

COMMITTEE ON UNIVERSITY GOVERNANCE

Thursday, February 20, 2014

Conference Room C, Spangler Center

Minutes

Attendees: Presided by Chairman Powers. Others: Vice-Chairman Lail, Mr. Harrelson, Mr. Grainger, Ms. Maxwell, Mr. McMahan, Dr. Perry, Mr. Rippy, Chancellor Ballard, Chancellor Becton, and Chancellor Carter.

Others: Ann Lemmon, Sue Carpenter, Tom Shanahan, Drew Moretz, Jonathan Kappler, Peter Hans, - Jenna Robinson and Donna Payne.

1. Approval of the Minutes of January 9, 2014: The minutes of the January 9, 2014 meeting of the committee were reviewed and approved.

Approval of Agenda - The agenda as presented was approved.

2. Discussion of Vacancies on Councils and Boards of Trustees

- a. Vidant Medical Center: There is a partial-term ending on February 28, 2017, on the Vidant Medical Center Board of Trustees. This vacancy results from the resignation of Mr. A. Ray Rogers. The Committee voted to recommend the election of Mr. Carlester T. Crumpler to serve.

- b. Vidant Medical Center: There is a full term beginning on March 1, 2014, on the Vidant Medical Center Board of Trustees. This vacancy results from the decision of Mr. David Harris not to seek reappointment to a second five-year term. The Committee voted to recommend the election of Mr. William P. Hodges to serve.

- c. Umstead Review Panel: There are three positions on the Umstead Review Panel for the 2014 to 2018 term. In April, 2014, the Board of Governors will appoint members to the Umstead Review Panel, as provided by statute. A summary of the Umstead Act and the creation of the Panel were attached or reference. The current Panel members have indicated a willingness to be reappointed. Their reappointment is supported by UNC General Administration Office of Legal Affairs staff. Additional nominations also will be accepted.

- d. UNC Press: UNC Press will have 3 vacancies on its Board of Governors for five-year terms beginning July 1, 2014. The Press has 15 elected members who serve 5 year terms and may be reelected for successive terms with a service limit of 3 full terms. Thirteen of the current members actively hold an academic position from universities including UNC-CH, UNC Greensboro, NCSU, NCCU, and Duke. According to its by-laws, the Press BOG creates a nominating committee and submits a slate to the Chancellor of

UNC-CH who transmits it to the UNC system president, who presents it to the UNC Board of Governors.

The UNC Press liaison, Ann Maxwell, is working with UNC Press to identify candidates. Nominations are being accepted for this position.

- e. UNC Greensboro: There is a partial-term ending on June 30, 2015, on the University of North Carolina at Greensboro Board of Trustees. This vacancy results from the resignation of Mr. Martin Weissburg due to relocation to Brussels, Belgium. The University of North Carolina at Greensboro liaison, Ed McMahan, is working with UNCG to identify candidates. The Committee is seeking recommendations to fill this vacancy.

Move to closed session

- 4. Legal Update*

Return to open session

- 5. Other Business

- a. Following discussion at the November and January Board of Governors meetings, the Governance Committee determined that it would propose revisions to policies governing political activity and office holding in order to provide additional clarity, bring policies up to date, and eliminate confusion caused by an accumulation of policies in the policy manual. The committee considered revisions to policies 300.5.1 and 300.5.2 , which were approved by the Governance Committee, and will appear on the Consent Agenda for the April BOG meeting.

- b. Chairman Hans previously discussed the possibility of changing the meeting schedule for the Board of Governors from the current set-month schedule to an every-six-weeks schedule. The current Board of Governors meeting schedule results in some meetings that are only 4 weeks apart, and others that may be 10 weeks apart. This new schedule would begin with the 2014-2015 year. This requires modification to 202 A. of the Code. This Code change was approved by the Governance Committee, and will appear on the Consent Agenda for the April BOG meeting.

- c. Chairman Hans made a recommendation to the Governance Committee that the next meeting the committee consider revising is Chancellor Selection, found in Section 500 B 1 of The Code and Appendix I, subpart I.D. This section requires the campus BOT to submit two names to the President, whereas the long-time practice is that the President requests three names. Mr. Hans suggested that we bring the policy in line with practice.

- d. Susan Colby, Chair of the UNC Staff Assembly, had suggested that the campus liaisons might enjoy the opportunity to attend employee appreciation events on their assigned campuses. A schedule of events was provided for the committee.

e. Ms. Lemmon mentioned that she had been contacted by the School of Government about taking on a summer intern, and she thought development of an orientation template would be a good project for one. She will follow up with the School of Government and will report back in April.

f. Elections of Board officers. Ann Maxwell asked Chairman Powers about the upcoming elections. Mr. Powers noted that any member interested in running should let the Secretary know their intentions. Election of officers would take place at the June Board meeting.