

May 16, 2024 at 1:30 p.m.
Via Videoconference and PBS North Carolina Livestream

AGENDA

OPEN SESSION

- A-1. Approval of the Open Session Minutes of April 17, 2024 Kellie Blue
- A-2. PBS North Carolina Board of Trustees Appointments Alex Mitchell
- A-3. University of North Carolina Press Board of Governors Appointments Kellie Blue

CLOSED SESSION

- A-4. Approval of the Closed Session Minutes of April 17, 2024 Kellie Blue
- A-5. Legal Affairs Report Andrew Tripp

OPEN SESSION

- A-5. Adjourn

Closed Session Motion

Motion to go into closed session to:

- Prevent the disclosure of information that is privileged or confidential under Article 7 of Chapter 126 of the North Carolina General Statutes, or not considered a public record within the meaning of Chapter 132 of the General Statutes.
- Consult with our attorney to protect attorney-client privilege.
 - To consider and give instructions concerning a potential or actual claim, administrative procedure, or judicial action for the following cases:
 - *Christopher Alloways-Ramsey et al. v. Jane Elizabeth Milley, et al.* - 21 CVS 5899 (Forsyth County Superior Court); and
 - *Christopher Soderlund et al. v. University of North Carolina School of the Arts, et al.* - IC No TA-29599 to IC No TA 29605, and IC No TA 29765 to IC No TA 29815.

Pursuant to: G.S. 143-318.11(a)(1) and (3).

DRAFT MINUTES

April 17, 2024, at 3:45 p.m.
Via Videoconference and PBS North Carolina Livestream
University of North Carolina School of the Arts
A.C. Ewing Performance Place, Catawba Theatre
Winston-Salem, North Carolina

This meeting of the Committee on University Governance was presided over by Chair Kellie Blue. The following committee members, constituting a quorum, were present in person: Pearl Burris-Floyd, Alex Mitchell, Michael Williford, and Philip Byers.

Also participating were Chancellor Darrell Allison and Chancellor Harold Martin. Dr. Wesley Burks was absent.

Staff members present included Andrew Tripp, Meredith McCullen, and others from the UNC System Office.

1. Call to Order and Approval of OPEN Session Minutes (Item A-1)

The chair called the meeting to order at 3:45 p.m. on Wednesday, April 17, 2024. The open session minutes from the February 28, 2024, meeting were approved by unanimous consent.

2. Update on the UNC Policy Manual Project (Item A-2)

Chair Blue called on Senior Vice President and General Counsel Andrew Tripp to give an update on the status of the UNC Policy Manual project.

3. Proposed Revisions to section 300.8.5 of the UNC Policy Manual, *Policy on Diversity and Inclusion Within the University of North Carolina* (Item A-3)

Chair Blue called on Mr. Tripp to review proposed amendments to Section 300.8.5 of the UNC Policy Manual. The proposal would repeal the current policy and its regulation counterpart (Section 300.8.5 [R] of the UNC Policy Manual) and replace them with the superseding Section 300.8.5 of the UNC Policy Manual, *Equality Within the University of North Carolina*. The chair called for a motion to approve the repeal and replace.

MOTION: Resolved, that the Committee on University Governance approve the repeal and replacement of Section 300.8.5 and Section 300.8.5 [R] of the UNC Policy Manual, *Policy on Diversity and Inclusion Within the University of North Carolina* with the superseding Section 300.8.5 of the UNC Policy Manual, *Equality Within the University of North Carolina*, and send to the full Board of Governors for a vote on the consent agenda and its next meeting.

Motion: Michael Williford

Motion Carried

4. Closed Session

The chair asked for a motion to move into closed session.

MOTION: Resolved, that the Committee on University Governance move into closed session to prevent the disclosure of information that is privileged or confidential under Article 7 of Chapter 126 of the North Carolina General Statutes, or is not considered a public record within the meaning of Chapter 132 of the General Statutes; and to consult with our attorney to protect attorney-client privilege; Pursuant to G.S. 143-318.11(a)(1) and (3).

Motion: Michael Williford

Motion carried

THE MEETING MOVED INTO CLOSED SESSION AT 3:52 p.m.

(The complete minutes of the closed session are recorded separately.)

THE MEETING RESUMED IN OPEN SESSION AT 4:33 p.m.

5. Adjourn

There being no further business and without objection, the meeting adjourned at 4:33 p.m.

Michael Williford, Secretary

AGENDA ITEM

A-2. PBS North Carolina Board of Trustees Appointments Kellie Blue

Situation: PBS North Carolina Board of Trustees has four vacancies. There are two vacancies for reappointment and two for new appointments. All for four-year terms beginning July 1, 2024, and ending June 30, 2028.

Background: PBS North Carolina Board of Trustees serves in a direct advisory capacity, assuring that public involvement and perspectives will have further influence on PBS NC operations. The University of North Carolina Board of Governors appoints 11 trustees, the governor appoints four, and the president *pro tempore* of the North Carolina Senate and speaker of the North Carolina House of Representatives each appoint one. Five serve *ex officio*: the president of the University of North Carolina System, the president of the NC Community College System, the superintendent of public instruction, the secretary of health and human services, and the secretary of natural and cultural resources.

Assessment: PBS North Carolina Board of Trustees has four vacancies to fill. Rick French and Michael Schoenfeld are recommended for reappointment. Johnny Burleson and Rodney Hood are recommended for appointment for four-year terms beginning July 1, 2024, and ending June 30, 2028. Biographical information for each can be found in the materials.

Action: This item requires a vote by the committee and a vote by the full Board of Governors.

Johnny Burleson (new appointment)

Johnny Burleson currently serves as principal, Mid-Atlantic, at Creative Fundraising Advisors (CFA), a national fundraising consulting practice. Mr. Burleson oversees a diverse array of projects encompassing CFA's comprehensive suite of fundraising counsel services. Prior to his tenure at CFA, Mr. Burleson held the role of chief advancement officer at the North Carolina Museum of Art in Raleigh, where he orchestrated a successful overhaul of development and membership operations, instilling a pervasive culture of philanthropy throughout the organization. Preceding his time at NCMA, Mr. Burleson served as the director of strategic partnerships at the Blue Cross and Blue Shield of North Carolina Foundation, where he played a pivotal role in cultivating and nurturing local, state, and national alliances to channel philanthropic and federal resources toward enhancing community well-being in North Carolina. Mr. Burleson's extensive career also encompasses 17 years in higher education philanthropy and advancement. Beginning his journey at his alma mater, NC State University, where he earned a BS in textiles with a specialization in the Italian textile industry, he subsequently assumed leadership roles at Appalachian State University and the University of North Carolina School of Government in Chapel Hill.

Rodney Hood (new appointment)

Rodney Hood most recently served as the corporate responsibility manager at JPMorgan Chase & Company. From 2004-2005, Mr. Hood served as associate administrator of rural housing service at the United States Department of Agriculture. Mr. Hood has experience serving on the National Credit Union Administration board, the Zest AI board of directors, the Posh AI board of directors, the ModernFI board of directors, and the Strategic Resource Management advisory board. Mr. Hood previously served on the University of North Carolina Board of Governors from 2013-2017. Mr. Hood has a Bachelor of Arts in business administration, political science, and speech communication from the University of North Carolina at Chapel Hill.

Rick French (reappointment)

Rick French is chairman and chief executive officer of French/West/Vaughan (FWV), a public relations, public affairs, advertising, and digital media agency. Mr. French has been named one of North Carolina's "Most Influential Individuals" by *Business NC* four times and has twice been named "Business Leader of the Year" by *North Carolina Business Leader Magazine*. In 2018, Mr. French was inducted into the North Carolina Media and Journalism Hall of Fame, and in 2019 he was the recipient of the Watt Huntley Award for Lifetime Achievement from the Raleigh Public Relations Society. Mr. French holds a BA in journalism from Oakland University in Rochester, Michigan, which in 2012 awarded him the university's Distinguished Alumni Achievement Award. He has endowed PR and communication scholarships at the major university and helped its College of Arts and Sciences gain approval from the Michigan Legislature to launch a PR major.

Michael Schoenfeld (reappointment)

Michael Schoenfeld is a partner in Brunswick Group's Washington, D.C., office and heads the firm's higher education sector. Mr. Schoenfeld advises corporate and nonprofit boards, CEOs, and high-profile leaders on critical issues in higher education, research, health care, and sports, among other areas. Prior to joining Brunswick, Mr. Schoenfeld was the vice president for public affairs and government relations, chief communications officer, and spokesperson at Duke University. He also served in a similar role at Vanderbilt University prior to his time at Duke. He was also senior vice president for policy and public

affairs at the Corporation for Public Broadcasting (CPB). Mr. Schoenfeld is a visiting professor of the practice of public policy at Duke and serves on the boards of WUNC-North Carolina Public Radio, the Seminar, and the Institute for Public Relations. Mr. Schoenfeld graduated from Duke University and received a master's degree in public policy from Stony Brook University.

AGENDA ITEM

A-3. UNC Press Board of Governors Appointments Kellie Blue

Situation: UNC Press has three vacancies with five-year terms beginning July 1, 2024, and ending June 30, 2029.

Background: The UNC Press Board of Governors has 15 elected members who serve five-year terms and may be reelected for successive terms up to a service limit of three full terms. Fourteen of the current members actively hold an academic position at universities, including Appalachian State University, North Carolina Agricultural & Technical State University, North Carolina Central University, NC State University, University of North Carolina at Chapel Hill, and University of North Carolina at Greensboro.

According to its bylaws, the UNC Press Board of Governors creates a nominating committee and submits a slate to the chancellor of University of North Carolina at Chapel Hill, who transmits it to the president of the UNC System, who presents it to the Board of Governors.

Assessment: Following the recommendation of UNC Press and UNC-Chapel Hill Interim Chancellor Lee Roberts, President Peter Hans nominates for reappointment Dr. Randall Styers and Dr. Angela Miles, and for appointment, Dr. Arwin Smallwood. Biographical information for each can be found in the materials.

Action: This item requires a vote by the committee and a vote by the full Board of Governors.

Angela Miles (Reappointment)

Dr. Angela Miles is an associate professor and department chair of business administration at North Carolina Central University. Dr. Miles' professional experience includes financial planning and analysis, marketing operations, risk management and insurance, human resource and budgetary management, and educational instruction in global telecommunication, consumer product, banking, and academic industries. Before working at NC Central University, Dr. Miles had faculty appointments at North Carolina A&T State University, Old Dominion University, University of North Carolina at Charlotte, and Florida State University. In the private sector, Dr. Miles held roles at Nortel, Ford, and Bank of America.

Arwin Smallwood (Appointment)

Dr. Arwin Smallwood is a professor and the chair of the Department of History and Political Science at North Carolina Agricultural and Technical State University. Effective June 1, 2024, Dr. Smallwood will begin a new role as dean of the College of Arts, Social Sciences, and Humanities at North Carolina Central University. Dr. Smallwood received his BA in political science and MA in history from North Carolina Central University. Dr. Smallwood has taught as a visiting lecturer at North Carolina A&T State University, then director of African American studies at Bradley University. Dr. Smallwood then joined the department of history at the University of Memphis, where he helped build its Ph.D. program in African American history. Dr. Smallwood became chair of the Department of History at North Carolina A&T State University. From June 2022 to August 2023, he served as the interim vice provost for undergraduate education. Dr. Smallwood has served on several boards including the board of directors for the Charlotte Hawkins Brown Museum, the advisory board for the North Carolina Historical Markers Commission, the Z. Smith Reynolds art grant review board, and the scholars advisory board for the Gilder Lehrman Institute.

Randall Styers (Reappointment)

Dr. Randall Styers is an associate professor in the Department of Religious Studies at the University of North Carolina at Chapel Hill. Dr. Styers currently serves as the treasurer and member of the board of directors of the American Academy of Religion. From 2016 to 2019, he served as chair of the Council on Graduate Studies in Religion. Before joining the UNC-Chapel Hill faculty in 2001, he worked as an attorney in Los Angeles and New York, and taught philosophy of religion for four years on the theology faculty at Union Theological Seminary in New York, where he also served for a period as acting academic dean.