

COMMITTEE ON UNIVERSITY GOVERNANCE

Minutes for Thursday, October 29, 2015

Center for School Leadership Development

Attendees: Presided by Vice Chair Maxwell. Other members present: Mr. Byers, Mr. Hinton, Mr. Parrish, Mr. Rippy, Mr. Webb, Chancellor Saunders-White, and staff to the Committee: Ms. Lemmon, Mr. Shanahan. Absent: Mrs. MacNeill, Chancellor Belcher, and Chancellor Robinson. Other members of the Board of Governors also attended portions of the meeting.

1. Approval of the Minutes of September 17, 2015Ann Maxwell
The minutes of the Thursday September 17, 2015 meeting of the committee were reviewed and approved.
2. Discussion of Proposed Audit Committee Changes.....Tom Shanahan
Mr. Shanahan provided the Governance committee for an update on the work being done to establish a UNC-system level Enterprise Risk Management and Compliance program.
3. Discussion of Vacancies on Councils and Boards of Trustees Ann Maxwell
 - a. Vidant Health Care Board of Trustees
There is a partial-term ending on February 28, 2020, on the Vidant Medical Center Board of Trustees. This vacancy results from the resignation of Peter L. Jacobson of Wilmington. The Committee on University Governance, voted to recommend Mr. James Chestnutt to fill this position.
 - b. UNC Press
There is a partial-term ending on February 28, 2020, on the UNC Press Board of Governors. This vacancy results from the resignation of Sherman James of Atlanta. Ms. Maxwell, UNC Press liaison, is working with them on.

After a proper motion and second, the Committee moved into closed session.

Closed Session

4. Approval of the Closed Session Minutes of September 17, 2015 Ann Maxwell
The closed session minutes of the Thursday September 17, 2015 meeting of the committee were reviewed and approved.
5. Legal UpdateTom Shanahan

After a proper motion and second, the Committee returned to open session.

Open Session

6. Legal UpdateTom Shanahan
There was no legal update in Open Session

7. Other Business Ann Maxwell
- a. Campus “buddies”
Ms. Maxwell discussed her progress in identifying “buddies”.
 - b. Technical Review of Policy Manual
The Committee received an update on the progress of James Whalen, a presidential intern, who is conducting a review for technical corrections to the *Code* and Policy Manual.
 - c. Winter Commencements
The winter commencement schedule was provided, and liaisons were encouraged to sign up so that the list could be communicated to the full membership.
 - d. Election of Officers
Following up on the discussion on the process for nominating and electing officers of the Board from the September Governance Committee meeting, the Committee has asked the Committee Chair to follow up with the Vice Chair of the Board of Governors about establishing a subcommittee to review the current policy.

8. Reference Materials

Ann Maxwell, Vice Chairman
Committee on University Governance

Doyle Parrish, Secretary
Committee on University Governance