



**Resolution to Restate Delegated Authority
Board of Trustees of The University of North Carolina at Greensboro**

WHEREAS, the Board of Trustees of The University of North Carolina at Greensboro (the “Board of Trustees”) has a duty to promote the sound development of the University within the functions prescribed for it, helping it to serve the people of the state so as to complement the activities of the other institutions and aiding it to perform at a high level of excellence in every endeavor; and

WHEREAS, the Board of Trustees serves as an advisor to the Board of Governors on matters pertaining to the university and serves as an advisor to the chancellor concerning the management and development of the university; and

WHEREAS, the Board of Governors’ approval on July 22, 2021 of that “Resolution to Amend and Restate Constituent Institution Board of Trustees Delegations” directs each board of trustees of the constituent institutions to identify and restate in one binding resolution all instances in which the board of trustees has delegated some or all of its authority to any committee, chancellor, or other campus entity, employee, officer, or agent;

NOW THEREFORE, LET IT BE KNOWN that the Board of Trustees of The University of North Carolina at Greensboro hereby restates, reaffirms, and approves the delegated authority as set forth in the document attached hereto as Exhibit A and incorporated herein by reference. Further, in addition to the delegations incorporated by reference in Exhibit A, all delegations prescribed herein or in the future, may be further delegated consistent with: (1) UNCG’s Board of Trustee Bylaws and Delegations which are attached hereto and incorporated by reference as Exhibit B, (2) UNCG’s Management Flexibility Plan, which is attached hereto and incorporated by reference as Exhibit C, and (3) other university policies contained within UNCG’s Policy Manual.

In addition to the duties, responsibilities, and authorities assigned to the Chancellor by the Board of Governors through Section 502 of The Code of the University of North Carolina, and pursuant to N.C.G.S. § 116-31.10 (Powers of Board regarding certain purchasing contracts), the Board of Trustees hereby delegates to the Chancellor full authority, or affirms the Chancellor’s inherent authority to sign or execute, or to designate University employees to sign or execute, agreements, contracts, leases, and other official documents with institutions, agencies, corporations, partnerships, individuals, and other legal entities, including all such agreements not required by law or administrative regulation to be otherwise executed; provided, however, that such agreements shall comply with the law of North Carolina, especially the North Carolina General Statutes 143 and 146, when applicable, and with The Code of the University of North Carolina, and policies determined by the Board of Governors or the Board of Trustees. Campus officials designated by the Chancellor to sign official documents on behalf of the University as of the date of this Resolution are found in UNCG’s University Policy on Contract Review and Approval and Signature Authority and related Authority for Contract Negotiations and Signature Approval procedure.

Notwithstanding any other provision authorized by the Board of Trustees, all authority that has been delegated to the Board and has not been identified and further delegated in this resolution or articulated in Exhibit A is hereby vested in the authority of the Board of Trustees.

RESOLVED AND APPROVED by unanimous consent this 28th day of October, 2021.

THE BOARD OF TRUSTEES OF THE UNIVERSITY OF NORTH CAROLINA AT GREENSBORO

By: 

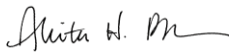
Betsy S. Oakley, Chair



Mona Edwards, Vice Chair



Mae Douglas, Secretary



Anita Bachmann




Margaret Benjamin



Ernest Grant



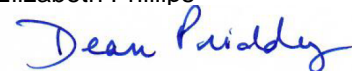
Brad Hayes



George Hoyle



Elizabeth Phillips




Dean Priddy



Tim Rice



Linda Sloan



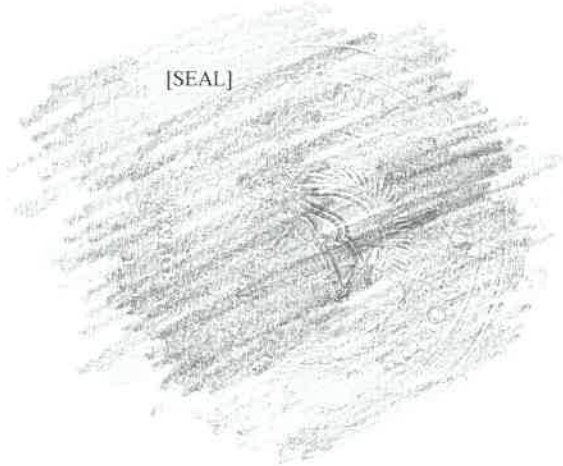
Hazael Mengesha

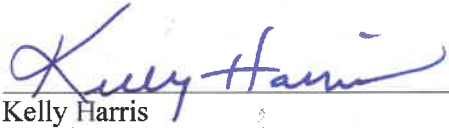
STATE OF NORTH CAROLINA)
)
COUNTY OF GUILFORD)

I, Kelly Harris, duly elected Secretary of the Board of Trustees of The University of North Carolina at Greensboro, ***DO HEREBY CERTIFY*** that the foregoing is a full, true, and correct copy of the Resolution to Restate Delegated Authority approved by the Board of Trustees of The University of North Carolina at Greensboro by unanimous consent.

WITNESS, my hand and the seal of The University of North Carolina at Greensboro this 28th day of October 2021.

[SEAL]





Kelly Harris
Assistant Secretary to the Board of Trustees

EXHIBIT A - DELEGATED AUTHORITY TABLE – UNC Greensboro

APPROVED BY the Board of Trustees 9.30.2021

	Source	Authority	Delegation	Source	Sub-Delegation	Source
Powers Delegated by the General Assembly						
1	N.C.G.S. § 116-33.1	Board of Trustees to Permit Recruiter Access: If the Board of Trustees provides access to its buildings and campus and the student information directory to persons or groups which make students aware of occupational or educational options, the Board of Trustees shall provide access on the same basis to official recruiting representatives of the military forces of the State and of the United States for the purpose of informing students of educational and career opportunities available in the military.				
2	N.C.G.S. § 116-40.22(d)	Management Flexibility - Information Technology: The Board of Trustees of an institution shall establish policies and rules governing the planning, acquisition, implementation, and delivery of information technology and telecommunications at the institution.				
3	N.C.G.S. § 116-41.17; 18	Distinguished Professors Endowment Trust Fund: The Board of Trustees may recommend to the Board [of Governors], for its approval, the establishment of an endowed chair or chairs and develop procedures and rules for the designation and selection of Distinguished Professors.				
4	N.C.G.S. § 116-44.4	Traffic and Parking: The Board of Trustees may by ordinance prohibit, regulate, divert, control, and limit pedestrian or vehicular traffic and the parking of motor vehicles and other modes of conveyance on the campus; provide for the registration of motor vehicles maintained or operated on the campus; fix fees for such registration; set aside parking lots and other parking facilities on the campus; issue permits to park in these lots and garages and may charge a fee therefor; make it unlawful for any person to park a motor vehicle in any lot or other parking facility without procuring the requisite permit and	Chancellor or Authorized Designee	Resolution dated 9.30.21		

		displaying it on the vehicle; set aside spaces in designated parking areas or facilities in which motor vehicles may be parked for specified periods of time; install a system of parking meters and make it unlawful for any person to park a motor vehicle in a metered space without activating the meter; install automatic gates, employ attendants, and use any other device or procedure to control access to and collect the fees for using its parking areas and facilities; provide for the issuance of stickers, decals, permits, or other indicia representing the registration status of vehicles; establish procedures for the collection of penalties; provide for appropriate administrative sanctions; cause to be posted appropriate notice to the public of applicable traffic and parking restrictions; and provide for printing and distributing copies of its traffic and parking ordinances.				
POWERS DELEGATED BY THE BOARD OF GOVERNORS OR PRESIDENT - UNC POLICY MANUAL AND CODE						
CODE CHAPTER V – OFFICERS OF THE UNIVERSITY						
5	Section 502D	Student Affairs: Where, in a student conduct case, the sanction is suspension or expulsion, an appeal may be made to the Board of Trustees. No appeal to the president or Board of Governors is permitted.				
CODE APPENDIX 1 - DELEGATIONS OF DUTY AND AUTHORITY TO BOARDS OF TRUSTEES						
6	Appendix 1, Section I(A)(1) See also UNC Policy Manual, Chapter 600.3.4	Academic And Administrative Personnel: Upon recommendation of the chancellor, the Board of Trustees of a special responsibility constituent institution with management flexibility for personnel appointments shall, for all positions exempt from the State Human Resources Act except the position of the chancellor, appoint, promote, and set the compensation for such employees consistent with the policies and salary ranges set by the Board of Governors and the regulations and guidelines established by the Office of the President.	Chancellor	BOT Delegations VIII.A	Provost (certain faculty personnel actions)	Memoranda – Sub-delegations to Provost

7	The Code Appendix 1, Section I (C)	Academic and Administrative Personnel: The Board of Trustees may adopt personnel policies not otherwise prescribed by state law, the University Code, or policies of the Board of Governors, for personnel in all categories of university employment.	BOT Finance & Administration Committee	Delegations IV.F.7		
8	The Code Appendix 1, Section III	Academic Degrees and Grading: Subject to authorization by the Board of Governors of the nature and general content of specific degree programs which may be offered by an institution, each institution shall determine whether an individual student shall be entitled to receipt of a particular degree. Each institution also shall determine what grade a student will be assigned in a particular course.	Academic Affairs Committee	BOT Bylaws	Chancellor, Provost, or authorized designee	Resolution dated 9.30.21
9	The Code Appendix 1, Section IV	Honorary Degrees, Awards and Distinctions: The Board of Trustees shall be responsible for approving the names of all individuals on whom it is proposed that an honorary degree or other honorary or memorial distinction be conferred by the institution, subject to such policies as may be established by the Board of Governors.	BOT Academic Affairs Committee for honorary degrees, awards, and distinctions BOT University Advancement Committee for namings of programs, departments, buildings, or facilities	BOT Bylaws and Delegations at II.D BOT Bylaws and Delegations at VII.A	Honorary Degree Committee (process, review, recommendation to BOT) Chancellor for namings of \$100,000 or less	Campus Policy Campus Policy

10	The Code Appendix 1, Section VI	Property And Buildings: The Board of Trustees of a constituent institution shall be responsible, subject to policies of the Board of Governors and all legal requirements relative to the construction of state-owned buildings, for the following matters concerning campus capital construction projects which have been approved by the Board of Governors and authorized by the state of North Carolina: (1) the selection of architects or engineers for buildings and improvements requiring such professional services; (2) the approval of building sites; (3) the approval of plans and specifications; and (4) the final acceptance of all completed buildings and projects.	Finance & Administration Committee	BOT Bylaws; Delegations IV.B	Chancellor (appointment authority for designers and architects for projects up to \$2M)	BOT Minutes December 6, 2013 (see 8 at page 5)
11	The Code Appendix 1, Section VII	Endowments And Trust Funds: Subject to applicable provisions of state law and to such terms and conditions as may be prescribed from time to time by the Board of Governors, each Board of Trustees shall be responsible for the preservation, maintenance, and management of all properties, both real and personal, funds and other things of value which, either separately or in combination, constitute all or any part of the authorized endowment or trust funds, either currently in existence or to be established in the future, for the benefit of the individual constituent institution. [See G.S. 116-11(2); 116-12; 116-36; 116-36.1; 116-36.2]	Board of Trustees of the Endowment Fund of the University of North Carolina at Greensboro		VC Finance & Administration (formerly Business Affairs) to sign and execute any and all deeds and documents on behalf of the Fund)	Endowment Board Minutes November 2010
12	The Code Appendix 1, Section VIII	Admissions: Subject to such enrollment levels and minimum general criteria for admission as may be established for a constituent institution by the Board of Governors, each constituent institution of the University of North Carolina shall establish admissions policies and resolve individual admission questions for all schools and divisions within the institution. No appeal concerning an individual admission case shall lie beyond the institutional Board of Trustees.	Chancellor	Delegations VIII.B		
13	The Code Appendix 1, Section IX	Tuition, Fees, And Deposits: The Boards of Trustees of the constituent institutions . . .shall:	Chancellor	Delegations VIII.J		

	<p>N.C.G.S. § 116-143(b)</p> <p>N.C.G.S § 116-143.6(a)</p>	<p>-cause to be collected from each student, at the beginning of each semester, quarter, or term, such tuition, fees, and other amounts necessary to pay other expenses for the term, as have been approved by the Board of Governors. [See G.S. 116-143]</p> <p>-require the payment of such advance deposits, at such times and under such conditions as it determines are appropriate or as may be required by state law or by the Board of Governor</p> <p>-require the payment of such nonrefundable application fees, in connection with each application for admission, as may be required by state law or by the Board of Governors. [See G.S. 116-143]</p> <p>-establish regulations concerning the acceptance of obligations of students, together with such collateral or security as may be deemed necessary or proper, in lieu of cash, in payment of tuition and fees. [See G.S. 116-143]</p>				
14	<p>The Code Appendix 1, Section XV</p> <p>N.C.G.S. § 116-40.5</p>	<p>Campus Security: Subject to applicable provisions of state law and such policies as may be adopted by the Board of Governors or the Board of Trustees, the chancellor shall be responsible for the maintenance of campus security.</p> <p>Campus Law Enforcement Agencies: The Board of Trustees may establish a campus law enforcement agency, employ campus police officers, and enter joint agreements with any municipality, county, or other constituent institution to extend law enforcement jurisdiction under specified circumstances.</p>	<p>To Chancellor for extension of Jurisdiction and Mutual Aid Agreements. Mutual Aid agreements can be further delegated to Vice Chancellor for Finance and Administration and/or Chief of Police</p>	<p>Resolution dated 9.30.21</p>		

15	The Code Appendix 1, Section XVI	Auxiliary Enterprises, Utilities, And Miscellaneous Facilities: Pursuant to applicable provisions of state law and policies of the Board of Governors, the Boards of Trustees of affected constituent institutions shall have authority and responsibility for the adoption of policies applicable to and the control and supervision of campus electric power plants and water and sewer systems, other utilities and facilities [G.S. 116-35], and child development centers [G.S. 116-38].	Chancellor to recommend to BOT (all but child development centers, which are in the purview of the Academic Affairs Committee)	Delegations VIII.I		
UNC POLICY MANUAL CHAPTER 300 - PERSONNEL POLICIES						
16	UNC Policy 300.1.2	Evaluation of Positions for Designation as Senior Academic and Administrative Officer: The Board of Governors shall appoint and fix the compensation of all persons nominated to fill the presidency, vice presidencies, presidential staff positions, chancellorships, vice chancellorships, and deanships. With respect to other positions designated by the Board as senior academic and administrative officers, the authority to make appointments and determine salaries shall be delegated to the chancellors and the Boards of Trustees of the constituent institutions.	Chancellor	Delegations VIII.A	Provost (for Academic personnel)	Memoranda – Sub-delegations to Provost
17	UNC Policy 300.2.1	Exempt Employees: The Board of Trustees of each constituent institution shall adopt for the institution personnel policies for covered positions within the institution that are consistent with all provisions of these policies. Any proposed provision in an institutional policy statement that in any manner adds to or modifies the provisions of these policies must be submitted for review and approved by the President prior to its adoption and implementation.	BOT Finance & Administration Committee	Delegations IV.F.7		
UNC POLICY MANUAL CHAPTER 500 - SPONSORED PROGRAMS, RESEARCH, AND INTELLECTUAL PROPERTY						
18	UNC Policy 500.2	Patent and Copyright Policies: The Board of Trustees of each constituent institution shall adopt patent procedures that are consistent with and implement these policies,	BOT Academic Affairs Committee	Delegations II.B		

		taking into account the nature and scope of the institution's programs.				
UNC POLICY MANUAL CHAPTER 600 - FINANCIAL MATTERS, REAL PROPERTY, ENDOWMENTS, AND TRUST FUNDS						
19	UNC Policy 600.1.1.1[G]	<p>Guideline on the Delegation of Authority to Execute Construction Contracts: As of December 18, 1972, the President has delegated to each chancellor the authority and responsibility for execution of construction contracts, in conjunction with the performance by the Board of Trustees of its enumerated responsibilities.</p>	Chancellor	Delegations VIII.H	Various	Contract Delegations Signatory Authority University Policy on Contract Approval
20	UNC Policy 600.1.3(II)(B) and (C)	<p>Policy on Authority for Real Property Transactions: The Board of Governors delegates to the Boards of Trustees of the constituent institutions the power to authorize acquisition or disposition by the institutions of the following interests in real property without obtaining approval of the Board of Governors:</p> <ul style="list-style-type: none"> Any interest in real property, other than a leasehold, with a value less than \$500,000; and A leasehold interest in real property with annual value less than \$500,000 and a term of not more than 10 years <p>The Boards of Trustees of the constituent institutions are authorized to delegate to the chancellors of their respective institutions the power to authorize for their institutions acquisition or disposition of an interest in real property valued at less than \$50,000</p>	BOT Finance & Administration Committee	Delegations IV.D	Chancellor (for real property valued at less than \$50k)	Minutes September 26, 2019 (See BAC-4 pages 5-6)
21	UNC Policy 600.1.3(III)(B)	<p>Policy on Authority for Real Property Transactions: Upon request by the Board of Trustees of a constituent institution and with the recommendation of the president, the Board of Governors may delegate to the Board of Trustees of a constituent institution additional authority to acquire and dispose of an interest in real property other than a lease if valued at less than \$1,000,000, and/or, consistent with G.S. 116-31.12, to acquire and dispose of</p>	BOT Finance & Administration Committee	Delegations IV.D	Chancellor (for real property by lease with annual value less than or equal to \$150k and a term no	Minutes September 26, 2019 (See BAC-4 pages 5-6)

		real property by lease if the lease is valued annually at less than \$750,000 and has a term of not more than 10 years.			more than 10 years)	
22	UNC Regulation 600.1.3[R](III)	Required Authorizations for Real Property Transactions: An instrument involving acquisition or disposition of real property by lease using additional delegated authority authorized by a constituent institution's Board of Trustees shall be executed by the chancellor or designee.	BOT Finance & Administration Committee	Delegations IV.D	Chancellor (for real property by lease with annual value less than or equal to \$150k and a term no more than 10 years)	Minutes September 26, 2019 (See BAC-4 pages 5-6)
23	UNC Policy 600.2.1	Endowment Funds: The trustees of the endowment fund shall have the power to buy, sell, lend, exchange, lease, transfer, or otherwise dispose of or to acquire any property . . . provided further that, any gratuitous transfer of property or funds from the endowment fund shall be only upon direction of the Board of Trustees of the institution upon recommendation of the chancellor.	VC Finance & Administration (formerly Business Affairs) to sign and execute any and all deeds and documents on behalf of the Fund)	Endowment Board Minutes November 2010		
24	UNC Policy 600.2.1	Endowment Funds: The board of trustees of the endowment fund may transfer interest or principal of the endowment fund to the useful possession of the constituent institution . . . provided further that, such transfer be executed only by direction of the Board of Trustees of the institution and for the purpose identified by the Board of Trustees of the institution, upon recommendation of the chancellor.	VC Finance & Administration (formerly Business Affairs) to sign and execute any and all deeds and documents on behalf of the Fund)	Endowment Board Minutes November 2010		

25	UNC Policy 600.2.3	Distinguished Professors Endowment Trust Fund: The Board of Governors delegates the authority to designate a Distinguished Professorship, including Distinguished Scholar, and Distinguished Fellow, as time limited to the Boards of Trustees of those constituent institutions designated as Special Responsibility Constituent Institutions with Management Flexibility to Appoint and Fix Compensation.	Chancellor (to appoint and fix the compensation for faculty awarded the designation of Distinguished Professors)	Delegations VIII.A.3		
26	UNC Policy 600.3.4	Granting of Management Flexibility to Appoint and Fix Compensation: The president delegates to the Board of Trustees for each constituent institution the authority to execute the following personnel actions for faculty and EHRA non-faculty instructional, research, and public service (IRPS) employees: 1. Permanent and temporary appointments and salaries. 2. Promotion, including faculty rank changes but excluding tenure. 3. Permanent and temporary salary increases or stipends.	Chancellor and permitted designees Provost and CFO	BOT Resolution dated 9.23.2016	Provost VC F&A	BOT Resolution dated 9.23.2016
27	UNC Policy 600.3.4	Granting of Management Flexibility to Appoint and Fix Compensation: The president further authorizes the Boards of Trustees for the constituent institutions to delegate any of these actions to their chancellors, or to specific designees of the chancellor by title, as they deem appropriate.	Chancellor and permitted designees Provost and CFO	BOT Resolution dated 9.23.2016		
28	UNC Policy 600.3.4	Granting of Management Flexibility to Appoint and Fix Compensation: The Board of Trustees is delegated the authority to execute the following personnel actions, which it shall not delegate further unless the president or the Board of Governors shall allow: 1. Upon recommendation of the chancellor, appoint and fix the salary and non-salary compensation for all vice chancellors and other Tier 1 senior academic and administrative officers with the exclusion of the chancellor. 2. Approve appointments and salary changes for SAAO Tier 1 appointments, with the exclusion of the chancellor.	1, 2. BOT Finance & Administration Committee 3. BOT Finance &	BOT Delegations IV.F.1 BOT Delegations IV.F.2	Provost (for	Memoranda – Sub-

		<p>3. Upon recommendation of the chancellor, establish salary ranges for SAAO Tier 2 positions, consistent with both the salary ranges and the policies established by the Board of Governors and the regulations and guidelines established by the president. The institution may otherwise elect to adopt salary ranges established by the UNC General Administration for these positions.</p> <p>4. Upon recommendation of the chancellor, and consistent with the approved tenure policies and regulations of each institution, confer permanent tenure.</p>	<p>Administration Committee</p> <p>4. BOT Academic Affairs Committee</p> <p><i>Chancellor (for appointments, reappointment, promotions, and salary promotions/ adjustments for faculty and EHRA non-faculty consistent with delegations, policy, or law)</i></p>	<p>Delegations II.1</p> <p>Delegations VIII.A</p>	<p>Academic personnel)</p>	<p>delegations to Provost</p>
29	<p>UNC Policy 600.3.4</p>	<p>Granting of Management Flexibility to Appoint and Fix Compensation: The Board of Trustees is also delegated the authority for the following personnel actions, which it may further delegate to the chancellor and may authorize the chancellor to further delegate on a limited basis:</p> <p>1. Establish faculty salary ranges within different academic disciplines, based on relevant data.</p> <p>2. Appoint and fix the compensation for faculty awarded the designation of Distinguished Professors.</p> <p>3. Establish IRPS positions and salary ranges.</p>	<p>BOT Finance & Administration Committee</p> <p><i>See above as well</i></p> <p>Chancellor (to appoint and fix compensation for faculty awarded</p>	<p>BOT Delegations IV.F.2</p> <p>Delegations VIII.A.3</p>	<p>1. Chancellor</p> <p>2. Chancellor and Provost/CFO for a) temp stipend/suppl ement with end date up to</p>	<p>BOT Delegations VIII.A</p> <p>BOT Resolution dated 9.23.2016 (all salary actions as permitted</p>

			designation of Distinguished Professors)		25% and \$25k for up to 12months; b) temp stipend or supplement with no end date up to 20% and \$15k; c) permanent base salary adjustment up to 20% and \$15k	under existing or then-current BOG policies can be delegated to the Chancellor & to his specified designees)
UNC POLICY MANUAL AND CODE CHAPTER 900 - RESIDENCE CLASSIFICATION						
30	UNC Policy 900.1[G] NCGS § 116-143.6 (a)	Guideline on the Residence Status of Students Receiving Full Scholarships: Constituent institutions may consider as resident students, for tuition and all other purposes, nonresident students who receive a full scholarship from entities recognized by the institution. Participation by constituent institutions is optional. Constituent institutions participating must do so based on a resolution by its Board of Trustees. The resolution of the Board of Trustees can be approved at any time.	BOT Academic Affairs Committee	BOT Delegations II.C	Chancellor	Delegations VIII.C Resolution dated 9.30.21
UNC POLICY MANUAL AND CODE CHAPTER 1000 - TUITION AND FEES						
31	UNC Policy 1000.2.2.1 [R]	Regulation on the Waiver of Tuition and Fees for Faculty and Staff: The waiver of tuition for an employee shall be limited to three courses per academic year. The waiver of fees for an employee may be limited according to institutional policy determined by the Board of Trustees of each employing institution.				
UNC POLICY MANUAL AND CODE CHAPTER 1300 - MATTERS OF UNIVERSITY WIDE SIGNIFICANCE						

32	UNC Policy 1300.1	Policy on Illegal Drugs: Each Board of Trustees shall adopt a policy on illegal drugs applicable to all students, faculty and staff	Chancellor	University Policy on Illegal Drugs		
UNC POLICY MANUAL AND CODE CHAPTER 1400 - INFORMATION TECHNOLOGY						
33	UNC Policy 1400.1	Information Technology Governance: The Board of Governors and the Board of Trustees of each constituent institution shall assign responsibility for oversight of IT governance to a standing committee of the Board with audit responsibility.	BOT Compliance, Audit, Risk Management and Legal Committee		IT Governance Executive Steering Committee (?)	IT Governance ESC Charge

EXHIBIT B – BYLAWS AND DELEGATIONS

The Bylaws of the Board of Trustees of The University of North Carolina at Greensboro

(September 1972)

(Revised September 1987)

(Amended April 1992)

(Revised September 2, 1999)

(Revised February 6, 2003)

(Revised August 4, 2003)

(Revised December 7, 2017)

(Revised July 8, 2019)¹

(Updated January 17, 2020)²

Powers and Duties.

A. General Powers and Duties

The Board of Trustees shall promote the sound development of The University of North Carolina at Greensboro within the functions prescribed for it, helping it to serve the people of the State in a way that will complement the activities of the other institutions and aiding it to perform at a high level of excellence in every area of endeavor. The Board of Trustees shall serve as adviser to the Board of Governors on matters pertaining to The University of North Carolina at Greensboro and shall also serve as advisor to the Chancellor concerning the management and development of the institution. The Chancellor shall be the official medium of communication between the Board of Trustees and all individuals, officials, agencies and organizations, both within and without the institution.

B. Other Powers and Duties

The Board of Trustees shall have such other powers and duties, not inconsistent with provisions of The Code of The University of North Carolina or with applicable provisions of State law, as are specified in said Code or as shall be defined and delegated by the Board of Governors and may delegate to its Committees or the Chancellor as The Board determines is necessary and prudent for the proper and expeditious functioning of the University. The Board shall provide advice and strategic direction and oversight to the University of North Carolina at Greensboro.

C. Chancellor Selection

In the event of a vacancy in the Chancellorship, the Chair shall select, with the approval of the Board of Trustees, a search committee composed of representatives of the Board of Trustees, the faculty, the student body, and the alumni.

I. Committee Budget and Staff

Upon the establishment of the search committee, the Chair of the Board and the President shall jointly establish a budget and identify staff for the committee.

¹ Revised to align with amendment to UNC Code Section 401A regarding officer elections

² Updated to reflect the change from Business Affairs Committee to Finance and Administration Committee

II. *Preliminary Report.* The search committee shall make a preliminary report to the President, through its chair, when the committee is preparing a schedule of interviews of those persons it considers to be the final list from whom it anticipates the Trustees' nominees will be chosen, and the President will be given an opportunity to interview each of these candidates.

III. *Names for Consideration*

The Board of Trustees, following receipt of the report of the search committee, shall recommend at least two names for consideration by the President in designating a nominee for the Chancellorship, for approval by the Board of Governors.

D. Endowments, Trust Funds, and Associated Entities

Consistent with state law, the Board of Trustees has the authority to establish and create The Board of Trustees of the Endowment Fund The University of North Carolina at Greensboro, to assist in its responsibilities to preserve, maintain, and manage all properties, both real and personal, funds and other things of value which, either separately or in combination, constitute all or any part of the authorized endowment or trust funds, or either currently in existence or to be established in the future, for the benefit of the University.

Membership.

A. Election and Vacancy

The University of North Carolina at Greensboro shall have a Board of Trustees composed of thirteen persons chosen as follows: (i) eight elected by the Board of Governors, (ii) appointed upon the recommendation of the President Pro Tempore of the Senate and (iv) two appointed upon the recommendation of the Speaker of the House of Representatives, and (iii) the president of the student government, ex officio.

I. *Election*

In every odd-numbered year, the Board of Governors shall elect four persons to the Board of Trustees and the General Assembly shall appoint one person upon the recommendation of the President Pro Tempore of the Senate and one person upon the recommendation of the Speaker of the House of Representatives to the Board of Trustees; and the term of office of all such elected or appointed trustees (excluding the ex officio trustee) shall be four years or until successors are elected or appointed commencing on July 1 of such odd-numbered year.

II. *Vacancy*

Whenever any vacancy shall occur in the membership of the Board of Trustees among those appointed by the General Assembly, it shall be the duty of the Assistant Secretary of the Board of Trustees to inform the General Assembly of the existence of such vacancy, and the vacancy shall be filled as provided in N.C. Gen. Stat. § 120-122, and whenever any vacancy shall occur among those elected by the Board of Governors, it shall be the duty of the Assistant Secretary of the Board of Trustees to inform the Board of Governors

of the existence of the vacancy, and the Board of Governors shall elect a person to fill the expired term. Whenever a member shall fail, for any reason other than ill health or service in the interest of the State or nation, to be present for three successive regular meetings of a Board of Trustees, his place as a member shall be deemed vacant.

III. *Term Limit*

Any person who has served two full four-year terms in succession as a member of the Board of Trustees shall, for a period of one year, be ineligible for election or appointment to the same board but may be elected or appointed to the board of another institution.

IV. *Eligibility for Appointment*

No member of the General Assembly or officer or employee of the State, The University of North Carolina, or of any constituent institution shall be eligible for election or appointment to the Board of Trustees. No spouse of a member of the General Assembly, or of any officer or employee of the University of North Carolina at Greensboro may be a member of the Board of Trustees. Any trustee who is elected or appointed to the General Assembly or who becomes an officer or employee of the State or of any constituent institution or whose spouse is elected or appointed to the General Assembly or whose spouse becomes an officer or employee of the University of North Carolina at Greensboro shall be deemed thereupon to resign from his membership on the Board of Trustees.

V. *Dual Membership Prohibited*

No person may serve simultaneously as a member of the Board of Trustees and as a member of the Board of Governors. Any trustee who is elected or appointed to the Board of Governors shall be deemed to have resigned as a trustee effective as of the date that his term commences as a member of the Board of Governors.

B. Officers. Chair, Vice Chair, and Secretary

At the first meeting after June 30 of each year, the Board of Trustees shall elect from its membership a Chair, a Vice Chair, and a Secretary.

C. Assistant Secretary

The Board of Trustees may also elect an Assistant Secretary from among the members of the Chancellor's staff. Copies of all minutes, papers, and documents of a Board of Trustees may be certified by its Assistant Secretary with the same force and effect as though such certification were made by the Secretary of such board. The Assistant Secretary of the Board of Trustees shall keep the Board of Governors, through the Secretary of The University of North Carolina, fully and promptly informed concerning activities of the Board of Trustees, including notice of any changes in the membership of the Board or in its committee structure or bylaws and notices of meetings. The Assistant Secretary shall have such administrative authority as necessary to carry out the function of the Office of the Assistant Secretary.

Meetings

The Board of Trustees shall hold not fewer than three regular meetings a year and may hold such additional meetings as may be deemed desirable.

A. Regular Meetings

A calendar of regular meeting dates for the Board of Trustees will be established and publicized in accordance with state law. A notice specifying the time and place of each regular meeting of the Board shall be posted by the Assistant Secretary on the Board of Trustees' website. If the date of a regular meeting is changed, the Assistant Secretary shall change the posting and notify each member of the Board at least ten (10) calendar days in advance of the meeting date.

Whenever the chair deems the business of the board not to require a regular meeting, the chair may cancel such meeting on forty-eight hours' written notice.

B. Special Meetings

A special meeting of the Board of Trustees or of a standing committee with delegated authority may be called at the discretion of the Board Chair, Committee Chair, or by the Chancellor. A special meeting of the Board of Trustees may also be requested upon the written request of not fewer than six members of the Board, directed to the attention of the Assistant Secretary who shall notice a special meeting upon receipt by the Assistant Secretary of the sixth written request for such special meeting. A notice specifying the time and place of a special meeting of the Board of Trustees shall be provided in accordance with state law. Any matter of business relating to The University of North Carolina at Greensboro may be considered at a special meeting of the Board. A special meeting may be conducted by electronic means provided that the arrangements for such meeting comply with the applicable State laws concerning the conduct of electronic meetings of public bodies.

C. Emergency Meetings

When deemed necessary by the Board Chair or by the Chancellor, the Board Chair may conduct an emergency meeting of the Board with immediate notice. Only business connected with the emergency may be considered at the meeting. An "emergency meeting" is necessitated by unexpected circumstances that require immediate consideration by the Board of Trustees. An emergency meeting may be conducted by electronic means provided that the arrangements for such meeting comply with the applicable State laws concerning the conduct of electronic meetings of public bodies.

D. Meeting Agenda

- I. A copy of the agenda for each regular meeting of the Board of Trustees and, insofar as is practicable, copies of all reports and other materials to be presented to the regular meeting as a part of the agenda, shall be provided by the Assistant Secretary to each member of the Board approximately five (5) days in advance of the regular meeting. If practicable, a copy of the agenda for each special meeting of the Board of Trustees shall be provided to each member of the Board in advance of the special meeting; however, if such advance mailing is not practicable, the agenda for a special or an emergency meeting may be presented to the members of the Board as the first order of business at the meeting.

- II. The agenda for a regular or special meeting of the Board of Trustees shall be prepared by the Chancellor with the approval of the Chair of the Board of Trustees.
- III. The provisions of this Section shall not be construed to prohibit any member of the Board of Trustees from requesting consideration by the Chair, at any regular or special meeting, of any item not on the agenda of a regular or special meeting of the Board.

E. Conduct of Business

I. *Quorum*

A quorum for the conduct of business by the Board of Trustees shall consist of a majority of the voting membership of the Board then in office. Any voting member who is present at a meeting of the Board or of a committee or who attends a special or emergency meeting of the Board or of any meeting of a committee by telephone, video conference, or other electronic means that allows for two-way voice interaction will be counted as present for purposes of determining a quorum.

II. *Presiding Officer*

The Chair shall preside at all regular and special meetings of the Board of Trustees. In the absence of the Chair, the Vice Chair shall preside. In the absence of the Vice Chair, a presiding officer shall be elected by and from the membership of the Board of Trustees.

III. *Power to Vote*

All members of the Board of Trustees may vote on all matters coming before the Board for consideration, but no member may vote by proxy. Any voting member of the Board or of a Board committee who attends a special or emergency meeting of the Board or of any meeting of a committee by telephone, video conference, or other electronic means that allows for two-way voice interaction may cast the member's vote by that electronic means.

IV. *Rules of Order*

Except as modified by specific rules and regulations enacted by the Board of Trustees, *Robert's Rules of Order* (latest edition) shall constitute the rules of parliamentary procedure applicable to all meetings of the Board of Trustees and its committees.

- V. Between regular meetings of the Board, routine matters of business within the authority of any committee of the Board may be dealt with by written ballot and without a meeting if such is deemed appropriate by the Chair of the committee. Any action taken by this method must be reported to the Board at its next regular meeting and the written ballots made available for public inspection.

F. Minutes

- I. The Assistant Secretary shall keep minutes of all meetings of the Board of Trustees; shall file and preserve all minutes, papers, and documents pertaining to the business and proceedings of the Board; shall be custodian of all records of the Board; and shall attest

the execution by the Chair of all legal documents and instruments of The University of North Carolina at Greensboro.

- II. The minutes of a regular or special meeting of the Board of Trustees shall be included in the agenda for the succeeding meeting. The minutes of a meeting of the Executive Committee shall be mailed for information purposes to each member of the Board and shall be included in the agenda for the succeeding meeting of the Executive Committee.

G. Closed Session

All meetings of the Board of Trustees shall be open to the public unless, consistent with the requirements of state law, a meeting is closed to the public by majority vote of a quorum of the Board membership.

H. Amendments and Suspensions of Code Provisions

Any provision of this Code (except those required or governed by the Code of the Board of Governors of The University of North Carolina or by statutory or constitutional provisions) may be amended or suspended at any regular or special meeting of the Board of Trustees, for that meeting, by affirmative vote of two-thirds of the authorized membership of the Board.

Committees

The Board of Trustees may delegate to its committees such powers as may lawfully and appropriately be delegated. Each committee shall present to the Board for its approval charge or charter, namely a description of committee responsibilities. Such descriptions shall be reviewed and updated as the Board or committee deems appropriate. The delegated authority, responsibilities and assignments of each committee are contained in these charges or charters.

A. Executive Committee

The Executive Committee of the Board of Trustees shall be composed of the officers and the Immediate Past Chair and a fifth member, to be elected by the Board. In the event that the Immediate Past Chair is not eligible to serve, the Board shall elect an additional member to the Executive Committee, in order to ensure that the Committee consists of five members, with the Chair of the Board of Trustees serving as Chair of the Executive Committee. The Executive Committee shall act for the full Board in interim periods only on routine matters of interest to the Board, including approval of appropriate academic and administrative appointments. The Executive Committee shall also review and address dual memberships and conflicts of interest of Board members, in accordance with applicable State law and any applicable Board of Governors' policy.

B. Standing Committees

I. *Academic Affairs Committee*

The AAC shall assist the Board in fulfilling its oversight responsibilities related to the educational, research and public service roles of the University, the development oversight of the University's strategic plan, the development of policies regarding admissions, student financial aid and personnel issues related to faculty appointments, promotions, and compensation. The AAC shall also assist the Board by recommending to the Board for approval the award of honorary degrees and special honors.

II. *Athletics Committee*

The AC shall assist the Board in fulfilling its oversight obligations regarding the University's program of intercollegiate athletics, including assuring support for and compliance with NCAA and Southern Conference, and any other relevant Athletic governing bodies. Such oversight responsibilities shall include but not be limited to, upon recommendation of the Chancellor, approval of the Head Coaches' and Athletic Director's contracts.

III. *Compliance, Audit, Risk Management and Legal Committee*

The CARL Committee shall assist the Board in fulfilling its oversight responsibilities related to audit, risk management, compliance, legal and ethical functions of the University. CARL shall assist the Board in fulfilling its oversight responsibilities related to: (1) the integrity of the University's financial reporting; (2) the adequacy and effectiveness of the systems of internal control; (3) the independence and performance of the external and internal audit functions; (4) the evaluation and monitoring of a campus-wide institutional risk management process; compliance with relevant laws, regulations and ethical standards, including NCAA and research and related compliance; and (5) reports related to threatened or pending litigation, employment litigation, substantial administrative agency complaints, substantial government investigations, and other relevant legal matters.

IV. *Finance and Administration Committee*

The FAC shall assist the Board in fulfilling its oversight obligations regarding fiscal matters, human resources; physical plant, auxiliary services, and child care centers; property and buildings; campus security; and traffic and parking.

V. *Grievance Committee*

The Grievance Committee shall assist the Board in considering appeals from the Chancellor's decision on discharge or imposition of serious sanctions against a faculty member and will consider appeals as required by statute or Board of Governors' policy. For purpose of review, the GC will determine (1) that the

decision making process was not materially flawed so as to raise questions about whether the appealing party's contentions were fairly and reliably considered, (2) that the result reached was not clearly erroneous, and (3) that the decision was not contrary to controlling law or policy; unless as otherwise proscribed by statute or Board of Governors' policy.

VI. *Nominating Committee*

The Nominating Committee shall be responsible for presenting to the Board a proposed slate of candidates from its membership for the offices of Chair, Vice Chair, and Secretary, as well as for membership on the Executive Committee. The slate recommended by the Nominating Committee may include all board members, including any member who is serving an unexpired term of another member, or newly appointed members whose terms commence July 1. All Board members, including newly appointed members, will be informed of the opportunity to submit additional nominations for office prior to officer elections.

VII. *University Advancement Committee*

The University Advancement Committee shall assist the Board by recommending to the Board for approval the naming of all facilities and programs, owned, operated or controlled by the University, and promotion of the sound development of the institution.

C. **Special Committees**

The Board of Trustees may establish special committees as it deems necessary. Special committees may be established (and their duties prescribed) by vote of a majority of the authorized membership of the Board of Trustees at any regular or special meeting of the Board. The titles, membership, and procedures of special committees shall be determined either by majority vote of the Board of Trustees or, at the direction of the Board, by the Chair of the Board of Trustees. Special committees created by the Board shall cease to exist when their functions have been discharged; however, every special committee shall cease to exist one year after the date of its creation, unless continued by affirmative action of the Board of Trustees.

Delegations of Authority
Board of Trustees of The University of North Carolina at Greensboro
Approved December 7, 2017
Amended September 28, 2018¹

Delegations of Authority

A. Delegations to Standing Committees. The Board of Trustees has determined that it is necessary and prudent for the proper and expeditious functioning of the University to delegate the following duties and powers as delegated by state law or the Board of Governors. Unless explicitly reserved herein, the Board delegates the authority to the Chancellor to make operational and management decisions to ensure the proper and expeditious function of the University, except as otherwise required by Board of Governors Policy or law. Upon adoption by the Board, these delegations replace and supersede all current delegations.

I. Executive Committee Duties and Responsibilities

A. Act for the full Board of Trustees between Meetings

1. In so acting, the Executive Committee (EC) shall report on its actions at the next Board meeting.
2. The EC's acts shall not conflict with action taken by the full Board.
3. Regardless of any public notice requirement, the Chair of the Board of Trustees shall provide the Board written notice of any proposed actions by the EC that, if adopted, will constitute a final determination no less than three (3) business days prior to the meeting date with a description of any and all items being considered for final determination. If circumstances dictate that notice cannot be provided within 3 business days, notice shall be provided as soon as practicable. If, following the Chair of the Board of Trustees's notice, two (2) or more members of the Board object to a matter being considered by the EC for final determination, any action on the matter shall be postponed until it can be added to the agenda of a meeting of the full Board. Members of the Board issuing such objection must do so in written form no later than twenty-four hours prior to the planned start of the meeting, addressed to the Chair of the Board of Trustees and the Assistant Secretary. An objection may be retracted in written form any time prior to the start of the meeting. If objections render the meeting of the EC no longer necessary, the Chair of the Board of Trustees shall notify the Board that the meeting has been cancelled.
4. The Chair of the Board of Trustees shall notify the Board of any decision of the EC within twenty-four hours of its making. Actions of the EC normally shall also be reported to the full Board at the next meeting of the Board and entered in the minutes of that meeting. The ability of Board members to object to consideration of matters by the EC shall only apply to matters being considered by the EC for final determination.

B. Dual Memberships and Conflicts of Interest

1. Review and take final action on proposed contracts of \$10,000 or more that may constitute a potential conflict of interest under Board of Governors' Policy, 200.1 as it pertains to Board members.
2. Review and make recommended findings to the Board of Trustees regarding allegations of violation of Board of Governors' Policy 200.1 as it pertains to Board members.
3. If a member of the Executive Committee has a substantial interest in an entity that is intending

¹ Amended to clarify AAC and UAC Committee Delegations related to honorary degrees, awards, and distinctions and naming of facilities and programs.

to contract with the university, as defined in Board of Governors' Policy 200.1, the Chair of the Board of Trustees may assign the matter to another standing committee of the Board of Trustees or appoint an ad hoc committee of no less than three members of the Board of Trustees to handle the matter. If the Chair of the Board of Trustees has a substantial interest or is alleged to have violated Board of Governors' Policy 200.1, the Vice Chair of the Board of Trustees will assign or appoint the committee.

4. Serve as the Assessment Committee for the Board with regard to the Assessment of the Chancellor, as outlined in Board of Governors' Policy 200.4.
5. Proposed deferred compensation contribution for the Chancellor in accordance with Board of Governors' Policy 300.2.14 [R].

II. Academic Affairs Committee

A. *Appointment and Compensation*

1. On the Recommendation of the Chancellor, the Academic Affairs Committee (AAC) shall approve the conferral of tenure.
2. Upon recommendation of the Chancellor, establish and approve a policy governing separation and/or retreat of administrators, and, as authorized by the Board of Governors' regulations on administrative separation, approve exceptions in extraordinary circumstances.
3. Receive summary reports upon conclusion of a former Chancellor's Research leave, prior to the Chancellor's return to a faculty position.
4. Approve any retreat rights that are exceptions to University or Board of Governors' policies.

B. *Academic Program.* The AAC shall receive reports from the Chancellor or Chancellor's designee on behalf of the Board of Trustees to ensure the institution's compliance with the educational, research, and public service roles assigned to it by the Board of Governors, either by express directive or by promulgated long- range plans of the Board of Governors, to include the type, level, and extent of student services. In addition, the AAC shall review academic matters as required by law or Board of Governors policy, or such matters as the Chancellor may determine are relevant for Board consideration. The AAC shall recommend to the Board patent procedures and the adoption of policies applicable to the control and supervision of child development centers.

C. *Student Financial Aid.* The AAC shall recommend for approval policies for the administration of scholarships and other forms of financial aid to students, subject to the terms of any applicable laws and to policies of the Board of Governors. The AAC shall receive such reports from the Chancellor regarding the award of scholarships as may be required by law or policy.

D. *Honorary Degrees, Awards and Distinctions.* The AAC shall be responsible for approving the names of all individuals upon whom it is proposed that an honorary degree be conferred by The University of North Carolina at Greensboro, subject to such policies as may be established by the Board of Governors.

III. Athletics Committee

- IV.** The Athletics Committee (ATH) shall appoint or extend the contract of the athletic director and head coaches with employment contracts in accordance with Board of Governors' Policy 1100.3. Recommend contracts for Board of Governors' approval in circumstances where the proposed contract terms require such approval under Board of Governors' Policy 1100.3.

- B. ATH Committee shall receive the annual report(s) regarding the Athletics Program, as contemplated by Board of Governors' policies 1100.1 and 1100.1.1[R], including student-athlete exceptions to the university's admission's criteria.

IV. Finance and Administration Committee

- A. *Budget Recommendations.* The Finance and Administration Committee (FAC) shall advise the Chancellor with respect to the development of budget estimates for the University of North Carolina at Greensboro and with respect to the execution and administration of the budget, as approved by the General Assembly and the Board of Governors.
- B. *Property and Buildings.* Subject to policies of the Board of Governors and all legal requirements relative to the construction of state-owned buildings, for the following matters concerning campus capital construction projects which have been approved by the Board of Governors and authorized by the State of North Carolina, FAC shall advise the Chancellor on: (1) the selection of architects or engineers for buildings and improvements requiring such professional services; (2) the approval of building sites; (3) the approval of plans and specifications; and (4) the final acceptance of all completed buildings and projects.
- C. *Master Plan.* The FAC shall recommend to the full Board of Trustees modifications to the master plan for the physical development of The University of North Carolina at Greensboro, consistent with the total academic and service mission of the institution as defined and approved by the Board of Governors.
- D. *Real Property.* Consistent with any delegations which may be received as outlined in Board of Governors' policies, including but not limited to, those outlined in Chapter 600.1 as may be amended from time to time, review, authorize, and make any required recommendations regarding the acquisition or disposition by the University of any interest in real property, and obtain the necessary approvals from appropriate State officials and agencies, as may be required by law.
- E. *Fee Recommendations.* In consultation with the Chancellor, the FAC shall recommend to the full Board of Trustees which amounts it shall recommend to the President the amounts to be charged for Applications, Athletics, Health Services, Student Activities, Educational and Technology, Retirement of Debt Incurred for Capital Improvements Projects Authorized by the General Assembly, Course, and Special Fees.
- F. *Human Resources.*
1. On the Recommendation of the Chancellor, the FAC shall approve appointments, promotion, compensation, and retreat rights for the Vice Chancellor and Provost, Deans, and academic directors, and other Academic Tier 1 Senior Administrative and Academic Officers as that term is defined by Board of Governors' Policy.
 2. On the Recommendation of the Chancellor, the FAC shall establish salary ranges, consistent with both the salary ranges and the policies established by the Board of Governors and the regulations and guidelines established by the president, for associate and assistant vice chancellors, associate and assistant deans and other Tier 2 Senior Administrative and Academic Officers as that term is defined by Board of Governors' Policy.
 3. Upon recommendation of the Chancellor, adopt any policies required, resolve any conflicts and review any petitions for political candidacy and/or public office holding, as required by

- the relevant Board of Governors' policies.
4. In accordance with Employment of Related Persons Policy, Board of Governors' Policy 300.4.2, receive from the Chancellor, at its meeting closest to Commencement, the report of all specific cases where the policy applied.
 5. The FAC shall receive the annual reports regarding the use of consulting services, consistent with Board of Governors' Policy, 600.5.4.
 6. Review requests for non-salary compensation, on request of the Chancellor, as required by Non-Salary and Deferred Compensation Policy, Board of Governors' Policy 300.2.14.
 7. On the Recommendation of the Chancellor, the FAC shall adopt personnel policies not otherwise prescribed by State law, the University Code, or policies of the Board of Governors, for personnel in all categories of university employment.

V. Compliance, Audit, Risk Management and Legal Committee

- A. *Annual Financial Audit.* On Behalf of the Board of Trustees, the Compliance, Audit, Risk Management, and Legal Committee (CARL) shall review the results of the annual financial audit with the State Auditor or his designated representative. Review year-end financial statements, audit findings, and other matters from all external audits of the University.
- B. *Review of Associated Entities.* On Behalf of the Board of Trustees, the CARL Committee shall review all audits and management letters of University-Associated Entities as defined in Board of Governors' Policy, 600.2.5.2 [R].
- C. *Corrective Action Plans.* On Behalf of the Board of Trustees, the CARL Committee shall review the institution's corrective action plan and obtain a resolution report once corrective action has taken place.
- D. *Reports from Director of Internal Audit.* On behalf of the Board of Trustees, receive quarterly reports from the Director of Internal Audit that, at minimum, report material (significant) reportable conditions, the corrective action plan for these conditions, and the resolution once these conditions have been corrected.
- E. *Reporting.* On behalf of the Board of Trustees, prepare and forward to the Board of Governors an annual summary of the work performed by the Committee, including a report of the work of the audits, reviews, investigations or special assignments completed by the University.

VI. Grievance Committee

- A. *Review of Appeals.* The Grievance Committee (GC) shall be responsible for hearing appeals from the Chancellor's decision on discharge or imposition of serious sanctions against a faculty member and will consider appeals as required by statute or Board of Governors' policy.
- B. *Standard of Review.* Unless as otherwise proscribed by statute or Board of Governors' policy, for purpose of review, the GC will review the whole record to determine (1) that the decision-making process was not materially flawed, so as to raise questions about the appealing party's contentions were fairly and reliably considered, (2) that the result reached was not clearly erroneous, and (3) that the decision was not contrary to controlling law or policy.

VII. University Advancement Committee

- A. *Naming of Facilities and Programs.* The University Advancement Committee (UAC) shall be responsible for approving the names of all individuals upon whom it is proposed that a memorial distinction be conveyed (including the naming of programs, departments, buildings or facilities) be conferred by The University of North Carolina at Greensboro, subject to such policies as may be established by the Board of Governors.
- B. *Endowed Chair or Chairs.* Upon consultation with the Chancellor, may name the endowed chair or chairs in honor of a donor, benefactor, or other person or organization, and consult with the Chancellor when a vacancy occurs in an endowed Chair established in accordance with Distinguished Professors Endowment Trust Fund, Board of Governors' Policy 600.2.3.

VIII. The Chancellor. The Board of Trustees of The University of North Carolina at Greensboro has delegated to the Chancellor:

- A. *Personnel Actions.* The Chancellor has the authority to approve personnel actions as follows:
 - 1. appointments and reappointments, promotions and salary promotions and salary adjustments (including temporary salary stipends or supplements with specified end dates) for faculty and EHRA non-faculty, not inconsistent with amounts previously delegated by the Board of Trustees, Board of Governors' policy or law.
 - 2. establish salary ranges within different disciplines based on relevant data and fix the compensation for all faculty positions with permanent tenure.
 - 3. appoint and fix the compensation for faculty awarded the designation of Distinguished Professors (those positions which are funded in part by the Board of Governors' Distinguished Professors Endowment Trust Fund).
 - 4. appoint and fix the compensation (salary and non-salary) of Deans and other similarly situated administrators that are not included in the Board of Governors' study establishing salary ranges.
 - 5. leaves of absence.
- B. *Admissions.* Establish admissions policies and resolve individual admission questions for all schools and divisions within the institution.
- C. *Scholarship.* In accordance with Board of Governors' Policy 900.4[G], and subsequent related law or policy, and Board of Trustees' resolution, recognize entities that provide funds used to establish full scholarships for undergraduate students, who then may be considered residents of North Carolina for all purposes, and annually report to the AAC regarding those entities and the number of students receiving scholarships from each entity.
- D. *Student Conduct, Activities, and Government.* Under such policies as may be prescribed by the Board of Governors and the Board of Trustees, the Chancellor shall be responsible for the regulation of student conduct, the approval of organized, institutionally recognized student activities, and the definition of roles and functions of any institutionally recognized system of student self-government and student participation in the governance of any aspect of the institutional programs and services. No appeal concerning such activities shall lie beyond the Board of Trustees, unless it is alleged that the policy, action or decision being appealed violates any law or constitutional provision of North Carolina or of the United States, the University Code or policies of the Board of Governors.

- E. *Parking and Traffic.* The Chancellor shall, pursuant to applicable provisions of state law and policies of the Board of Governors, recommend to the full Board any revision of the ordinances prohibiting, regulating, and limiting the parking of motor vehicles on campus. Additionally, the Chancellor shall be responsible to the Board of Trustees for enforcement of all regulations adopted for traffic and parking regulation and vehicle registration.
- F. *Intercollegiate Athletics.* Subject to such policies as may be prescribed by the Board of Governors and the Board of Trustees, the Chancellor shall be responsible for the establishment and supervision of the institution's program of intercollegiate athletics.
- G. *Centers and Institutes.* The Chancellor shall approve the discontinuation of institutional centers and institutes, in accordance with Board of Governors' Policy, 400.5[R].
- H. *Property.* The Chancellor has the authority and responsibility for the execution of construction contracts, in conjunction with the performance by the Board of Trustees with its enumerated responsibilities. With regard to real property, the Chancellor has the authority to acquire or dispose of real property as authorized by any delegations which may be received as outlined in Board of Governors' policies, including but not limited to, those outlined in Chapter 600.1 as may be amended from time to time, and to obtain any necessary approvals from appropriate State officials and agencies, as may be required by law.
- I. *Auxiliary Enterprises, Utilities, and Miscellaneous Facilities.* The Chancellor shall, pursuant to applicable provisions of State law and policies of the Board of Governors, recommend to the full Board, the adoption of policies applicable to the control and supervision of campus electric power plants and water and sewer systems, other utilities and facilities.
- J. *Tuition, Fees, and Deposits, and Acceptance of Obligations in Lieu of Cash.* Consistent with applicable provisions of state law or Board of Governors' policy, the Board delegates to the Chancellor, the adoption of policies and regulations to ensure the collection of tuition and fees from each student, including an application fee, as well as the acceptance of obligations of students, together with such collateral or security as may be deemed necessary or proper, in lieu of cash, in payment of tuition and fees.
- K. *Further Delegation.* Notwithstanding the foregoing, the Chancellor may further delegate the obligations outlined above, unless otherwise prohibited by applicable provisions of state law or Board of Governors' policy.

**INSTITUTIONAL PLAN FOR MANAGEMENT FLEXIBILITY
FOR PERSONNEL APPOINTMENTS
THE UNIVERSITY OF NORTH CAROLINA AT GREENSBORO**

(Approved by the Board of Trustees, April 18, 2002
Amended by the Board of Trustees, August 29, 2002
Approved by the Board of Governors, September 13, 2002)

I. Introduction and Background

Policy # 600.3.4 of the UNC Board of Governors, "Granting of Management Flexibility to Appoint and Fix Compensation," provides for the delegation to the Boards of Trustees of Special Responsibility Constituent Institutions the authority to administer various personnel actions. These personnel actions are described in Policy # 600.3.4.

II. Approval Process and Content of the Institutional Plan

UNCG sought to obtain management flexibility by submitting an Institutional Plan to the Senior Vice President for Academic Affairs for review and approval by the Board of Governors. This plan was approved by the Personnel and Tenure Committee of the Board of Governors on September 13, 2002. Policy # 600.3.4 of the Board of Governors requires that nine specific areas of policy and/or procedure be addressed in the institutional plan. In the following section, this institutional plan for UNCG identifies the requirements and describes how they are or will be fulfilled on this campus.

III. Fulfilling the Board of Governors' Requirements

A. Requirement One:

Institutions must employ policies and procedures for the recruitment and selection of senior academic and administrative officers.

These policies and procedures are contained in Attachment A, the UNCG document titled, "Responsibilities of Search Committees for EPA Nonfaculty Employees" and Attachment B, the UNCG document titled, "Implementation of Affirmative Action Program." These documents include provisions to provide guidance in the following areas:

- a) Approval of vacancy
- b) Requirements for vacancy advertisement
- c) Requirement for a campus Affirmative Action Officer and the responsibilities of that officer
- d) Requirements for the selection process/search committee requirements
- e) Training of affirmative action representatives in laws, policies and regulations

B. Requirement Two:

Institutions must have a campus policy for promotion and tenure that complies with the Code of the University of North Carolina and current federal law, provides for periodic pre-tenure, tenure and promotion review at multiple levels, and provides clear requirements for promotion and the conferral of permanent tenure.

The campus policies are contained within Attachment C, "Regulations on Academic Freedom, Tenure, and Due Process of the University of North Carolina at Greensboro," Attachment D, "University Promotion and Tenure Guidelines" and Attachment E, "University-Wide Evaluation Guidelines for Promotions and Tenure."

Attachment C provides for the periodic pre-tenure review, tenure and promotion review at multiple levels, possible extensions of the probationary term, post-tenure review and grievance and appeal process in the case of non-reappointment. This document is kept under continuous review by the Provost and the Promotion and Tenure Committee of the Faculty Senate. Revisions must be approved by the General Faculty, the Faculty Senate, the Chancellor, the Board of Trustees and the Office of the President.

Attachment D provides a general framework for faculty promotions and tenure. Attachment E provides a context in which each unit can develop specific evaluation requirements appropriate to its mission. Attachments D and E are developed by the Faculty Governance Committee for approval by the General Faculty.

C. Requirement Three:

Institutions must maintain a schedule and process for periodic review of promotion and tenure policies and a process for amending promotion and tenure policies that includes review by the Office of the President.

Institutional compliance with this requirement is confirmed in the following UNCG documents:

- a. Attachment C, "Regulations on Academic Freedom, Tenure, and Due Process of the University of North Carolina at Greensboro," Section 9 (includes schedule and process for reviews, and procedure for amending the policy).
- b. Attachment F, *Faculty Handbook*, Charge to Faculty Senate Committee #4, the "Faculty Promotions & Tenure Guidelines Committee" (mandate to review academic unit P&T documents and general guidelines and expectations).
- c. Attachment G, "Constitution of the Faculty," Article III, Section 12(8)(f). (mandate to review the P&T policies and procedures yearly and recommend modifications and changes to the Faculty Senate).

D. Requirement Four:

Institutions must establish salary ranges, based on relevant data, for vice chancellors, provosts, deans, and other similarly situated administrators¹ that are not included in the annual Board of Governors' study establishing salary ranges.

Senior administrative positions at UNCG not included in the Board of Governors' annual study include Deans, University Librarian, University Counsel, Executive Assistant to the Chancellor, and Assistant to the Chancellor. Salary ranges will be established, based upon comparisons to approved peer institutions, in keeping with the Board requirement.

To establish the salary ranges, UNCG will participate in and acquire the annual administrative salary survey prepared by the College and University Professional Association for Human Resources (CUPA).

E. Requirement Five:

Institutions must maintain evidence of comprehensive salary studies that establish salary ranges for tenured faculty within different disciplines based on relevant data.²

¹ Includes directors of major administrative, educational, research, and public service activities.

Salary ranges for tenured faculty, by discipline, must be developed. To do so, UNCG will participate in and acquire the annual faculty salary survey conducted by Oklahoma State University. This national survey contains faculty salary data for peer institutions by academic discipline.

F. Requirement Six:

Institutions must employ policies governing the compensation of faculty and non-faculty EPA (Exempt from the state Personnel Act) from non-state sources such as grants, endowment funds, practice plan funds, etc.

Non-state funds, such as grants, endowment income, and funds collected through the assessment of fees and charges to students and other constituents, are considered to be resources of UNCG, an agency of The University of North Carolina and the State of North Carolina. Without regard to source of funding, compensation of faculty and non-faculty EPA is managed in accordance with the Board of Governors' annual resolution on salary matters. All resources used to compensate members of the faculty and non-faculty EPA are deployed in a manner consistent with this resolution. Use of non-state funds to compensate Senior Academic and Administrative Officers ("SAAO") Tier I must be approved by the Board of Trustees.

G. Requirement Seven:

Institutions must employ policies governing any non-salary compensation of faculty and non-faculty EPA.

Within the boundaries set by the financial policies of the State and of UNCG, as outlined in the policy manuals of the Office of State Budget and Management and UNCG, the Board of Trustees has the authority to approve any non-salary compensation from all sources of funds for all Vice Chancellors and Senior Academic and Administrative Officers for which the Board of Governors establishes salary ranges. The Chancellor has the authority to approve any non-salary compensation from all sources of funds for deans and other similarly situated administrators that are not included in the Board of Governors' study establishing salary ranges. Only the Board of Governors can approve non-salary compensation for the Chancellor.

H. Requirement Eight:

Institutions must maintain documentation that the campus has not had audit findings related to personnel practices, salary or payroll for the previous three years or evidence that any findings have been remedied.

Copies of clean audit statements are available.

I. Requirement Nine:

Institutions must maintain evidence of appropriate accountability procedures in the event that the Board of Trustees delegates the authority granted pursuant to this policy to the Chancellor.

It is the intent of this plan to delegate to the Chancellor authority to appoint and fix compensation for faculty with permanent tenure, faculty awarded the designation of distinguished professor, and deans and other similarly situated administrators that are not included in the Board of Governors' study establishing salary ranges, not inconsistent with

² Relevant data refers to comparisons to peer institutions identified by the Board of Governors. Peer institution data will be used when available except in instances in which a campus can demonstrate legitimate labor market differences that justify the use of a supplemental or alternative set of peer institutions.

other policies in this plan. The Chancellor will also be delegated the authority to award compensation from non-state sources consistent with policies established by the Board of Governors.

To ensure proper oversight and accountability, the Chancellor will annually provide, at the spring meeting of the UNCG Board of Trustees, an appropriate summary report of personnel actions taken under this delegation of authority for the current academic year.

The EPA personnel policies of the Division of Academic Affairs and the policies and procedures manual of the University's Office of Business Affairs provide further evidence of appropriate accountability procedures. These documents may be accessed via the Internet at the following addresses, respectively:

- a) <http://shadow.uncg.edu/pvt/publications/index.html>; and
- b) <http://www.uncg.edu/baf/>.

IV. Effective Date of the Delegation of Authority

The delegation authorized in Board of Governors Policy # 600.3.4 is effective upon the date when this Institutional Plan is approved by the Board of Governors.