

[Document for the Chancellor Selection/Executive Search Manual]

Chancellor Selection Process Guidance

The search for and election of a new chancellor of a constituent institution of the University of North Carolina requires the participation, involvement, and collaboration of the institutional board of trustees, the search committees, the president, and the Board of Governors, each of which performs distinct roles and functions in the process. The materials in this guidance amplify the provisions of *The Code* and the North Carolina General Statutes, and are intended to describe the understandings and practices of the president and the Board of Governors with respect to the chancellor search and election process. To that end, the materials herein: (a) describe and summarize the resources and expertise that will be maintained and provided through UNC General Administration during each search; (b) outline the process that the president and the Board of Governors expect to follow, consistent with *The Code*; and (c) provide additional information on the essential roles of each individual or entity in the search process.¹

Technical Resources and Expertise for the Executive Search Function

The University of North Carolina General Administration maintains expertise and resources necessary to support executive searches. These resources are available through the Office of the President, the Office of the Secretary, the Division of Legal Affairs, and the Division of Human Resources, and may also include outside consultants and professionals engaged by the University in a particular search. The support and expertise generally available through UNC General Administration include:

- Qualified professional and administrative staff with expertise in supporting and managing searches for chancellors and senior academic and administrative officers;
- Listings of executive search firms, including firms with multi-industry/multi-disciplinary expertise;
- Guidance and instructional materials on conducting effective executive searches;
- Guidance, matrices, and other advisory materials on assembling search committees and conducting search committee meetings;
- Templates for leadership statements, job descriptions, committee charges, and routine communications;
- Knowledge of industry standards associated with the recruitment, selection, and hiring of institutional leaders;
- Regularly updated knowledge and understanding of the educational and operational landscape of public higher education and the unique skills sets that chancellor candidates must possess to navigate that landscape, along with materials and instructional resources for an instructional seminar on the topic to be presented to trustees and search committee members at the commencement of each search process.

Role of the Board of Governors in Chancellor Searches

The statutory role of the Board of Governors is to elect the chancellor on the president's recommendation. To support the institutional board of trustees and the search committee in particular searches, and to encourage collaboration between the Board of Governors, board of trustees, and the search committee, the chair of the Board of Governors will, consistent with *The Code* and in consultation with the president and the chair of the board of trustees, designate a member of the Board of Governors to serve on the search committee in a nonvoting advisory capacity. The Board of Governors' representative will:

- Collaborate with the president and the chair of the board of trustees in developing a matrix of skills and backgrounds to be represented among members of the search committee;

¹This document is for internal administrative guidance only, and was endorsed by the Board of Governors on the recommendation of the Committee on University Governance, and by President Thomas W. Ross on April 10, 2015. The provisions of this document do not supersede or replace the requirements of *The Code* and the Policy Manual of the University of North Carolina.

- Encourage members of the Board of Governors to recommend individuals who are not members of the Board of Governors for consideration for service on the search committee;
- Assist the president, the chair of the board of trustees, and UNC General Administration professional staff in narrowing the recommendations for the search committee membership received from Board of Governors members to three (3) to five (5) individuals for further evaluation;
- Attend search committee meetings as necessary to serve as an additional resource and advisor to the search committee. Given the advisory nature of the role, which is different than the function performed by regular search committee members, the Board of Governors' representative will not be required to attend all search committee meetings;
- Avoid active participation in interviews of candidates and refrain from participation in the substantive deliberations of candidates by the search committee;
- Observe all confidentiality requirements applicable to search committee members, and sign such confidentiality agreements as may be appropriate to reflect such commitments; and
- Assist the president in providing general updates to the Board of Governors concerning the status of the search, but avoid providing information concerning individual candidates.

Establishment of the Campus Search Committee

The chair of the board of trustees collaborates with the president to ensure that:

- The committee membership represents important campus constituencies and stakeholders and that no particular set of stakeholders, other than members of the board of trustees, is more largely represented than others. Search committee members should possess diverse backgrounds, perspectives, and skills consistent with provisions in Appendix 1 of The Code. Individuals considered for service on the search committee should be evaluated based on the manner in which the individual's experiences will contribute to the work of the search committee, taking into account the specific needs of the chancellor position involved as well as the existing makeup of the search committee;
- The three (3) to five (5) individuals recommended by Board of Governors members for search committee membership through the Board of Governors' representative receive thorough consideration;
- The search committee generally includes at least one (1) to two (2) of the individuals suggested for consideration by Board of Governors members in collaboration with the president;
- Potential search committee members understand and accept the responsibilities and time commitments attendant to committee service.

Communications, Status, and Updates

There will be a process for regular communication with Board of Governors members regarding the chancellor search, including provisions for Board of Governors members to receive notice of meetings, open forums, web site, consultant interviews, and leadership profiles. The president will receive a preliminary report when the search committee is preparing a schedule of interviews. The chair of the board of trustees will work with the president and UNC General Administration professional staff to provide periodic reports to the Board of Governors concerning:

- The status of the search;
- The projected schedule for concluding interviews and delivering recommendations of three (3) candidates to the president; and
- Such other matters as may be necessary or appropriate.

Consistent with Section 501 B of *The Code*, the president will be the official medium of communication with the Board of Governors for the search. Board of Governors members will address inquiries concerning the search and candidates to the president, and will not engage in independent inquiries concerning candidates, except as may be requested by the president.

Board of Trustees Recommendations to the President

The board of trustees will receive and consider candidate recommendations from the search committee. The board of trustees will approve an unranked slate of no fewer than and no more than three (3) candidates to forward to the president for consideration.

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. The president:

- Will include in the interview process the chair of the Board of Governors, the chair of the Committee on Personnel and Tenure, and one (1) other member of the Board of Governors designated by the chair, other than the Board of Governors member designated to serve as a resource to the search committee;
- May consult with the UNC General Administration professional staff and involve one (1) or more UNC General Administration staff members in candidate interviews as necessary or appropriate;
- May engage in additional investigation and review of candidates as the president deems appropriate under the circumstances;
- May either identify a candidate for nomination to the Board of Governors, or return the slate to the board of trustees with instructions for further action.

Negotiation of Terms and Conditions of Appointment

The Board of Governor's Committee on Personnel and Tenure will consult with the president about the nominee and, thereafter, may authorize the president to negotiate with the nominee terms and conditions of appointment, to include:

- Compensation, including base salary, retirement, deferred compensation incentive and retention payments, stipends, and allowances;
- Written contract provisions, including length of appointment, retreat rights, and considerations.

In addition, the president ordinarily consults with the board of trustees chair regarding chancellor salary and compensation issues.

Election of the Chancellor

The Board of Governors will consider and vote on the president's nominee for chancellor and the proposed terms of appointment according to the follow process:

- The Committee on Personnel and Tenure will ordinarily convene to consider and vote on the president's nomination for chancellor and the proposed terms and conditions of appointment, including any written employment contracts.
- The Committee on Personnel and Tenure meeting will be scheduled so as to allow participation by any Board of Governors member in person or by telephone, as necessary.
- In the event the Committee on Personnel and Tenure votes to recommend the election of the president's nominee and the terms of appointment to the full Board of Governors, a meeting of the Board of Governors to consider the recommendation will ordinarily take place no earlier than forty-eight (48) hours after the conclusion of the Committee on Personnel and Tenure meeting.