MINUTES OF THE MEETING OF THE UNIVERSITY OF NORTH CAROLINA AT PEMBROKE BOARD OF TRUSTEES' RETREAT

June 7, 2012 at 8:30 AM

A meeting of The University of North Carolina at Pembroke's Board of Trustees was held on June 7, 2012, at the Chancellor's Residence. Trustees assembled at 8:30 AM. This meeting was publically noticed in accordance with state law, through the same means used for regular meetings.

ROLL CALL

Roll was called as follows:

Present:

Wiley Barrett

Kellie Blue

Robert Caton

Robin Cummings

Gary Locklear

Donna Lowry

Dwight Pearson

Raymond Pennington

Lorna Ricotta

Newy Scruggs

Caroline Williamson

Paul Willoughby

Also, attending were: Chancellor Kyle R. Carter; Mrs. Sarah Carter; General Counsel Joshua D. Malcolm, Assistant Secretary to the Board of Trustees; Special Assistant to the Chancellor Greg Carter, Chancellor's Office; and Recording Secretary to the Board of Trustees Janet Taylor, Chancellor's Office.

WELCOME/OPENING REMARKS

Mrs. Sarah Carter provided a brief welcome.

NO MEMBERS OF THE PRESS WERE PRESENT

PLEDGE OF ALLEGIANCE

The group joined together in the Pledge of Allegiance.

ETHICS STATEMENT

Chairman Cummings reminded the Trustees of their duty under the State Government Ethics Act to avoid conflicts of interest and/or the appearance of a conflict of interest. No member made known any conflicts of interest.

OATH OF OFFICE

The oath of office was administered to Wiley Barrett.

APPROVAL OF ADDITIONS/DELETIONS TO THE AGENDA

None

SELF ASSESSMENT WORKSHOP

Chancellor Kyle R. Carter introduced Dr. William "Bill" Shelton, who has been selected to facilitate the self-assessment which is required every four-year in accordance with *UNC Policy Manual 200.4(ii)*. Dr. Shelton gave the Board more details about his background in higher education, including experience as President at Eastern Michigan University, Interim Chancellor at East Carolina University, and a facilitator of workshops arranged by the Association of Governing Boards of Public Colleges and Universities.

Prior to the workshop each trustee was asked to complete a survey titled AGB Self-Study Criteria by Governing Boards of Public Colleges and Universities. Dr. Shelton entitled his workshop "*Doing More with Less: Paradigm, Panacea, or Pandemonium?*" Dr. Shelton reviewed the aggregated results of the survey:

- The 2012 Trustee responses are strikingly similar to the UNC Pembroke Board of Trustees' 2004 and 2009 Self-Study findings;
- Responses indicate a high level of perception and consensus among the trustees;
- Differences were largely attributable to "Don't Know/Can't Judge" rather than disagreement;
- Reaffirmed that the UNC Pembroke mission is clearly understood, articulates the nature of the institution, and is reflected in the programs and processes;
- Rated the Board's performance in all areas of responsibility as defined by the survey as "Good" or "Excellent/Very Good;"
- Indicated that the majority rated his/her performance as a trustee as "Effective" and the others responded "Average" with a reasonably clear sense of obligations and responsibilities;
- Expressed confidence in the Board's processes, procedures, and methods for conducting its business:
- Emphasized a high level of confidence in the leadership of the Chancellor and mutual respect between the CEO and governing board;

- Agreed that the institutional and facility planning processes are appropriate with adequate provision for Board involvement;
- Indicated overall satisfaction with the fiscal management process and communication; and
- Reflected a belief that the institution has the confidence of the majority of external constituencies.

After completing the review of the survey results, Dr. Shelton reviewed the list of perceptual differences and/or areas of concern:

- As in past self-studies, academic governance, processes, and communication channels were areas of the most uncertainty of trustees;
- Relations and communication with state officials (including the Governor) might be improved;
- Not fully comfortable with fund-raising efforts and the Board's relation with the foundation;
- Belief that relations with and support from the alumni could be improved;
- Trustees not clear on risk management function and process;
- Unsure if Board or committees meet privately with internal and external auditors on timely issues;
- Uncertain if plans are in place to address maintenance deficiencies; and
- Lack of appropriate assessment process for Chief Executive.

Top Issues Confronting Institution

- Funding (state appropriations, tuition, budget cuts);
- Enrollment (student recruitment and retention); and
- Senior staff retirements and replacement.

After lunch, Chairman Robin Cummings asked the Board to move into closed session. The Board of Trustees approved unanimously the motion to go into closed session to prevent the disclosure of information that is privileged or confidential pursuant to the law of this State and/or to consider the qualifications, competence, performance, character, fitness, conditions of initial employment of an individual public officer or employee or prospective public officer or employee pursuant to the laws of this State (requires a motion to move into closed session for the purpose listed in NCGS Section 143-318.11(a)(1) and (6) will require approval in OPEN SESSION).

CLOSED SESSION

(Minutes of the Closed Session are stated in a separate document.)

The Board of Trustees unanimously approved adjourning the closed session portion of the meeting for the purpose of returning to open session.

Chairman Cummings announced there was no action taken during closed session.

ADJOURNMENT

There being no further business to come before the Board, Chairman Cummings proposed a privileged motion to adjourn, and there were no objections.

Respectfully submitted,

Joshua D. Malcolm

Assistant Secretary

Janet L. Taylor

Recording Secretary

Attachments:

- 1. Agenda, June 7, 2012
- 2. 2012 UNC Pembroke Board Survey
- 3. Governance Workshop UNC Pembroke June 7, 2012