THE **UNIVERSITY** OF
NORTH CAROLINA SYSTEM

MEETING OF THE BOARD OF GOVERNORS
Joint Meeting: Committee on University
Governance, Committee on Strategic Initiatives

April 19, 2023 at 3 p.m.
Via Videoconference and PBS North Carolina Livestream
University of North Carolina at Pembroke
James A. Thomas Building, Room 225-226
Pembroke, North Carolina

AGENDA

OPEN SESSION

A-1.   Findings & Recommendations on Leadership Profiles and Search Processes.......... David Powers

A-2.   Consideration of Proposed Revisions to Section 200.8 of the UNC Policy Manual,
Policy on Chancellor Searches and Elections .... Kellie Blue

A-3.   Adjourn

AGENDA ITEM

A-1.   Findings & Recommendations on Leadership Profiles and Search Processes..............…………….David Powers

Situation:
Over the past seven months, the Committee on Strategic Initiatives has examined the evolving role of public university leaders and the implications for policy, process, and practice. Through a series of sessions, the committee identified the skills, attributes, experience, and supports that are most important to effective campus leadership today and in the future, examined practices in other state systems, and identified changes to policy and practice that are necessary to ensure continued success in selecting exceptional leaders.

Background:
Higher education faces an unprecedented leadership challenge. Senior leadership roles in public higher education are simultaneously more complex, demanding, and accountable than ever before, and surveys suggest that the skills necessary for success as a college chancellor (also known as a president in other systems) are distinct from those that were most important in the past. While skill demands have evolved and increased, so has turnover, meaning university and system boards will be searching for and appointing new leaders more frequently. These trends have implications for the University of North Carolina System.

Over the course of fall 2022 and early 2023, the Committee on Strategic Initiatives hosted a series of discussions focused on the national and local landscape of public higher education leadership. These sessions featured expert speakers from within and outside the UNC System, research by University of North Carolina System Office staff on policies and practices in other states, and identification of potential areas for refinement of policy and practice.

Assessment:
The chair of the Committee on Strategic Initiatives will review the findings and recommendations that have emerged from the committee's examination of leadership development, recruitment, and selection, including search policies and practices.

Action:
This item requires a vote by the Committee on Strategic Initiatives to recommend to the Committee on University Governance.

Remarks by Chairman David Powers

Board of Governors Committee on Strategic Initiatives

April 19, 2023

Introduction

I have served on this Board for over a decade. In that time, I have had the privilege of working with some of the country's finest higher education leaders, including our president and our current chancellors. We are blessed that our System is a top destination for the best talent, and it shows in our success.

As part of my work on the Board, I've also had an opportunity to see firsthand how the job of a campus leader has changed. The external demands on universities have increased while campus operations and risks have become more complex. It has also become harder to retain leaders. Nationally, the average tenure of a college chancellor or president has decreased by 18 months in the past 20 years, which translates to more turnover and more time spent searching for new leaders.

We have spent the last six months confronting and analyzing these trends in an effort to update our understanding of what the role of a chancellor entails today. We have also examined the implications of that updated understanding for policy, practice, and process.

As a reminder of our process, we have hosted discussions with every constituency in the university System, including current chancellors, faculty, staff, student representatives, and trustees. We've solicited external expertise, featuring speakers from Deloitte, the Association of Public and Land-Grant Universities (APLU), and the Association of Governing Boards. System Office staff have scoured policies in other state systems to identify common practices in leadership search and selection. I have met in-person with the UNC Faculty Assembly, the UNC Staff Assembly, and the UNC Association of Student Governments to solicit perspectives from across the campuses and our different constituencies.

Today we will review our findings and a set of recommendations designed to update the chancellor search policy so that it reflects the scope and demands of the role today and in the future. Before discussing the recommended changes to policy, I will review the following findings and welcome

questions, discussion, and debate as we go:

1. The chancellor's role has become much more challenging in recent years;
2. The skills needed for success have changed;
3. Search processes are not well-designed to identify and select the best candidates;
4. The current approach to chancellor search and selection does not align with lines of authority and accountability in *The Code*

1. The Role is More Challenging than Ever

We are hardly the first to note that leadership of public universities has become more challenging than ever. As a 2023 report from the *Chronicle of Higher Education* argues, the "current mix of financial, political, risk-management, and other problems is indisputably a noxious one. . .Political and social storms roil above, as financial tremors rattle below."[1]

As we've discussed, the challenges include:

- Increased size, complexity, and risk. The average-sized four-year university has grown to be a hundred million dollar enterprise that require skills and knowledge beyond traditional academic leadership. In addition to the academic core made up of faculty and academic staff, today's four-year institutions typically include: a growing and aging physical plant that includes housing, dining, and student life; health and wellness services, sometimes including large medical centers and clinical practices; a sprawling athletics enterprise; federal support and regulation in the form of financial aid, sponsored research, and Title IX; significant public safety and risk management responsibilities; and increasing pressure to work with a broad array of stakeholders outside the university, especially state and local policymakers, community leaders, alumni, and donors.

---

[1] Alexander C. Kafka, *Trouble at the Top: Meeting the daunting challenges of today's college presidency*, 2023 (*Chronicle of Higher Education*), p. 5.

Research on this topic has highlighted athletics and healthcare as particularly complex issues facing today's leaders. A recent *Chronicle of Higher Education* report refers to the combination of athletics and university-affiliated medical centers as a "liability labyrinth," suggesting that college leaders must consider "athletes, coaches, and doctors as volatile reagents" for university liability.[2] Our discussions with current chancellors, faculty, and staff all highlighted the growing importance of and risks associated with college athletics. And just last month I spoke with the UNC Association of Student Governments. In addition to many other important issues, they stressed the need to focus on the mental health and well-being of students. Twenty years ago this issue was hardly ever discussed and today it is at the forefront of issues that challenge the leadership of our universities.

The increasing size and complexity of universities increase enterprise risk and requires that campus-level leaders be competent not only in academic management but also in enterprise risk management, oversight and management of auxiliaries like athletics, clinical operations, and public safety, to name a few. Increasing complexity makes oversight more challenging and puts a premium on a chancellor's ability to build a strong team with expertise in these areas.

- Increased scrutiny and skepticism about the value of higher ed .
Policymakers and the public have significant doubts about the value of higher education, and chancellors must make a compelling case for the value proposition of higher education. A March 2023 Wall Street Journal poll showed that just 42 percent of respondents believe that getting a four-year college degree is worth the cost, a decline of 11 percentage points since 2017. The youngest age group (18-34 years old) is the most skeptical of the value of a four-year college education, but confidence fell across nearly all age groups between 2017 and 2023. [3] A separate poll found that 42 percent of Americans believe colleges are having a negative impact on the

---

[2] Kafka, *Trouble at the Top,* p. 32.
[3] Douglas Belkin, "Americans are Losing Faith in College Education, WSJ-NORC Poll Finds," *The Wall Street Journal,* March 31, 2023.

way things are going in the country today. [4]

As Mark Becker, former president of Georgia State University explained to the committee in September, growing skepticism across political lines has ratcheted up the pressure on college leaders to clearly communicate—and deliver—on their university's value proposition. Because this skepticism extends to policymakers, today's chancellors must be excellent public communicators as well.

- Demographic and financial challenges.
  We have spent a great deal of time in this committee discussing the demographic changes that are underway in the country and in our state. Declining birth rates and the growing skepticism I referenced a moment ago will combine to put pressure on enrollment of traditional-age students. Enrollment pressures in turn create financial challenges. Today's chancellors must be creative in recruiting and retaining new students and must diversify revenue streams beyond tuition and state appropriation to remain sustainable. Fundraising skill—from private, state, and federal sources—is more important than ever and will become even more important in the future.

- Divided constituencies and high visibility.
  Every one of our sessions highlighted how chancellors must serve multiple constituencies with very different views and preferences. I likened this part of their job to that of a big city mayor. This balancing act has been made even more challenging by the combination of polarized politics, which has led to deepening divisions across those constituencies, and the advent of social media, which raises the visibility in real-time of the good, the bad, and the ugly of campus life. Chancellors must navigate these competing demands, distractions, and challenging politics to keep the university moving forward.

---

[4] Rachel Fishman, Sophie Nguyen, and Louisa Woodhouse, "Varying Degrees 2022: New America's Sixth Annual Survey on Higher Education," New America, July 2022.

> In talking with the UNC Faculty Assembly, they emphasized the need for a chancellor candidate to have a strong academic background. We had a very spirited discussion on that issue and others. Later, in discussions with the UNC Staff Assembly, they stressed the importance of empathy for the broad concerns of this diverse group, which encompasses everyone from maintenance crews to program managers to accountants and lawyers. A chancellor's skill in approaching these groups and addressing their concerns can make or break their tenure.

As Charlie Leffler, longtime Chief Financial Officer at NC State put it during our staff panel, today's chancellors must be "everything to everyone all at once."

As the demands of the job have expanded, the tenure of the typical campus leader has shrunk. In System Office staff's own analysis of college presidents across public universities, they found that the average tenure has trended downward, from an average between 8-9 years in the late 1990s and early 2000s to an average between 6.5-7 years in the 2010s. The UNC System's average chancellor tenure across the time period was 6.0 years, slightly below the national average of 6.4 and behind the average in a number of states including California (7.3 years), Pennsylvania (6.9), and Florida (6.8).

A recent study of presidents of NCAA Division 1 universities echoed these findings. Researchers found that public university leaders served for less time than private college peers and were much more likely to experience involuntary turnover. Among those who were fired, the most common causes were financial controversy or losing the confidence of their governing board. [5]

Surveys suggest that turnover will likely increase further. In its forthcoming 2023 survey of the American College President, the American Council on Education found that 55 percent of respondents planned to step down within five years. [6]

2. The skills needed for success have changed

---

[5] Michael S. Harris and Molly K. Ellis, "Exploring Involuntary Presidential Turnover in American Higher Education," The Journal of Higher Education, Volume 89, No. 3, 2018.
[6] American Council on Education, "The American College President: 2023 Edition," Forthcoming.

Higher turnover reflects, at least in part, the changing nature of the skills necessary for success. Observers have questioned whether the traditional pathways prepare prospective leaders with those skills.

In our first session, we reviewed the findings of a Deloitte study from 2017 that identified the skills most critical for success as a campus chief executive. Historically, most college chancellors have come up through the traditional path—from the faculty to dean to provost to college chancellor. The Deloitte study found that this is no longer the only path, and that the job of the provost and the job of the chancellor are different and complementary, with the chancellor working "up and out" and the provost working "inward and down."[7] When asked to identify the skills most critical to success, today's leaders identified strategist, communicator and storyteller, and fundraiser as the top three, with academic and intellectual leader landing in sixth place.

To be clear, this does not mean that academic experience and leadership is no longer important. As our faculty panel argued forcefully, a chancellor must understand and appreciate the academic enterprise and the perspectives of the faculty. And as nearly every panel discussion pointed out, responding to the intense pressure to improve student success requires strong academic leadership and vision from the top.

What *has* changed is that other skills, many of which are less common in traditional academic paths, have become far more important than before. Data from the Deloitte study suggest that younger leaders feel this shift especially. Those with less than 10 years of experience rated financial and operational acumen as "very important", ahead of academic leadership in today's environment. Many of our panelists this year echoed this sentiment, arguing that while experience in and familiarity with the academic core of a university is critical, the university does not need two provosts, but instead needs a chancellor focused on external constituencies and a provost focused primarily on those inside the university.

---

[7] Deloitte Center for Higher Education Excellence, "Pathways to the University Presidency: The Future of Higher Education Leadership," 2017. p.8.

In interpreting the results of their survey, the Deloitte researchers argue that that the traditional route to campus leadership "might not always be the best preparation" when it comes to many of the skills that are most important to chancellor success today. [8] Sixty-five percent of respondents believed that fundraising and alumni and donor relations were among their three most important responsibilities, and half said fundraising expectations had increased. However, when asked where they most needed professional development in their current role, fundraising topped the list. Other areas where leaders felt least prepared included athletics, state and federal government relations, enrollment management, and student life.

In other words, the path from faculty to dean to provost may provide too little professional development in preparing for these new demands. As the recent *Chronicle of Higher Education* report argues, "Provosts, having been professors and department chairs, understand the ins and outs of faculty life, but they may not have a feel, or a knack, for community relations and fundraising." [9]

3. Search processes and committees are not always well-designed to attract, identify and select candidates with this new skill profile

In our committee's October session, we were joined by Dr. Rod McDavis, head of The Association of Governing Boards (AGB) Search practice and former longtime president of Ohio University. Dr. McDavis shared his reflections on the keys to a successful search.

First, Dr. McDavis stressed the need to develop a leadership profile that clearly and concisely provides candidates with a sense of what the university needs and the search committee with a clear rubric against which to evaluate candidates. Too often, Dr. McDavis argued, search committees draw up a list of dozens of attributes that are not prioritized and may not reflect the reality on the ground at the campus. As a result, potential candidates have trouble understanding what is most important, and search committees often lack a useful yardstick with which to assess candidates.

---

[8] Deloitte, "Pathways to the University Presidency," p.9.
[9] Kafka, *Trouble at the Top*, p. 41.

Dr. McDavis also stressed the need for leadership profiles and search committees to reflect the perspective of individuals who are familiar with the day-to-day demands of the job and the various stakeholders that chancellors must interact with, including system administrators, state governing board members, and other state-level leaders. Dr. McDavis provided examples of states where s ystem and state governors served in ex officio roles on all search committees. Including these voices on search committees can ensure candidates clearly understand expectations of the system and the governing board.

He also recommended that the Board of Governors consider developing "leadership pillars"—a limited list of skills and attributes that the Board believes every chancellor must have to be successful at any of the universities in the System. Those pillars could then be consistent across searches and included in each leadership profile, along with other criteria that reflect the unique needs and goals of the institution. Based on our discussions, potential pillars could include: u nderstanding of and appreciation for the UNC System's mission, strategic goals and governance; commitment to the institution's Board of Governors-approved mission statement; fiscal stewardship; commitment to academic freedom and free expression on campus; and enterprise risk management experience.

Research on search processes echoes Dr. McDavis' remarks. In their study of pathways to the presidency, the Deloitte research team pointed out that many search committees are "designed to fail" because they feature few members that truly understand the job they have been asked to fill. Too often, even though search committees can agree on a leadership profile, individual members wind up "[evaluating] candidates through their own position in the institution's structure," leading committees to "compromise on the least offensive hire."

Surveys of college presidents indicate that search processes need to communicate expectations of governing boards and system leadership more effectively. ACE's forthcoming 2023 Survey of the American College President found that nearly 30 percent of sitting campus leaders felt the search process did not provide a clear understanding of the board's expectations. One-third of respondents felt the search process did not provide a "realistic assessment of the current challenges facing the institution or the system."

4. The current approach to chancellor search and selection does not align with lines of authority and accountability in State Law and *The Code*

During our chancellor panel at East Carolina University, we asked each chancellor what they wish they had known when they took the job. Chancellor Woodson said that he wished he had a clearer understanding of our governance structure in North Carolina, including the respective roles of the President, the Board of Governors, the boards of t rustees, and the System Office. Chancellor Woodson contrasted the model in other states—where universities are primarily overseen by their local boards of trustees—to our structure, where chancellors report to a system president and are governed by a strong state-level board.

This important distinction has significant implications for leadership selection. As Chancellor Woodson pointed out, to be successful, UNC System chancellors must understand the broader "ecosystem" in which they operate. Per state statute and university policy, chancellors are directly accountable not only to local authorities—the Board of Trustees, faculty, staff, and student governance groups, and other entities—but to the president and the Board of Governors. Per G.S. 116-11, the Board of Governors is tasked with "[planning] and [developing] a coordinated system of higher education in North Carolina" and is "responsible for the general determination, control, supervision, management and governance of all affairs of the constituent institutions." To fulfill these responsibilities, the Board elects the president, who serves as the chief administrative officer of the university. Per section 501 A of *The Code*, the president "shall have complete authority to manage the affairs and execute the policies of the University of North Carolina and its constituent institutions, subject to the direction and control of the Board of Governors and the provisions of *The Code*."

While chancellors exercise "complete executive authority" over their constituent institution, they do so "subject to the direction of the president," and are "responsible to the president for the administration of the institution, including the enforcement of the decisions, actions, policies, and regulations of the Board of Governors applicable to the institution" (G.S. 116-34; Section 502A, *The Code*). In short,

chancellors are responsible to the president, and the president is held accountable by the Board of Governors for the performance of the System and each constituent university.

Despite these clear lines of authority and accountability defined in state statute and *The Code*, the president and the Board of Governors have a limited, arms-length role in the search for the leaders on which the success of the System depends and for which the president is directly accountable . Most of the authority under existing university policy is reserved for local decision-makers, including development of the leadership profile, initial screening and selection of candidates to interview, selection of finalists for campus interviews, and forwarding the final candidates to the President. The board of trustees chair must consult with the president on the composition of the search committee, the president formally charges the search committee, and the president ultimately selects a nominee from a list chosen by the Board of Trustees. This status quo reflects, in part, the statutory responsibility of the president to choose a finalist from the list of two or more names provided by the board of trustees (G.S. 116-11(4)).

Unlike many other state systems, however, the policy does not reserve a seat on the search committee for the president or their designee. Moreover, since 2018, university policy has explicitly prohibited members of the Board of Governors from sitting on search committees. Nor does the policy require search committees to include those who are arguably most familiar with the demands of the job—a sitting or retired chancellor from another constituent institution in the UNC system.

As we discussed in January, the absence of ex officio slots for System-level leadership in our policy stands out when compared to the policies in most other public university systems. System Office staff examined search policies and practices across states that were identified by the Education Commission of the States (ECS) as having a governing board responsible for appointing campus-level leaders. They also examined peer systems that were not included by ECS (University of Texas System; State University System of Florida; University of Maryland System; and the University of Tennessee System).

Of the 31 states or systems analyzed, 22 explicitly require search committees to include either the System leader or their designee (i.e., the president) or System board members (i.e., Board of Governors members) on search committees; seven policies required representatives from both groups. Five

systems—representing some of the largest in the country—require that search committees include at least one leader of another campus within the System (California State University System; University of Texas System; Pennsylvania State System of Higher Education; State University of New York; City University of New York).

Previous Efforts to Address Chancellor Search Process

In 2020 this Board worked to address the limitations of our search policy, particularly the president's limited authority in the selection of one of their direct reports. In September 2020, Section 200.8 of the UNC Policy, *Policy on Chancellor Searches and Elections,* was amended to include a new provision (Section III(B)) which enabled the president to designate up to two individuals involved in succession planning activities to submit applications and take part in search committee interviews, one of whom must be included in the final slate that is sent to the president by the board of trustees. This policy reform was designed to balance the prerogative of the local board of trustees to choose finalists with the responsibility of the president to ensure the search produces the strongest possible candidate for the job.

While this newly established authority has never been used, our discussions over the past seven months have suggested that it has its own limitations. Rather than augmenting local perspectives with those of the system, the state, and other chief executives—as peer state systems have done—the previous policy change set the stage for potential conflict between the president and the local board of trustees. Designing a search process that balances these varying perspectives *on the front end* would require decision-makers to come to consensus on finalists as part of the process. Enabling the president to take part from the beginning and throughout, rather than at the end, will instill confidence in both the final candidate and the process itself.

Likewise, a policy change in 2018 prohibited members of the Board of Governors from participating in search processes at all. This change, made in response to a failed search, was a marked departure from past practice where governors regularly served in a nonvoting capacity to ensure that the system board's perspective was represented in the process. As we've discussed, participation by members of

the system governing board is common in other state systems.

Finally, while recent policy changes have articulated the goal of recruiting current North Carolina residents and ensuring a diverse pool of individuals, including those with experience in the business, government or the military, the policy is otherwise silent on the most critical skills and attributes for all candidates.

Recommended Changes to Current Policy

Two key lessons stand out from our efforts to examine the changing demands on public university leadership. First, the role of the chancellor has changed significantly over the past two decades, and the leadership statement for any chancellor search must reflect the skills and attributes needed for success *today*. Second, the leadership search and selection process must reflect *both* the goals and priorities of the individual campus *and* the strategic plan of the "coordinated system of higher education" in which it operates.[10] Based on our analysis over the past seven months, the committee recommends the following changes to the chancellor search policy described below (outlined in the draft policy which will supersede existing Section 200.8 of the UNC Policy).

1. Enable the Board of Governors to develop a set of "leadership pillars" that would be consistent across searches. This change institutionalizes the recommendation of Dr. Rod McDavis that the Board of Governors establish a specific list of skills or attributes that would be consistent across all search processes to augment criteria established by the search advisory committee that reflects the institution's distinct goals and needs.
2. Repeal the 2020 change that enables the president to designate a finalist. The other changes outlined below augment the role of the president in the search process *on the front end*, which addresses the root of the 2020 policy change: better alignment of authority and accountability.
3. Empower the President to appoint a search advisory committee and identify a committee chair in consultation with the Board of Trustees. Current policy calls on the chair of the board of trustees to appoint the search committee in consultation with the president. The new policy

---

[10] North Carolina G.S. 116-11

would instruct the president to appoint the search committee in consultation with the chair of the board of trustees.

4. Require search committees to include the president and the chair of the Board of Governors as non-voting, *ex officio* members. As discussed above, this change is in keeping with practices in other states and ensures balance between local perspectives and those of the system and the state.

5. Require search committees to include a current or former chancellor of another constituent university in the UNC System. As the Deloitte report has argued, a common complaint directed at search processes is that they lack members with firsthand knowledge and experience of what the job requires. This change reflects current practice in other high-performing higher education systems.

6. Reduce the size of search advisory committees to a maximum of 15 voting members. Current policy does not limit the size of search committees, stating only that it should be possible to carry out the search process with "no more than 20 members." In our scan of other system policies, we found that most search committees are between 13 and 15 members.

Consistency With Current Practice

While the recommended revisions constitute meaningful change, it is important to note the consistency between the revised policy and the existing one. For instance, the revised policy maintains a robust role for the local board of trustees, including the trustees' statutory power to approve a list of finalists from which the president chooses a nominee to recommend to the Board of Governors. The president must consult with the chair of the board of trustees in identifying and appointing a search committee. Likewise, the policy still requires that the voting membership of the search advisory committee include representatives of the board of trustees, the faculty, the student body, the staff, the alumni, and the local community.

AGENDA ITEM

A-2. Consideration of Proposed Revisions to Section 200.8 of the UNC Policy Manual,
Policy on Chancellor Searches and Elections..Kellie Blue

Situation: The Committee on Strategic Initiatives examined the evolving role of public university leaders and the implications for policy, process, and practice. Through a series of sessions, the committee identified the skills, attributes, experience, and supports that are most important to effective campus leadership today and in the future. As part of that process, the committee has also examined potential changes to University of North Carolina System policy that are necessary to ensure continued success in selecting exceptional leaders.

Background: Senior leadership roles in public higher education are simultaneously more complex, demanding, and accountable than ever before, and surveys suggest that the skills necessary for success as a college chancellor (also known as a president in other systems) are distinct from those that were most important in the past. While skill demands have evolved and increased, so has turnover, meaning university and system boards will be searching for and appointing new leaders more frequently. These trends have implications for the University of North Carolina System.

Over fall 2022 and early 2023, the Committee on Strategic Initiatives hosted a series of discussions focused on the local and national landscape of public higher education leadership. Sessions featured expert speakers from within and outside the UNC System, research by University of North Carolina System Office staff on policies and practices in other states, and identification of potential areas for refinement of policy and practice. The committee also solicited input from key stakeholders including faculty, students, staff, administrators, and other university leaders.

After a review of the Committee on Strategic Initiatives' findings and recommendations in Item A-1, the Committee on University Governance will consider recommended changes to Section 200.8 of the UNC Policy Manual, *Policy on Chancellor Searches and Elections*.

Assessment: The Committee on University Governance will consider revisions to Section 200.8 of the UNC Policy Manual, *Policy on Chancellor Searches and Elections*

Action: This item is for discussion only.

Policy on Chancellor Searches and Elections

The Board of Governors adopts the following policy regarding the chancellor search and election process.

I.   Purpose. Under state law, the chancellor is the administrative and executive head of the constituent institution of the University of North Carolina (UNC) System whose exercise of executive authority is subject to the direction of the president.[1] State law requires the Board of Governors to elect a chancellor on the nomination of the president; and the president to choose the nominee from a list of candidates recommended by the institution's board of trustees.[2] The search for and election of a new chancellor of a constituent institution therefore requires the participation, involvement, and collaboration of the president, the board of trustees of the constituent institution, and the Board of Governors, each of which performs distinct roles and functions. Within the UNC System, chancellors report to the president. The president therefore has the primary responsibility for ensuring there is a thorough and reliable process that reflects the needs of the institution, the System, and the state, results in a pool of exceptionally qualified candidates, and culminates in the election of the chancellor by the Board of Governors.

Consistent with the statutory responsibilities of the board of trustees, president, and Board of Governors, this policy establishes requirements for the chancellor search and election process, describes the search philosophy, and identifies the resources that shall be provided through the UNC System Office and the constituent institutions during each search.

II.   Search Roles and Process

A.   President. As further described in this policy, the president or their designee shall serve as an *ex officio* member of the search advisory committee. In addition, the president shall: oversee UNC System Office staff with responsibility for managing and supporting chancellor searches, determine search advisory committee membership, charge the search advisory committee, develop chancellor leadership competencies, interview chancellor finalists, participate in the reference checking process, negotiate the terms of employment for a chancellor-elect consistent with state law and Board policy, and offer a chancellor-elect for final consideration by the Board of Governors.

B.   Board of Trustees. As further described in this policy, members of the boards of trustees shall serve as members of the search advisory committee, shall consider candidates proposed by the search advisory committee as potential finalists, and shall refer a final slate of candidates to the president for additional vetting and consideration.

C.   Board of Governors. The Chair of the Board of Governors or their designee and the member of the Board of Governors designated by the Committee on University Governance to

---

[1] G.S. 116-34.
[2] G.S. 116-11(4).

serve as the liaison to the constituent institution shall serve as *ex officio* members of the search advisory committee. In addition, as further described in this policy, selected members of the Board of Governors shall provide input and advice to the president on a slate of finalists and the governors both in committee and then as the full body shall consider and vote on a proposed chancellor-elect.

D.   Search Advisory Committee

1.   The president in consultation with the chair of the board of trustees shall appoint a search advisory committee that consists of no more than 13 voting members.

2.   The members of the search advisory committee shall consist of individuals knowledgeable of the duties and responsibilities of the chancellor position and broadly representative of the interest of students, faculty, staff, administrators, alumni, and the UNC System.

3.   The voting membership must include representatives of the board of trustees, the faculty, the student body, the staff, and the alumni.

4.   The voting membership must also include a sitting or retired chancellor from another UNC System university with 24 months or more experience serving as a permanent chancellor.

5.   The search advisory committee shall also include as *ex officio*, voting members the president (or their designee), the Chair of the Board of Governors (or their designee), and the member of the Board of Governors designated by the Committee on University Governance to serve as the liaison to the constituent institution.

6.   The president in consultation with the chair of the board of trustees shall identify a chair of the search advisory committee; the chair of the board of trustees may serve as chair of the search advisory committee.

7.   As further described in this policy, the search advisory committee shall work on behalf of the president to receive the input of stakeholders; to develop in consultation with the president a leadership statement that describes the desired qualities for the new chancellor, including any qualities identified as Systemwide leadership pillars by the UNC Board of Governors; to conduct interviews and consider the qualifications of candidates; and to propose a slate of finalists for consideration of the board of trustees, who recommends a slate to the president.

8.   It is essential that the members of the search advisory committee see themselves and function not as representatives of particular special interest groups, but as members of a team dedicated to a single objective: the identification and recommendation of the strongest possible candidates for the chancellorship of the institution.

E.   Budget and Staff. Upon the establishment of the search advisory committee, the chair of the board of trustees, in consultation with the president, shall establish a budget and identify staff for the committee. The costs for a chancellor search are the responsibility of the constituent

institution. This shall include the fees and expenses of any engaged outside professional search and/or background investigation firms.

F.   UNC System Office. The UNC System Office shall provide the necessary resources and support to effectively carry out a chancellor search, including but not limited to qualified human resources staff with expertise in executive search, logistical and administrative support to the chair of the search advisory committee, and training materials which shall serve to orient trustees and search advisory committee members with respect to their roles and responsibilities in the search process. The System Office may also obtain the support of the constituent institution in providing local logistical support to the operations of the search advisory committee.

G.   Search Status. Members of the Board of Governors may elect to receive public notices of search advisory committee meetings and chancellor search open forums.

H.   Engagement of Key Stakeholders

1.   The chair of the search advisory committee shall ensure that the search process engages a broad cross-section of stakeholders to obtain well-rounded input on the leadership statement and candidates. At the discretion of the search advisory committee chair, such engagement could involve students, faculty, staff, alumni, community members, and other stakeholders familiar with the needs of the institution, region, and state.

2.   The search advisory committee chair is encouraged to engage selected members of the Board of Governors who may live within proximity to the institution or otherwise have a particular interest in or knowledge of the institution and its mission to attend constituent forums, candidate receptions, or other events at which candidates are present.

3.   All individuals provided the opportunity to meet with chancellor candidates on campus will be expected to sign confidentiality agreements equivalent to that signed by members of the search advisory committee.

I.   Confidential Searches and Confidentiality

1.   Consistent with state law protecting the identity of applicants[3], searches for chancellors of the UNC System shall be conducted as "confidential searches," which shall mean the identity of candidates, semi-finalists, or finalists shall not be disclosed to the general public. Conducting confidential searches is intended to maximize the quality of the candidate pool by not discouraging the interest of individuals who would not otherwise apply in the event of a publicly disclosed candidate pool.

2.   Any individual involved in the search process, including but not limited to members of the Board of Governors, the search advisory committee, the board of trustees, and staff, shall keep confidential all search-related records and information that are required by law to be kept confidential. Confidential information includes, but is not

---

[3] See G.S. Chapter 126, Article 7, G.S. 126-22 et seq.

limited to, personnel records and information of candidates, attorney-client communications, and closed session deliberations and information.

III.   Search Philosophy, Candidates for Chancellor, and Other Items

A.   Each chancellor search advisory committee and the boards of trustees for constituent institutions shall, in consultation with the president, undertake reasonable efforts to recruit and consider a diverse pool of exceptionally well-qualified individuals for chancellor vacancies, including candidates with leadership experience and a track record of success in the public, non-profit, or private for-profit sectors.

B.   The Board of Governors may, in consultation with the president and with input from constituencies across the university system, choose to identify a limited number of qualities, skills, or attributes ("leadership pillars") that are critical to chancellor success at any System university and that must therefore be included in every leadership profile developed by a search advisory committee. The Board shall revisit such leadership pillars at its discretion to ensure alignment with current strategic priorities and the role of the chancellor.

C.   In order to support proactive talent identification and succession planning efforts and to benefit future applicant pools for the position of chancellor, the president, in consultation with the officers of the Board of Governors, shall undertake reasonable efforts to develop potential chancellor candidates within the UNC System and shall ensure that opportunities for chancellor vacancies are promoted in a manner that encourages interest from well-qualified candidates who are current residents of the State of North Carolina.

D.   In keeping with Board policy, in order to avoid actual or potential conflicts of interests, no presently serving member of the Board of Governors or a board of trustees shall be eligible to be appointed as an acting or interim chancellor or to be considered for the position of chancellor unless they first resign their position on said body.

IV.   Board of Trustees Recommendations to the President. The board of trustees, following receipt of the report of the search advisory committee shall, subject to the direction of the president, recommend an unranked slate of no fewer than three (3) candidates for consideration by the president in designating a nominee for the chancellorship.

V.   Consideration by the President. Once the slate of candidates is received from the board of trustees, the president may choose to interview one (1) or more of the candidates and may include members of his or her senior staff in the interviews, as deemed appropriate. The president may also consider asking the appointed officers of the Board of Governors and the chair and vice chair of the Committee on University Personnel to participate in these interviews to advise on the suitability of the candidates and to build support for a selected finalist before advancing to the next stage of the search process.

VI.   Review of Candidate Qualifications and Background Investigation

A.   Timing. The president shall initiate a detailed background investigation on one or more of the candidates received from the board of trustees for determining their suitability for election as chancellor.

B.   Scope. Any candidate presented to the Board of Governors for election as chancellor must have had a completed background investigation that includes but is not limited to verification of prior work history and educational credentials, confirmation of most recent total compensation, reference checks, criminal background check, credit check, civil litigation check, and scans of relevant social media and news media references applicable to the candidate. This investigation may address any other issues deemed of relevance to the president to confirm the candidate's suitability to serve as a chancellor.

C.   Review of Results. The final results of this background investigation shall be reviewed by the president, appropriate members of the president's senior staff, the officers of the Board of Governors, and the chair and vice chair of the Committee on University Personnel. This information may be shared with other members of the Board of Governors only with the direct authorization of the chair and the president when deemed necessary for the proper conduct of a search.

VII.   Nomination to the Board of Governors. Following interviews and successful completion of an appropriate background investigation, the president may either identify one candidate for nomination to the Board of Governors or return the slate to the board of trustees with instructions for further action.

VIII.   Negotiation of Terms and Conditions of Appointment. The president shall consult with the Board of Governors officers and the chair of the Committee on University Personnel about the president's proposed nomination and negotiation of conditional terms and conditions of appointment. The negotiated terms and conditions may include: compensation (including base salary, consistent with the Board of Governors approved market salary ranges), retirement plan participation; deferred compensation incentive and retention plans; stipends, and allowances.

IX.   Election of the Chancellor

A.   The Board of Governors shall vote on the president's nominee and the proposed terms of appointment.

B.   All the members of the Board shall have no less than seven (7) calendar days to review written materials for the proposed candidate for chancellor-elect prior to being asked to vote on said nomination.

C.   Prior to being considered by the full Board of Governors, the Committee on University Personnel shall convene to consider and make a recommendation concerning the president's nomination and the proposed terms and conditions of appointment, including the elements of any employment contract. The Committee on University Personnel meeting shall be scheduled so as to reasonably accommodate participation by Board of Governors members in person or by telephone.

D.   Any Board of Governors member who shall have a concern regarding the veracity or accuracy of any element of a candidate's background for chancellor shall address such concern directly to the president. The president shall have the responsibility to investigate and follow-up on such concerns with the Board of Governors in a timely manner.

E.   The chancellor-elect shall not be physically present at any Board meeting at which such vote shall be undertaken.

X.   Other Matters

A.   Effective Date. The requirements of this policy shall apply to all chancellor searches, except that the amendments to the policy adopted by the Board of Governors on XX/XX 2023, shall be effective only for those chancellor searches that commence after XX/XX 2023.

B.   Relation to State Laws. The foregoing policies as adopted by the Board of Governors are meant to supplement, and do not purport to supplant or modify, those statutory enactments which may govern or relate to chancellor searches.

C.   Regulations and Guidelines. These policies shall be implemented and applied in accordance with such regulations and guidelines as may be adopted from time to time by the president.