

## COMMITTEE ON UNIVERSITY GOVERNANCE

Thursday, August 12, 2010

### Draft Minutes

The Committee on University Governance met Thursday, August 12, 2010, at 3:00 p.m. in Conference Room C of the Spangler Center, Chapel Hill.

Committee members present included Chairman Bowden, Ms. Blank Dr. Flood, Mrs. Goodyear, Mr. Hans, Dr. Key, and Dr. McCain. Chairman Gage, Mr. Barringer, Mr. Blackburn, Mr. Davis, Mr. Dixon, Mrs. Goodnight, and Dr. Locklear were in attendance. Chancellor Brady, Chancellor Carter, Chancellor DePaolo, Chancellor Dubois and Chancellor Woodson participated. Attorney Curry and Mr. Zarnstorff from North Carolina State University joined the meeting. Associate Vice President Harrison and Secretary Corgnati attended as staff.

### Approval of Minutes

Upon motion of Dr. McCain and seconded by Dr. Flood, the committee voted to approve the minutes of the June 10, 2010, meeting of the committee.

### Campus Liaison Assignments for 2010-2011

Chairman Bowden presented the campus liaison assignments for the upcoming year, 2010–2011. The Committee discussed their role as a campus liaison and agreed to review their responsibilities. The liaison assignments are presented as Appendix A.

### Discussion of Vacancies on Boards and Councils

The committee discussed vacancies on councils and boards of trustees.

There is a partial term ending June 30, 2013, on the University of North Carolina School of the Arts Board of Trustees. Upon motion of Mrs. Goodyear, and seconded by Dr. McCain, the Committee voted to recommend the election of Michael A. Almond of Piney Creek to serve. See Appendix B.

There is a partial term ending June 30, 2011, on the University of North Carolina at Wilmington Board of Trustees. Upon motion of Dr. McCain, and

Committee on University Governance  
August 12, 2010  
Minutes

seconded by Ms. Blank, the Committee voted to recommend the election of H. David Swain of Wilmington to serve. See Appendix C.

There will be a partial term ending June 30, 2013, on the University of North Carolina at Charlotte Board of Trustees. This vacancy results from the resignation of Ruth G. Shaw of Davidson, effective September 24, 2010. This vacancy will be announced.

There is a term ending June 30, 2013, on the North Carolina School of Science and Mathematics Board of Trustees, representing Congressional District 2. This vacancy will be announced.

There is also a partial term ending June 30, 2011, on the North Carolina School of Science and Mathematics Board of Trustees, representing Congressional District 8. This vacancy will be announced.

There are six terms ending June 30, 2014, on the University of North Carolina Center for Public Television Board of Trustees. Upon motion of Dr. McCain, and seconded by Dr. Key, the Committee voted to recommend the reappointment of Phillip J. Kirk, Jr., of Raleigh, James O. Treadaway, Jr., of Hickory, and Gary York of Elkin to serve. Action on the remaining three vacancies was deferred.

There is a term ending June 30, 2014, on the State Advisory Council on Indian Education. Upon motion of Dr. McCain, and seconded by Mr. Hans, the Committee voted to recommend the appointment of Ms. Brandi Leigh Brooks of Chapel Hill to serve. See Appendix D.

There are three terms ending June 30, 2014, on the UNC Umstead Review Panel. Upon motion of Dr. Key, and seconded by Mrs. Goodyear, the Committee voted to recommend the reappointment of Robert F. Warwick of Wilmington to serve. Action on the remaining two vacancies was deferred.

Committee on University Governance  
August 12, 2010  
Minutes

Department of Defense Classified Research

The Committee was aware of the background regarding the accreditation process for the University of North Carolina at Charlotte Closed Facility to meet the requirements of the National Industrial Security Program Operations Manual under which the campus will be conducting research involving Department of Defense classified information. The Board of Governors must pass a resolution naming those members of the Board who will not have access to the classified information and will, therefore not be required to have personal security clearances.

Upon motion of Dr. Flood, and seconded by Mr. Hans, the committee voted to approve the draft resolution that excludes all members of the Board of Governors from this requirement and will recommend adoption of the resolution to the Board of Governors. See Appendix E.

Upon motion of Mr. Bowden, and seconded by Dr. Flood, the Committee voted to go into Closed Session to consult with our attorney to consider and give instructions concerning the judicial action involving NCSU and Wolfpack Auto Sales, pursuant to the North Carolina General Statutes Section 143-318.11(a) (3).

CLOSED SESSION

Upon motion of Dr. Key and seconded by Mrs. Goodyear, the Committee voted to return to Open Session.

OPEN SESSION

Other Business

The Committee received the updated Board of Trustees meeting schedule and requested that the winter commencement matrix be available for its September meeting so they can begin to recruit volunteers to represent the University at these important events.

Upon motion, and duly seconded, the committee voted to adjourn.

**CAMPUS LIAISON ASSIGNMENTS  
COMMITTEE ON UNIVERSITY GOVERNANCE  
2010-2011**

**PEACHES G. BLANK**

**Appalachian State University  
Fayetteville State University  
North Carolina State University**

**R. STEVE BOWDEN**

**University of North Carolina at Greensboro  
University of North Carolina School of the Arts  
Winston-Salem State University  
North Carolina Arboretum**

**DUDLEY E. FLOOD**

**North Carolina Central University  
University of North Carolina at Pembroke  
Pitt County Memorial Hospital**

**CLARICE CATO GOODYEAR**

**East Carolina University  
Elizabeth City State University**

**PETER D. HANS**

**North Carolina School of Science and Mathematics  
University of North Carolina at Chapel Hill  
University of North Carolina at Wilmington**

**ADELAIDE D. KEY**

**No boards assigned**

**FRANKLIN E. McCAIN**

**North Carolina A&T State University  
University of North Carolina at Asheville  
University of North Carolina at Charlotte**

**J. BRADLEY WILSON**

**Western Carolina University  
University of North Carolina Center for Public Television  
University of North Carolina Press**

8/27/2010

**RESUME OF MICHAEL A. ALMOND**

*Current as of May 1, 2010*

OFFICE:

Parker Poe Adams & Bernstein LLP  
Three Wachovia Center  
401 South Tryon Street, Suite 3000  
Charlotte, NC 28202

HOME:

2648 Mt. Zion Church Road  
Piney Creek, NC 28663  
Phone: 336-359-2374  
Mobile : 704-654-0086  
Email: malmond@skybest.com

**BUSINESS/PROFESSIONAL**

Employment

- CEO, Antaeus Consulting, LLC (current)
- Counsel, Parker Poe Adams & Bernstein L.L.P. (current)
- Special Assistant to the Chancellor for Economic Transformation,  
Appalachian State University, Boone , NC (2005-2009)
- Director, Appalachian Regional Development Institute, Appalachian State  
University, Boone , NC (2005-2009)
- President & Chief Executive Officer: Charlotte Regional Partnership, Inc.  
(August 1999-April 2005)

Nonprofit economic and regional development consortium for the 16 NC/SC  
counties constituting the Charlotte Region

- Partner: Parker, Poe , Adams & Bernstein L.L.P. (1984-2001)

Partner, regional business law firm with offices in North Carolina and South  
Carolina . Chairman, International Business Law Division

- Founding Partner: Michael A. Almond, P.A. , Charlotte , North  
Carolina ; “boutique” international business law firm (1980-1984)
- Visiting lecturer: international business law, University of North  
Carolina School of Law (Fall 1980)

- Associate: Fleming , Robinson & Bradshaw, Charlotte , North Carolina (1976-1980)
- Law Clerk: Hon. J. Braxton Craven, Jr. , U.S. Fourth Circuit Court of Appeals (1975-1976)

Member: North Carolina State Bar (1975-present)

#### Other

- Member, Senior Advisory Board, Deutsche Bank Private Wealth Management (German/American Business), New York (2005—present)
- Arbitrator, American Arbitration Association National Roster of Neutrals (Commercial, including Large, Complex Commercial Disputes) (2004—present)
- Completed 40-hour N.C. State Bar-certified professional mediator training course (2008)
- Member, Board of Directors:
  - Western North Carolina Biotechnology Center (2008-present)
  - Atlantic Council of the United States, Washington , DC (2007—present)
  - Federal Reserve Bank of Richmond, Charlotte Branch (2000-2005) (Chairman, 2003 – 2005)
  - Charter Member, Golden LEAF Foundation board of directors (1999-present)
  - Chemical Technologies LLC, Charlotte, North Carolina (2003—2004)
  - The Virkler Company, Charlotte, North Carolina (1999-2003)
  - Otto Industries North America, Inc., Charlotte, North Carolina (1999-2003)
  - American Truetzschler, Inc., Charlotte, North Carolina (1998-2002)

## CURRENT AFFILIATIONS AND ACTIVITIES

- Member, Council on Foreign Relations (1995—present)
- Member (and board member), Atlantic Council of the United States (2007—present)
- Warburg Chapter Director, American Council on Germany, Charlotte Chapter (2003—2008); member since 1995.
- Participant, “Domestic and Foreign Policy Challenges Facing Europe, Germany , and the Transatlantic Community,” American Council on Germany (Berlin/Munich—2007)
- Member, Executive Committee, Northwest North Carolina Advanced Materials Cluster (2005—present)
- Member, Watauga County Economic Development Commission (2006—present)
- Member, North Carolina Legislative Study Commission on Economic Development Infrastructure (2004)
- Participant, XXI German-American Biennial Conference, “Transatlantic Relations after Iraq; Fissures and Frictions of War - Repairing, Rebuilding, Rethinking,” Berlin (June 2003)
- Participant, Forum for Corporate Conscience, Charlotte (March 2003)
- Charter Member, “Globalization and Transatlantic Economic Relations” Study Group, Paul H. Nitze School of Advanced International Studies, John Hopkins University (2002)
- Fellow, American Leadership Forum-Charlotte (inaugural class of 2001)
- Participant, TransAtlantic Business Dialogue, Berlin (1999), Charlotte (1998)

- Member, American Council on Germany (1995-present)
- Member, Board of Directors, Charlotte Regional Partnership (1997-2005)
- Member (and former Chairman), Board of Directors, Charlotte World Affairs Council (1986-present)
- Member, University of North Carolina at Chapel Hill Chancellor's Club (1986-present)
- Co-founder and member, European American Business Forum (1987-present)
- Member and Vice-Chair, U.S. Department of Commerce/North Carolina District Export Council (2000 - 2005).
- Frequent public speaker on international legal, economic, and business matters, foreign policy issues, economic development, and regionalism.

## HONORS AND AWARDS

- Awarded Knight's Cross of the Order of Merit of the Federal Republic of Germany ("*Bundesverdienstkreuz*") by the President of the Federal Republic of Germany for "outstanding commitment in fostering the relations between the United States and the Federal Republic of Germany." Highest award bestowed upon individuals by the German government. (April 2005).
- Ranked #15 among "The Power 50" by *Charlotte Magazine* (March 2004)
- Recipient, Individual Achievement Award and keynote speaker, Mayor's International Community Awards, Charlotte, North Carolina (1999)
- Charlotte World Affairs Council Quantum Award Recipient (1996)
- Federal Republic of Germany Friendship Award (1984)

## EDUCATION

University of North Carolina School of Law (1971-1975)

J.D. with honors



Order of the Coif

John Motley Morehead Law Fellow

Staff Member, University of North Carolina Law Review

Independent Study (1972-1973)

Goethe Institute, Brannenburg am Inn, Germany (intensive German language training)

Fulbright Fellow – University of Mannheim, Germany (independent graduate study in political science)

University of North Carolina at Chapel Hill (1967-1971)

B.A. (political science) with highest honors

John Motley Morehead Scholar

Phi Beta Kappa

East Surry High School, Pilot Mountain, North Carolina (1963-67) (class rank #1)

Michael A. Almond

Office: 336-359-2774

Mobile: 704-654-0086

[malmond@skybest.com](mailto:malmond@skybest.com)

H. David Swain, a developer of commercial income producing properties in North and South Carolina, formed his development company, Swain & Associates, thirty-two years ago. Since that time, Mr. Swain has been active in the development of multi-faceted, income producing properties including shopping centers, office buildings, warehouses, free standing financial institutions and national restaurant chains.

During the early phase of his career, Mr. Swain developed and constructed in excess of 45 apartment complexes. He currently owns 32 of these properties, which consist of approximately 1,800 units.

Since 1981, a division of the company has specialized in the development of retail shopping centers and has developed, constructed or re-developed approximately 50 properties - in excess of 4,000,000 square feet. Mr. Swain's company, Swain Management, LLC, continues the management and leasing of all shopping centers within the portfolio.

In addition to his commercial development company, Mr. Swain founded and operated a chain of 14 video rental stores from 1989 – 2002. In 2002, the chain was acquired by Movie Gallery, the nation's third largest video retailer.

Mr. Swain is actively involved in the non-profit arena, serving on multiple boards. He has served as Chairman of the Board of Visitors for the University of North Carolina at Wilmington and as member of the Board of Directors of the Cameron Business School, Board of Directors of Centura Bank, Executive Advisory Board for the UNCW Board of Visitors and the University of North Carolina at Chapel Hill Board of Visitors. Mr. Swain was one of six area leaders chosen to direct the University of North Carolina at Wilmington's efforts to select its current Chancellor. He actively serves as a member of the International Council of Shopping Center Developers and has been an active member of the North Carolina Apartment Builders, the Wilmington Chamber of Commerce and the Committee of 100.

Mr. Swain and his wife have given freely of their time and resources to numerous philanthropic causes including the March of Dimes and the Pink Ribbon Project. They are also benefactors of the Cape Fear Museum.

The son of a schoolteacher, Mr. Swain strongly supports initiatives that facilitate equal and affordable access to higher education. To that end, he and his wife have funded 17 college scholarships for children of New Hanover County civil servants. Additionally, in 2009 Mr. and Mrs. Swain donated \$1 million to the University of North Carolina at Wilmington.

Mr. Swain is a licensed real estate broker in the state of North Carolina and the state of South Carolina. He and his wife of 41 years have two children Jason David Swain and Meredith Sterling Swain. Jason, a graduate of the University of North Carolina at Chapel Hill, works with his father. Meredith, a graduate of Wake Forest University, is pursuing her doctorate of physical therapy at the University of St. Augustine.

# Brandi Leigh Brooks

## APPENDIX D

5119 Copper Ridge Drive, Apt. 101  
Chapel Hill, NC 27516

brandi@unc.edu  
(910) 280-1719

### EDUCATION

**University of North Carolina at Chapel Hill** – Chapel Hill, NC

Bachelor of Arts in Communications Studies, August 2007

Honors: Wilbur Kutz Scholar, John F. McNair Scholar, and Scotland Memorial Hospital Foundation Scholar

### EXPERIENCE

**American Indian Center** – Chapel Hill, NC

*Program Coordinator and Office Manager*; May 2007 – Present

- ❖ Create, support and maintain all programs, committees and co-sponsored events by the Center including all aspects of event planning, marketing, purchasing, disbursement services, and public relations efforts;
- ❖ Identify, maintain and allocate funding for office budget of \$300,000. Various sources include state, trust and grant funds.
- ❖ Serve as a liaison to various community based programs and committees throughout the state to promote the Center.
- ❖ Analyze and implement the giving potential of American Indian alumni and educated donors with current programming efforts to start a program endowment and American Indian Reunion.

**The Carolina Club** – Chapel Hill, NC

*A la Carte and Banquet Server - Lead Server*, August 2005 – June 2007

- ❖ Assisted in the coordination of over 150 private and public special events including concierge services.

**Whispering Pines Nursing Home** – Fayetteville, NC

*Administrative Intern*, Unpaid; Summer 2005

- ❖ Assisted Director of Nursing Home in daily tasks, conducted resident evaluations and assisted in annual state inspection

### LEADERSHIP EXPERIENCE

**American Indian Women of Proud Nations** – Pembroke, NC

*2011 Conference Chair, 2010 and 2009 Conference Banquet and Hospitality Chair*; June 2008 – Present

- ❖ Serve as the co-chair for the 2011 conference in Raleigh to promote and empower American Indian Women in NC

**American Indian Reunion Weekend at UNC Chapel Hill** – Chapel Hill, NC

*Reunion Weekend Founding Chair and Planning Committee member*; August 2008 – Present

- ❖ Coordinate several American Indian alumni events including annual banquet and silent auction with all proceeds benefiting the UNC American Indian Center Program Endowment.

**Carolina Indian Circle (CIC)** – Chapel Hill, NC

*President, Vice President, Parliamentarian, Treasurer*; September 2003 – May 2007

- ❖ Appointed to Provost Committee on Native American Issues. Aided in the establishment of the American Indian Center
- ❖ Research Labs of Archeology at UNC, Advisory Board Member

**Carolina Leadership Development** – Chapel Hill, NC

*Appointed to North Carolina Fellows Class of 2007*, February 2004 – May 2007

- ❖ Organize and Oversee monthly leadership seminars for select student leaders at UNC
- ❖ Created and Coordinated four year service project on leadership development with student leader

### PROFESSIONAL ACTIVITIES/COMMUNITY SERVICE

**Alpha Pi Omega Sorority, Inc.** – Pembroke, NC

*Beta Pi Chapter Member and Circle Scholar*; April 2010 – Present

**Big Brothers Big Sisters of the Triangle** – Raleigh, NC

*Big Sister and American Indian Advisory Board Member*; January 2010 – Present

**North Carolina Task Force on Indian Child Welfare** – Raleigh, NC

*Task Force Member*, January 2010 – Present

**North Carolina Internship Council** – Raleigh, NC

*Board Member*; December 2009 – Present

**Diversity Education Team, UNC Chapel Hill** – Chapel Hill, NC

*Diversity 101 Education Discussion Leader*, July 2009 – Present

**Leadership Institute, Diversity and Multicultural Affairs, UNC Chapel Hill** – Chapel Hill, NC

*Leadership Advantage Advisory Board Member*, January 2009 – Present

**Alumni Committee on Racial and Ethnic Diversity, Office of Development, UNC Chapel Hill** – Chapel Hill, NC

*Board Member*, September 2008 – Present

**North Carolina Indian Economic Development Initiative** – Raleigh, NC

*Project G7 Board Member*, January 2008 – Present

**Triangle Young Alumni Council for UNC Development** – Chapel Hill, NC

*Council Member*; December 2007 – Present

**Annual American Indian Heritage Celebration at the North Carolina Museum of History** – Raleigh, NC

*Program Committee Chair, Planning Committee Member*, August 2006 – Present

**Orange Country Rape Crisis Center (OCRCC)** – Chapel Hill, NC

*Crisis Line Response Counselor and Companion*, January 2005 – May 2006

### AWARDS

2010 Honeycomb of the Year, Alpha Pi Omega Sorority, Inc.; The Circle Award 2010; Carolina Indian Circle Member of the Year, 2006-2007 and 2004-2005; Employee of the Month - The Carolina Club, August 2006



# The University of North Carolina

## BOARD OF GOVERNORS

Constituent Universities  
Appalachian State  
University

East Carolina  
University

Elizabeth City State  
University

Fayetteville State  
University

North Carolina  
Agricultural and  
Technical State  
University

North Carolina  
Central University

North Carolina  
State University  
at Raleigh

University of  
North Carolina  
at Asheville

University of  
North Carolina  
at Chapel Hill

University of  
North Carolina  
at Charlotte

University of  
North Carolina  
at Greensboro

University of  
North Carolina  
at Pembroke

University of  
North Carolina  
at Wilmington

University of  
North Carolina  
School of the Arts

Western Carolina  
University

Winston-Salem State  
University

Constituent High School  
North Carolina  
School of Science  
and Mathematics

An Equal Opportunity  
Affirmative Action  
Employer

August 13, 2010

I, Estelle W. Sanders, do hereby certify that I am the Secretary of the Board of Governors of the University of North Carolina, a state agency organized and existing under the laws of the State of North Carolina, and that the following is a true and correct copy of a resolution adopted by the Board of Governors of the said agency at a meeting held at the University of North Carolina Spangler Center in Chapel Hill, North Carolina on August 13, 2010, at which time a quorum was present.

**WHEREAS**, current Department of Defense Regulations contain a provision making it mandatory that the senior management official meet the personnel clearance requirements established for a contractor's facility clearance; and

**WHEREAS**, said Department of Defense Regulations permit the exclusion from the personnel clearance requirements of certain members of the Board of Governors and other officers, provided that this action is recorded in the corporate minutes.

**NOW THEREFORE BE IT DECLARED** that the President of the University of North Carolina at the present time possesses, or will be processed for, the required security clearance; and

**BE IT RESOLVED** that in the future, when any individual enters upon any duties as the President of the University of North Carolina such individual shall immediately make application for the required security clearance; and

**BE IT RESOLVED FURTHER** that the following members of the Board of Governors and other officers, shall not require, shall not have, and can be effectively excluded from access to **CLASSIFIED** information in the possession of the corporation.

NAME	TITLE
Brent David Barringer	Member
Atul Champak Bhula	Member, <i>Ex officio</i>
John Michael Blackburn	Member
Peaches Gunter Blank	Member
Rodney Steve Bowden	Member
Laura Walton Buffaloe	Member

Frank Arthur Daniels, Jr.	Member
William Gray Daughtridge, Jr.	Member
Walter Conaway Davenport	Member
John Wesley Davis III	Member
James Marvin Deal, Jr.	Member
Phillip Ray Dixon	Member
Dudley Eargith Flood	Member
Paul Fulton	Member
Hannah Dawson Gage	Chairman
Ann Baggett Goodnight	Member
Clarice Cato Goodyear	Member
Peter Douglas Hans	Vice Chairman
Charles Austin Hayes	Member
James Eubert Holshouser, Jr.	Emeritus Member
Adelaide Daniels Key	Member
Graham Leroy Lail, Jr.	Member
Ronald Charles Leatherwood	Member
Cheryl Marvileane Locklear	Member
Franklin Eugene McCain	Member
Charles Henry Mercer, Jr.	Member
Fred Goode Mills	Member
Burley Bayard Mitchell, Jr.	Member
Marshall Bruce Pitts, Jr.	Member
Gladys Ashe Robinson	Member
Irvin Al Roseman	Member
Estelle Wilkins Sanders	Secretary
Priscilla Patterson Taylor	Member
James Bradley Wilson	Emeritus Member
David Wallace Young	Member

**WITNESS WHEREOF** I have hereunto set my hand and affixed the seal of  
The Board of Governors of the University of North Carolina this 13<sup>th</sup> day of August  
2010.

---

**Estelle W. Sanders, Secretary of the Board of  
Governors of the University of North Carolina**