

OPEN SESSION MINUTES
Board of Trustees
North Carolina State University
Raleigh, North Carolina
February 17, 2023

The North Carolina State University Board of Trustees met in regular session on Friday, February 17, 2023. 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
McKenzy Heavlin, *ex officio*

Members absent: Edward I. Weisiger, Jr.

Chair Stan Kelly called the meeting to order at 10:04 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 when making or seconding a motion.

MINUTES

Chair Kelly asked for a motion to approve the open and closed session minutes of the November 4, 2022 meeting.

Trustee Safran made the motion, seconded by Trustee Washington, to approve the open and closed session minutes of the November 4, 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	ABSENT
Herring	AYE	Kelly	AYE
Humphrey	AYE		

The motion passed.

CHAIR'S REPORT – CHAIR STAN KELLY

Chair Kelly thanked all of the team members at NC State who helped to facilitate the Endowment Fund Board of Trustees meetings and commended the Board's trustees, who dedicate their time and energy to supporting the university in this way.

Chair Kelly also thanked all the trustees who attended the board reception last night and participated in the virtual Martin Luther King project session. Chair Kelly shared that it was an inspiring program to

everyone and he appreciated the work that the faculty and staff at the Hunt Library and CHASS have put into showcasing their incredible skill and talent in honor of Black History Month.

Chair Kelly shared that there were excellent discussions at the February 15, 2023 Endowment Fund Board of Trustees Workshop and Meeting, and that he is excited about what the Endowment Fund Board will accomplish in the future. The workshop doubled as an "orientation" for the new board members to provide context on the history and purpose of the Endowment Fund, and its relation to the university and this board. The workshop was well attended and provided a deeper dive into the operations of the Endowment Fund, the role of the board of Trustees of the Endowment Fund, and the work that our hardworking staff at the university does to advance the institution and promote economic prosperity for all. Vice Chancellor Charles Maimone presented gifts and other additions on behalf of the Chancellor for the Board's acceptance. The Board accepted new gifts and other additions of approximately \$4.26 million received since the last meeting.

That concluded the report from Chair Kelly.

CHANCELLOR'S REPORT – DR. RANDY WOODSON

Chancellor Woodson began his report by thanking Trustee Dixon, Trustee Herring and Trustee Weisiger for serving on the search committees for the three dean searches currently underway: College of Sciences, College of Agriculture and Life Sciences and College of Engineering, respectively. Chancellor Woodson shared that four finalists have been announced for the College of Engineering with interview dates over the next two weeks. The College of Agriculture and Life Sciences has announced the save-the-dates for interviews in early March, and finalists will be announced in the next two weeks as the committee wraps up their selection process. Lastly, the College of Sciences is still in the early stages of first round interviews and will conduct finalist interviews in late March to early April. They will announce save-the-dates and finalists in early March.

Chancellor Woodson reported that we are continuing our work to help support mental health and well-being for our campus community. He shared that the Counseling Center continues to be a critical resource and mentioned recent efforts to hire more embedded counselors in individual colleges that will report to the Counseling Center. Chancellor Woodson also highlighted the new partnership with AcademicLiveCare, a teletherapy company, as a valuable resource for our students. The Wellness Day for the spring semester was held yesterday, February 16. Students did not have classes, and a number of programs aimed at fostering mental health and well-being were available for students to attend. The Student Mental Health Task Force, charged by Vice Chancellor and Dean Doneka Scott and co-chaired by Lisa Zapata, Senior Associate Vice Chancellor, and Helen Chen, Senior Vice Provost for Instructional Programs, continues its work. Their final report will be presented to Vice Chancellor and Dean Doneka Scott this month, and recommendations will be considered for implementation.

Chancellor Woodson then discussed the safety of our students, faculty and staff, which has been and continues to be one of the university's top priorities. Chancellor Woodson noted that NC State is an urban campus and has one of the best-trained university police forces in the UNC System. Vice Chancellor Charles Maimone, Associate Vice Chancellor Dave Rainer and Chief of Police Dan House have put several additional safety measures in place, including increased patrolling, upgrades to surveillance camera capabilities, and getting feedback from students on areas that feel unsafe. It also includes educational outreach for university leadership to improve our communications strategy to ensure that the university community is kept informed as required by the Clery Act.

The Chancellor highlighted a recent partnership expansion with Nagoya University, one of the top universities in Japan. The Technology Partnership of Nagoya University, Inc. - called NU Tech - is located near Research Triangle Park. NC State University has partnered with Nagoya for approximately 15 years, providing opportunities for student exchanges and the university recently signed a new agreement with Nagoya University. Under this new agreement, Nagoya University will establish a U.S. campus on NC State's Centennial Campus. It will be called the Nagoya University Global Campus and will establish new

dual-degree programs, large-scale student exchanges, joint faculty research opportunities with industry partners and global internships for students from both universities.

Before closing, Chancellor Woodson shared admissions information for the incoming Fall 2023 freshman class and reported that we anticipate welcoming approximately 5,600 regular admissions students and approximately 1,500 transfer students.

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 February 16, 2023 and a quorum was present. The Committee reviewed and approved the November 3, 2022 open and closed meeting minutes, December 12, 2022 open session special meeting minutes, January 26, 2023 open session meeting minutes, approval of 12 designer selections for projects \$1 million or less, and the approval of four plans and specifications of formal projects \$2 million or less.

The Committee reviewed and approved four property matters for Full Board approval. They are: Disposition by Lease of approximately 16,896 rentable square feet of office space to the U.S. Army Corps of Engineers for their continued occupancy at Poulton Innovation Center on Centennial Campus; Disposition by Demolition of the Doak Field Indoor Batting Cage to accommodate construction of a new indoor baseball practice facility; Disposition by Easement of approximately 0.43 acres to connect, to maintain, and to use an existing private access road located at 1528 Blue Ridge Road; and Acquisition by Reallocation of approximately 50 acres of property located adjacent to Lake Wheeler Field Lab to NC State University from the NC Department of Agriculture and Consumer Services.

Chair Poole made a motion for approval of these property matters, and no second was required. 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	ABSENT
Herring	AYE	Kelly	AYE
Humphrey	AYE		

The motion passed.

The Committee reviewed and approved three components of the Physical Master Plan including (1) the principles, a framework to inform and guide decisions about the campus; (2) the process, an evaluation to determine the project alignment with the guiding principles using qualitative metrics; and (3) the orientation, the requirement for participants to attend a prerequisite course to participate in the project development process.

The Committee also reviewed and approved the following items: Site selection for the Apiculture Facility on Lake Wheeler Campus; nine completed buildings and projects accepted at the combined value of \$1,485,570; one non-appropriated capital improvement project that is less than \$750,000; the proposed amendments to the selection and approval procedures of the designer and construction managers-at-risk, open-ended service agreements and the non-appropriated capital improvement projects.

The Committee received informational reports regarding the Capital Projects, Status of Projects in Planning and the Innovation District.

That concluded the report from the Buildings and Property Committee.

UNIVERSITY ADVANCEMENT AND EXTERNAL AFFAIRS COMMITTEE – ACTING CHAIR CHIP ANDREWS

The Advancement and External Affairs Committee met on February 16, 2023 with a quorum present. The Committee then approved minutes from the November 3, 2022 meeting, in addition to reviewing and recommending for full board approval four naming opportunity proposals: one for the Southwest End Zone Video Scoreboard, Carter-Finley Stadium; one for the Video Scoreboard, Dail Soccer/Track Complex; one for the Video Scoreboard, Dail Softball Stadium; and one for the Integrative Sciences Building.

Acting Chair Andrews made a motion for approval of these four naming opportunity proposals, and no second was required. 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	ABSENT
Herring	AYE	Kelly	AYE
Humphrey	AYE		

The motion passed.

Vice Chancellor Brian Sischo presented a University Advancement update to the Committee highlighting the next Campaign's necessary growth rate and key drivers, key post-Campaign initiatives including the Salesforce Advancement Partnership, and the UNC Distinguished Professors Matching Program that matches the private contributions with State appropriations to create endowments for distinguished professorships.

Vice Chancellor Kevin Howell and Assistant Vice Chancellor Julie Smith shared an External Affairs and Legislative update that included a 2022 election recap along with an in-depth look at the current 2023 Long Session including a timeline, revenue forecast and an overview of the budget process. Additionally, the presentation also highlighted the legislative priorities of the UNC System as well as those specific to NC State.

Associate Vice Chancellor Reshunda Mahone presented on the Alumni Engagement and Annual Giving (AEAG) team, highlighting how they serve the NC State community, cultivate a culture of philanthropy through education and engagement, and reflect the vision and values of NC State University. The presentation showcased accomplishments by the AEAG Team, opportunities for cross campus collaborations and integration of engagement and giving, and a strategic plan for AEAG. Fiscal year Annual Giving metrics were also provided.

Finally, the Committee met in closed session and approved four donor naming proposals: one for the College of Agriculture and Life Sciences, one for the College of Engineering, one for the College of Natural Resources, and one for NC State Athletics and the Wolfpack Club, 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 – ACTING CHAIR ERIK DIXON

The University Affairs Committee met on February 16, 2023; a quorum was present. Under the Committee's consent agenda they approved the November open and closed session meeting minutes; a Center continuation; the option for a distinguished professorship to be awarded on a time-limited basis; conferral of tenure actions and Authorization to Discontinue the Ed.D in Educational Administration. The curriculum from this degree will be consolidated with the new Ed.D. in Educational Leadership, which will allow for better curriculum alignment and will align with similar degree programs across the UNC System.

Acting Chair Dixon made a motion for approval to discontinue the Ed.D. in Educational Administration, and no second was required. 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	ABSENT
Herring	AYE	Kelly	AYE
Humphrey	AYE		

The motion passed.

The Committee received several updates and reports. First, the graduation update showed an increase in the 4-year graduation rates for First-Year, Transfer, and Tier 1 and Tier 2 students. There has also been an increase in the 5- and 6-year graduation rates for students of color for the past four years. The number of certificates and degrees awarded over the last ten years has also increased.

Next, Student Body President McKenzie Heavlin gave an update to the Committee. He reported that the Fall 2022 semester was one of the toughest semesters students have faced with the return to full operation, increasing mental health challenges and academic demand. The winter break provided a time of rest and relaxation for the student body and they are looking forward to the recommendations from the university's Student Mental Health Task Force. Finally, President Heavlin reported that spring elections for Student Body President and other student officer positions are quickly approaching.

On behalf of the University Affairs committee, Acting Chair Dixon took this opportunity to thank President Heavlin for his outstanding leadership over the past two years as a member of this board and as Student Government president.

Provost Arden then provided an update on searches underway for new Deans of the Colleges of Agriculture and Life Sciences; Engineering; and Sciences. He noted the five-year leadership and program review of the Graduate School has concluded and he is pleased to be continuing Dean Peter Harries's appointment as Graduate School Dean. Finally, he provided an update on the annual campus reappointment, promotion and tenure process. There are 162 faculty members participating in this year's process. Faculty will be notified about the outcome of the review at the end of April.

And finally, Chancellor Woodson provided an update on intercollegiate athletics and his work with the Transformation Committee. The Chancellor and Athletics Director Corrigan also gave a high-level overview on the future of intercollegiate athletics and the issues that impact NC State.

In Closed Session, the Committee discussed a head coach employment agreement and amendments to two head coach employment agreements; an emerita status request; and a petition regarding political activity. Upon returning to open session these items were approved by the Committee. The Committee also discussed awarding of the Holladay Medal. The Holladay Medal recommendations will be considered by the Full Board in closed session at the conclusion of this meeting.

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 February 16, 2023 and a quorum was present. The Committee approved the minutes from the November 3, 2022 Committee on Audit, Risk Management and Finance.

Internal Audit Director Cecile Hinson reviewed the status of audit engagements for FY23 and updated the

Committee on activities since the last meeting, including summaries of the final reports for completed engagements.

Vice Chancellor Charles Maimone provided a summary of the FY23 quarterly All-Funds Budget. 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 gave an update on current fiscal year operations. Budgets are being managed by monitoring revenues and expenditures. The Committee also heard a brief report on interim financials for the current fiscal year. Vice Chancellor Charles Maimone reported on income statement performance for the first six months of FY23, compared with FY22 for the same timeframe. He presented a multi-year comparison of revenues and operating expenses, estimating the total performance for the current fiscal year based on revenues and expenses for the first 6 months of FY23. Vice Chancellor Maimone also provided the required annual report on endowment and investments, both long-term and operating cash.

Athletics Director Boo Corrigan and Senior Associate Athletics Director Beverly Armwood presented an extensive report on the Athletics fiscal year budget for 2023 and how they expect the year to end, as well as a review of the fiscal year ended June 30, 2022. The Committee was referred to the materials for the Financial Reporting for Intercollegiate Athletics.

Vice Chancellor Marc Hoit presented "New Cybersecurity Risks and Enhancements at NC State". He discussed significant cybersecurity risks for NC State and reviewed solutions to help manage those risks. Finally, Dr. Hoit presented key initiatives and ongoing projects.

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.

The October 18, 2022 Faculty Senate meeting had presentations on two topics related to engagement and service. First, Dr. Don Hunt, Senior Vice Provost for Enrollment Management and Services (EMS), and Kerri Fowler, Director of Parent and Families Services, provided information on the efforts that EMS is taking to improve the support to students, as well as parents, faculty, and staff. The second presentation featured a panel of extension faculty from several colleges across the university and extension directors for several regions across the state, highlighting why extension work is important to the university and to the state and the support and challenges for those engaging in extension work.

The main presentation for the November 1, 2022 meeting focused on academic freedom and free speech. Shawn Troxler, Deputy General Counsel, shared his expertise on the origins and history of academic free speech. Chair McGowan also noted faculty concerns over the proposed changes to UNC System Board of Governors Policy Manual, Section 300.5.1 and shared that feedback from faculty was collected and will be shared with the Board of Governors via the Faculty Assembly. .

Faculty Senate has had several meetings this academic year dedicated to issues that impact student success. The second such meeting took place on November 15, 2022. A panel of undergraduate and graduate students presented on factors that impact student mental health and wellness, including course-related stressors, some pros and cons of Wellness Days, and the importance of relationships with faculty, as well as transparency and awareness of wellness-related issues, in building community at the university. The November 29, 2022 meeting also focused on issues that impact student success. The meeting started with a discussion led by Dr. Samantha Meltzer-Brody, Chair of the UNC School of Medicine Department of Psychiatry and Director of the UNC Center for Women's Mood Disorders, on student mental health and the importance of privacy in campus response to student suicide. The second presentation of the meeting addressed the university's academic misconduct sanctioning process and discussed proposed changes to this process that would support students in getting back on the path to success after a first-time academic violation.

Chair McGowan also mentioned the importance of a universitywide land acknowledgment statement and shared that the Faculty Senate passed a resolution in favor of creating such a statement, in conjunction with the Staff Senate and Student Government.

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.

Diversity, Equity, Inclusion and Belonging continues to be one of the core priorities for Staff Senate and they continue to collaborate with constituents to encourage and promote the development of diversity and inclusion. Chair Phipps noted that many staff working outside of NC State’s main campuses in Raleigh feel disconnected from the Staff Senate. This prompted Staff Senate Executive Officers to present to staff at several locations outside of Raleigh, including NC State Cooperative Extension in Pittsboro, the Greensboro district, and to the Cooperative Extension Directors in Bladen County.

Chair Phipps reported that the Staff Senate hosted three winter donation drives: the Toys for Tots program; collecting over 100 pounds of food for NC State’s Feed the Pack Food Pantry; and collecting winter clothing for NC State staff and students.

Chair Phipps shared that the Staff Senate endorsed a resolution calling for NC State to adopt an official university land acknowledgement. She also noted that members of the Staff Senate share concerns about proposed revisions to the Governors Policy Manual, Section 300.5.1, similar to those of the Faculty Senate.

As the Staff Senate is the “voice” of its constituents, Chair Phipps expressed her appreciation to the Faculty Chair, Herle McGowan, and Student Body President McKenzie Heavlin, who are supportive of a “shared governance” with the Staff Senate.

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: 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. Trustee Herring made a motion to move into Closed Session, seconded by Trustee Dixon. 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	ABSENT
Herring	AYE	Kelly	AYE
Humphrey	AYE		

The motion passed.

RECONVENE IN OPEN SESSION

At 11:35 a.m. the Board came out of closed session.

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

Respectfully submitted,

DocuSigned by:

Paula Gentius

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Assistant Secretary

DocuSigned by:

Ann Goodnight

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Secretary

Approved:

DocuSigned by:

Stan Kelly

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Chair of the Board