

**RESOLUTION OF THE BOARD OF TRUSTEES OF THE UNIVERSITY  
OF NORTH CAROLINA AT PEMBROKE**

**RESTATEMENT OF DELEGATIONS OF BOARD OF TRUSTEES  
AUTHORITY**

**WHEREAS**, the Board of Trustees of The University of North Carolina at Pembroke (“Board of Trustees”) has a duty to promote the sound development of The University of North Carolina at Pembroke (the “University”) 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 endeavor;

**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 of the University (the “Chancellor”) concerning the management and development of the University;

**WHEREAS**, the Board of Trustees’ powers and duties are defined by the Board of Governors through the Board of Governors delegating certain authorities and responsibilities to the Board of Trustees;

**WHEREAS**, the Board of Governors’ approval of the “Resolution to Amend and Restate Constituent Institution Board of Trustees Delegations” on July 22, 2021, 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 of the constituent institution has delegated all or some of its delegated authority from whatever source to any committee, person, agency, or entity;

**NOW THEREFORE**, the Board of Trustees restates the following delegations of authority or affirms inherent authority as follows:

**1. Delegations of Authority to Chancellor**

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 UNC Pembroke's Delegation of Signature Authority for University Contracts Policy (UNCP POL 01.15.01). The Board of Trustees authorizes the Chancellor to establish University policies and regulations to implement or supplement University policies established by the Board of Trustees or policies established by the Board of Governors, unless the Board of Governors requires action by the Board of Trustees, and hereby delegates to the Chancellor full authority, or affirms the Chancellor's inherent authority for the following:

(a) To employ campus police officers and enter joint agreements with any municipality, county, or other constituent institution to extend law enforcement jurisdiction under specified circumstances.

(b) To 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 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.

(c) To provide specified non-salary compensation to a defined category of employees uniformly per applicable policy.

(d) 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.

(e) To approve the following personnel actions:

1. Establish faculty salary ranges within different academic disciplines, based on relevant data.
2. Appoint and fix the compensation for faculty awarded the designation of Distinguished Professors.
3. Establish IRIT positions and salary ranges.

## **2. Delegations of Authority to Assistant Secretary to the Board of Trustees**

Pursuant to its Bylaws, the assistant secretary of the Board of Trustees of The University of North Carolina at Pembroke shall keep the Board of Governors of The University of North Carolina, through the secretary of The University of North Carolina, fully and promptly informed concerning activities of the Board of Trustees of The University of North Carolina at Pembroke, including notice of any changes in the membership of the Board or in its committee structure or Bylaws, notices of meetings and a copy of the minutes of all meetings.

## **3. Exhibits Incorporated by Reference**

Without limitation, all delegations of authority from the Board of Trustees (including authority to further delegate such authority) expressly indicated in Exhibit A (Delegated Authority Table) to this Resolution are hereby incorporated by reference as though fully set forth. In the event of a conflict between any exhibit and the text of this Resolution, the Resolution shall control.

In addition, without limitations, all delegations of authority from the Board of Trustees (including authority to further delegate such authority) expressly indicated in UNC Pembroke's Management Flexibility Plan, as approved by the University of North Carolina Office of the President on August 12, 2005 and as amended from time to time, and Board of Trustees Bylaws (UNCP POL 01.05.01) are hereby incorporated by reference as though fully set forth and attached as Exhibits B and C.

#### **4. All Other Authority Reserved for the Board of Trustees**

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

#### **5. Effective Date**

This Resolution shall be effective upon its adoption.



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Pat Corso, Chair  
Board of Trustees

10/20/2021

Date

**EXHIBIT A**  
**UNC PEMBROKE DELEGATED AUTHORITY TABLE**  
**October 20, 2021**

	Source	Authority	Delegation	Source	Sub-Delegation	Source
Powers Delegated by the General Assembly						
1.	<a href="#">N.C.G.S. § 116-11(4)</a>	<b>Recommend Chancellor Nomination:</b> The President shall make his nomination [for chancellor of a constituent institution] from a list of not fewer than two names recommended by the institutional Board of Trustees.				
2.	<a href="#">N.C.G.S. § 116-30.8</a>	<b>Audit (for Special Responsibility Constituent Institutions only):</b> Each special responsibility constituent institution shall be audited annually by the State Auditor. The audit shall be provided to the Chancellor and Board of Trustees of the special responsibility institution, and the Board of Governors of The University of North Carolina				
3.	<a href="#">N.C.G.S. § 116-31.12</a>	<b>Acquisition and Disposition of Real Property:</b> The Board of Governors shall establish a policy for acquiring and disposing of an interest in real property for the use of The University of North Carolina and its constituent institutions by lease. This policy may delegate authorization of the acquisition or disposition of real property by lease to the Boards of Trustees of the constituent institutions or to the President of The University of North Carolina.				
4.	<a href="#">N.C.G.S. § 116-33.1</a>	<b>Board of Trustees to Permit Recruiter Access:</b> 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				

**UNC PEMBROKE DELEGATED AUTHORITY TABLE**  
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	Source	Authority	Delegation	Source	Sub-Delegation	Source
		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.				
5.	<a href="#">N.C. Gen. Stat. § 116-36(a)</a>	<b>Endowment Fund:</b> The Board of Trustees of each constituent institution shall establish and maintain, pursuant to such terms and conditions, uniformly applicable to all constituent institutions, as the Board of Governors of the University of North Carolina may from time to time prescribe, an endowment fund for the constituent institution.				
6.	<a href="#">N.C. Gen. Stat. § 116-36(c)</a>	Endowment Fund: Pursuant to the foregoing subsections and consistent with the powers and duties prescribed in this section, each Board of Trustees shall appoint an investment board to be known as “The Board of Trustees of the Endowment Fund of _____” (here shall be inserted the name of the constituent institution).				
7.	<a href="#">N.C.G.S. § 116-40.5</a>	<b>Campus Law Enforcement Agencies:</b> 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.	Chancellor	UNCP Campus Law Enforcement Policy (POL 04.10.02) - July 26, 2013	Director of Police and Public Safety	UNCP Campus Law Enforcement Policy (POL 04.10.02) - July 26, 2013

**UNC PEMBROKE DELEGATED AUTHORITY TABLE**  
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	Source	Authority	Delegation	Source	Sub-Delegation	Source
8.	<a href="#">N.C.G.S. § 116-40.22(b)</a>	<b>Management Flexibility:</b> The Board of Trustees of an institution shall, on recommendation of the Chancellor, appoint and fix the compensation of all vice-chancellors, senior academic and administrative officers, and any person having permanent tenure at that institution.				
9.	<a href="#">N.C.G.S. § 116-40.22(c)</a>	<b>Management Flexibility:</b> The Board of Trustees of the institution may recommend to the Board of Governors tuition and fees for program-specific and institution-specific needs at that institution without regard to whether an emergency situation exists and not inconsistent with the actions of the General Assembly.				
10.	<a href="#">N.C.G.S. § 116-40.22(d)</a>	<b>Management Flexibility:</b> 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.				
11.	<a href="#">N.C.G.S § 116-40.23</a>	<b>Management Flexibility:</b> The Board of Trustees shall report to the Board of Governors and to the Joint Legislative Education Oversight Committee any policies, procedures, and rules adopted pursuant to G.S. 116-40.22, as well as any subsequent changes thereto, prior to implementation.				
12.	<a href="#">N.C.G.S. § 116-41.15(c)</a>	<b>Distinguished Professors Endowment Trust Fund:</b> Each participating Board of Trustees shall establish its own Distinguished Professors Endowment Trust Fund, and shall maintain it				

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	Source	Authority	Delegation	Source	Sub-Delegation	Source
		pursuant to the provision of G.S. 116-36 to function as a depository for private contributions and for the State matching funds for the challenge grants.				
13.	<a href="#">N.C.G.S § 116-41.17; 18</a>	<b>Distinguished Professors Endowment Trust Fund:</b> 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.				
14.	<a href="#">N.C.G.S. § 116-44.4</a>	<b>Traffic and Parking:</b> 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 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	<b>Chancellor</b>	<b>UNCP BOT Resolution (October 20, 2021)</b>		



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	Source	Authority	Delegation	Source	Sub-Delegation	Source
		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.				
15.	<a href="#">N.C.G.S. § 116-44.5</a>	<b>Special Provisions Applicable to Identified Constituent Institutions of the University of North Carolina</b> (related to Traffic and Parking): UNC CH, Appalachian State, UNC Charlotte, UNC Wilmington, UNC Greensboro, and NC A&T				
16.	<a href="#">N.C.G.S. § 116-143(b)</a>	<b>State Supported Institutions of Higher Education Required to Charge Tuition and Fees:</b> The Board of Trustees is authorized and empowered, in its discretion, to accept the obligation of the student or students together with such collateral or security as it may deem necessary and proper, if the student is unable to pay the cost of tuition and fees				
17.	<a href="#">N.C.G.S. § 116-143.6(a)</a>	<b>Full Scholarship Students Attending Constituent Institutions:</b> The Board of Trustees may consider as residents of North Carolina all				

**UNC PEMBROKE DELEGATED AUTHORITY TABLE**  
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	Source	Authority	Delegation	Source	Sub-Delegation	Source
		persons who receive full scholarships, unless the scholarship is for athletics, to the institution from entities recognized by the institution and attend the institution as undergraduate students.				
18.	<a href="#">N.C.G.S. § 116-143.10</a>	<b>Cap on Student Fees:</b> The Board of Trustees at each constituent institution may increase the cumulative total of all undergraduate student fees approved by either the Board of Governors or the Board of Trustees by no more than three percent (3%) per academic year.				
<b>Powers Delegated by the Board of Governors or President</b>						
19.	<a href="#">The Code Section 402C</a>	Reports on the Activities of the Board of Trustees. The secretary of each Board of Trustees shall keep the Board of Governors, through the secretary of the University, 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.	<b>Assistant Secretary to the Board of Trustees</b>	<b>UNCP BOT By-Laws (section 2.8.1)</b>		
20.	<a href="#">The Code Section 403</a>	<b>Advisory:</b> The Board of Trustees of each constituent institution shall advise the Board of Governors on matters related to the institution and shall advise the chancellor on management and development of the institution.				
21.	<a href="#">The Code Section 502C</a>	<b>Operation Reports:</b> The chancellor shall submit reports to the Board of Trustees on the operation of the institution and its needs, as the				

**UNC PEMBROKE DELEGATED AUTHORITY TABLE**  
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	Source	Authority	Delegation	Source	Sub-Delegation	Source
		chancellor may deem wise or the Board may require.				
22.	<a href="#">The Code Section 502D</a>	<b>Student Affairs:</b> 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.				
23.	<a href="#">The Code Section 602</a>	<b>Academic Tenure:</b> The Board of Trustees of each constituent institution shall adopt policies and regulations governing academic tenure.				
24.	<a href="#">The Code Section 603 (see also UNC Policy 101.3.1.1[R])</a>	<b>Appeals of Decisions Imposing Discharge or Serious Sanction:</b> If the chancellor either declines to accept a committee recommendation that is favorable to the faculty member or concurs in a committee recommendation that is unfavorable to the faculty member, the faculty member may appeal the chancellor's decision to the Board of Trustees. The appeal to the Board of Trustees shall be decided by the full Board of Trustees. However, the Board may delegate the duty of conducting an initial review to a standing or ad hoc committee of at least three members. The decision of the Board of Trustees is final with no further appeal.				
25.	<a href="#">The Code Section 604C (2) (see also UNC Policy 101.3.1.2[R])</a>	<b>Review of Non-reappointment Decisions:</b> If the chancellor either declines to accept a committee recommendation that is favorable to the faculty member or concurs in a committee recommendation that is unfavorable to the faculty member, the faculty member may appeal the chancellor's decision by filing a				

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	Source	Authority	Delegation	Source	Sub-Delegation	Source
		written notice of appeal with the Board of Trustees.				
26.	<a href="#">The Code Section 605C (6)</a>	<b>Review of Termination:</b> A faculty member whose employment is terminated pursuant to this Section 605 may appeal the reconsideration decision to the Board of Trustees of the constituent institution.				
27.	<a href="#">The Code Section 607(6) (see also UNC Policy 101.3.2)</a>	<b>Faculty Grievance Committee For Constituent Institutions:</b> If neither the relevant administrative official nor the chancellor makes an adjustment that is advised by the faculty grievance committee in favor of the aggrieved faculty member, then the faculty member may appeal to the Board of Trustees of the constituent institution. The decision of the Board of Trustees is final.				
28.	<a href="#">The Code Section 611(2)</a>	<b>Review Of Personnel Actions Affecting Specified Employees Exempt From The State Human Resources Act (EHRA):</b> If the chancellor either declines to accept a committee recommendation that is favorable to the employee or concurs in a committee recommendation that is unfavorable to the employee, the employee may appeal within 14 calendar days after receiving the chancellor's written decision, by filing with the chancellor for transmission to the Board of Trustees a written notice of appeal ....The decision of the Board of Trustees is final with no further appeal.				
29.	<a href="#">The Code Appendix 1, Section I(A)(1)</a>	<b>Academic And Administrative Personnel:</b> Upon recommendation of the chancellor, the Board				

**UNC PEMBROKE DELEGATED AUTHORITY TABLE**  
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	Source	Authority	Delegation	Source	Sub-Delegation	Source
		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.				
30.	<a href="#">The Code Appendix 1, Section I(A)(2)</a>	<b>Academic And Administrative Personnel:</b> A Board of Trustees may promote in rank a faculty member with permanent tenure, upon the recommendation of the chancellor, and without approval by the Board of Governors.				
31.	<a href="#">The Code Appendix 1, Section I (C)</a>	<b>Academic And Administrative Personnel:</b> 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.				
32.	<a href="#">The Code Appendix 1, Section I(D)</a>	<b>Academic And Administrative Personnel:</b> In the event of a vacancy in the chancellorship, the Board of Trustees shall establish, in consultation with the president, a search committee composed of representatives of the Board of Trustees, the faculty, the student body, staff, the alumni, the local community, and other campus constituencies as may be appropriate.				
33.	<a href="#">The Code Appendix 1, Section I(D)</a>	<b>Academic And Administrative Personnel:</b> The Board of Trustees, following receipt of the				

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	Source	Authority	Delegation	Source	Sub-Delegation	Source
		report of the search committee, shall, subject to the direction of the president, recommend an unranked slate of no fewer than two candidates for consideration by the president in designating a nominee for the chancellorship for approval by the Board of Governors.				
34.	<a href="#">The Code Appendix 1, Section II</a>	<b>Academic Program:</b> The Board of Trustees shall be responsible for ensuring 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.				
35.	<a href="#">The Code Appendix 1, Section III</a>	<b>Academic Degrees and Grading:</b> 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.				
36.	<a href="#">The Code Appendix 1, Section IV</a>	<b>Honorary Degrees, Awards And Distinctions:</b> 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.				
37.	<a href="#">The Code Appendix 1, Section V</a>	<b>Budget Administration:</b> The Board of Trustees shall advise the chancellor with respect to the development of budget estimates for the				

**UNC PEMBROKE DELEGATED AUTHORITY TABLE**  
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	Source	Authority	Delegation	Source	Sub-Delegation	Source
		institution and with respect to the execution and administration of the budget of the constituent institution, as approved by the General Assembly and the Board of Governors.				
38.	<a href="#">The Code Appendix 1, Section VI</a>	<b>Property And Buildings:</b> 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.				
39.	<a href="#">The Code Appendix 1, Section VI</a>	<b>Property And Buildings:</b> The Board of Trustees shall be responsible to the Board of Governors for preparing and maintaining a master plan for the physical development of the institution, consistent with the total academic and service mission of the institution as defined and approved by the Board of Governors.				
40.	<a href="#">The Code Appendix 1, Section VI</a>	<b>Property And Buildings:</b> If a proposal involves acquisition or disposition of any interest in real property other than a leasehold, the Board of Trustees may authorize such a transaction with a value less than \$500,000. If a proposal involves acquisition or disposition of a leasehold				

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	Source	Authority	Delegation	Source	Sub-Delegation	Source
		interest in real property, the Board of Trustees may authorize such a transaction with an annual value less than \$500,000 and a term of not more than 10 years.				
41.	<a href="#">The Code Appendix 1, Section VII</a>	<b>Endowments And Trust Funds:</b> 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]				
42.	<a href="#">The Code Appendix 1, Section VIII</a>	<b>Admissions:</b> 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.				
43.	<a href="#">The Code Appendix 1, Section IX</a>	<b>Tuition, Fees, And Deposits:</b> The Boards of Trustees of the constituent institutions other than the board of the North Carolina School of Science and Mathematics shall cause to be				



**UNC PEMBROKE DELEGATED AUTHORITY TABLE**  
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	Source	Authority	Delegation	Source	Sub-Delegation	Source
		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]				
44.	<a href="#">The Code Appendix 1, Section IX</a>	<b>Tuition, Fees, And Deposits:</b> Each Board of Trustees shall 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 Governors. [See G.S. 116-143]				
45.	<a href="#">The Code Appendix 1, Section IX</a>	<b>Tuition, Fees, And Deposits:</b> Each Board of Trustees shall 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].				
46.	<a href="#">The Code Appendix 1, Section IX</a>	<b>Tuition, Fees, And Deposits:</b> Subject to policies prescribed by the Board of Governors, the Boards of Trustees shall 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]				
47.	<a href="#">The Code Appendix 1, Section IX</a>	<b>Tuition, Fees, And Deposits:</b> Subject to policies prescribed by the Board of Governors, each Board of Trustees, in consultation with the chancellor, shall recommend to the president the amounts to be charged at the constituent institution for application, athletics, health services, student activities, educational and				

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		technology, retirement of debt incurred for capital improvements projects authorized by the General Assembly, course, and special fees.				
48.	<a href="#">The Code Appendix 1, Section X</a>	<b>Student Financial Aid:</b> All scholarships and other forms of financial aid to students which are limited in their application to or are supported from sources generated by an individual campus shall be administered by the constituent institution pursuant to such regulations as may be prescribed by the Board of Trustees and subject to the terms of any applicable laws and to policies of the Board of Governors.				
49.	<a href="#">The Code Appendix 1, Section XI</a>	<b>Student Services:</b> Each Board of Trustees, upon recommendation of the chancellor, shall determine the type, level, and extent of student services (such as health care, athletic programs, and counseling) to be maintained for the benefit of students at the institution, subject to general provisions concerning types and levels of student services as may be prescribed by the Board of Governors.				
50.	<a href="#">The Code Appendix 1, Section XII</a>	<b>Student Activities And Government:</b> 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 and approval of organized, institutionally recognized student activities, the definition of roles and functions of any institutionally recognized system of student self-government and student participation in				

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		the governance of any aspect of the institutional programs and services.				
51.	<a href="#">The Code Appendix 1, Section XIII</a>	<b>Intercollegiate Athletics:</b> 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.				
52.	<a href="#">The Code Appendix 1, Section XV</a>	<b>Campus Security:</b> 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.				
53.	<a href="#">The Code Appendix 1, Section XVI</a>	<b>Auxiliary Enterprises, Utilities, And Miscellaneous Facilities:</b> 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].				
54.	<a href="#">UNC Policy 200.1(5)(c)(iv)(5)</a>	<b>Dual Members and Conflicts of Interest:</b> The restrictions on entering into a contract in paragraph c.iii., do not apply if the person with the substantial interest does not participate in making or administering the contract and the committee of the Board of Governors or of the relevant Board of Trustees designated pursuant				

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		to paragraph d.i., below, finds that the contract is in the best interest of the University.				
55.	<a href="#">UNC Policy 100.3(II)</a>	<b>Waiver from University Policies, Regulations, and Guidelines:</b> The chancellor of a constituent institution may, after consulting the Board of Trustees, submit to the president a request for waiver from the requirements of a University policy, regulation, or guideline .....Each request shall include, at a minimum, the following..... A declaration that the constituent institution’s chancellor and Board of Trustees support the waiver request.				
56.	<a href="#">UNC Policy 200.1.(5)(d)(i)</a>	<b>Conflicts of Interest:</b> Each chair of a Board of Trustees shall designate a standing committee to determine whether a potential conflict is a permissible or impermissible activity and to make recommended findings as to whether this policy has been violated.				
57.	<a href="#">UNC Policy 200.4(II)</a>	<b>Assessment Process for the Board of Trustees:</b> The Board of Trustees of each constituent institution will conduct a self-assessment every four years at a time determined by the Chairperson of the Board of Trustees after consultation with the chancellor and the President. The chancellor and Board Chairperson shall submit a summary report to the President and the Board of Governors at the conclusion of the assessment.				
58.	<a href="#">UNC Policy 200.4(IV)</a>	<b>Assessment Process for the Chancellor:</b> (2) In the second spring after the appointment of the chancellor, and every four years thereafter, the Board of Trustees will review the				

**UNC PEMBROKE DELEGATED AUTHORITY TABLE**  
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	Source	Authority	Delegation	Source	Sub-Delegation	Source
		<p>performance of the chancellor. An assessment committee of the Board of Trustees will ask each trustee to fill out a questionnaire developed by the President’s office. The results will be shared with the President and reviewed in a meeting of the chancellor, the chair of the Board of Trustees and the President.</p> <p>(3) In the fourth spring after the chancellor’s appointment, and every four years thereafter, the President and the Board of Trustees will conduct a comprehensive review of the chancellor’s performance that will include major campus constituencies such as faculty, students, and staff. The chairperson of the Board of Trustees will appoint an assessment committee.</p> <p>For chancellors appointed prior to 2001 who have had a review by the Board of Trustees under the previous assessment policy, the reviews designated in paragraphs 2 and 3 above will be conducted in the spring of years in accordance with the existing biennial and quadrennial schedule.</p>				
59.	<a href="#">UNC Policy 200.4.2(G)</a>	<p><b>Guidance for Fourth Year Comprehensive Performance Review of the Chancellor:</b> The chair of the Board of Trustees appoints an assessment committee comprised of selected trustees or the full Board..... The chancellor provides a self-assessment of goals and accomplishments to the Board of Trustees and the President..... The chair of the Board of Trustees then presents the report to the full</p>				

**UNC PEMBROKE DELEGATED AUTHORITY TABLE**  
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	Source	Authority	Delegation	Source	Sub-Delegation	Source
		Board of Trustees in closed session at the next meeting.				
60.	<a href="#">UNC Policy 200.7(IV)</a>	<b>Policy on Duties, Responsibilities, and Expectations of Board Members:</b> Any sanction [against a Board member] shall require an affirmative vote of two-thirds (2/3) of the voting membership of the Board of Governors or Board of Trustees then in office.				
61.	<a href="#">UNC Policy 200.7(IV)(D)</a>	<b>Policy on Duties, Responsibilities, and Expectations of Board Members:</b> Receive complaint against a Board member from the BOG Committee on University Governance and follow directions for appropriate action.				
62.	<a href="#">UNC Policy 200.8</a>	<b>Policy on Chancellor Searches and Elections:</b> As further described in this policy, members of the Boards of Trustees shall serve as members of the search committee, shall CO consider candidates proposed by the search committee as potential finalists, and shall refer a final slate of candidates to the president for additional vetting and consideration ..... The Board of Trustees, following receipt of the report of the search committee shall, subject to the direction of the president, recommend an unranked slate of no fewer than two (2) candidates for consideration by the president in designating a nominee for the chancellorship.				
63.	<a href="#">UNC Policy 300.1.1(II)(A)</a>	<b>Policy on Senior Academic and Administrative Officers:</b> The appointments of these Tier I SAAOs are subject to the approval of the Board of Governors or a Board of Trustees delegated such authority by the Board of Governors.				

**UNC PEMBROKE DELEGATED AUTHORITY TABLE**  
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	Source	Authority	Delegation	Source	Sub-Delegation	Source
64.	<a href="#">UNC Policy 300.1.1(II)(B)</a>	<b>Policy on Senior Academic and Administrative Officers:</b> The compensation of Tier I SAAOs shall be set by the Board of Governors or a Board of Trustees delegated such authority by the Board of Governors.				
65.	<a href="#">UNC Policy 300.1.1(III)</a>	<b>Policy on Senior Academic and Administrative Officers:</b> The authority to make appointments and determine salaries for positions within Section I.B(1) is exercised by the Board of Governors, on recommendation of the president, or a Board of Trustees delegated such authority by the Board of Governors; for positions within Section I.B(2), such authority is delegated by the Board of Governors to the chancellors and the respective Boards of Trustees of the constituent institutions.				
66.	<a href="#">UNC Policy 300.1.2</a>	<b>Evaluation of Positions for Designation as Senior Academic and Administrative Officer:</b> 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.				
67.	<a href="#">UNC Policy 300.1.6</a>	<b>Policy on Administrative Separation and/or Retreat to a Faculty Position:</b> Every Board of Trustees and the Board of Governors must				

**UNC PEMBROKE DELEGATED AUTHORITY TABLE**  
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	Source	Authority	Delegation	Source	Sub-Delegation	Source
		establish a policy governing separation and/or retreat of administrators.				
68.	<a href="#">UNC Policy 300.1.6[R]</a>	<b>Regulation on Administrative Separation (for individuals who began service in a covered position on or after May 2, 2010):</b> Any exception to these (Administrative Separation and Return to a Tenured Faculty Position) provisions must be approved by the Board of Trustees and by the President.				
69.	<a href="#">UNC Policy 300.1.6[R]</a>	<b>Regulation on Administrative Separation (for individuals who began service in a covered position on or after May 2, 2010):</b> Any exception (regarding Reappointment of an Administrator without Faculty Return Rights) must be approved by the Board of Trustees and by the President.				
70.	<a href="#">UNC Policy 300.1.6[R]</a>	<b>Regulation on Administrative Separation (for individuals who began service in a covered position on or after May 2, 2010):</b> Any agreement that results in a longer period of compensation (more than 90 days) must be approved by the Board of Trustees or the Board of Governors for employees of UNC General Administration.				
71.	<a href="#">UNC Policy 300.1.6[R]</a>	<b>Regulation on Administrative Separation and/or Retreat to a Faculty Position (for individuals who began service in a covered position prior to May 2, 2010):</b> If the chancellor proposes to pay the administrator full or partial administrative pay after the termination of the administrator's administrative duties for longer than one year, the agreement must be				



**UNC PEMBROKE DELEGATED AUTHORITY TABLE**  
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	Source	Authority	Delegation	Source	Sub-Delegation	Source
		approved by the Board of Trustees of the constituent institution.				
72.	<a href="#">UNC Policy 300.1.6[R]</a>	<b>Regulation on Administrative Separation and/or Retreat to a Faculty Position (for individuals who began service in a covered position prior to May 2, 2010):</b> If a chancellor or the president proposes to pay the administrator his or her full administrative salary after moving the administrator to a position that would normally be lower paying, or if paid leave is to be granted, the agreement with the administrator must be approved by the Board of Trustees of the constituent institution or by the Board of Governors for employees of the Office of the President or the General Administration.				
73.	<a href="#">UNC Policy 300.1.6[R]</a>	<b>Regulation on Administrative Separation and/or Retreat to a Faculty Position (for individuals who began service in a covered position prior to May 2, 2010):</b> Any agreement that results in a longer period of compensation (more than 90 days) must be approved by the Board of Trustees or the Board of Governors for employees of UNC General Administration.				
74.	<a href="#">UNC Policy 300.1.6.2</a>	<b>Administrative Separation of the President and the Chancellor:</b> At the conclusion of the research leave, the former chancellor shall submit a summary report to the president, the Board of Governors, and the applicable Board of Trustees.				
75.	<a href="#">UNC Policy 300.2.1</a>	<b>Exempt Employees:</b> The Board of Trustees of each constituent institution shall adopt for the				

**UNC PEMBROKE DELEGATED AUTHORITY TABLE**  
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	Source	Authority	Delegation	Source	Sub-Delegation	Source
		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.				
76.	<a href="#">UNC Policy 300.2.14</a>	<b>Non-Salary and Deferred Compensation:</b> The policy shall either provide specified non-salary compensation to a defined category of employees uniformly or shall require approval by the Board of Trustees or Board of Governors upon recommendation by the chancellor or president, respectively, regarding non-salary compensation granted to an individual employee before non-salary compensation is provided.	Chancellor	UNCP Policy – POL 05.15.01 (Non-Salary and Deferred Compensation)		
77.	<a href="#">UNC Policy 300.2.14</a>	<b>Non-Salary and Deferred Compensation:</b> An exception permitting non-salary compensation to be funded from State funds may be approved by a Board of Trustees or the Board of Governors only when permitted by the Office of State Budget and Management.				
78.	<a href="#">UNC Policy 300.2.14[R]</a>	<b>Regulation for Deferred Compensation for Chancellors:</b> Any campus that seeks to make contributions on behalf of its chancellor shall deliver a written request through the Board of Trustees to the president that describes its proposal for funding the contributions. . . . Contributions to a qualified retirement plan as				

**UNC PEMBROKE DELEGATED AUTHORITY TABLE**  
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	Source	Authority	Delegation	Source	Sub-Delegation	Source
		chancellor deferred compensation may be suspended or discontinued at the discretion of the Board of Governors or the Board of Trustees.				
79.	<a href="#">UNC Policy 300.4.2 and 300.4.2.1[G]</a>	<b>Anti-Nepotism Reports:</b> The chancellor shall report annually to the Board of Trustees, at the regular meeting falling closest to the date of commencement, concerning all specific cases during the preceding year in which the terms of this policy were applied.				
80.	<a href="#">UNC Policy 300.5.1</a>	<b>Political Activities of Employees:</b> The Board of Trustees of each constituent institution shall adopt policies governing political activities of employees. Policies adopted or substantively amended by a Board of Trustees regarding political activities of employees shall be effective upon approval by the president.				
81.	<a href="#">UNC Policy 300.5.2(III)(B)</a>	<b>Candidacy for Elective Office; Officeholding (Elective and Appointive Public Office):</b> If the petition [concerning candidacy for or service in the General Assembly] pertains to a chancellor, it shall be accompanied by a recommendation of the Board of Trustees.				
82.	<a href="#">UNC Policy 300.5.2(III)(B)</a>	<b>Candidacy for Elective Office; Officeholding (Elective and Appointive Public Office):</b> Petitions by University employees other than senior academic and administrative officers, with the exception of petitions concerning candidacy for the General Assembly, shall be addressed to and resolved by the appropriate Board of Trustees and shall be transmitted through the chancellor.				

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	Source	Authority	Delegation	Source	Sub-Delegation	Source
83.	<a href="#">UNC Policy 300.5.2(V)(C)</a>	<b>Candidacy for Elective Office; Officeholding (Elective and Appointive Public Office):</b> The Board of Trustees of each constituent institution shall adopt policies governing public officeholding by employees. Policies adopted or substantively amended by a Board of Trustees regarding public officeholding by employees shall be effective upon approval by the president.				
84.	<a href="#">UNC Policy 300.8.3[R]</a>	<b>Regulation on Institutional Occupational Safety and Health Programs:</b> The institutional safety and health director is responsible for preparing a campus safety and health plan, in accordance with standards and requirements of the NC DOL, G.S. 143-582, and the OSHR Workplace Requirements for Safety and Health. This plan shall be shared at least annually with the institution’s Board of Trustees.				
85.	<a href="#">UNC Policy 300.8.3[R]</a>	<b>Regulation on Institutional Occupational Safety and Health Programs:</b> The institutional safety and health director shall make a written report at least annually to the institution’s chancellor, Board of Trustees, and UNC System Office associate vice president of safety and emergency operations on the major activities and programs conducted as part of the institution’s safety and health function.				
86.	<a href="#">UNC Policy 300.8.5 and 300.8.5[R](IX)</a>	<b>Policy on Diversity and Inclusion Within the University of North Carolina:</b> Each constituent institution, through its chancellor, D&I Officer, or other chancellor designee, shall provide a report at least annually to the Board of Trustees				

**UNC PEMBROKE DELEGATED AUTHORITY TABLE**  
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	Source	Authority	Delegation	Source	Sub-Delegation	Source
		on D&I-related information as identified by the president or president’s designee.				
87.	<a href="#">UNC Policy 400.1.5[R]</a>	<b>Regulation Related to Fostering Undergraduate Student Success:</b> An institution with compelling reasons as to why a program’s requirements must exceed 120 semester credit hours may petition to have an exception approved by its Board of Trustees. Compelling reasons include, but are not limited to: programmatic accreditation standards; licensure requirements; and other state, federal, or professional regulations.				
88.	<a href="#">UNC Regulation 400.5[R]</a>	<b>Regulation on Planning, Establishing, and Reviewing Centers and Institutes in the University of North Carolina:</b> The Board of Trustees of each administrative campus has the authority to approve campus level policies on centers and institutes and to authorize establishment and discontinuation of institutional centers and institutes consistent with these regulations and the directions of the president or the Board of Governors. The Board of Trustees may delegate to the chancellor the authority to approve the discontinuation of institutional centers and institutes. Administrative campuses must have policies that address the following aspects of the establishment of institutional centers and institutes... Clear process for granting and notification of the establishment of a center or institute, which includes approval by the chancellor and Board of Trustees and				

**UNC PEMBROKE DELEGATED AUTHORITY TABLE**  
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	Source	Authority	Delegation	Source	Sub-Delegation	Source
		notification to the Office of Research and Graduate Education at UNC General Administration prior to establishment.				
89.	<a href="#">UNC Regulation 400.5[R]</a>	<b>Regulation on Planning, Establishing, and Reviewing Centers and Institutes in the University of North Carolina:</b> The Board of Trustees of each administrative campus has the authority to approve campus level policies on centers and institutes and to authorize establishment and discontinuation of institutional centers and institutes consistent with these regulations and the directions of the president or the Board of Governors. The Board of Trustees may delegate to the chancellor the authority to approve the discontinuation of institutional centers and institutes.				
90.	<a href="#">UNC Regulation 400.6.1[R]</a>	<b>Regulation for the Establishment of an Early College High School on UNC Campuses:</b> An agreement may be made between a local school district's Board of Education and a constituent institution and must be approved by the appropriate entities and signed by the chair of the Board of Education; superintendent of the collaborating school district; chair of the campus Board of Trustees; and the chancellor of the institution.	<b>N/A</b>			
91.	<a href="#">UNC Policy 500.2</a>	<b>Patent and Copyright Policies:</b> With this limitation, the exact proportion shall be determined in accordance with the institution's patent procedures as approved by the institution's Board of Trustees and the President.				

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	Source	Authority	Delegation	Source	Sub-Delegation	Source
92.	<a href="#">UNC Policy 500.2</a>	<b>Patent and Copyright Policies:</b> The Board of Trustees of each constituent institution shall adopt patent procedures that are consistent with and implement these policies, taking into account the nature and scope of the institution's programs.				
93.	<a href="#">UNC Policy 600.1.1(II)(A)(1)</a>	<b>Policy on Design, Construction, and Financing of Capital Improvement Projects:</b> The Board of Governors delegates to the president and the Boards of Trustees the power to approve capital improvement projects that are funded entirely with non-General Fund money that are projected to cost less than \$750,000.				
94.	<a href="#">UNC Policy 600.1.1(II)(A)(2)</a>	<b>Policy on Design, Construction, and Financing of Capital Improvement Projects:</b> The Board of Governors delegates to the president and the Boards of Trustees authority to approve advance planning of capital improvement projects, where the advance planning effort is to be funded entirely with non-General Fund money. (fn2 Unless otherwise indicated by the Board of Governors, this delegation of authority to Boards of Trustees to approve advance planning efforts shall not be further delegated.)				
95.	<a href="#">UNC Policy 600.1.1(II)(B)(2)</a>	<b>Policy on Design, Construction, and Financing of Capital Improvement Projects:</b> Upon request by the Board of Trustees of a constituent institution or affiliated entity and with the recommendation of the president, the Board of Governors may delegate to the Board of Trustees of a constituent institution or affiliated entity additional authority to approve capital				

**UNC PEMBROKE DELEGATED AUTHORITY TABLE**  
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	Source	Authority	Delegation	Source	Sub-Delegation	Source
		improvement projects funded entirely with non-General Fund money that are projected to cost less than \$1,000,000.				
96.	<a href="#">UNC Policy 600.1.1.1[G]</a>	<b>Guideline on the Delegation of Authority to Execute Construction Contracts:</b> 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.				
97.	<a href="#">UNC Policy 600.1.3(II)(B) and (C)</a>	<b>Policy on Authority for Real Property Transactions:</b> 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: <ul style="list-style-type: none"> <li>● Any interest in real property, other than a leasehold, with a value less than \$500,000; and</li> <li>● A leasehold interest in real property with annual value less than \$500,000 and a term of not more than 10 years</li> </ul> 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				
98.	<a href="#">UNC Policy 600.1.3(III)(B)</a>	<b>Policy on Authority for Real Property Transactions:</b> Upon request by the Board of				



**UNC PEMBROKE DELEGATED AUTHORITY TABLE**  
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	Source	Authority	Delegation	Source	Sub-Delegation	Source
		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 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.				
99.	<a href="#">UNC Regulation 600.1.3[R](III)</a>	<b>Required Authorizations for Real Property Transactions:</b> 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.	<u>N/A</u>			
100.	<a href="#">UNC Regulation 600.1.3[R](IV)</a>	<b>Requirements for Lease Transactions Using Additional Delegated Authority:</b> The requirements in this section IV apply to acquisitions and dispositions of real property by lease by constituent institutions that have been granted additional delegated authority for lease transactions by the Board of Governors. <b>Acquisition by Lease Process.</b> If the lease cost and term are not within the delegation set by the Board of Trustees of the constituent institution, the campus property office shall seek approval of the proposed lease by the Board of Trustees via a request by the vice chancellor for business affairs.	<u>N/A</u>			

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	Source	Authority	Delegation	Source	Sub-Delegation	Source
		<b>Disposition by Lease Process.</b> The proposed disposition of real property by lease must be endorsed by the chancellor or designee and the Board of Trustees of the constituent institution.				
101.	<a href="#">UNC Policy 600.2.1 and 600.2.1.2[G]</a>	<b>Endowment Funds:</b> The Board of Trustees of each constituent institution shall establish and maintain an endowment fund for the constituent institution.				
102.	<a href="#">UNC Policy 600.2.1</a>	<b>Endowment Funds:</b> Pursuant to these regulations each Board of Trustees shall appoint an investment board to be known as "The Board of Trustees of the Endowment Fund of _____" (here shall be inserted the name of the constituent institution).				
103.	<a href="#">UNC Policy 600.2.1</a>	<b>Endowment Funds:</b> 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.				
104.	<a href="#">UNC Policy 600.2.1</a>	<b>Endowment Funds:</b> 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				

**UNC PEMBROKE DELEGATED AUTHORITY TABLE**  
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	Source	Authority	Delegation	Source	Sub-Delegation	Source
		institution, upon recommendation of the chancellor.				
105.	<a href="#">UNC Policy 600.2.3</a>	<b>Distinguished Professors Endowment Trust Fund:</b> An institutional Board of Trustees, to be eligible for an allocation from the President under the schedule set forth herein, shall establish a Distinguished Professors Endowment Fund (hereafter “Endowment Fund”) to be administered in accordance with N.C.G.S. §116- 36 and private contributions received for this purpose shall be deposited to that Endowment Fund, together with the challenge grant from the Trust Fund. Federal grant funds do not meet the definition of “private gift” or “private contribution.”				
106.	<a href="#">UNC Policy 600.2.3</a>	<b>Distinguished Professors Endowment Trust Fund:</b> The Board of Trustees may name the endowed chair or chairs in honor of a donor, benefactor, or other person or organization and shall consult with the chancellor regarding an endowed chair position vacancy.				
107.	<a href="#">UNC Policy 600.2.3</a>	<b>Distinguished Professors Endowment Trust Fund:</b> 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.				

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	Source	Authority	Delegation	Source	Sub-Delegation	Source
108.	<a href="#">UNC Policy 600.2.5; 600.2.5.1[G]; 600.5.2.5[R]</a>	<b>Audit Reports:</b> The Board of Trustees shall receive annual independent financial audit reports from each of the private foundations, associations, or clubs whose primary purpose is to provide financial support to the institution.				
109.	<a href="#">UNC Policy 600.2.5.2[R]</a>	<b>Regulation on Required Elements of University-Associated Entity Relationship:</b> An Associated Entity (including any subsidiary or affiliate of an existing Associated Entity), seeking to be associated with a constituent institution must be approved in writing by the chancellor and the Board of Trustees of the constituent institution.				
110.	<a href="#">UNC Policy 600.2.5.2[R]</a>	<b>Regulation on Required Elements of University-Associated Entity Relationship:</b> The head of the Approving Institution may neither remove the approved status of an Associated Entity of that Approving Institution, nor decline to extend such approved status beyond the expiration of the Associated Entity’s then-current term, without advance written approval of the Board of Governors and the president, or Board of Trustees of the Approving Institution and the president, depending on whether the Approving Institution is the UNC System Office or a constituent institution.				
111.	<a href="#">UNC Policy 600.3.4</a>	<b>Granting of Management Flexibility to Appoint and Fix Compensation:</b> The president delegates to the Board of Trustees for each constituent institution the authority to execute the following personnel actions for faculty and	Chancellor	UNCP BOT Resoluti on		

**UNC PEMBROKE DELEGATED AUTHORITY TABLE**  
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	Source	Authority	Delegation	Source	Sub-Delegation	Source
		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.		(October 20, 2021)		
112.	<a href="#">UNC Policy 600.3.4</a>	<b>Granting of Management Flexibility to Appoint and Fix Compensation:</b> 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.				
113.	<a href="#">UNC Policy 600.3.4</a>	<b>Granting of Management Flexibility to Appoint and Fix Compensation:</b> 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. 3. Upon recommendation of the chancellor, establish salary ranges for SAAO Tier 2 positions, consistent with both the salary				

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	Source	Authority	Delegation	Source	Sub-Delegation	Source
		<p>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>				
114.	<a href="#">UNC Policy 600.3.4</a>	<p><b>Granting of Management Flexibility to Appoint and Fix Compensation:</b> 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> <ol style="list-style-type: none"> <li>1. Establish faculty salary ranges within different academic disciplines, based on relevant data.</li> <li>2. Appoint and fix the compensation for faculty awarded the designation of Distinguished Professors.</li> <li>3. Establish IRIT positions and salary ranges.</li> </ol>	Chancellor	UNCP Board of Trustees Resolution: September 16, 2016 (Action 2016-30)		
115.	<a href="#">UNC Policy 600.5.4</a>	<p><b>Consulting Contracts Report: The Board of Trustees shall receive annual reports regarding contracts for consulting services.</b></p>				
116.	<a href="#">UNC Policy 700.1.1.1[R]</a>	<p><b>Regulation on Minimum Eligibility Requirements for Undergraduate Admission for the University of North Carolina System:</b> Each campus shall establish policies describing the admission of students requiring special</p>				

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	Source	Authority	Delegation	Source	Sub-Delegation	Source
		consideration with regard to Minimum Course Requirements (MCR) or students for whom chancellor’s exceptions are made to Minimum Admission Requirements (MAR).... Policies must include faculty participation in the decision-making process and must be approved by the campus Board of Trustees.				
117.	<a href="#">UNC Policy 700.1.1.1[R]</a>	<b>Regulation on Minimum Eligibility Requirements for Undergraduate Admission for the University of North Carolina System:</b> Any campus may set admissions requirements that exceed minimums established by the Board of Governors upon the approval of their campus Board of Trustees.				
118.	<a href="#">UNC Policy 700.1.1.1[R]</a>	<b>Special Consideration Admissions Report:</b> A report of the admission of students requiring special consideration to the Minimum Course Requirements (MCR) and chancellor’s exceptions to the Minimum Admission Requirements (MAR) must be made annually to the Board of Trustees at each respective campus.				
119.	<a href="#">UNC Policy 700.1.1.2[R]</a>	<b>Regulation on Transfer Student Admission:</b> Each campus shall establish policies describing the admission of transfer students for whom exceptions are made to MCR and/or MAR. Criteria pertaining to admissions exceptions shall be developed with faculty participation and approved by the campus Board of Trustees.				
120.	<a href="#">UNC Policy 700.10.1</a>	<b>Policy on Awarding Undergraduate Credit on the Basis of Advanced Course Examination Scores:</b> UNC System constituent institutions				

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	Source	Authority	Delegation	Source	Sub-Delegation	Source
		shall award appropriate credit to undergraduates who have earned a Qualified Advanced Course Examination Score, as defined in the Regulation on Awarding Undergraduate Credit on the Basis of Advanced Course Examination Scores, Section 700.10.1[R] of the UNC Policy Manual. Any exceptions to this policy must be approved by the institution's Board of Trustees in accordance with the guidance described in Section 700.10.1[R] of the UNC Policy Manual .....An institution must report any exceptions granted by its Board of Trustees, and the reasons and evidence for those exceptions, to the president annually no later than July 1.				
121.	<a href="#">UNC Policy 700.10.1[R]</a>	<b>Regulation on Awarding Undergraduate Credit on the Basis of Advanced Course Examination Scores:</b> UNC System constituent institutions shall award Appropriate Credit to undergraduates who have earned a Qualified Advanced Course Examination Score. An institution with Compelling Reasons as to why a score higher than three must be required for a student to receive Appropriate Credit may petition to have an exception approved by its Board of Trustees. Compelling Reasons must be based on analyses of Academic Outcomes.				
122.	<a href="#">UNC Policy 700.10.1[R]</a>	<b>Regulation on Awarding Undergraduate Credit on the Basis of Advanced Course Examination Scores:</b> If an institution elects to discontinue the awarding of credit for an AP Exam for which credit is awarded during the 2018- 19 academic				



**UNC PEMBROKE DELEGATED AUTHORITY TABLE**  
**October 20, 2021**

	Source	Authority	Delegation	Source	Sub-Delegation	Source
		year, however, approval must first be provided by the institution's Board of Trustees.				
123.	<a href="#">UNC Policy 700.10.1[R]</a>	<b>Regulation on Awarding Undergraduate Credit on the Basis of Advanced Course Examination Scores:</b> Any institutional policy or practice of awarding credit on the basis of scores for any Advanced Course Examination in place prior to the implementation of the policy (during the 2018-19 academic year) shall not be discontinued thereafter without approval of the institution's Board of Trustees.				
124.	<a href="#">UNC Policy 900.1[G]</a>	<b>Guideline on the Residence Status of Students Receiving Full Scholarships:</b> 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.				
125.	<a href="#">UNC Policy 1000.1.1</a>	<b>Establishing Tuition and Fees:</b> The chancellor shall review the recommendations of the Committee [that reviewed student fees] and present recommendations to the Board of Trustees for review and approval. Before a chancellor makes recommendations to the Board of Trustees, the recommendations of the				

**UNC PEMBROKE DELEGATED AUTHORITY TABLE**  
**October 20, 2021**

	Source	Authority	Delegation	Source	Sub-Delegation	Source
		fee review committee will be shared with student government leaders so that students may inform the chancellor of their perspectives on the proposed changes. The recommendations of the Board of Trustees will be forwarded to the President for review.				
126.	<a href="#">UNC Policy 1000.2.2.1[R]</a>	<b>Regulation on the Waiver of Tuition and Fees for Faculty and Staff:</b> 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.				
127.	<a href="#">UNC Policy 1100.1</a>	<b>Athletics Report:</b> The chancellors shall submit an annual report to the Board of Trustees of the constituent institutions with a copy to the President, who will report to the Board of Governors. The annual report shall be designed according to criteria and format defined by the Office of the President and shall include specified elements.				
128.	<a href="#">UNC Policy 1100.1</a>	<b>Athletics Admissions Exceptions Report:</b> The chancellors shall report to the Board of Trustees the student-athlete exceptions to the institution’s undergraduate admissions criteria.				
129.	<a href="#">UNC Regulation 1100.1.1[R]</a>	<b>Athletics Financial Reports:</b> The Board of Trustees of each institution, through the chancellor, must annually receive and review the financial indicators contained in the NCAA Dashboard “Presidential View” for the institution as described in Section II.A.2., above. This “Presidential View” data should be				

**UNC PEMBROKE DELEGATED AUTHORITY TABLE**  
**October 20, 2021**

	Source	Authority	Delegation	Source	Sub-Delegation	Source
		reported on an annual basis and shall include the most recent year's data as well as five-year trend data. The Board of Trustees shall also receive and review the annual institutional budget for intercollegiate athletics, including major sources of revenue and expenses. This budget report shall include specified elements.				
130.	<a href="#">UNC Policy 1100.3</a>	<b>Head Coaches' and Athletic Directors' Contracts:</b> No contract of employment between an institution and a head athletic coach or an athletic director which is for a term longer than one year shall be valid unless and until all terms and conditions of the contracts have been approved by the Board of Trustees. The Board of Trustees must approve specific terms of coach or athletic director contracts (deferred compensation, buyout clause, damage mitigation waiver, loss of outside income), subject to approval by the President and Board of Governors.				
131.	<a href="#">UNC Policy 1300.1</a>	<b>Policy on Illegal Drugs:</b> Each Board of Trustees shall adopt a policy on illegal drugs applicable to all students, faculty and staff.				
132.	<a href="#">UNC Policy 1300.7</a>	<b>University Enterprise Risk Management and Compliance:</b> Each constituent institution shall establish an enterprise risk management process that aligns with the institution's programs, activities, and management systems and that supports the institution's strategic and other goals. The enterprise risk management processes established at each constituent				

**UNC PEMBROKE DELEGATED AUTHORITY TABLE**  
**October 20, 2021**

	Source	Authority	Delegation	Source	Sub-Delegation	Source
		institution shall include components and appropriate procedures for: . . . Providing periodic updates to the chancellor and the Board of Trustees.				
133.	<a href="#">UNC Policy 1300.9</a>	<b>Policy on Providing Safety and Security Presentations to University Boards:</b> The chancellor of each constituent institution or the chancellor’s designee shall provide an annual presentation to the constituent institution’s Board of Trustees with relevant data and information concerning campus security, the safety of students and others, sexual assault, alcohol and drug use, risk management, and associated institutional policies.				
134.	<a href="#">UNC Policy 1400.1</a>	<b>Information Technology Governance:</b> 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.				
135.	<a href="#">UNC Policy 1400.2</a>	<b>Information Security:</b> The Board of Governors and the Board of Trustees of each constituent institution shall assign responsibility for oversight of the institution’s information security program to a standing committee of the appropriate Board with audit responsibility.				

**EXHIBIT B**

**Resolution to Delegate Expanded Authority to the Chancellor  
For Certain Personnel and Salary Actions  
For Faculty, SAAO Tier 2 and IRPS Employees**

WHEREAS, the UNC Board of Governors has adopted policies relevant to personnel and salary actions for faculty, and SAAO Tier 2 and Instructional, Research and Public Service (IRPS) employees that delegate certain actions to the president and/or boards of trustees, and on July 29, 2016, approved changes to Sections 200.6 and 600.3.4 of the UNC Policy Manual that authorized the president to delegate all or a portion of such authorities to the boards of trustees consistent with its authority under N.C.G.S. 116-11 (13), as necessary or prudent to enable the institution to function in a proper and expeditious manner; and

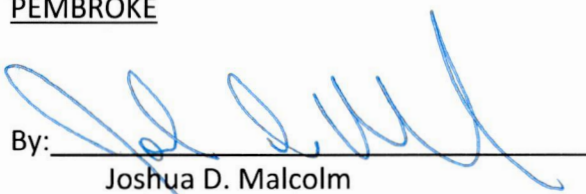
WHEREAS, consistent with the UNC Board of Governors' authorization, the president has determined that it is necessary and prudent to delegate to the boards of trustees of the constituent institutions the authority to execute certain personnel actions:

- a) Establish faculty salary ranges within different academic disciplines, based on relevant data.
- b) Appoint and fix the compensation for faculty awarded the designation of Distinguished Professors.
- c) Establish SAAO Tier 2 positions and IRPS positions and salary ranges.

WHEREAS, the president has authorized the board of trustees, at its option, to further delegate any or all of the above authorities to the chancellor, as deemed necessary for the proper and expeditious operation of the institution;

NOW THEREFORE, after careful consideration, the UNC Pembroke Board of Trustees hereby further delegates to the chancellor the authority to establish faculty salary ranges, SAAO Tier 2 positions, and IRPS positions and salary ranges, as described above. This delegation shall be effective January 1, 2017, and shall remain in effect until modified or rescinded by the board of governors, president, or board of trustees. The board of trustees or its Educational Planning and Personnel Committee shall receive an informational report at each regular meeting of all established faculty salary ranges and/or all established SAAO Tier 2 positions and IRPS positions and salary ranges approved by the chancellor under this delegation.

APPROVED BY THE BOARD OF TRUSTEES OF THE UNIVERSITY OF NORTH CAROLINA  
PEMBROKE

By:   
Joshua D. Malcolm  
Secretary of the University

(Seal)

Action recommending the above request was taken by the Board of Trustees of UNCP and is recorded as ACTION 2016-30 in the minutes thereof on 09/16/2016.

## EXHIBIT C

POL 01.05.01

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

**Authority:** Board of Trustees

### History:

- First Issued: September 7, 2001.
- Revised: September 16, 2011; February 17, 2012; August 4, 2016; November 22, 2019
- Last Revised: April 24, 2020

### Related Policies:

- [North Carolina General Statute § 143-318.11 – Closed Sessions](#)
- [North Carolina General Statute § 143-318.12\(b\) – Public Notice of Official Meetings](#)
- [UNC Code Section 401 A. - Officers](#)
- [UNC Code Section 402 B. – Meetings](#)
- [UNC Code Section 403 A, 403 B – Powers and Duties](#)
- [UNC Code Section 603 – Due Process Before Discharge or the Imposition of Serious Sanctions](#)
- [UNC Code Section 607 – Faculty Grievance Committee for Constituent Institutions](#)
- [UNC Policy 200.1 – Dual Memberships and Conflicts of Interest](#)
- [UNC Policy 300.1.1 – Senior Academic and Administrative Officers](#)
- [UNC Policy 300.1.6\[R\] – Regulations on Administrative Separation and/or Retreat to a Faculty Position](#)
- [UNC Policy 600.3.4C\(1\) – Granting of Management Flexibility to Appoint and Fix Compensation](#)
- [UNC Policy 1100.3 – Head Coaches’ and Athletic Directors’ Contracts](#)

### Additional References:

**Contact Info:** Chief of Staff (910-775-4615)

## 1. INTRODUCTION

### 1.1 Membership

1.1.1 Provisions for membership on the Board of Trustees of The University of North Carolina at Pembroke (Board or Board of Trustees), officers of the Board, required meetings and general powers and duties of the Board shall be as set forth in [North Carolina General Statutes, Chapter 116, Article 1, Part 3](#), [The Code of the Board of Governors of The University of North Carolina \(The Code\)](#), or other provisions of [The University of North Carolina Policy Manual](#) (The UNC Policy Manual), latest edition.

1.1.2 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 (3) successive regular meetings of the Board of Trustees, their place as a member shall be deemed vacant. Members are to call in absences to the



chancellor; the chair of the Board will present excuses to the Board for approval or disapproval. Gubernatorial appointees of the Board may have attendance standards that are more stringent than what is described above; such requirements will normally be set forth in an Executive Order and shall remain in effect until rescinded by the Governor.<sup>1</sup>

## 1.2 Officers

1.2.1 At the Board's first meeting after June 30 of each year, the Board shall elect from its membership a chair, a vice chair and a secretary, each of whom shall serve for one year and until a successor is elected. Any elected officer may serve in the same capacity for two successive terms. If a vacancy occurs in any of these officers, the Board shall elect a person to serve for the remainder of the unexpired term. These officers shall perform the duties prescribed by these Bylaws and by the parliamentary authority adopted by the Board.

1.2.2 The university chief of staff shall serve as the assistant secretary to the Board.

## 1.3 Committees

1.3.1 Standing Committees of the Board of Trustees assist the full Board in fulfilling its duties as defined by *The Code* (Sections [403 A](#); [403 B](#)) and delegated to it by the Board of Governors (*The Code*: Sections [100.1](#), [Appendix 1](#); [600.3.4](#)). Committees provide advice and counsel on institutional issues and policies that affect the overall wellbeing and function of the university. They recommend action to the full Board on matters when required by *The Code* or requested by the chancellor. Each Standing Committee operates within specific domains as defined by the Bylaws and they may receive information, discuss issues and recommend action. Committees report their deliberations to the full Board and present recommendations for Board approval. The Standing Committees of the Board of Trustees include: Executive Committee, Audit and Ethics Committee, Educational Planning and Personnel Committee, Finance and Administration Committee, Public Affairs and Advancement Committee, Student Life and Athletics Committee and Nominating Committee. No earlier than the first meeting after June 30 of each year, but no later than the second meeting, following the election of the Board officers, the chair shall appoint all members of the standing committees and designate a chair for each.

1.3.2 Executive Committee. The Executive Committee shall have the authority to act on behalf of the full Board with respect to matters requiring action between meetings of the full Board of Trustees, but the Executive Committee shall not have power to alter or revoke any order, resolution or vote of a regular or special meeting of the Board and it shall not have power to nominate a chancellor or, acting for the Board, to consult with the chancellor concerning the appointment, promotion or compensation of any vice chancellor, provost, dean, or director of a major educational or public-service activity. The Executive Committee shall be composed of the

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<sup>1</sup> Executive Order Number 34, issued December 9, 2009, states "[a]ll persons appointed by the Governor to serve on a board shall attend at least 75 percent of all regularly scheduled meetings of the board during the board's calendar year. Failure of a board member to attend board meetings in a manner consistent with this Order shall constitute grounds for removal from the board for misfeasance, malfeasance, or nonfeasance pursuant to N.C. Gen. Stat. § 143B-13(d), N.C. Gen. Stat. § 143B-16, or other applicable statutes or regulations."

chair of the Board of Trustees, who shall serve as its chair, the vice chair of the Board of Trustees, the secretary of the Board of Trustees, the immediate past chair and two other members to be appointed annually by the chair of the Board. In the event there is no immediate past chair, the chair of the Board shall appoint one other member to fill this position. This committee only meets when necessary to carry out the functions described above or when determined by the chair of the Board. Insofar as practical, minutes of Executive Committee meetings shall be communicated (electronically or otherwise) to all members of this Board within ten (10) days after any Executive Committee meeting.

1.3.2.1 The Executive Committee shall also consider appeals, when required. Those shall include:

1.3.2.1.a. Appeals from faculty members that involve imposition of serious sanctions consistent with Section [603](#) of *The Code* or other applicable policies and applicable portions of the UNCP Faculty Handbook; and

1.3.2.1.b. Appeals of grievances by faculty members on decisions regarding promotion, tenure, post-tenure review or other matters directly related to faculty members' employment status and institutional relationships pursuant to Section [607](#) of *The Code* or other applicable policies and applicable portions of the UNCP Faculty Handbook.

1.3.2.2 All appeals shall be transmitted through the chancellor and be addressed to the chair of the Board. This committee shall base its consideration of appeals upon the written transcript of hearings held by the Faculty Grievance Committee or the Faculty Hearing Committee, as the case may be. The committee also may, in its discretion, hear such other evidence as it deems necessary. The full Board will make the final decision in matters appealed pursuant to Section 603 of *The Code*. The committee shall make the final decision in matters appealed pursuant to Section 607 of *The Code*.

1.3.3 Audit and Ethics Committee. The Audit and Ethics Committee shall consist of at least four (4) members appointed annually by the chair of the Board. The Audit Committee is responsible for overseeing the university's internal auditing program. It helps to ensure the university has proper internal auditing processes and plans in place; addresses audit issues and findings; and complies with state fiscal policy and requirements. This committee shall also serve as the standing committee required by [UNC Policy 200.1](#) in order to determine whether a potential conflict is a permissible or impermissible activity and to make recommendations regarding conflicts of interest. The purpose, organization, meetings and duties of the Audit and Ethics Committee are stated in the Audit Committee Charter, as adopted by the Board, which shall be reviewed annually by the committee. Proposed revisions to the charter shall be recommended by the committee for approval by the full Board.

1.3.4 Educational Planning and Personnel Committee. The Educational Planning and Personnel Committee shall consist of at least four (4) members appointed annually by the chair of the Board. The Educational Planning and Personnel Committee considers and advises the Board on issues and policies related to academic programs, academic standards, academic support services, enrollment management, information technology and employment (SPA, EPA Faculty, and EPA-non Faculty).



1.3.5 Finance and Administration Committee. The Finance and Administration Committee shall consist of at least four (4) members appointed annually by the chair of the Board. The Finance and Administration Committee considers policies and issues pertaining to fiscal management, which includes facilities operations along with planning and construction. The committee, in exercising its duties, helps to ensure the university operates within available resources and applicable federal, state and university policies.

1.3.6 Public Affairs and Advancement Committee. The Public Affairs and Advancement Committee shall consist of at least four (4) members appointed annually by the chair of the Board. The Advancement and Public Affairs Committee advises the Board on matters related to fundraising, Alumni Affairs, and Communications and Marketing. This Committee helps to ensure that our programs in these areas are based on best practices, are appropriately led by state of the art policies and are producing the results that the university needs.

1.3.7 Student Life and Athletics Committee. The Student Life and Athletics Committee shall consist of at least four (4) members appointed annually by the chair of the Board. The Student Life and Athletics Committee considers policies and issues that cover student life, mental and physical health, campus safety, residential living, athletics and student conduct matters. The committee's overall responsibility is to consider matters that promote the intellectual, social, cultural, physical and emotional development and growth of students in a safe and nurturing environment. This committee is also responsible for conducting the initial review of any contract (longer than one year) for an athletic coach or an athletic director as required by [UNC Policy 1100.3](#). Subsequent to this review, the committee will make a recommendation to the full Board regarding the proposed contract or as required by *The Code* or UNC Policy.

1.3.8 Nominating Committee. The Nominating Committee shall consist of at least four (4) members appointed annually by the chair of the Board. The Board chair shall not serve as a member of the Nominating Committee. The Nominating Committee shall be responsible for presenting a slate of nominees to the Board at its first meeting after June 30 of each year - the slate of nominees shall contain at least one nominee for each position. Recommendations shall be made of any current, active member and include nominations for the chair, vice chair, and secretary. This committee only meets when necessary to discuss the nominations for the chair, vice chair and secretary for the next academic year or when determined by the chair of the Board. In addition, if the Board chair, vice chair or secretary vacates their position before the end of their term, the Nominating Committee shall meet, as soon as practical, and recommend a replacement to the Board for consideration at its next meeting.

## **2. MEETINGS**

### **2.1 Regular Meetings**

2.1.1 The Board shall hold no fewer than three (3) regular meetings each year and may hold such additional meetings as may be deemed desirable. The regular meetings are usually held on the third Thursday and Friday of September, November, February and April unless otherwise determined by the Board. Any matter of business relating to the university, over which the Board has jurisdiction, may be considered at any regular meeting. A notice specifying the time and place of each regular meeting of the Board shall be communicated (electronically or otherwise)

by the assistant secretary to each member of the Board at least ten (10) calendar days in advance of the meeting date.

## 2.2 Special Meetings

2.2.1 A special meeting of the Board or of a Standing Committee may be called by the chair or chancellor. A notice specifying the time and place of a special meeting shall be communicated by mail, e-mail, fax or telephone by the assistant secretary to each trustee so that it is received at least three (3) calendar days in advance of the meeting date; but forty-eight (48) hours' notice may be given by telephone, fax, or e-mail when, in the judgment of the chair or by the chancellor an emergency exists. When deemed necessary by the chair or by the chancellor, the chair may conduct an emergency meeting of the Board without prior notice via electronic means provided that the arrangements for such meeting comply with the applicable State laws concerning the conduct of electronic meetings of public bodies. A special meeting requested by members under section 2.2.2 to be called by the assistant secretary shall be held within three (3) calendar days of receipt by the assistant secretary of the sixth written request for such special meeting. Subject to the restrictions of law, any matter of business relating to The University of North Carolina at Pembroke may be considered at a special meeting, except that:

2.2.1.a. The Board in special session may not revoke, alter or amend any order, resolution or vote done, made or adopted at any regular meeting, unless that action is voted for at the special meeting by two-thirds of the membership of the Board.

2.2.1.b. These Bylaws may not be amended or revised at a special meeting.

2.2.1.c. The Board in special session may not act on matters that have been specifically reserved at a regular meeting for action only at regular meetings, unless the special session by affirmative vote of two-thirds of the membership of the Board shall overrule this limitation on action.

2.2.2 A special meeting of the Board may be requested upon the written request of not fewer than six members of the Board directed to the attention of the assistant secretary.

## 2.3 Agenda

2.3.1 A copy of the agenda, including copies of all reports and other written materials (insofar as is practicable) to be presented at each regular meeting of the Board shall be communicated, (electronically or otherwise), by the assistant secretary to each member of the Board at least seven (7) days in advance of the regular meeting. Insofar as is practicable, a copy of the agenda of each special meeting of the Board shall be communicated to each member of the Board at least four (4) calendar days in advance of the special meeting; however, if such advance notice is not practicable, the agenda for a special meeting may be presented to the members of the Board as the first order of business at the meeting.

2.3.2 The agenda for a regular or special meeting of the Board shall be prepared by the chancellor after consultation with and approval of the chair. Every request for inclusion of a given item on the agenda of a particular meeting shall be filed, with supporting documents, if

any, with the assistant secretary of the Board. Any such request from faculty, students, staff members or other members or employees of The University of North Carolina at Pembroke shall be in writing and shall be filed first with the chancellor, together with any supporting documents, sufficiently far in advance of the meeting to permit a determination to be made by the chancellor with respect to the propriety and practicability of including that item on the agenda for the meeting.

2.3.3 The Board may consider any item of business not on the agenda at any regular or special meeting upon affirmative vote of two-thirds of the membership of the Board.

## 2.4 Conduct of Business

2.4.1 A quorum for the conduct of business by the Board shall consist of a majority of the membership of the Board.

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

2.4.3 All members of the Board may vote on all matters coming before the Board for consideration, but no member may vote by proxy.

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

## 2.5 Minutes

2.5.1 The assistant secretary shall keep minutes of all meetings of the Board; shall file, index and preserve all minutes, papers and documents pertaining to the business and proceedings of the Board in the Office of the Chancellor; shall be custodian of the University Seal; and shall attest the execution of all legal documents and instruments of The University of North Carolina at Pembroke.

2.5.2 Within a reasonable time after each meeting, but no later than two (2) weeks prior to the next regular meeting of the Board, the assistant secretary shall have transcribed the minutes of the meeting and communicate (electronically or otherwise) a copy to each member of the Board.

## 2.6 Closed Session

2.6.1 All meetings of the Board shall be open to the public unless, consistent with the requirement of State law ([NCGS § 143-318.11](#)), a meeting is closed to the public by majority vote of a quorum of the Board.

## 2.7 Recess

2.7.1 A regular or special meeting of the Board for which notice has been posted in accordance with [NCGS § 143-318.12\(b\)](#), may be recessed to a specific time and place by announcement of the presiding officer in open session.

## 2.8 Keeping the UNC Board of Governors Informed

2.8.1 The assistant secretary of the Board of Trustees of The University of North Carolina at Pembroke shall keep the Board of Governors of The University of North Carolina, through the secretary of The University of North Carolina, fully and promptly informed concerning activities of the Board of Trustees of The University of North Carolina at Pembroke, including notice of any changes in the membership of the Board or in its committee structure or Bylaws, notices of meetings and a copy of the minutes of all meetings.

## 3. POWERS AND DUTIES

### 3.1 General Powers and Duties

3.1.1 The Board shall promote the sound development of The University of North Carolina at Pembroke 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 of The University of North Carolina at Pembroke shall serve as advisor to the Board of Governors of The University of North Carolina on matters pertaining to The University of North Carolina at Pembroke 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.

### 3.2 Other Powers and Duties

3.2.1 The Board of Trustees of The University of North Carolina at Pembroke shall have such other powers and duties, not inconsistent with other provisions of *The Code* of The University of North Carolina or with applicable provisions of State law, as shall be defined and delegated by the Board of Governors of The University of North Carolina.

## 4. AMENDMENT OF BYLAWS

4.1 These Bylaws may be amended at any regular meeting of the Board by a majority vote of the members of the Board. Any proposed revision to the Bylaws shall be in writing and communicated (electronically or otherwise) to each member of the Board at least seven (7) days before the revision is to be voted upon by the full Board.

## 5. SUBORDINATION TO UNIVERSITY CODE

5.1 To the extent that any of these Bylaws may be inconsistent with *The Code* of The University of North Carolina, as the same may be amended from time to time, said Code shall control.