

BOARD OF TRUSTEES

THE UNIVERSITY OF NORTH CAROLINA AT WILMINGTON

AUGUST 22, 2014

The Board of Trustees of The University of North Carolina at Wilmington held a regular quarterly meeting on August 22, 2014, at the UNC Center for School Leadership Development in Chapel Hill. Chair Murphy called the meeting to order, welcomed those in attendance, and called for a moment of silent reflection in memory of Dr. Al Roseman, former member of the UNC Board of Governors. She read the required statement from the State Government Ethics Act regarding conflicts of interest. No conflicts or potential conflicts were identified. The Chair then called on Ms. Ann Lemmon, Secretary of the University, to brief the Board regarding the upcoming Chancellor search process.

ROLL CALL

Mr. Lanier, Assistant Secretary, established that a quorum was present. Members in attendance were: Wilma W. Daniels; Michael R. Drummond; H. Carlton Fisher; Gidget Kidd; Henry L. Kitchin, Jr.; C. Phillip Marion, Jr.; Ronald B. McNeill; Wendy F. Murphy; Tobi S. Polland; and Michael B. Shivar.

APPROVAL OF MINUTES

On motion made by Mr. Fisher, seconded by Mr. Shivar and duly carried, the minutes of the meeting of the Board of Trustees held on April 4, 2014, as well as the minutes of the Executive Committee meetings held on April 21, May 29, and June 10, were approved as distributed.

REPORTS OF STANDING COMMITTEES

AUDIT

Reporting for the Committee, Mr. Marion reviewed the report for the Office of Internal Audit for the period from March 16, 2014, through August 8, 2014. He highlighted the review of the work order processing system, the peer quality assurance review of the Office of Internal Audit, the disaster recovery plan for Banner, and the consultation regarding merger of developer teams in

Information Technology Systems. Mr. Marion summarized projects in process and the 2014-2015 Risk Assessment and Audit Plan. On behalf of the Committee, he moved approval of the annual audit plan (Appendix A). The motion was seconded by Mr. Drummond and was duly carried.

BUSINESS AFFAIRS

Mr. Fisher, Chair of the Committee, said that there were three action items for consideration. On behalf of the Committee, he moved approval of the appointment of Dr. Bill Sederburg to the Board of Directors of the Donald R. Watson Foundation. Seconded by Mr. Shivar, the motion was duly carried.

Chairman Fisher reviewed the terms of UNCW's proposed Phase II performance energy savings project and moved for its approval on behalf of the Committee. Mr. McNeill seconded the motion. Mr. Kitchin recused himself from any participation in the discussion and vote on this issue due to a potential conflict. At the request of Mr. Drummond, Dr. Whitfield and Mr. Fraser provided additional information regarding energy savings projects. After discussion, the motion for approval was duly carried.

At the request of Chairman Fisher, Mr. Bass and Mr. Fraser presented proposed modifications to the outdoor enhancement plan for recreational and athletics facilities. After the presentation and discussion, Ms. Daniels expressed appreciation to Mr. Fraser, Mr. Bass, Dr. Whitfield, and Ms. Leonard for their work on this project. On behalf of the Committee, Mr. Fisher moved approval of the modifications and siting locations as presented. Seconded by Mr. McNeill, the motion was duly carried.

Dr. Whitfield presented a brief budget update for the 2014-15 fiscal year focused on the impact of budgetary actions by the General Assembly. He also discussed issues related to legislative action on salary increases for employees.

EDUCATIONAL PLANNING AND PROGRAMS

Chair Murphy called for approval of the minutes of the previous meeting of the Committee, held on April 4, 2014, which had been distributed. On motion by Mr. Fisher, seconded by Ms. Daniels and duly carried, the minutes were approved. At the request of the Chair, Dr. Lugo provided a report from the Faculty Senate focused on their priorities for the academic year and shared governance.

After a brief break, Provost Battles provided a report on Fall 2014 enrollment, highlighting continued growth in the quality, quantity, and diversity of undergraduate, graduate, and distance education students. Mr. Drummond inquired about issues with housing, which were addressed by Vice Chancellor Leonard. Dr. Battles commented on new faculty hires, administrative appointments in academic affairs, and the positive reception received by several

of UNCW's military-affiliated students who recently presented to the Board of Governors.

The Provost called on Dr. Vetter to present proposed revisions to the policy on intellectual property. After discussion of the role of the UNCW Research Foundation, the provisions in the proposed policy for the distribution of revenues, and other issues, on motion by Mr. McNeill, seconded by Mr. Fisher and duly carried, the policy was approved (Appendix B).

EXTERNAL AFFAIRS COMMITTEE

Mr. Shivar, Chair of the Committee, asked for approval of the minutes of the previous meeting of the Committee, held on April 3, 2014. The motion was duly carried. He summarized the unit reports (from alumni relations, athletics, community partnerships, university advancement, and university relations) that would have been presented had the Committee met in August. At the conclusion of his report, Chair Murphy said that it demonstrated clear forward progress.

REPORT OF THE NOMINATING COMMITTEE

The Chair recognized Mr. McNeill, as Chair of the Nominating Committee, to present the Committee's recommendations. He stated that the Committee, like previous nominating committees, had given careful consideration to the issue of two-year terms for officers. After summarizing the advantages and recognizing that The Code requires annual elections, he moved that "it is the intent of the Board" that officers serve for a two-year term. Mr. Kitchin noted that this "working assumption of two one-year terms" would not bind future boards. After additional discussion, the motion was duly approved.

On behalf of the Committee, Chairman McNeill recommended and moved the following slate of officers for election:

Chairman:	Michael B. Shivar
Vice Chairman:	H. Carlton Fisher
Secretary:	Wilma W. Daniels
Assistant Secretaries:	Mark W. Lanier S. Ann Freeman

After the motion was duly carried, Ms. Murphy expressed her thanks to her fellow Board members, the Cabinet, and the staff. She said that UNCW was "at a great place" and that Mr. Shivar had the right "passion and commitment" for the job. Chairman Shivar praised Ms. Murphy for her service as chair, thanked the Board for the opportunity to serve, and his fellow members to "remain focused as a unified board" as the university prepares for a new leader.

CHANCELLOR'S REPORT

Chancellor Sederburg said that his report would be anticlimactic and brief, since he was now a lame duck. He reminded the Board of the metaphor of the composition of a baseball, thanked Mr. Marion and Mr. McNeill for their work on the vision statement, thanked the vice chancellors and others for their work and commitment, and yielded the remainder of his time to Ms. Polland.

After thanking the Board for the learning experience, Ms. Polland commented on her path to UNCW and her positive experience once enrolled, confirming the reasons that lead to her decision. After discussion, she invited Trustees to attend the Student Government Association address and other events.

CLOSED SESSION

On motion by Ms. Murphy, seconded by Ms. Daniels and duly carried, the Board convened in closed session, as allowed under the Open Meetings Act, to consider the qualifications, competence, performance, condition of appointment of a public officer or employee or prospective public officer or employee.

RESUMPTION OF PUBLIC SESSION AND ACTION ON ITEMS FROM CLOSED SESSION

After duly reconvening in open session, on motion by Mr. Marion, seconded by Ms. Murphy and duly carried, the personnel items discussed in closed session were approved.

OLD BUSINESS

There was no old business.

NEW BUSINESS

Chairman Shivar reminded the Board that the next quarterly meetings of the Board and its committees were scheduled for November 20 and 21. He said that additional information about the chancellor search process would be shared with all members soon and that the charge from President Ross would take place on October 2.

ADJOURNMENT

There being no further business, the meeting was duly adjourned.

Chairman

Assistant Secretary