

OPEN SESSION MINUTES
Board of Trustees
North Carolina State University
Raleigh, North Carolina
September 9, 2022

The North Carolina State University Board of Trustees met in regular session on Friday, September 9, 2022. Trustees attended the meeting in the Hood Board Room, located in the Park Alumni Center.

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 10:00 a.m. and a quorum was present.

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.

Chair Kelly reminded the board that Alex Mitchell is NC State's new Board of Governors Liaison. Governor Mitchell was unable to attend this meeting but the Board is looking forward to meeting him in the future.

MINUTES

Chair Kelly asked for a motion to approve the open session minutes of the July 15, 2022 meeting.

Trustee Safran made the motion, seconded by Trustee Dixon, to approve the open session minutes of the July 15, 2022 meeting of the full Board. Chair Kelly called on the Assistant Secretary, Paula Gentius, to record the vote. All members were 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.

CHAIR'S REPORT – CHAIR STAN KELLY

Chair Kelly expressed his appreciation to the teams from Information Technology and Facilities for the upgrades in the Hood Board Room and the Chancellor's Reception Room in Park Alumni Center.

Chair Kelly provided an update on the most recent meeting of the Endowment Fund Board of Trustees, which took place on Wednesday, September 7, 2022. The Endowment Fund Board accepted new gifts

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and other additions of approximately \$4.4 million received between January 1 and June 30, 2022. The Endowment Fund Board also heard an update on the University's total endowment and the Endowment Fund's investment portfolio, in addition to the Investment Fund's strategic asset allocation, performance of various asset classes in the portfolio and long-term liquidity. The Endowment Fund Board accepted the Endowment Fund's 2022 Annual Report and heard from several members of the university's senior leadership team.

Chair Kelly also provided an update from the Executive Committee which approved the open and closed meeting minutes from July 15, 2022. The Chair reported that the Executive Committee went into closed session to address three personnel matters. The Executive Committee reviewed and approved the eligibility of Tier 1 SAAO employees who fall under the delegated authority of the Executive Committee, to participate in the Senior Administrative Officer Retirement Program. The Executive Committee also reviewed and approved a labor market adjustment for a Tier I employee. The Executive Committee will present the third personnel item to the Board later in closed session.

Chair Kelly stated that the ACC requires University Boards of Trustees to certify that the authority for the Administration of Intercollegiate Athletics has been delegated to the Chancellor. Chair Kelly asked for a motion to approve the signing of this form.

Trustee Poole made the motion, seconded by Trustee Humphrey, to approve signature of the ACC form. Chair Kelly called on the Assistant Secretary Paula Gentius to record the vote. All members were 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.

That concluded the report from Chair Kelly.

CHANCELLOR'S REPORT – DR. RANDY WOODSON

Chancellor Woodson thanked the group for their dedication and engagement. Chancellor Woodson introduced Reshunda Mahone, who joined NC State in August as the new associate vice chancellor for alumni engagement and annual giving.

The Chancellor also shared that the Provost's Office will be leading several important dean searches in the near future. The search for a new dean of the College of Agriculture and Life Sciences will be relaunched. John Dole will continue to serve as interim dean. The Chancellor also announced that Dean Louis Martin-Vega will be stepping down from his position as dean of the College of Engineering at the end of the academic year after 18 years in the position. The search for a new dean of the College of Sciences will also begin this fall, as Dean Chris McGahan has announced her intention to retire in January 2023.

Chancellor Woodson shared an update on the Board of Visitors. Seven new members were appointed this year: Kamala Subramaniam, Site Lead for North Carolina's Google Cloud Engineering Hub; Bhavana Bartholf, Global Head of Digital & Sales Strategy for Microsoft; Amber Moshakos, President of LM Restaurants; Matthew Scott, District Attorney for Robeson County; Erik Troan, Co-founder and Chief Technology Officer of Pendo; Mike Youngblood, Founder and CEO of Job Squad; and Matt Hong, Former Chief Operating Officer of Turner Sports.

Chancellor Woodson stated that the fall semester is well underway and we welcomed our largest first-year class to date: 5,601 students. The university received more than 35,440 first-year applications and a

little over 4,000 transfer applications. The incoming class represents 98 North Carolina counties, 43 states and 41 countries. To welcome students back to campus, Packapalooza was held (for the first time since 2019) on August 27 with more than 60,000 in attendance. Chancellor Woodson thanked everyone who helped make this and other Wolfpack Welcome Week events possible, especially all of the DASA volunteers.

Chancellor Woodson shared exciting news from one of our faculty members. Dr. Rodolphe Barrangou, Todd R. Klaenhammer Distinguished Professor, in the Department of Food, Bioprocessing and Nutrition Sciences has been selected for induction into the National Inventors Hall of Fame for the 2023 cohort. This induction is an incredible testament to Dr. Barrangou's level of achievement and the impact his work has had on our world. He is NC State's fifth faculty member to be inducted. The previous inductees were Jay Baliga, Don Blitzer, Sylvia Blankenship, and Ed Sisler.

Chancellor Woodson thanked the group again for their continued leadership and service to NC State. That concluded the report from Chancellor Woodson.

COMMITTEE REPORTS

BUILDINGS AND PROPERTY COMMITTEE - CHAIR VEN POOLE

The Buildings and Property Committee met on September 8, 2022 and a quorum was present. The Committee reviewed and approved the April 21, 2022 open meeting minutes.

The Committee reviewed and approved two property matters for Full Board approval. The first matter was Disposition by Lease: 15-Year Ground Lease for NOAA/NWS NEXRAD (Communications Tower) at NCDOA Central Crops Research Station, Clayton, North Carolina.

Chair Poole made a motion for approval of this property matter, seconded by Trustee Washington. Chair Kelly called on the Assistant Secretary Paula Gentius to record the vote. All members were 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 matter was Disposition by Sale: Disposition of approximately 1.15 acres of land on Centennial Campus to the Board of Trustees of the Endowment Fund of North Carolina State University to facilitate completion of the North Shore residential development.

Chair Poole made a motion for approval of this property matter, seconded by Trustee Stack. Chair Kelly called on the Assistant Secretary Paula Gentius to record the vote. All members were 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.

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Chair Poole stated that the Buildings and Property Committee reviewed and approved the designer selections for multiple projects, reviewed and approved the construction manager-at-risk selection for the Dabney Hall Renovation, reviewed and approved 15 designer selections for projects costing \$1 million or less, and reviewed and approved three plans and specifications of formal projects costing less than \$2 million. The Buildings and Property Committee also reviewed and approved the plans for the Centennial Campus Plaza (Art), College of Veterinary Medicine Translational Research Facility, Page Hall Window Replacement and Envelope Repair and the USDA-ARS Building at Lake Wheeler Field Labs. Chair Poole stated that the committee also reviewed and approved 12 completed buildings and projects accepted at the combined value of \$136,587,539 and approved 17 non-appropriated capital improvement projects that are less than \$750,000.

The Buildings and Property Committee received informational reports regarding the Committee Responsibilities and Procedures, 2022 – 2023 Committee Plan of Work, Capital Projects, Status of Projects in Planning, Innovation District and the Physical Master Plan.

That concluded the report from the Buildings and Property Committee.

UNIVERSITY ADVANCEMENT AND EXTERNAL AFFAIRS COMMITTEE – CHAIR ED WEISIGER

The Advancement and External Affairs Committee met on September 8, 2022 with a quorum present.

The committee reviewed the established committee responsibilities and plan of work for the new year. The committee then approved minutes from the April 21, 2022 meeting, in addition to reviewing and approving three naming opportunity proposals for the College of Agriculture and Life Sciences.

Vice Chancellor Brian Sischo presented a University Advancement update, first sharing that Reshunda Mahone has officially joined NC State as the new Associate Vice Chancellor for Alumni Engagement and Annual Giving. He then shared key findings from the Think and Do the Extraordinary post-campaign survey that summarized responses from campaign donors. He concluded his presentation by reviewing data that models potential goals for the next campaign.

Vice Chancellor Kevin Howell and Assistant Vice Chancellor Julie Smith shared an External Affairs and Legislative Update where they highlighted several successes over the recent fiscal year. They also provided a recap from the 2022 Short Session that included an overview of the NC State specific items in the 2022 Appropriations Act.

Associate Vice Chancellor for University Communications Brad Bohlander shared several examples showcasing how the University Communications and Marketing team leads and supports strategic communications and marketing across campus that works to elevate NC State's brand recognition and awareness on a national level.

Following the presentations, the Committee reviewed and approved nine naming opportunity proposals for the College of Agriculture and Life Sciences, NC State Athletics and the Wolfpack Club, and the NC State Libraries which will be presented to the full board in closed session today.

That concluded the report from the University Advancement and External Affairs Committee.

UNIVERSITY AFFAIRS COMMITTEE – CHAIR TIM HUMPHREY

The University Affairs Committee met on September 8, 2022; a quorum was present. The Committee began by reviewing the Committee's responsibilities and plan of work for this academic year.

Under the Consent Agenda, the University Affairs Committee approved the following items: minutes of the July 15, 2022, meeting; continuation of the Center for Research in Scientific Computation (CRSC); disestablishment of the Industry Research Programs in Forestry Center (IRPF); and conferral of tenure to two new faculty members.

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The Committee received several reports. The annual enrollment report highlighted new undergraduate enrollment trends, including growth in the College of Engineering, as well as enrollment challenges and opportunities. Racial diversity in new undergraduate student enrollment continues to increase. Enrollment from rural counties (tier 1 and tier 2) remains steady and stemming from the engineering expansion, new undergraduate enrollment for the College of Engineering increased over fall 2021 and exceeded the growth target for fall 2022.

In his report, Student Body President McKenzy Heavlin noted that student energy and excitement has returned full force to campus. He reported that the Student Government is well positioned to implement change and achieve its goals this year and will be focusing on increasing student engagement, awareness and involvement in many areas. The Student Body Officers will also focus on preparing the next generation of Student Government leaders so that Student Government will continue to be a strong advocate for students going forward.

In his update to the Committee, Provost Arden provided an overview of key initiatives for the academic year which will include aligning available resources with strategic priorities; leadership searches, including searches for three college deans; and talent retention. He also provided an overview of the 2022-2023 faculty salary ranges.

In Closed Session, the Committee discussed head coach employment agreements for Women's Golf and Men's Tennis; the eligibility of Tier I SAAO employees, who fall under the delegated authority of the University Affairs Committee, to participate in the Senior Administrative Officer Retirement Program; and a labor market adjustment for a Tier I employee. Upon returning to Open Session these items were approved by the Committee.

That concluded the report from the University Affairs Committee.

AUDIT, RISK MANAGEMENT AND FINANCE COMMITTEE – CHAIR ED STACK

The Audit, Risk Management and Finance Committee met on September 8, 2022 and a quorum was present.

The Committee reviewed and discussed its responsibilities, this year's draft agenda, and the draft plan of work for the year as per the bylaws. The committee approved minutes from the April 21, 2022 meeting.

The Committee reviewed and recommended that the full board approve the resolution for the issuance of Special Obligation Bonds, the proceeds of which will be used for the Integrative Sciences (S.T.E.M.) Building, previously approved by the North Carolina General Assembly in Chapter 15 of the 2022 North Carolina Session Laws.

Chair Stack made a motion for approval of matter, seconded by Trustee Herring, to approve the resolution for the issuance of Special Obligation Bonds.

Chair Kelly called on the Assistant Secretary Paula Gentius to record the vote. All members were 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.

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The Committee also approved the Internal Audit Charter as presented by Director of Audit, Cecile Hinson. Minor changes were made from the previous charter for clarification and to add the current year's approval date.

Ms. Hinson also provided a final report on Fiscal 2022 Internal Audit activities, and the Division's support of the University's strategic plan. In fiscal 2022, 54 engagements were directly related to four of the seven University's Strategic Goals. The remaining were related to risks identified through Internal Audit's continuous risk assessment process. The Committee also received the current year's Annual Audit Plan, which was approved in April, and heard about current activities.

Vice Chancellor Charles Maimone discussed the 2021-23 Biennial Operating Budget Summary, which is NC State's anticipated budget based on historic allocation trends. He also provided additional information regarding top level results for fiscal 2022, early indicators for fiscal 2023, General Fund Revenue Sources, and the UNC System All-Funds Budget.

Mary Peloquin-Dodd, University Treasurer, provided an update on the University's total endowment and recent university investment performance. She also touched on liquidity and operating cash.

The Committee heard a report on the compliance and integrity program from Vice Chancellor Allison Newhart and Deputy General Counsel Shawn Troxler. Vice Chancellor Newhart discussed regulation of higher education and the US Department of Justice regulatory expectations for compliance programs. Mr. Troxler reviewed the highlights of the 2021-22 annual report of the compliance and integrity program, including program accomplishments and performance. Vice Chancellor Newhart and Mr. Troxler also discussed planned focus areas for the program during the 2022-23 fiscal year. Finally, Vice Chancellor Newhart provided an overview of two ongoing compliance projects: the program governance structure review and PRR initiative.

That concluded the report from the Audit, Risk Management and Finance Committee.

FACULTY SENATE REPORT - DR. HERLE MCGOWAN, CHAIR

Chair McGowan thanked the Board for the opportunity to speak with them and shared updates on the meetings that have occurred since the Chair's last report to the Board of Trustees. In March of 2022, three presentations were made to the Faculty Senate related to employee engagement and campus culture. In April, the Faculty Senate meeting focused on supporting student-athletes and affordability for all students. Chair McGowan also shared with the board several of the key initiatives Faculty Senate has been working on, including their assistance with the Menstrual Equity Initiative's pilot program.

To ready the campus for shared governance, the Office of the Faculty Senate has transitioned to the 69th Session of the Faculty Senate for the 2022-2023 academic year. Chair McGowan assumed her role as chair of the faculty on August 1, 2022. Chair RaJade M. Berry-James left the university to join Virginia Commonwealth University's L. Douglas Wilder School of Government and Public Affairs as the Senior Associate Dean of Faculty and Academic Affairs. Chair McGowan stated that she is excited to lead the faculty through this transition and into the new academic year.

That concluded the report from the Faculty Senate.

STAFF SENATE REPORT - JILL PHIPPS, CHAIR

Chair Jill Phipps thanked the Board for the opportunity to share all of the activities and accomplishments of Staff Senate. This year is the 27th year of the Staff Senate, and it continues to be a very active body. The charge of Staff Senate is to be an advisory body to Chancellor Woodson and the group is very appreciative of the continued support that they receive from his office and campus leadership. The Staff Senate has a mission to be the "voice" of our constituents and to make recommendations regarding the interest or concerns that affect our staff members; promote and facilitate staff participation in the university community and include a sense of community among all university employees with the expectation of having a successful Diversity, Equity, Inclusion and Belonging University.

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Chair Phipps shared with the Board some of the key initiatives and activities since the last report, which included a blood drive in partnership with The Blood Connection, volunteering at Packapalooza and a Lunch and Learn event.

That concluded the report from the Staff Senate.

CLOSED SESSION

With no further business in open session, Assistant Secretary Gentius called for a motion 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. Chair Stack made a motion to move into Closed Session, seconded by Trustee Goodnight. Chair Kelly called on the Assistant Secretary Paula Gentius to record the vote. All members were 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.

RECONVENE IN OPEN SESSION

At 11:45 a.m. the Board came out of closed session.

With no further business in open session, Chair Kelly adjourned the meeting at 11:48 a.m.

Respectfully submitted,

DocuSigned by:

Paula Gentius

Assistant Secretary

DocuSigned by:

Ana Goodnight

Secretary

Approved:

DocuSigned by:

Stan Kelly

Chair of the Board