

OPEN SESSION MINUTES
Board of Trustees
North Carolina State University
Raleigh, North Carolina
November 3, 2023

The North Carolina State University Board of Trustees met in regular session on Friday, November 3, 2023. Trustees attended the meeting in the Hood Board Room, located in the Park Alumni Center.

Members present: Ed Weisiger, Jr., Chair
Marie F. Arcuri
Derick S. Close
Erik L. Dixon
David D. Herring
Timothy Humphrey
Ghazale Johnston
Wendell H. Murphy, Sr.
Ven Poole
David M. Powers
Perry Safran
Edwin J. Stack, III
Timothy Reid, *ex officio*

Members Absent: James A. Harrell

Chair Weisiger called the meeting to order at 10:01 a.m. and a quorum was present.

Chair Weisiger 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 Weisiger 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 making or seconding a motion.

Chair Weisiger welcomed new Trustee Marie Arcuri to the board and led roundtable introductions.

MINUTES

Chair Weisiger asked for a motion to approve the open and closed session minutes of the September 8, 2023 meeting.

Trustee Herring made the motion, seconded by Trustee Stack, to approve the open and closed session minutes of the September 8, 2023 meeting of the full Board. Chair Weisiger called on the Assistant Secretary, Paula Gentius, to record the vote. All members were in favor.

Arcuri	AYE	Murphy	AYE
Close	AYE	Poole	AYE
Dixon	AYE	Powers	AYE
Harrell	ABSENT	Reid	AYE
Herring	AYE	Safran	AYE
Humphrey	AYE	Stack	AYE
Johnston	AYE	Weisiger	AYE

The motion passed.

CHAIR'S REPORT – CHAIR WEISIGER

Chair Weisiger thanked the Trustees who have completed the FCC Questionnaire. The final report of the ownership of WKNC, NC State's student radio station, will be submitted by December 1, 2023.

Chair Weisiger reported the Executive Committee met this morning and approved the open and closed session minutes from the September 8, 2023 meeting. The Executive Committee also discussed and approved a title and salary change for an SAAO Tier I employee in closed session.

Chair Weisiger then stated that the NC State University Board of Trustees Bylaws need to be updated to reflect a recent legislative change resulting in two new members to the board and the current practice for the nominating committee. Chair Weisiger called for a motion to approve the technical updates to the bylaws; Trustee Humphrey made the motion which was seconded by Trustee Close.

Chair Weisiger called on the Assistant Secretary, Paula Gentius, to record the vote. All members were in favor.

Arcuri	AYE	Murphy	AYE
Close	AYE	Poole	AYE
Dixon	AYE	Powers	AYE
Harrell	ABSENT	Reid	AYE
Herring	AYE	Safran	AYE
Humphrey	AYE	Stack	AYE
Johnston	AYE	Weisiger	AYE

The motion passed.

Chair Weisiger recognized the exceptional work of several NC State leaders in recent months. He thanked Vice Chancellor Kevin Howell and Assistant Vice Chancellor Julie Smith for their work with the state legislature. The state budget showed an incredible vote of confidence in the work that NC State does to prepare the workforce and drive the state's economy. Chair Weisiger also recognized the work of Vice Chancellor Charlie Maimone, Associate Vice Chancellor Doug Morton, University Architect Lisa Johnson and their entire team for the more than \$1 billion at work in campus construction, which is impressive and requires a great deal of focus and dedication.

Chair Weisiger then recognized Chancellor Woodson, who recently received an award from the Association of University Research Parks (AURP) on October 18, 2023. The AURP is the nation's leading nonprofit organization representing research parks and innovation districts, and this leadership award recognizes an individual who has made an outstanding contribution to the success and overall economic impact of a university research and technology park. Chancellor Woodson was selected for his leadership in driving the astounding success and impact of NC State's Centennial Campus.

Chair Weisiger also reminded the Board of the attendance requirements outlined by the Board of Governors and General Assembly.

This concluded Chair Weisiger's report.

CHANCELLOR'S REPORT – DR. RANDY WOODSON

Chancellor Woodson began his report by welcoming the newest member of our Board of Trustees, Marie Arcuri, and shared his gratitude for the Trustees and their service to the university.

Chancellor Woodson shared that Red & White Week was once again a phenomenal week of celebration and thanked Vice Chancellor Brian Sischo and University Special Events Director, Ellen Klingler. Chancellor Woodson also shared that he attended the National Inventors Hall of Fame induction ceremony, which included NC State faculty member, Dr. Rodolphe Barrangou, along with fifteen other new members, 4 of which recently won the Nobel Prize. Dr. Barrangou is NC State University's seventh member inducted into this Hall of Fame.

Chancellor Woodson then shared updates from around campus including introducing Dr. Bradley Davis, NC State's new Faculty and Staff Ombuds. In the Faculty and Staff Ombuds role, Bradley will offer independent and confidential support for faculty and staff as they navigate workplace concerns or conflicts. Prior to this role, Bradley served as the Associate Director of Student Conduct at NC State, where he educated the university community about policies and procedures to promote safety, accountability, and student success.

As mentioned at the last meeting, Chancellor Woodson reported that NC State began its partnership with the JED Foundation this fall. The JED Foundation is a non-profit organization that protects emotional health and prevents suicide for teens and young adults in the United States. This organization has assisted the university with postvention strategies and the critical ways that we help protect the privacy of families. The Chancellor reported the university has participated in multiple interviews with our JED liaison to evaluate what is being done to support students on campus. Based on the findings of those interviews, we have also received recommendations on our next steps forward. Chancellor Woodson shared his gratitude with Student Body President Timothy Reid for Student Government's efforts. While this semester is just the beginning of a multi-year effort with the JED Foundation, Chancellor Woodson is already encouraged by this partnership's impact on our campus community.

Chancellor Woodson stated that with the state budget approved in late September, its effects will bring numerous positive impacts for NC State. The university will receive exceptional funding to expand educational and research opportunities, as well as to support the construction of our new learning spaces alongside some repairs and renovations. Chancellor Woodson stated that our hardworking faculty and staff received the first installment of the much-needed salary increases with the new budget -- a total of 7% for eligible EHRA faculty, EHRA non faculty and SHRA employees; 4% this year, and 3% next year. Chancellor Woodson said he was tremendously grateful for the support of the legislature and their acknowledgement of our commitment toward North Carolina's future and success; he also thanked Kevin Howell and Julie Smith for all that they do in ensuring our university's critical role as an economic driver across the state of North Carolina. Chancellor Woodson also thanked Associate Vice Chancellor Tim Danielson and his team for their efforts to enact these increases in a timely manner, which are retroactive from July 1, 2023.

Chancellor Woodson reported that NC State has also garnered attention on a national level. NC State University was recently awarded a \$40M grant from the Department of Defense to serve as the leader of a regional innovation hub specializing in wide bandgap conductors. Wide bandgap semiconductors are used to power electronics, communication systems and radars, as well as photonic devices used for sensing, artificial intelligence, and future quantum technologies. These semiconductors replace traditional silicone chips, offering higher voltage and temperature capacity to accomplish work more efficiently. The regional hub will be referred to as CLAWS (Commercial Leap Ahead for Wide Bandgap Semiconductors) and includes a university partner in N.C. A&T State University, as well as six industry partners: Wolfspeed, Coherent Corp., General Electric, Bluglass, Adriot Materials, and Kyma Technologies, Inc. Chancellor Woodson also stated that while this research will be beneficial nationwide, it will also support NC State at its core, enhancing our ability to perform a wide range of our own research that is vital to our mission.

Chancellor Woodson reminded the Trustees of the upcoming 5-year review for Vice Chancellor for Information Technology Marc Hoyt. Trustees will receive a survey in the coming weeks to share their feedback on Vice Chancellor Hoyt's performance.

In closing, Chancellor Woodson thanked all of the Trustees for their service and everything they do for NC State University.

That concluded the report from Chancellor Woodson.

COMMITTEE REPORTS

BUILDINGS AND PROPERTY COMMITTEE - CHAIR VEN POOLE

The Buildings and Property Committee met on November 2, 2023 and a quorum was present. Chair Ven Poole recognized Trustee Arcuri as a new additional member to the Buildings and Property Committee. The Committee reviewed and approved the September 7, 2023 and October 17, 2023 open session meeting minutes and reviewed and approved two property matters for Full Board approval.

Chair Ven Poole presented the acquisition by lease of approximately 6,700 rentable square feet on

Centennial Campus for University Advancement and a renewal of an existing lease of approximately 9,400 rentable square feet of office and classroom space on Hillsborough Street for the Office of Global Engagement programs, Global Training Institute and Intensive English Program. Chair Ven Poole asked for a motion to approve these two property matters and a second was not required. Chair Weisiger called on the Assistant Secretary, Paula Gentius, to record the vote. All members were in favor.

Arcuri	AYE	Murphy	AYE
Close	AYE	Poole	AYE
Dixon	AYE	Powers	AYE
Harrell	ABSENT	Reid	AYE
Herring	AYE	Safran	AYE
Humphrey	AYE	Stack	AYE
Johnston	AYE	Weisiger	AYE

The motion passed.

The committee reviewed and approved five designer selections of \$2 million or less and plans and one specification of formal projects of \$2 million or less since the September 7, 2023 meeting.

The committee reviewed and approved two designer selections for the Administrative Services Space Analysis and the Kilgore, Scott, and Thomas Hall HVAC Renovations. The committee reviewed and approved one plan approval request for the College of Agriculture and Life Sciences extension units: 4-H and Future Farmers of America. The committee also reviewed and approved 14 completed buildings and projects accepted at the combined value of \$120,051,167, and two non-appropriated capital improvement projects that are less than \$750,000.

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

That concluded Committee Chair Poole's report from the Buildings and Property Committee.

UNIVERSITY ADVANCEMENT AND EXTERNAL AFFAIRS COMMITTEE – CHAIR ED STACK

The Advancement and External Affairs Committee met on November 2, 2023 with a quorum present. The committee then approved minutes from the September 7, 2023 meeting, in addition to reviewing and recommending for full board approval two naming opportunities proposals: one for the College of Agriculture and Life Sciences, and one for NC State Athletics and the Wolfpack Club.

Chair Stack requested a motion for the approval of the two naming opportunities proposals and a second was not required. Chair Weisiger called on the Assistant Secretary, Paula Gentius, to record the vote. All members were in favor.

Arcuri	AYE	Murphy	AYE
Close	AYE	Poole	AYE
Dixon	AYE	Powers	AYE
Harrell	ABSENT	Reid	AYE
Herring	AYE	Safran	AYE
Humphrey	AYE	Stack	AYE
Johnston	AYE	Weisiger	AYE

The motion passed.

Vice Chancellor for University Advancement Brian Sischo gave an update on the Chief Communications and Marketing Officer search which is a collaboration between the search firm Isaacson, Miller and University Advancement Talent Management, and then reviewed the events of 2023 Red and White Week. Vice Chancellor Sischo highlighted the changes in the distinguished professorships, shared the guidance provided by the UNC System Office on the eligibility for new distinguished professorships, and outlined the effects on existing professorship agreements currently in the queue, building to endowment or in planned gifts which no longer qualify for the state match under the new guidelines. Vice Chancellor

Sischo concluded with a summary of the Celebrating Transformation Initiative that will begin mid-November.

Vice Chancellor for External Affairs, Partnerships and Economic Development Kevin Howell shared an external affairs and legislative update which summarized the significant budget accomplishments of the legislative long session, specifically emphasizing the transformational impacts to the physical campus. He also discussed non-capital highlights as well as overarching UNC System initiatives that NC State helped bring to fruition. Lastly, Vice Chancellor Howell reviewed some of the significant legislative challenges he and Associate Vice Chancellor Julie Smith managed during the session.

Associate Vice Chancellor for University Development Jim Broschart provided a brief overview of the structure, makeup, and work of University Development and discussed how University Development coordinates university-wide fundraising efforts. He highlighted the newfound momentum in Corporate and Foundation Relations and outlined the Frontline Fundraiser Career Path, an instrument developed to attract and retain frontline fundraisers at NC State.

Finally, the committee met in closed session and approved five donor naming requests, which were presented to the full board in closed session.

That concluded Committee Chair Stack's report from the University Advancement and External Affairs Committee.

UNIVERSITY AFFAIRS COMMITTEE – ACTING CHAIR DERICK CLOSE

The University Affairs Committee met on November 2, 2023 and a quorum was present.

Under the committee's consent agenda, the committee approved the September 7, 2023 open and closed session meeting minutes; conferral of tenure to a new faculty member; the request to continue the General H. Hugh Shelton Leadership Center; and the request to disestablish the Center for Dielectrics and Piezoelectrics.

The committee received an overview of the process undertaken and recommendations presented by the Tuition Review Advisory Committee and Fee Review Committee for the 2024-2025 academic year. The documents and the Chancellor's recommendations to the Board were included in the meeting materials. During the committee meeting, Chancellor Woodson stated his support for the following recommendations from the Tuition Review Advisory Committee:

- A 0.0% increase for Undergraduate Residents, which is in accordance with UNC System Office instructions
- A 4% increase for Undergraduate Nonresidents
- A 4% increase for Graduate Residents
- A 4% increase for Graduate Nonresidents

The additional tuition revenue would be used to contribute to need-based Financial Aid; to provide funding to the Graduate Student Support Plan; to improve the quality and accessibility of the NC State educational experience; and to provide funding for faculty promotional increases.

The Chancellor also stated his support for the Tuition Review Advisory Committee's premium tuition increase recommendations for two programs:

- Master of Science in Mechanical Engineering (\$3,000/year)
- Master of Science in Aerospace Engineering (\$3,000/year)

The Chancellor also stated his support for recommendations he received from the Fee Review Committee, which are in compliance with the UNC System Office requirements and include a \$4.00 per year increase to the Transit Operations fee and a decrease of \$96.00 per year from the Athletics Indebtedness expiring Debt Service Fee, ultimately resulting in a net decrease in student fees for 2024-

2025 in the amount of -\$92.00.

Chancellor Woodson also stated his support for the proposed modest increases to the 2024-2025 University Housing and Dining student rates. The housing and dining programs are self-supporting and need the increases to manage increased operating costs due to supply chain, labor market and inflationary pressures. Specific to university dining rates, the proposed increase on a weighted average basis is 3.32%. Regarding university housing rates, the proposed annual rate increases range between 3% - 4% for FY 2024-2025.

Acting Chair Close requested a motion for approval of the 2024-2025 campus initiated tuition increase requests and premium tuition increases and a second was not required. Chair Weisiger called on the Assistant Secretary, Paula Gentius, to record the vote. All members were in favor.

Arcuri	AYE	Murphy	AYE
Close	AYE	Poole	AYE
Dixon	AYE	Powers	AYE
Harrell	ABSENT	Reid	AYE
Herring	AYE	Safran	AYE
Humphrey	AYE	Stack	AYE
Johnston	AYE	Weisiger	AYE

The motion passed.

Acting Chair Close requested a motion for approval of the 2024-2025 student fee recommendations. Chair Weisiger called on the Assistant Secretary, Paula Gentius, to record the vote. All members were in favor.

Arcuri	AYE	Murphy	AYE
Close	AYE	Poole	AYE
Dixon	AYE	Powers	AYE
Harrell	ABSENT	Reid	AYE
Herring	AYE	Safran	AYE
Humphrey	AYE	Stack	AYE
Johnston	AYE	Weisiger	AYE

The motion passed.

Acting Chair Close requested a motion for approval of the 2024-2025 student housing and dining rate requests. Chair Weisiger called on the Assistant Secretary, Paula Gentius, to record the vote. All members were in favor.

Arcuri	AYE	Murphy	AYE
Close	AYE	Poole	AYE
Dixon	AYE	Powers	AYE
Harrell	ABSENT	Reid	AYE
Herring	AYE	Safran	AYE
Humphrey	AYE	Stack	AYE
Johnston	AYE	Weisiger	AYE

The motion passed.

The committee also approved changes to the Department of Athletics Non-Coaching Staff Bonus Structure. These changes will go into effect immediately for the 2023-2024 academic year.

Chancellor Woodson shared details with the committee regarding the December 2023 commencement ceremony. Commencement will be held on Saturday, December 16, at 9 a.m. in PNC Arena. Debbie Antonelli will deliver the keynote address this year. Ms. Antonelli is an NC State alumna who played basketball for Coach Kay Yow. She is a national basketball analyst and widely recognized as an expert at the collegiate and professional levels. Debbie is also a passionate advocate for adults with intellectual

and developmental disabilities. In addition, two honorary degree recipients will be recognized at fall commencement: Dr. Jim Owens, a three-time NC State alumnus and former chairman and chief executive officer of Caterpillar, Inc. and Dr. Amadou Sall, internationally renowned virologist and public health leader and CEO and Director of the Institut Paesteur de Dakar.

In his report, Provost Arden provided an update on faculty retentions, which showed our continued success in retaining outstanding faculty. Over the last ten years, 71% of counter offers were successful and 98% of the pre-emptive retentions were successful. The overall success rate of counter offers and pre-emptive retentions was 90% over this ten-year period.

Provost Arden also reported that five-year leadership and program reviews are underway for the NC State Libraries and the Poole College of Management. The committee received reports from the Faculty and Staff Senates about their ongoing activities, and a report from Margaret Baker, president of the Graduate Student Association, regarding graduate student life on campus.

In Closed Session, the committee discussed the eligibility of three Tier I SAAO employees, who fall under the delegated authority of the University Affairs Committee, to participate in the Senior Administrative Officer Retirement Program. Upon returning to Open Session this item was approved by the committee.

That concluded Committee Acting Chair Close's report from the University Affairs Committee.

AUDIT, RISK MANAGEMENT AND FINANCE COMMITTEE – CHAIR TIM HUMPHREY

The Audit, Risk Management and Finance Committee met on November 2, 2023 and a quorum was present. The committee approved minutes from the September 7, 2023 meeting.

Cecile Hinson, Chief Audit Officer and Director, reviewed the status of the audit plan – closed, active, and pending engagements, as well as other progress metrics. She also went over the positive results of the department's Self-Assessment and Maturity Model required by the state Council of Internal Auditing that shows the current year's compliance with international standards and best practice achievements. Finally, she provided an overview of the results documented in five reports issued since September 2023.

Vice Chancellor for Finance and Administration Charles Maimone presented the FY24 quarterly All-Funds Operating Budget Summary. The committee reviewed this year's actual performance against the approved budget for the first quarter of the fiscal year. Vice Chancellor Maimone also shared that the FY2023 Financial Audit is ongoing with an anticipated release date in late November. The State Auditor will present the results at the February meeting. In order to plan for required renovations to University Towers, the Vice Chancellor requested approval to pursue interim financing through the Board of Governors to secure contracted services in advance of the purchase date of University Towers. The Office of State Budget and Management requires this financing authority to be established before any contracts can be signed.

Vice Chancellor and General Counsel Allison Newhart provided the committee with an update on the Compliance Program, highlighting recently updated annual notices, reports, and resources available on the Compliance & Integrity Website.

The committee received a report on the Clery Act and an overview on campus safety by David Rainer, Associate Vice Chancellor for Environmental Health and Public Safety. As required by the Clery Act, the Annual Security and Fire Safety Report is published yearly and posted to the university website. A link was provided in the ARMF meeting materials. Chief of Police Daniel House reported on the University Police Department's training initiatives to educate faculty and staff on how to respond to an emergency, and other community engagement activities during the past year. He also discussed current initiatives he has underway to engage the campus community.

That concluded Committee Chair Humphrey's report from the Audit, Risk Management and Finance Committee.

BOARD OF VISITORS REPORT, JIM HANSEN, CHAIR

Chair Hansen reported the Board of Visitors met on Friday, October 6, 2023, for its regular biannual meeting. The Board of Visitors welcomed three new Board members to the group this year: Rashida Hodge, leader of Azure Data and AI Customer Success for the Microsoft Customer and Partner Solutions Business; Hal Lawton, President and Chief Executive Officer of Tractor Supply Company; and Robin Perkins, Senior Vice President of Gildan, Inc.

At the recent meeting, Board of Trustees Chair Ed Weisiger provided the Board of Visitors with highlights of the work done by the Board of Trustees since the group last met in March. He also shared updates on the trustees who completed their terms in June along with the new and returning members whose terms began in July, noting the new committee chairs for this year.

Chancellor Woodson offered an update on leadership changes and introduced the Board of Visitors to the university's three new deans. He then shared details regarding NC State's recent rise in the U.S. News and World Report rankings. The Chancellor highlighted the phenomenal outcome for the University in the recently passed state budget, reflecting transformative investments that will benefit all aspects of NC State for years to come. Lastly, he spoke about the continuing efforts which NC State is undertaking to support the mental health and well-being of our campus community.

The Board then received an update from Dr. Don Hunt, Senior Vice Provost for Enrollment Management and Services, and Jon Westover, Associate Vice Provost and Director of Undergraduate Admissions, on the university's fall class and current enrollment. Dr. Hunt presented detailed statistics related to the fall semester's class, offering insights into the university's admissions process and enrollment trends.

Dean Kate Meurs presented an overview of the College of Veterinary Medicine, highlighting recent exciting developments, including increased class sizes and future facilities improvements. After the meeting, several Board of Visitors members had the opportunity to tour the College of Veterinary Medicine.

The Board of Visitors were honored to have NC Senate President Pro Tempore Phil Berger provide an informative update to the Board on the recent activities of the North Carolina General Assembly. His update focused on the newly enacted state budget, including appropriations specific to NC State University.

NC State's Athletics Director, Boo Corrigan, discussed the significant, ongoing changes in college athletics, particularly in relation to the transfer portal, name image and likeness issues, and conference realignment.

To close the meeting, Chancellor Woodson engaged in an in-depth discussion with the Board of Visitors, exploring the current opportunities and challenges associated with higher education, and emphasizing our commitment to continued growth and excellence. Chair Hansen thanked the Trustees for their ongoing support.

That concluded Chair Hansen's report from the Board of Visitors.

STUDENT GOVERNMENT REPORT - TIMOTHY REID, STUDENT BODY PRESIDENT

Student Body President Timothy Reid reported that Student Government has been busy as students returned to campus ready to engage with their community in positive and meaningful ways. Student Government looks forward to continuing to advocate for students at every level, ensuring that they are able to enjoy an experience that promotes their holistic development as students and individuals. President Reid provided updates from Student Government, including the fall elections for first-year Student Senate seats and the establishment of Student Body Select Department on Mental Health Implementation.

In closing, President Reid reviewed several key points for the Trustees, including that students remain energized and driven; that students' main concern continues to be the prioritization of their wellness

needs; and that Student Government is well equipped to continue to affect positive change into the next semester. President Reid stated that opportunities for Student Government remain focused on student engagement and connecting students with resources at the university level, especially those concerning student health and wellness.

That concluded President Reid's report from Student Government.

CLOSED SESSION

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

Arcuri	AYE	Murphy	AYE
Close	AYE	Poole	AYE
Dixon	AYE	Powers	AYE
Harrell	ABSENT	Reid	AYE
Herring	AYE	Safran	AYE
Humphrey	AYE	Stack	AYE
Johnston	AYE	Weisiger	AYE

The motion passed.

RECONVENE IN OPEN SESSION

At 11:25 a.m. the Board came out of closed session.

With no further business in open session, Chair Weisiger adjourned the meeting at 11:26 a.m.

Respectfully submitted,

DocuSigned by:
Paula Gentius
Assistant Secretary

DocuSigned by:
Timothy L Humphrey
Secretary

Approved:

DocuSigned by:
Edward Weisiger
Chair of the Board