

## COMMITTEE ON UNIVERSITY GOVERNANCE

Thursday, September 11, 2014

A.K. Hinds University Center, Western Carolina University

### Minutes

Attendees: Presided by Chairman MacNeill. Other members present: Mr. Harrelson, Mr. Hinton, Mr. Lail, Mr. McMahan, Mr. Powers, Mr. Rippy, Chancellor Anderson, Chancellor Brady, and Chancellor Carter. Chairman Fennebresque and President Ross also attended portions of the meeting.

1. Approval of the Minutes of Thursday, July 31, 2014  
The minutes of the Thursday, July 31, 2014 meeting of the committee were reviewed and approved.
2. Discussion of Vacancies on Councils and Boards of Trustees .....Joan MacNeill
  - a. University of North Carolina Wilmington  
There is a partial-term ending on June 30, 2017, on the University of North Carolina at Wilmington Board of Trustees. This vacancy results from the resignation of Mr. Britt Preyer. The committee will request nominations.
  - b. UNC Health Care  
There are seven terms ending October 31, 2014 on the University of North Carolina Health Care System Board of Directors. Four members are eligible for reappointment. Mr. Lail has had conversations with those eligible for reappointment, and with other nominees. The committee will request nominations. The nominees will be voted on at the October 23 meeting.

### Closed Session

After a proper motion and second, the Committee moved into closed session for a legal update from University Counsel Tom Shanahan

3. Approval of the Closed Session Minutes of July 31, 2014
4. Legal Update

### Open Session

5. Legal Update

The Committee received a report on the resolution of a legal claim by the University of North Carolina Wilmington.

6. Other Business

a. Role of Campus Liaisons

The Committee campus liaison assignments were reviewed. A copy of the assignments is in your folders. Mrs. MacNeill discussed the assignments of the liaison “buddies” that were mentioned at the last meeting. All campuses except for UNC-CH and NC State will have buddies. The Governance committee liaisons will still be expected to work with the campuses on BOT nominations, but the buddies should be included in campus events and meetings.

b. 2015 Trustee Selection Process

The Committee reviewed a proposed time table for receiving, reviewing, and voting on appointments. The Committee also discussed a revised nomination form which will be shared with all BOG members, with encouragement to complete the form and forward it to Ann Lemmon if they come across a really strong candidate for a campus trustee. The Committee also looked at sample spreadsheet from the Board of Trustees database that the Secretary’s office is compiling. The new database will be in Excel, and so will be sortable. The Committee instructed the Secretary to move forward with the database, which will be sent to members prior to the October meeting.

c. Other Topics for Future Governance Committee Consideration

The Committee discussed plans to review, and possibly amend, policies related to the selection of Chancellors and the President.

9. Reference Materials

The Committee reviewed the schedule of winter commencements. After Liaisons signed up for “greetings” the information will be shared with all BOG members to complete the schedule.