

**MINUTES OF THE MEETING OF
THE UNIVERSITY OF NORTH CAROLINA AT PEMBROKE
BOARD OF TRUSTEES RETREAT
THE REGIONAL CENTER FOR ECONOMIC, COMMUNITY AND
PROFESSIONAL DEVELOPMENT
PEMBROKE, NC
Friday, August 7, 2009, at 9:00 AM**

The meeting of The University of North Carolina at Pembroke's Board of Trustees was held at the Regional Center for Economic, Community and Professional Development at COMtech. Chairwoman Freda Porter called the meeting to order at 9:05 AM.

Chairwoman Porter recognized Rev. Tony Hunt, Galilee Baptist Church, for the invocation.

PLEDGE OF ALLEGIANCE

Dr. J. Breeden Blackwell led the group in the Pledge of Allegiance.

ROLL CALL

Roll was called as follows:

Present:

J. Breeden Blackwell
Robin Cummings
Arlinda Locklear (arrived at 9:15 AM)
Donna Lowry (phone - connected at 9:20 AM)
Thomas Nance
Raymond Pennington
Freda Porter
Lorna Ricotta
Alan Thompson (arrived at 9:50 AM)
Paul Willoughby
Arjay Quizon

Absent:

Newy Scruggs
Richard Taylor

Also attending were: Chancellor Charles R. Jenkins; Vice Chancellor Charles Harrington, Academic Affairs; Vice Chancellor Neil Hawk, Business Affairs; Vice Chancellor Diane Jones, Student Affairs; Vice Chancellor Jackie Clark, Enrollment Management; Vice Chancellor Glen Burnette, University & Community Relations; Vice Chancellor Sandy Waterkotte, Advancement; Joshua D. Malcolm, University Counsel and Assistant Secretary to the Board of Trustees; Dan Kenney, Athletic Director; Robert Orr, Associate Vice Chancellor for Information Resources and Chief Information Officer; and Janet L. Taylor, Chancellor's Office.

INTRODUCTION OF GUESTS INCLUDING MEMBERS OF THE PRESS

Chairwoman Porter welcomed Dr. Tony Curtis, Faculty Senate Chairman.

ETHICS STATEMENT

Chairwoman Porter reminded Board members about their duty under the State Government Ethics Act to avoid conflicts of interest and appearances of conflicts of interest. The pre-recorded Ethics Statement was played. No member made known any conflict of interest or the appearance of conflict.

WELCOME/OPENING REMARKS

Chairwoman Porter provided a brief welcome and some opening remarks.

APPROVAL OF AGENDA

Chairwoman Porter requested approval of the proposed agenda for the regular meeting.

**ACTION
2009-24**

Upon motion made by Breeden Blackwell, seconded by Raymond Pennington, and unanimously carried, the Board of Trustees approved the proposed agenda for the regular meeting (Attachment 1).

PRESENTATIONS

The Retreat continued with a series of presentations:

Session One: Graduate Forum

Four UNCP graduates, Brian Howington, Beth Jacobs, Jason Brady and Aaron Thomas, briefly described their experience at UNCP and how it had positively affected their lives.

Session Two: Budget Reduction Updates

Neil Hawk, Vice Chancellor for Business Affairs, provided an update on the state budget, which reflects the current tough economic times (Attachment 2).

Session Three: Review of SACS and the Quality Enhancement Plan

Drs. Liz Normandy, William Gash and Kathleen Hilton reviewed the SACS process and the Quality Enhancement Plan (Attachment 3).

Luncheon/Speaker – Mr. Wendell Staton, Associate Vice Chancellor for Advancement and Director on Major and Planned Gift, presented “How Planned Giving Can Make a Difference at UNCP” (Attachment 4).

During the luncheon portion of the meeting, Chairwoman Freda Porter recognized several former Trustees with plaques of appreciation for their contribution to higher education. Those present to receive plaques were former Trustee Milton R. Hunt, July 2005 to June 2009; Donald A. Bonner, July 2005 to June 2009; and Marion F. Bass, July 2001 to June 2009. Recognized but not present

were Roger D. Oxendine, July 2005 to June 2009; Sybil J. Bullard, March 1998 to June 2009, and Hannah G. Simpson, July 2008 to June 2009. Former Trustees not present will receive their plaques at a later date. Also, J. Breeden Blackwell was presented a plaque and resolution for his service July 2007 to June 2009 as chairperson (**Attachment 5**).

Session Four: 2009-10 Audit Plan

Mr. Larry Jacobs, Internal Auditor, presented the 2009-10 Audit Plan for UNCP (**Attachment 6**).

Mr. Jacobs explained that in May 2008, the NC General Assembly changed the guidelines/requirements for state agencies receiving \$10M dollars or more in revenue or state appropriated funds. He mentioned that:

- UNCP must have an Internal Auditor;
- The Internal Auditor is required to have a dual reporting relationship, one to the Chancellor and then to the chair of the Board of Trustees audit committee;
- The Internal Auditor must review audit plan with the Board of Trustees annually; the Board of Trustees audit committee must meet at least four (4) times a year and that committee Chair Thompson had agreed to help ensure this would occur; and
- The University must send a report to UNC General Administration certifying compliance with audit regulations at the end of each fiscal year.

Mr. Jacobs referred the Trustees to the proposed 2009-10 Audit Plan (**Attachment 6**) and went through each of the items listed on the plan. He explained the rationale used to place particular areas on the audit plan and asked explicitly if the Trustees had any questions/comments about the plan. Mr. Jacobs went on to explain that for the year ending June 30, 2008, there had been an audit finding of *Inappropriate Information System Access* to the Banner Finance system. Three employees had Banner access after they left the University and 12 employees had more access than needed to perform their job responsibilities. This infraction occurred during the Banner transition. Mr. Jacobs explained that the Controller's Office had corrected this access issue and is monitoring employee access to ensure compliance with system access procedures.

APPROVAL OF MINUTES

Minutes were presented for the following meetings:

Special Called Board Meeting Minutes, July 1, 2009 (**Attachment 7**)

ACTION

2009-25

Upon motion made by Breeden Blackwell, seconded by Raymond Pennington, and unanimously carried, the Board of Trustees approved the minutes for the Special Called Board Meeting on July 1, 2009.

REPORTS FROM COMMITTEES

Academic Affairs

Dr. Charles Harrington, Provost and Vice Chancellor for Academic Affairs, presented to the Board the newly developed Identity Theft Prevention Policy also known as the "Red Flag" policy. This policy was mandated by the Federal Trade Commission, it was reviewed by UNCP's administration, and was presented for the approval of the Board.

ACTION 2009-26

Upon motion made by Alan Thompson, seconded by Robin Cummings, and unanimously carried, the Board of Trustees approved the Identity Theft Prevention Policy (**Attachment 8**).

Also, Provost Harrington presented to the Board the newly developed Graduate Student Commencement Policy. This policy was developed at the direction of the Board as the result of several graduate students who wanted to march last spring prior to the completion of their degree course work.

ACTION 2009-27

Upon motion made by Breeden Blackwell, seconded by Arlinda Locklear, and unanimously carried, the Board of Trustees approved the Graduate Student Commencement Policy (**Attachment 9**).

Following a discussion of the Graduate Student Commencement Policy, the Board asked Academic Affairs to review the current undergraduate early commencement policies.

ACTION 2009-28

Upon motion made by Raymond Pennington, seconded by Breeden Blackwell, and unanimously carried, the Board asked Academic Affairs to review the current undergraduate early commencement policy.

Athletics

Mr. Dan Kenney, Director of Athletics, reminded the Board of the Fayetteville State University vs. UNCP football game on August 29, 2009.

Enrollment Management

Ms. Jackie Clark, Vice Chancellor for Enrollment Management, announced that the Class of 2013 will be welcomed to campus on August 17, 2009. She indicated that this may be the largest freshman class in the history of the University with approximately 1,200 freshman students. The largest transfer class in the history of the University will be welcomed on August 17, 2009, as well.

Student Affairs

Dr. Diane Jones, Vice Chancellor for Student Affairs, reported that housing and residence life is at maximum capacity with approximately 80 students on a waiting list.

University and Community Relations

Dr. Glen Burnette Jr., Vice Chancellor for University and Community Relations, announced several upcoming University and community events:

- Pembroke Chamber After Hours Mixer – August 11th – 5:00 PM to 7:00 PM
- Back-to-School Reception – August 24th
- Convocation – August 26th
- Pembroke Day – September 9th
- UNC –TV Rural Economic Development Town Hall Meeting – October 13th

OLD BUSINESS

None.

NEW BUSINESS

Chairwoman Porter asked for the Board's approval of the 2009-10 Audit Plan, as prepared and presented by the University's Internal Auditor.

ACTION 2009-29

Upon motion made by Alan Thompson, seconded by Breeden Blackwell, and unanimously carried, the Board approved the 2009-10 Audit Plan (Attachment 6).

Chairwoman Porter asked the Board for approval of the 2010 Board of Trustees Meeting schedule.

ACTION 2009-30

Upon motion made by Breeden Blackwell, seconded by Paul Willoughby, and unanimously carried, the Board approved the 2010 Board of Trustees Meeting schedule (Attachment 10).

Chairwoman Porter asked the Board for approval of the 2009-10 Board of Trustees committee assignments.

**ACTION
2009-31**

Upon motion made by Breeden Blackwell, seconded by Raymond Pennington, and unanimously carried, the Board approved the 2009-10 Board of Trustees committee assignments (Attachment 11).

Chairwoman Porter asked the Board to move into closed session to discuss confidential matters as a matter of law including personal matters (including qualifications, competence, and fitness), under N.C. General Statute Section 143-318.11(a)(6).

On motion made by Alan Thompson, seconded by Breeden Blackwell, and carried unanimously, the Board of Trustees approved the motion to go into closed session to discuss personnel information that is confidential as a matter of law under N.C. General Statutes Sections 143-318.11(a)(6).

CLOSED SESSION

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

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On motion made by Breeden Blackwell, seconded by Thomas Nance, and unanimously carried, the Board of Trustees reconvened in open session.

RESUMPTION OF OPEN SESSION

On the recommendation of Chancellor Jenkins and Provost Harrington, Dr. Ben Bahr, William C. Friday Distinguished Professorship in Molecular Biology and Biochemistry, was recommended for Tenure and full Professorship.

**ACTION
2009-32**

On motion made by Breeden Blackwell, seconded by Robin Cummings, and carried unanimously, the Board of Trustees approved the granting of tenure and full professorship to Dr. Ben Bahr, effective August 19, 2009, as recommended by Chancellor Jenkins and Provost Harrington.

CHANCELLOR SEARCH

Ms. Ann Lemmon, Associate Vice President for Human Resources, led the group in a discussion concerning the chancellor search process. Ms. Lemmon began by discussing the search committee make-up. She mentioned that the committee should consist of faculty, staff, alumni and community members and at other UNC Campuses the committee usually has between fourteen (14) to sixteen (16) members.

Ms. Lemmon stressed to the Board that committee membership will require a considerable amount of time over the next nine to ten months and all members must be committed.

Donna Lowry re-joined the meeting via phone connection at 2:35 PM.

ACTION
2009-33

On motion made by Robin Cummings, seconded by Raymond Pennington, and carried unanimously, the Board of Trustees agreed the chancellor's search committee will consist of fifteen (15) members representative of the entire University and community.

Ms. Lemmon presented the Board with a hand-out listing Executive Search firms including a brief description of each firm along with the UNC system experience with each firm. Ms. Lemmon reviewed the list with the entire Board.

In years past, many search firm fee structures reflected one-third (1/3) of the first year's salary. However, more recently many search firms are now quoting a flat fee. The current beginning fee rate for search firms is typically between \$60,000 and \$75,000.

ACTION
2009-34

On motion made by Breeden Blackwell, seconded by Arlinda Locklear, and carried unanimously, the Board of Trustees agreed to request proposals due prior to September 10, 2009, from the following six search firms: Coleman Lew & Associates, Inc.; Greenwood/Asher & Associates, Inc.; Heidrick & Struggles; Hodge Partners; Storbeck/Pimentel & Associates, LLC; and Witt/Kieffer.

Chairwoman Porter presented the chancellor search committee timeline. Ms. Lemmon explained that the goal is for President Bowles to present a recommendation for UNCP's Chancellor to the Board of Governors on April 8, 2010.

Ms. Lemmon mentioned that UNCP would establish a search web-site to recruit candidates and to list information pertinent to the search.

Ms. Lemmon also suggested that UNCP hold public forums to provide an opportunity for more people to get involved in the process. The general consensus among the Trustees was to hold public forums.

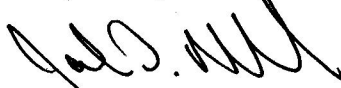
ANNOUNCEMENTS

- The next regular meeting of the Board of Trustees is scheduled on **Thursday, September 10, 2009 at 1:00 PM** in the Trustees' Board Room on the 4th floor of Lumbee Hall. Lunch for trustees will be served prior to the meeting at **11:45 AM** in the Chancellor's Residence. Executive Committee Meeting is scheduled for **Tuesday, September 1, 2009, at 12:00 (noon)**, in the Chancellor's Dining Room.

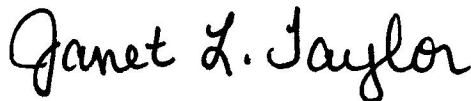
ADJOURNMENT

There being no further business to come before the Board, Chairwoman Porter asked for a privileged motion to adjourn the meeting. Chairwoman Porter thanked the Board for their participation and the meeting was adjourned at approximately 3:10 PM.

Respectfully submitted,



Joshua D. Malcolm
Assistant Secretary



Janet L. Taylor
Recording Secretary

Attachments:

1. Agenda, August 7, 2009
2. Budget Planning 2009-10
3. An Overview of the Reaffirmation of Accreditation Review Process
4. Planned Giving Primer
5. Resolution Breeden Blackwell
6. 2009-10 Audit Plan
7. Special Called Board Meeting Minutes, July 1, 2009
8. Identity Theft Prevention Policy
9. Graduate Student Commencement Policy
10. 2010 Board of Trustees Meeting Schedule
11. 2009-10 Board of Trustees Committee Assignments
12. UNCP Board of Trustees Retreat: New Challenges for 2009-10 (Separate Notebook)