

**MINUTES OF THE MEETING OF  
THE UNIVERSITY OF NORTH CAROLINA AT PEMBROKE  
BOARD OF TRUSTEES  
James B. Chavis University Center, Chancellor's Dining Room  
Friday, April 13, 2018 at 10:30 AM**

The meeting of the University of North Carolina at Pembroke Board of Trustees was held in the James B. Chavis University Center, Chancellor's Dining Room. Chairman Jim Jones called the meeting to order at 10:30 a.m.

**PLEDGE OF ALLEGIANCE**

Trustee Allen Jamerson led the group in the Pledge of Allegiance.

**ROLL CALL**

Roll was called, and the following Trustees were present, as indicated:

Jim Jones  
Don Metzger  
Alphonzo McRae  
Wiley Barrett  
Bob Caton  
Pat Corso  
Mary Ann Elliott (via teleconference)  
Dajer Fernandez  
Allen Jamerson  
George Little  
Larry Stone  
Jim Thomas

Also in attendance: Chancellor Robin G. Cummings; Dr. David Ward, provost and vice chancellor for Academic Affairs; Dr. Lisa Schaeffer, vice chancellor for Student Affairs; Dr. Stewart Thomas, vice chancellor for Finance and Administration; Mark Gogal, interim vice chancellor for Advancement; Dick Christy, director of Athletics and interim chief of staff; Megan Fees, chief audit officer; Dr. Scott Billingsley, associate provost; Joshua Malcolm, general counsel and assistant secretary to the Board of Trustees; and Tina Rodgers, recording secretary to the Board of Trustees.

**INTRODUCTION OF GUESTS INCLUDING MEMBERS OF THE PRESS**

Chairman Jones recognized Dr. Schaeffer to introduce UNCP senior Angel Crespo. Angel recently won third place at the 2018 Peach Belt Art Exhibition. He briefly discussed the three pieces he brought for display, explaining their meaning and the materials used.

## **ETHICS STATEMENT**

Chairman Jones 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. Trustees were asked to read the preprinted ethics statement. No member made known any conflicts.

## **ADDITIONS/DELETIONS TO THE AGENDA**

There were no additions or deletions to the agenda (**Attachment 6**).

## **REQUEST FOR APPROVAL OF MINUTES**

Minutes were presented for the following meetings:

- Board of Trustees Meeting Minutes, February 16, 2018
- Board of Trustees Meeting Minutes, Closed Session, February 16, 2018
- Nominating Committee Special Called Meeting Minutes, March 26, 2018

### **ACTION 2018-10**

Upon motion made by Alphonzo McRae, seconded by Don Metzger, and unanimously carried, the Board of Trustees approved the Board of Trustees Meeting Minutes for the following meetings: February 16, 2018; Closed Session, February 16, 2018; Special Called, Nominating Committee, March 26, 2018 (**Attachments 7-9**).

## **CHANCELLOR'S REPORT**

Chancellor Cummings directed the Trustees to read the full Chancellor's Report provided in their meeting materials (**Attachment 10**).

## **COMMITTEE REPORTS**

### **Audit and Ethics**

Committee Chair Corso provided updates the committee received from Megan Fees, chief audit officer. Mrs. Fees reviewed the list of activities performed by her office since the February committee meeting. The committee also heard a presentation from Nancy Crouch, AVC for Technology Resources and chief information officer. She discussed UNC Policy 1400.2, which directs the UNC System Office and constituent institutions to establish an information security program and designate a senior officer who will be responsible for the program.

### **Educational Planning and Personnel**

Committee Chair McRae reported the committee heard several updates on various Academic Affairs and personnel matters. Provost Ward presented proposed revisions to the university's Promotion and Tenure Policy, which included the addition of departmental disciplinary statements as another component of the consideration and approval process. Jean Marie Floyd, Staff Council

chair, provided updates on several upcoming events and announced Sgt. Stephen Brooks, Police and Public Safety, as Employee of the Quarter. The committee also heard from Dr. Aaron Vandermeer, Faculty Senate chair, regarding changes to the faculty constitution that are currently being considered by the Senate. There were also reports regarding non-faculty Tier II new hires and the Entrepreneurship Incubator.

Committee Chair McRae then presented several action items for the Board's consideration.

**ACTION  
2018-11**

As recommended by the Educational Planning and Personnel Committee, and upon motion made by Alphonzo McRae, the Board of Trustees unanimously approved and conferred graduate and undergraduate degrees upon those individuals certified by Provost David Ward as meeting all the university's requirements for such conferral at the spring commencement ceremonies to be held May 4 and May 5, 2018 (**Attachment 11**).

**ACTION  
2018-12**

As recommended by the Educational Planning and Personnel Committee, and upon motion made by George Little, the Board of Trustees unanimously approved the revisions to the policies as listed: Faculty Evaluation Policy; Faculty Tenure and Promotion Policy; and Policy on Appointment, Reappointment, Promotion and Tenure of Professional Librarians, as presented by Provost Ward, subject to any additional review and approval of the UNC System Office and/or the President of the UNC System Office (**Attachment 12**).

Finance and Administration

Committee Chair Metzger reported the group heard several updates related to the endowment, operating budget, and capital projects. A capital fund for the One Stop Hub project in Lumbee Hall received a \$280,000 boost from the general fund, and administration plans to carry-forward up to 2.5 percent of state appropriations to next fiscal year for operating expenses and/or capital projects.

The endowment has earned 6.52 percent since July 1, 2017, and was valued at \$23.9 million as of March 31. The endowment received \$456,000 in the first nine months of the fiscal year, and \$715,000 has been awarded in scholarships and professorships for the same period. UNCP's rating on the 2010B limited obligation bonds was given a "BBB-," with a stable outlook. The university's issuer credit rating was given an "A-," also with a stable outlook.

The Prospect Road/Odum Road improvement project, which will be managed by NC DOT, is set to begin with a ribbon cutting on April 20. The University Gateway project will be constructed in coordination with the DOT's road improvement. The project designer will develop drawings for a roundabout to be located at the intersection of Prospect Road and University Drive, and will submit

them to DOT for approval. The new School of Business building project is now estimated to cost \$37.6 million (as opposed to the 2016 estimate of \$36 million). The construction manager at risk sites hyper-inflation in the construction market and an increase in building square footage as the causes.

The West Hall design team submitted advanced planning documents to the State Construction Office for review. The project is now estimated to exceed the \$10 million of Repair and Renovation Funds due to costs associated with materials and bringing the building up to code. In addition, five firms are being considered for the project's construction manager at risk, and will be interviewed by the building committee with a recommendation expected in the next few weeks.

#### Public Affairs and Advancement

Committee Chair Corso reported on several updates from the departments of University Communications and Marketing and Development. Jodi Phelps, executive director of UCM, stated there were a total of 1,775 virtual tours and over 1,600 inquiries as a result of visits to the website. She also stated GPAC has seen numerous increases in the areas of season subscriptions by 12 percent, sponsorships by 60 percent and advertising by 62 percent.

Interim Vice Chancellor Mark Gogal reported fundraising gifts for the fiscal year have increased by 49 percent and cash gifts have increased by 39 percent, to include a \$300,000 gift from Wyatt and Mary Upchurch that will go toward funding for the new School of Business building.

Committee Chair Corso then presented several action items for the Board's consideration.

#### **ACTION 2018-13**

As recommended by the Public Affairs and Advancement Committee, and upon motion made by Pat Corso, the Board of Trustees unanimously approved the naming of the recruiter war room in the new School of Business building, in accordance with UNC Pembroke POL 03.00.01 – Facility and Program Naming Policy, as recommended by Interim Vice Chancellor Mark Gogal and Chancellor Robin G. Cummings. This facility shall be known as “The First Bank Recruiter War Room” for a period of five years to commence upon the official opening of the building once constructed, as described in the letter of request from Chancellor Cummings (**Attachment 13**).

#### **ACTION 2018-14**

As recommended by the Public Affairs and Advancement Committee, and upon motion made by Pat Corso, the Board of Trustees unanimously approved the motion to name the faculty lounge in the new School of Business building, in accordance with UNC Pembroke POL 03.00.01 – Facility and Program Naming Policy, as recommended by Interim Vice Chancellor Mark Gogal

and Chancellor Robin G. Cummings. This facility shall be known as “The Scotland Health Faculty Lounge” for a period of five years to commence upon the official opening of the building once constructed, as described in the letter of request from Chancellor Cummings (**Attachment 14**).

**ACTION  
2018-15**

As recommended by the Public Affairs and Advancement Committee, and upon motion made by Pat Corso, the Board of Trustees unanimously approved the naming of the student conference room in the new School of Business building, in accordance with UNC Pembroke POL 03.00.01 – Facility and Program Naming Policy, as recommended by Interim Vice Chancellor Mark Gogal and Chancellor Robin G. Cummings. This facility shall be known as “The Scotland Health Student Conference Room” for a period of five years to commence upon the official opening of the building once constructed, as described in the letter of request from Chancellor Cummings (**Attachment 15**).

**ACTION  
2018-16**

As recommended by the Public Affairs and Advancement Committee, and upon motion made by Don Metzger, the Board of Trustees unanimously approved, with ab the naming of the basketball administrative suite located in the Jones Health & PE Center, in accordance with UNC Pembroke POL 03.00.01 – Facility and Program Naming Policy, as recommended by Interim Vice Chancellor Mark Gogal and Chancellor Robin G. Cummings. This facility shall be known as “The Wiley and Dianne Barrett Basketball Administrative Suite” in perpetuity, as described in the letter of request from Chancellor Cummings (**Attachment 16**).

Student Life and Athletics

Committee Chair Barrett reported the committee heard from Dr. Robert Canida, Office for Diversity and Inclusion, and several students on their experiences with the office and how it continues to offer services and programs to promote diversity on campus. Director Christy provided updates on several athletic programs including women’s golf who is set to compete in the Peach Belt Championship, wrestling, and track and field. In addition, the committee received an update on the Campus Recreation/Athletics construction project, which is set to bring a centralized bathroom facility, upgraded seating and lighting to the baseball and softball facilities, as well as a turfed recreation field and other improvements. Director Christy explained the majority of the funding for this project will come from reallocated debt-service fee, which was approved by the Board during its meeting of November 2017, and subsequently approved by the Board of Governors in March.

## **DIVISION REPORTS**

Chairman Jones asked if there were any questions or comments regarding the division reports (**Attachment 17**). There were none.

## **CONFLICT OF INTEREST NOTICE**

Chairman Jones recognized Joshua Malcolm to discuss two conflict of interest notices as it relates to trustees Mary Ann Elliott and Allen Jamerson. Mr. Malcolm stated, as a matter of record, the State Board of Elections and Ethics Enforcement issued a letter to BOG Chairman regarding the evaluation of the trustees' filed statements of economic interest. Mr. Malcolm stated for both Trustee Elliott and Trustee Jamerson, the evaluations revealed no actual conflict of interest, but there did exist a potential for a conflict as a result of their respective stock holdings in publicly traded companies. The trustees were warned to exercise caution in the event any company they or their "immediate family have a financial interest in comes before the Board for official action or seeks to conduct business with the Board."

## **CHAIRMAN'S REPORT**

Chairman Jones then recognized outgoing Student Government President Dajer Fernandez for his service to the Board, as this was his final BOT meeting. Mr. Fernandez addressed the Board with comments and received a plaque commemorating his service. He thanked the trustees for the opportunity to serve alongside them, and stated he was encouraged by the leadership of incoming SGA president, Omar Torres.

Chairman Jones also announced to the Board that, after much consideration, he has decided to resign his position as trustee, effective June 30, 2018. Chairman Jones thanked the trustees for the opportunity to serve on and lead the Board, and encouraged them to remain engaged members dedicated to the mission of the university.

## **BOARD DISCUSSION**

Chairman Jones began discussion regarding the Board's response to a memo from Steven Long, chair of the BOG Committee on University Governance. Chairman Jones briefly reminded the Trustees of their decision to allow the Chancellor's Cabinet to generate feedback based on their review of the current list of duties and authorities of boards of trustees, which was provided with the University Governance memo. Chairman Jones then recognized Trustee George Little to briefly explain the role of the Board as it relates to university governance.

Chairman Jones then recognized Mr. Malcolm to review the list of duties and authorities currently delegated to boards of trustees. Mr. Malcolm then explained, subsequent to the February meeting, the Cabinet was instructed to collaborate with leadership in their divisions when crafting their responses to the memo. The Cabinet then reviewed those responses during their meeting on March 20. After an additional administrative review, it was recommended that the Board consider submitting the three items being presented today as recommendations of actions that should be further delegated to the boards (**Attachment 18**). After additional discussion, the Board reached a

consensus to submit the recommendations, as presented, along with any additional recommendations submitted by the Trustees within the next 72 hours.

**ACTION  
2018-17**

Upon motion made by Don Metzger, seconded by George Little and unanimously carried, the Board of Trustees approved the three recommendations to be submitted in response to the memo from UNC Board of Governor Steven Long – dated February 8, 2018 – related to university governance and delegation of authority to boards of trustees. Furthermore, this motion shall include any additional recommendations received from the UNC Pembroke Trustees by date certain, and as reviewed and approved by Chairman Jones and Vice Chairman Don Metzger.

**CLOSED SESSION**

Chairman Jones requested the Board move into closed session.

Upon motion made by Alphonzo McRae, seconded by Don Metzger, and unanimously carried, the Board of Trustees approved the motion to move into closed session to discuss confidential personnel matters and to prevent the disclosure of such information which is confidential pursuant to the laws of North Carolina (*NCGS Section 143-318.11(a)(2)(6)*).

*Minutes of the closed session are stated in a separate document.*



Upon motion made, properly seconded and unanimously carried, the Board of Trustees approved the motion to return to open session.

As a result of discussions during closed session, the following motions were made.

**ACTION  
2018-18**

As recommended by the Educational Planning and Personnel Committee, and upon motion made by Allen Jamerson, the Board of Trustees unanimously approved the recommendations of Provost David Ward and Chancellor Robin G. Cummings for promotion and tenure, effective Academic Year 2018-2019, with said individuals being listed on the attachment that was provided to the Board (**Attachment 19**).

**ACTION  
2018-19**

As recommended by the Educational Planning and Personnel Committee, and upon motion made by Larry Stone, the Board of Trustees unanimously approved the awarding of professor emeritus status to Dr. Weston Cook and Dr. Timothy M. Ritter, as recommended by Provost David War and Chancellor Robin G. Cummings (**Attachment 20**).

**ACTION  
2018-20**

Upon motion made by Allen Jamerson, seconded and unanimously carried, the Board of Trustees approved university administration to move forward with the negotiation related to the lease of real property as discussed in closed session.

**REPORT FROM NOMINATING COMMITTEE**

Committee Chair Wiley Barrett discussed the meeting of the Nominating Committee held March 26, during which the committee drafted a slate of names for Board leadership for academic year 2018-2019. Committee Chair Barrett stated after some discussion, the committee reached a consensus to bring the following recommendations to the full Board for approval: Mr. Don Metzger as chair; Mr. Pat Corso as vice chair; and Mr. Alphonzo McRae as secretary.

There being no further discussion, Chairman Jones asked for a motion.

**ACTION  
2018-21**

As recommended by the Nominating Committee, and upon motion made by Wiley Barrett, the Board of Trustees unanimously approved the selection of Board leadership for academic year 2018-2019: Don Metzger as chair; Pat Corso as vice chair; and Alphonzo McRae as secretary, in accordance with POL 01.05.01 – Bylaws of the BOT of UNC Pembroke, and effective July 1, 2018.

**BOARD OF TRUSTEES MEETING SCHEDULE 2018-2019**

The Board was provided a proposed meeting schedule for AY 2018-2019. The schedule was developed in accordance with its Bylaws, which states “The regular meetings are usually held on the third Thursday and Friday of September, November, February and April unless otherwise determined by the Board.” The board observed the proposed April date coincided with Good Friday and Easter weekend. After some discussion, a consensus was reached to make the following motion.



**ACTION  
2018-22**

Upon motion made, properly seconded and unanimously carried, the Board of Trustees approved the 2018-2019 meeting schedule with the exception of the April date, which is to be determined at a later time (**Attachment 21**).

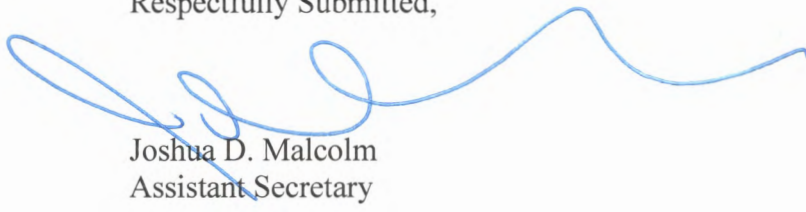
**ANNOUNCEMENTS**

The Board was provided a list of announcements to review. Chancellor Cummings encouraged the Trustees to attend the commencement exercises as a show of support for all the graduates. Chairman Jones addressed the room expressing his sincere gratitude for the opportunity to serve on the Board for the past several years.

**ADJOURNMENT**

There being no further business to come before the Board, Chairman Jones made a privileged motion and the meeting of the Board of Trustees was adjourned at 12:57 p.m.

Respectfully Submitted,

A handwritten signature in blue ink, appearing to read 'Joshua D. Malcolm', is written over a light blue rectangular background.

Joshua D. Malcolm  
Assistant Secretary

A handwritten signature in blue ink, appearing to read 'Tina Rodgers', is written over a light blue rectangular background.

Tina Rodgers  
Recording Secretary

Attachments:

1. Audit and Ethics Committee
2. Educational Planning and Personnel Committee
3. Finance and Administration Committee
4. Public Affairs and Advancement Committee
5. Student Life and Athletics Committee
6. Agenda, Board of Trustees Meeting, April 13, 2018
7. Minutes, Board of Trustees Meeting, February 16, 2018
8. Minutes, Board of Trustees Meeting, Closed Session, February 16, 2018
9. Minutes, Nominating Committee Special Called Meeting, March 26, 2018
10. Chancellor's Report
11. Spring 2018 Candidates for Degrees (graduate and undergraduate)
12. Proposed policy revisions – UNC Pembroke Promotion and Tenure Policy, et. al
13. Naming Recommendation – The First Bank Recruiter War Room
14. Naming Recommendation – The Scotland Health Faculty Lounge

15. Naming Recommendation – The Scotland Health Student Conference Room
16. Naming Recommendation – The Wiley and Dianne Barrett Basketball Administrative Suite
17. Division Reports
18. Response to Long Memo, as prepared by Vice Chancellor Stewart Thomas
19. Recommendations for Promotion and Tenure – as approved
20. Letter of Recommendation to BOT – \*\*\*professor emeritus\*\*\*
21. Board of Trustees Meeting Schedule, 2018-2019 – DRAFT

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