

MEETING OF THE BOARD OF TRUSTEES Governance Committee

OPEN SESSION AGENDA

November 30, 2023 University of North Carolina School of the Arts 3:05 p.m. - 3:30 p.m. **SAAB Room 306**

COMMITTEE MEMBERS:

Nia Franklin, Committee Chair; Rhoda Griffis; Ches McDowell; Jonah Bokaer; Jeffery Bullock; Peter Juran, (ex officio)

EXOFFICIO:

Reid Wilson, Dept. of Natural and Cultural Resources

COMMITTEE STAFF:

Jim DeCristo (Chief of Staff), David Harrison (General Counsel), Kevin Bitterman, (Kenan Institute, Ginger Caston (Staff), Amanda Balwah (University Secretary)

OTHER ATTENDEES:

Representative (Faculty Council), Victoria Nash, (Staff Council)

AGENDA

OPEN SESSION

1.	Call to Order and Confirm Quorum	Chair Franklin
2.	Approval of September 28, 2023, Minutes	Chair Franklin
3.	BOT Member Terms update	. Jim DeCristo
4.	Motion for Closed Session	Chair Franklin
5.	Report from Closed Session	Chair Franklin
6.	Motion to Adjourn	Chair Franklin

MEETING OF THE BOARD OF TRUSTEES Governance Committee

DRAFT OPEN MINUTES

September 28, 2023 University of North Carolina School of the Arts 3:05 p.m. – 4:00 p.m. SAAB 306

TRUSTEES PRESENT

Nia Franklin (Committee Chair), Jonah Bokaer, Jeffery Bullock, Rhoda Griffis, Jerri Irby, Ches McDowell, Peter Juran (ex-officio)

TRUSTEES ABSENT

COMMITTEE STAFF PRESENT

Jim DeCristo (Vice Chancellor for Economic Development and Chief of Staff), David Harrison (Vice Chancellor for Institutional Integrity and General Counsel), Ginger Caston (Committee Staff), Amanda Balwah (Secretary to BOT)

OTHER ATTENDEES

Patrick Sims (Executive Vice Chancellor and Provost), Lissy Garrison (Vice Chancellor for Advancement), Patrice Goldmon (Associate General Counsel), Victoria Nash, (Staff Council)

CONVENE MEETING AND CONFIRM QUORUM

Chair Nia Franklin called the Governance Committee of the University of North Carolina School of the Arts to order. A quorum was present.

REVIEW BOT GOVERNANCE COMMITTEE CHARGE

Chair Franklin requested Jim DeCristo to review the Governance Committee Charge with the committee.

Jim DeCristo reviewed the Charge with the committee.

APPROVAL OF MINUTES

Chair Franklin requested Committee members to review the minutes from the April 27, 2023, meeting. With no questions or revisions, Chair Franklin called for a motion to approve the minutes as presented.

MOTION: Peter Juran moved to approve the Open Session April 27, 2023, meeting minutes. Rhoda Griffis and Jeffery Bullock seconded the motion, and the minutes were unanimously approved.

BOT MEMBER TERMS

Chair Franklin encouraged committee members to share suggestions for future Trustee candidates, as currently voting member positions are filled through 2025. Jerri Irby requested qualifications for new BOT members. Jim DeCristo shared with the committee the Board should consist of members with a varied and mixed skill set: legal/financial/business/educational/diversity/geographical/alumni. Peter Juran requested a print-out of W-S zip codes of alumni. Jeffery Bullock asked who is to receive recommendations. Jim DeCristo requested that recommendations be sent to him. Jim also shared the Board currently has 3 open non-voting vacancies in the process of being filled: Foundation, Board of Visitors and Alumni Liaisons.

REPORT ON STATE RELATIONS AND STATE BUDGET

Jim DeCristo shared updates on the state budget. The 7% raise for the biennium is the highest in 18 years. Of the total 7% increase, 4% will be effective this year, with a 3% increase next year. Due to the gap between market rates and state salaries, salary funding is a top priority. The Stevens Center project was approved, reflecting good support for Brian & Patrick and the work they do with the System Office. Jim shared that while the Governor has elected to not sign the budget, it will become law in 10 days. Peter Juran asked what other funds did UNCSA request that were denied? Jim DeCristo shared that UNCSA requested 1MM in recurring funds for student mental health initiatives. UNCSA did receive 1MM in non-recurring funds.

MOTION TO ADJOURN

As there were no items for Closed Session, and no further business, Chair Franklin requested a motion to adjourn the meeting.

MOTION: Peter Juran made the motion to adjourn, seconded by Jeffery Bullock. With unanimous approval, the meeting adjourned.

Submitted by: Ginger Caston, Executive Assistant Governance

UNCSA Board of Trustees Terms Voting Members

Name	Served	Eligible	Notes
Jeffery Bullock	BOG: 2021-2025	1 full term	Filled Stephen Berlin vacancy
Kyle Petty	LEG (Senate): Partial 2020-2021; 2021-2025	1 full term	Reappointed for full term Filled Peter Brunstetter vacancy
Jerry Irby	BOG: 2023-2027	1 full term	Filled Greer Cawood vacancy
John Wigodsky	BOG: 2023-2027	1 full term	Filled Noel "Skip" Dunn vacancy
Eric Flow	LEG (Senate): 2023-2027	1 full term	Replaced Anna Folwell
Peter Juran, Chair	LEG (House): Partial 2021-2023; 2023- 2027	1 full term	Filled Phillip Horne vacancy Reappointed for 1 term
Graydon Pleasants	BOG: Partial 2021-2025	2 full terms	Filled Al Crawford vacancy
Jonah Bokaer	BOG: 2023-2027	1 full term	Filled Mark Land vacancy
Charles "Ches" McDowell	LEG (House): 2021-2025	1 full term	Filled Elizabeth Madden vacancy
Nia Franklin	BOG: Partial 2022-2023; 2023-2027	1 full term	Filled Paul Tazewell vacancy
Rhoda Griffis	BOG: 2021-2025	1 full term	Filled Erna Womble vacancy
David Neill	BOG: 2023-2027	1 full term	Filled Ralph Womble vacancy
SGA			
Jack Sargeant	Ex Officio: 2023-2024	Designated 1-yr term	SGA President

Emeritus, Alumni, Ex- Officio, Foundation Liaison, Honorary	Non-voting, not counted towards quorum		
Reid Wilson	Ex Officio	Designated by Legislation	Replaced Susi Hamilton
Sandi Macdonald	Ex Officio	Designated by Legislation	Filled David Worters vacancy
Tom Kenan	Emeritus	Lifetime	
Vacant	Alumni: July 1, 2023-June 30, 2025	2-yr term	Filled Beth Petty vacancy
David Broughton	Foundation Liaison to BOT: 2022-2024; 2-year term	Designated by Foundation President for 2-yr term	Filled Peter Juran vacancy
Matt Harris	Board of Visitor Liaison: 1-year term flexible, July 2023-2024	Designated by BOV Chair for 1-yr term	Filled Clare Jordan vacancy
John Wigodsky	BOT liaison to Foundation: 2-year term 2023-2025	Elected by the board	Filled Mark Land vacancy
Vacant	BOT liaison to the Board of Visitors: 2-year term 2023-2025	Elected by the board	Replaced Anna Folwell