

September 17, 2025 at 12:45 p.m.
Via Videoconference and PBS North Carolina Livestream
UNC System Office
223 S. West Street, Room 1809
Raleigh, NC 27603

AGENDA

OPEN SESSION

- A-1. Approval of the Open Session Minutes Carolyn Coward
 - a. Open Session Minutes of May 12, 2025
 - b. Open Session Minutes of May 15, 2025
- A-2. 2024-25 Annual Report of the Committee on University Personnel.....Thomas Walker
- A-3. UNC Optional Retirement Program Technical Change Greg Diagonale

CLOSED SESSION

- A-4. Approval of the Closed Session Minutes Carolyn Coward
 - a. Closed Session Minutes of May 12, 2025
 - b. Closed Session Minutes of May 15, 2025
- A-5. Executive Personnel Matter..... Michael Vollmer
- A-6. President's Report Peter Hans
- A-7. Executive Compensation Matter Andrea Poole

OPEN SESSION

- A-8. Adjourn

Additional Information Available:

- UNC Optional Retirement Program Technical Change (CLOSED)

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.
- Consider the qualifications, competence, performance, or condition of appointment of a public officer or employee or prospective public officer or employee.

Pursuant to: G.S. 143-318.11(a)(1), (3), and (6).

DRAFT MINUTES

May 12, 2025 at 10:15 a.m.

Via Videoconference and PBS North Carolina Livestream

This meeting of the Committee on University Personnel was presided over by Chair Carolyn Coward. The following committee members, constituting a quorum, were present via videoconference: Woody White, Swadesh Chatterjee, Kellie Hunt Blue, and Jimmy D. Clark.

Chancellor participating was Aswani Volety.

Staff members present included Thomas Walker, Mary Griffin Riggins, and others from the University of North Carolina System Office.

1. Call to Order and Open Session Minutes (Item A-1)

The chair called the meeting to order at 10:15 a.m. on Monday, May 12, 2025, and reminded all committee members of their duty under the State Government Ethics Act to avoid conflicts of interest and appearances of conflicts of interest. The chair asked if there were any conflicts or appearances of conflicts with respect to any matter coming before the committee. No members identified any conflicts at the time. The minutes from the April 9, 2025, meeting were approved by unanimous consent.

2. UNC Optional Retirement Program Technical Changes (Item A-2)

The committee reviewed a proposed resolution approving technical changes to the Optional Retirement Program (ORP) and delegating authority to the president regarding administration of the ORP.

MOTION: Resolved, that the Committee on University Personnel approve the resolution amending the Optional Retirement Program and submit the resolution to be voted on through the May consent agenda.

Motion: Kellie Hunt Blue

Motion Carried

3. Closed Session

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

MOTION: Resolved, that the Committee on University Personnel move into closed session to prevent the disclosure of information that is privileged or confidential pursuant to 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 [G.S. 143-318.11(a)(1)]; to consult with an attorney employed or retained by the public body in order to preserve the attorney-client privilege between the attorney and the public body, which privilege is hereby acknowledged [G.S. 143-318.11(a)(3)]; and to consider the qualifications, competence,

performance, or conditions of appointment of a public officer or employee or prospective public officer or employee [G.S. 143-318.11(a)(6)].

Motion: Woody White

Motion carried

THE MEETING MOVED INTO CLOSED SESSION AT 10:25 A.M.

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

THE MEETING RESUMED IN OPEN SESSION AT 10:35 A.M.

There being no further business and without objection, the meeting adjourned at 10:35 a.m.

Swadesh Chatterjee, Secretary

DRAFT MINUTES

May 15, 2025 at 9:15 a.m.
Via Videoconference and PBS North Carolina Livestream
UNC System Office
223 S. West Street, Room 1809
Raleigh, NC 27603

This meeting of the Committee on University Personnel was presided over by Chair Carolyn Coward. The following committee members, constituting a quorum, were present either in person or via videoconference: Woody White, Swadesh Chatterjee, Kellie Hunt Blue, and Jimmy D. Clark.

Shayna Hill, chair of the UNC Staff Assembly, was also in attendance.

Staff members present included Thomas Walker, Mary Griffin Riggins, and others from the University of North Carolina System Office.

1. Call to Order and Open Session Minutes (Item A-1)

The chair called the meeting to order at 9:15 a.m. on Thursday, May 15, 2025, and reminded all committee members of their duty under the State Government Ethics Act to avoid conflicts of interest and appearances of conflicts of interest. The chair asked if there were any conflicts or appearances of conflicts with respect to any matter coming before the committee. No members identified any conflicts at the time.

2. Closed Session

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

MOTION: Resolved, that the Committee on University Personnel move into closed session to prevent the disclosure of information that is privileged or confidential pursuant to 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 [G.S. 143-318.11(a)(1)]; to consult with an attorney employed or retained by the public body in order to preserve the attorney-client privilege between the attorney and the public body, which privilege is hereby acknowledged [G.S. 143-318.11(a)(3)]; and to consider the qualifications, competence, performance, or conditions of appointment of a public officer or employee or prospective public officer or employee [G.S. 143-318.11(a)(6)].

Motion: Woody White

Motion carried

THE MEETING MOVED INTO CLOSED SESSION AT 9:16 A.M.
(The complete minutes of the closed session are recorded separately.)

THE MEETING RESUMED IN OPEN SESSION AT 9:25 A.M.

There being no further business and without objection, the meeting adjourned at 9:25 a.m.

Swadesh Chatterjee, Secretary

AGENDA ITEM

A-2. 2024-25 Annual Report of the Committee on University Personnel Thomas Walker

Situation:	Each standing committee submits an annual report of its activities to the University of North Carolina Board of Governors.
Background:	Pursuant to Section 302 E of <i>The Code</i> , "Each standing committee shall make a written report to the Board of Governors at least annually, reviewing the work of the committee during the preceding year."
Assessment:	The annual report on the activities of the Committee on University Personnel for fiscal year 2024-25 is ready for review and submission.
Action:	This item requires a vote by the committee to accept the report for submission to the Board.

DUTIES AND MEMBERSHIP

The major responsibilities of the Committee on University Personnel are: (1) to make recommendations to the University of North Carolina Board of Governors on all personnel actions under the jurisdiction of the Board; (2) to review *The Code* and institutional policies and regulations regarding tenure and dismissal; (3) to act on compensation matters that exceed prescribed thresholds; (4) to consult with the president on compensation matters for the president's direct reports, chancellors, and the CEOs of UNC Health Care and PBS North Carolina; and (5) to act on new or modified policies regarding human resources-related matters.

Board members who served on the committee during the fiscal year July 1, 2024, through June 30, 2025, were Carolyn Coward, Temple Sloan (through April 10, 2025), Woody White, Swadesh Chatterjee, Kellie Hunt Blue (beginning April 2025), and Jimmy D. Clark. Through April 10, 2025, Ms. Coward served as chair, Mr. Sloan served as vice chair, and Mr. White served as secretary. Beginning on April 11, 2025, Ms. Coward served as chair, Mr. White served as vice chair, and Mr. Chatterjee served as secretary. Chancellors Robin Cummings, Sharon Gaber, and Aswani Voley served as chancellor representatives to the committee.

ACTIONS

The committee met in 12 regular or special meetings between July 1, 2024, and June 30, 2025. The major actions of the committee and matters presented to the committee are summarized below.

Human Resources Actions

Delegated Salary Actions: The committee received an informational report on 29 EHRA Faculty and 167 EHRA Non-Faculty salary requests approved by the UNC System Office under authority delegated to the president or his designee.

Benefits Shared Services: In January 2025, the committee was presented with an update on the University of North Carolina System's benefits shared service. The goal of shared services is to improve efficiency and consistency for the System, while freeing up more resources for institutions to complete work more central to their missions.

Chancellor Searches: The committee was periodically apprised of the status of chancellor searches for Appalachian State University, Elizabeth City State University, NC State University, and the University of North Carolina at Chapel Hill. Once concluded, a recommended candidate was brought before the committee before being forwarded to the full Board for a final vote. In August 2024, Mr. Lee H. Roberts was selected as the chancellor of the University of North Carolina at Chapel Hill. In February 2025, Dr. Heather Norris was selected as the chancellor of Appalachian State University. In March 2025, Mr. Kevin Howell was selected as the chancellor of NC State University. In May 2025, Dr. Keith Hargrove was selected as the chancellor of Elizabeth City State University.

Employee Engagement Survey: In July 2024, the committee was presented with an update on the employee engagement survey that had been conducted in March 2024. The results demonstrated a continued rise in overall positive response rates.

Employee Turnover: In September 2024, the committee was presented with an update on recent employee turnover trends. This presentation demonstrated that voluntary turnover rates have largely returned to pre-COVID levels and that the University's rates are trending better than benchmark data from the national College and University Personnel Association for Human Resources.

Human Resources Update: In October 2024, the committee was presented with an update on recent improvement in the administration of human resources throughout the University of North Carolina System, including the simplification of employee classification, the streamlining of salary ranges, the elimination of long-time vacant positions, and updated delegated approval authority for human resources actions.

Optional Retirement Program: In May 2025, the Board voted to approve a resolution approving amendments and delegating authority to the president regarding administration of the Optional Retirement Program (ORP). The resolution further approved and adopted the collective investment trusts to be offered in the ORP.

Policy Manual Revisions: In January 2025, the committee reviewed proposed revisions to Section 200 of the UNC Policy Manual. In February 2025, the Board voted to approve these revisions via the consent agenda.

Retirement Program: In November 2024, the committee was presented with an update on the University's retirement plans available to the University's benefit eligible workforce. Faculty and staff employees who work 30 or more hours per week must participate in a retirement program.

Tutorials: The committee was presented with periodic tutorials on matters such as athletic contracts, the constituent institution peer-setting process, and employee compensation.

Academic Affairs Actions

Faculty Recruitment and Retention Fund: This fund was established by the General Assembly in 2006 to be used to recruit and retain key faculty within the University of North Carolina System. In April 2025, the committee discussed the status and utilization of this fund.

Tenure Conferrals: In May 2025, Academic Affairs reported on 18 tenure conferrals from institutions that lack management flexibility.

AGENDA ITEM

A-3. UNC Optional Retirement Program Technical Change.....Greg Diagonale

Situation: The University of North Carolina System administers the Optional Retirement Program of the University of North Carolina (ORP) for the benefit of employees as an alternative to the state retirement system. The Board of Governors has designated the president as plan administrator and authorized the president to further delegate to qualified professionals most plan administration duties. North Carolina General Statute 135-5.1 (d) provides that “[t]he Board of Governors of The University of North Carolina shall designate the company or companies from which contracts are to be purchased or the trustee responsible for the investment of contributions under the Optional Retirement Program, and shall approve the form and contents of such contracts or trust agreement.” This statutory responsibility is non-delegable.

Background: The president, with the assistance of professional staff, oversees and monitors the investment management, performance, and expenses associated with the administration of the ORP. The oversight and monitoring process is designed to ensure that the ORP’s investment options are maintained consistent with the ORP’s investment policy statement; that the ORP and its participants receive the services promised in vendor contracts; and that the investment and administrative expenses charged to the plan by investment providers and service providers are reasonable. The University’s oversight and monitoring activities include regular reviews by the University’s investment advisor, CAPTRUST, and the UNC System Benefits/Investment Committee, which includes recordkeeping fees and investment fees.

Assessment: The University System Benefits/Investment Committee reviews proposals to further lower investment fees utilizing an investment vehicle called a collective investment trust (CIT). Your board materials include an additional collective investment trust opportunity and some details on a collective investment trust arrangement.

The University presents to the committee a recommendation to adopt a collective investment trust arrangement for the following investment offered in the ORP: T. Rowe Price Diversified Mid-Cap Growth, and to authorize the president or his staff to execute the required documents to enter into a collective investment trust arrangement.

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