Kelly thanked Judge Ridgeway for presiding.

MINUTES

Trustee Washington made the motion, seconded by Trustee Stack, to approve the open and closed session minutes of the November 12, 2021 meeting of the full Board. Chair Kelly called on the Assistant Secretary Paula Gentius to record the vote.

Andrews	AYE	Poole	AYE
Dixon	AYE	Safran	AYE
Goodnight	AYE	Stack	AYE
Heavlin	AYE	Washington	AYE
Harrell	AYE	Weisiger	AYE
Herring	AYE	Kelly	AYE
Humphrey	AYE		

The motion passed.

CHAIR'S REPORT – CHAIR STAN KELLY

Chair Kelly had several business items to bring before the full Board. He began by providing an update from the Executive Committee meeting on February 18, 2022, which included the Chancellor's 4-Year Comprehensive Review. Dr. Teresa Sullivan was selected as the external consultant for this process, and she has conducted the individual and group interviews. The next step in the process is to conduct a survey that would be issued on February 21, 2022 and completed by March 7, 2022. Once the survey results have been compiled, the office of Institutional Strategy and Analysis will prepare the analysis and provide a copy to Chair Kelly and Dr. Sullivan. Dr. Sullivan will prepare the final report and will present the report at the April Board Meeting and to the UNC System thereafter.

Chair Kelly then reviewed the possible topics for the upcoming Board of Trustees Retreat, which will be held on Thursday, June 9, 2022 at the College of Veterinary Medicine. Trustees will be kept abreast of the agenda for the retreat as the event draws closer.

The next item of business was an update on activities of the Endowment Fund Board, which met on February 16, 2022. Chair Kelly shared the various informational reports presented as well as the investment performance and endowment spending which included the growth of the total University endowment, a report on the Endowment Fund's investment performance, an update on the Investment Fund's asset allocation, the performance of various asset classes in the portfolio, and a report on endowment spending budgets for fiscal 2023.

Chair Kelly continued with a discussion regarding inclusion as one of the seven goals and core values of the University. Following a review of the Alma Mater by an executive task force constituted by the NC State Alumni Association Board of Directors and a suggestion from its executive committee, the Chancellor and Chair Kelly recommended removing the word "Dixie" from the Alma Mater and changing the first line of the song to be: "Where the Southern winds so softly blow..." The motion was made by Chair Kelly and seconded by Trustee Poole with all members of the Board in favor.

Andrews	AYE	Poole	AYE
Dixon	AYE	Safran	AYE
Goodnight	AYE	Stack	AYE
Heavlin	AYE	Washington	AYE
Harrell	AYE	Weisiger	AYE
Herring	AYE	Kelly	AYE
Humphrey	AYE		

The motion passed.

CHANCELLOR'S REPORT – DR. RANDY WOODSON

Chancellor Woodson thanked Dean Martin-Vega and his team from the College of Engineering for an excellent presentation.

Chancellor Woodson began his report with updates on leadership changes, which included an introduction of the new Associate Vice Chancellor - University Human Resources, Timothy Danielson. Chancellor Woodson also provided brief updates on the dean searches for the College of Veterinary Medicine, the College of Agriculture and Life Sciences, and the College of Education.

NC State University's Think and Do the Extraordinary campaign wrapped up in December, and the results surpassed expectations. Chancellor Woodson thanked the Trustees for all the ways in which the Trustees helped to make the Campaign successful.

Chancellor Woodson also commented on the recent U.S. News & World Report rankings, which placed 7 of NC State's online degree programs in the top 10 for their categories in the most recent rankings. The annual survey covers 1,600 online degree programs.

Chancellor Woodson recognized the success of members of our exceptional faculty. The American Association for the Advancement of Science has elected 8 NC State faculty as fellows for the 2022 cohort, giving us the sixth highest number of AAAS fellows of any university this year. The faculty inducted come from the College of Agriculture and Life Sciences, the College of Engineering, the College of Natural Resources and the College of Sciences. Chancellor Woodson congratulated Hollylynne Lee, Distinguished Professor of Mathematics and Statistics Education, who was recently named the 2022 recipient of Baylor University's Robert Foster Cherry Award for Great Teaching. This award is presented to professors with exceptional teaching skills who have a record of having a positive, inspiring and long-lasting impact on students. The Cherry Award is one of the highest honors an education professor can receive.

Chancellor Woodson completed his report by discussing the UNC System's proposed changes to the enrollment funding model. He will continue working with Governor Hutchens and the UNC Board of Governors and System Office to provide feedback on the proposed changes.

COMMITTEE REPORTS

AUDIT, RISK MANAGEMENT AND FINANCE COMMITTEE – ACTING CHAIR PERRY SAFRAN

The Audit, Risk Management and Finance Committee met on February 17, 2022 and a quorum was present. The Committee approved minutes from the November 11, 2021 meeting.

Internal Audit Director Cecile Hinson reviewed the status of audit engagements for fiscal 2022 and updated the Committee on activities since the last meeting including the final report for a completed audit.

Vice Chancellor Charles Maimone provided a summary of the FY23 All-Funds Budget requirements and explained the campus budget development process. He provided a draft of NC State's FY23 All-Funds Budget that will be presented for review and approval at April's BOT meeting. Vice Chancellor Maimone also gave an update on current fiscal year operations.

The committee also heard a brief report on interim financials for the current fiscal year from Associate Vice Chancellor Mary Peloquin-Dodd regarding the income statement performance for the first six months of FY 2022, compared with FY 2021 for the same timeframe. She presented a multi-year comparison and provided the required annual report on endowment and investments.

Athletics Director, Boo Corrigan, and Athletics Associate Director, Beverly Armwood, presented an extensive report on Athletics fiscal year budget for 2022. Discussion included revenue losses caused by COVID-19, as well as expense savings and revenue offsets.

Vice Chancellor Marc Hoit presented "IT Efforts Supporting Digital Transformation and Cyber Risk Management." He discussed IT initiatives to support the University Strategic Plan and gave an overview of IT risk management and its connection to enterprise risk.

BUILDINGS AND PROPERTY COMMITTEE - CHAIR ED STACK

The Buildings and Property Committee met on February 17, 2022 and a quorum was present. The Committee reviewed and approved the November 11, 2021 open meeting minutes.

The Committee also reviewed and approved two property matters for full board approval.

The first item was Disposition by Lease. Amendment to Ground Lease with NC University Centennial Development, LLC to expand the Premises for the purposes of constructing a new short- course practice facility. Trustee Stack made the motion to approve, seconded by Trustee Herring with all members in favor.

Andrews	AYE	Poole	AYE
Dixon	AYE	Safran	AYE
Goodnight	AYE	Stack	AYE
Heavlin	AYE	Washington	AYE
Harrell	AYE	Weisiger	AYE
Herring	AYE	Kelly	AYE
Humphrey	AYE		

The motion passed.

The second property matter brought before the Committee was an Acquisition by Lease. Acquisition of up to 9,400 square feet (rentable) of office space for the Office of Research and Innovation (ORI) in the Venture Complex on Centennial Campus. Trustee Stack made the motion to approve, seconded by Trustee Goodnight with all members in favor.

Andrews	AYE	Poole	AYE
Dixon	AYE	Safran	AYE
Goodnight	AYE	Stack	AYE
Heavlin	AYE	Washington	AYE
Harrell	AYE	Weisiger	AYE
Herring	AYE	Kelly	AYE
Humphrey	AYE		

The motion passed.

The Buildings and Property Committee reviewed and approved the designer selections for the College of Veterinary Medicine Equine Hospital and the Translational Research Facility. They also reviewed and approved eight designer selections for projects costing \$1 million or less, and two plans and specifications of formal projects costing less than \$2 million.

The Committee reviewed and approved the plans for Ricks Hall 2nd Floor Renovation and the plans for Page Hall Mechanical and Electrical upgrade. They reviewed and approved nine completed buildings and projects accepted at the combined value of \$107,757,394. They reviewed and approved nine non-appropriated capital improvement projects that are less than \$750,000. The Committee also received updates and informational reports for the Capital Projects, Status of Projects in Planning, Innovation District and Adverse Weather.

UNIVERSITY ADVANCEMENT AND EXTERNAL AFFAIRS COMMITTEE – CHAIR CHIP ANDREWS

The Advancement and External Affairs Committee met on February 17, 2022 with a quorum present. The Committee reviewed and approved the November 11, 2021 open meeting minutes.

Vice Chancellor Brian Sischo presented a University Advancement update, providing a high-level overview of the impact of the Think and Do the Extraordinary campaign, which resulted in more than \$2.1 billion raised for scholarships, faculty support, facilities and programs. He concluded by reviewing the strategic vision for the division following the conclusion of the campaign.

Vice Chancellor Kevin Howell and Assistant Vice Chancellor Julie Smith shared an External Affairs and Legislative update and discussed the legislative and congressional redistricting as well as the upcoming short session.

Associate Vice Chancellor Jim Broschart shared an overarching University Development update with the committee, where he highlighted their unit's plans to continue to lead, support and partner with colleges and units across campus following the conclusion of the campaign. He also reminded the committee of the upcoming Day of Giving scheduled for March 23.

Following the presentations, the Committee reviewed and approved three naming opportunity proposals for the College of Agriculture and Life Sciences, NC State Athletics and the Wolfpack Club.

UNIVERSITY AFFAIRS COMMITTEE – CHAIR DEWAYNE WASHINGTON

The University Affairs Committee met on February 17, 2022 with a quorum present.

Under the University Affairs Committee consent agenda, the committee approved the November 11, 2021 meeting minutes; two Center continuations; the option for two distinguished professorships to be awarded on a time-limited basis; and conferral of tenure to a new faculty member.

The committee recommended an action for full board approval. The College of Engineering is requesting to add one credit hour to the B.S. in Civil Engineering degree program changing the total credit hour level from 125 to 126 hours in order to meet the American Society of Civil Engineering program requirements. Trustee Washington made a motion for approval of the B.S. in Civil Engineering credit hour exception request and was seconded by Trustee Stack with all members in favor.

Andrews	AYE	Poole	AYE
Dixon	AYE	Safran	AYE
Goodnight	AYE	Stack	AYE
Heavlin	AYE	Washington	AYE
Harrell	AYE	Weisiger	AYE
Herring	AYE	Kelly	AYE
Humphrey	AYE		

The motion passed.

The committee received several updates and reports.

First, the graduation update showed that the university continues to increase graduation rates. Particularly notable was the improvement in the 4-year graduation rate for First-Year, Tier 1 + Tier 2, and Underrepresented Minorities and the increase in 4, 5 and 6-year graduation rates for Underrepresented Minorities over the past five years.

Associate Vice Chancellor for Research Dr. Jon Horowitz provided an overview of NC State's 31 Centers and 11 Institutes. These centers and institutes are affiliated with 846 faculty, 573 staff and partner with more than 240 member companies. Dr. Horowitz also shared the organizational chart for the centers and institutes.

The Committee received an update on Student Government activities from Student Body President McKenzie Heavlin. Student Government is celebrating 100 years of service and alumni and friends of Student Government are returning to campus this weekend, February 18-20, 2022, to reconnect and celebrate the many accomplishments of Student Government over the last 100 years.

Provost Arden provided the following information in his report to the Committee. The College of Engineering has proposed a Memorandum of Agreement for a Dual Degree in Master of Science in Chemical Engineering with the University of Bologna in Italy. The proposed start date is for the 2022/23 academic year. The Provost's Office has administrative searches underway for three Deans (the Colleges of Veterinary Medicine, Education, and Agriculture and Life Sciences) and two Senior Vice Provosts

(Instructional Programs and Interdisciplinary Programs). An update on these searches was provided. Provost Arden also provided an update on the annual campus reappointment, promotion and tenure process. There are 160 faculty members participating in this year's process. Faculty will be notified about the outcome of the review at the end of April.

FACULTY SENATE REPORT - RAJADE BERRY-JAMES, CHAIR

Dr. Berry-James shared that the Faculty Senate is working on several items, which included important infrastructure investments and strategic initiatives within the institutions. She also discussed faculty's ongoing concerns including: COVID-19 protocols, testing, vaccines and campus safety; pay/compensation based on market, merit and equity; and transportation issues. Faculty Senate continues to focus on student success and changes to campus safety programs. Dr. Berry-James stated that there has been excellent discussion regarding interdisciplinary efforts.

STAFF SENATE REPORT - HELEN DiPIETRO, CHAIR

Chair DiPietro shared that staff is celebrating the raises and bonuses granted in the recently passed state budget. Staff Senate members are collaborating on how to promote retention, mental wellness and morale. The latest tally of staff on campus shows a reduction of 299 employees in the last year. Chair DiPietro shared the various staff development programs offered by Staff Senate and the effort to find a permanent office space for Staff Senate.

CLOSED SESSION

With no further business in open session, Assistant Secretary Gentius called for a motion, seconded by Trustee Harrell at 11:05 a.m. to go into closed session to: consider the qualifications, competence, performance, character, fitness, conditions of appointment, or conditions of employment of a public officer or employee; to consult with an attorney to preserve the attorney-client privilege; and to prevent the premature disclosure of an honorary degree, scholarship, prize or similar award. The motion passed.

RECONVENE IN OPEN SESSION

At 11:38 a.m. the Board came out of closed session.

Chair Kelly stated that there was one matter from Closed Session that required a vote in open session and turned over the proceedings to Trustee Washington.

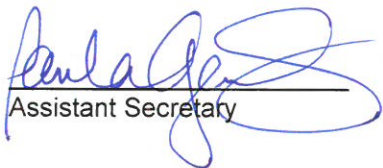
Trustee Washington made the motion, seconded by Trustee Ven Poole, to approve the Petition Regarding Political Activity for the potential candidate for the Raleigh City Council as discussed in closed session with all members in favor.

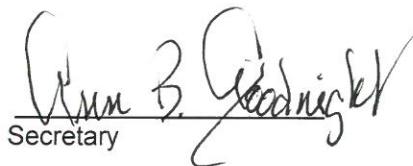
Andrews	AYE	Poole	AYE
Dixon	AYE	Safran	AYE
Goodnight	AYE	Stack	AYE
Heavlin	AYE	Washington	AYE
Harrell	AYE	Weisiger	AYE
Herring	AYE	Kelly	AYE
Humphrey	AYE		

The motion passed.

With no further business in open session, Chair Kelly adjourned the meeting at 11:40 a.m.

Respectfully submitted,


Assistant Secretary


Secretary

Approved:


Chair of the Board