

OPEN SESSION MINUTES

April 28, 2023 | 8:30 a.m. | SAAB 306
University of North Carolina School of the Arts
Winston-Salem, North Carolina

TRUSTEES PRESENT

*Denotes voting Trustee

*Mark Land, Chair
*Peter Juran, Vice Chair
*Rhoda Griffis, Secretary
*Greer Cawood
*Nia Franklin
*Anna Folwell
*Ralph Womble
Tom Kenan, *emeritus* (attended via Zoom)

TRUSTEES ABSENT

*Jeffery Bullock
*Skip Dunn
*Kayli Kimerer, SGA President
*Ches McDowell
*Kyle Petty
*Graydon Pleasants
Sandi Macdonald, *ex officio*
Beth Petty, *ex officio Alumni Representative*
Secretary Reid Wilson, *ex officio*

STAFF PRESENT

Brian Cole, Chancellor
Patrick Sims, Ex. Vice Chancellor and Provost
Jim DeCristo, VC and Chief of Staff
David Harrison, VC and General Counsel
Lissy Garrison, VC for Advancement
Wendy Emerson, Interim VC for Finance and Administration
Karen Beres, Vice Provost and Dean of Academic Affairs
Travis Andrews, IT Helpdesk
Jeremy Serkin, CRM Manager - Strategic Communications
Cindy Liberty, Ex. Director of the UNCSA Foundation
Ginger Caston, Ex. Asst. to the Chief of Staff
Lynda Lotich, Assoc. Director of the Kenan Institute
Terry Harmon, Chief Information Officer
Rich Whittington, AVC of Advancement

Amanda Balwah, AVC and University Secretary
Laurel Donley, Asst. Dean of Student Affairs
Michael Kelley, Dean of Design & Production
Rod Isom, Chief Audit Officer
Camilla Norris, Employee Relations Manager
Tanya Dunlap, Ex. Asst. to the VC for Advancement
Kevin Bitterman, Ex. Director of the Kenan Institute
Heidi Mallory, Director of Budget
Claire Machamer, VC of Strategic Communications
Paul Razza, Director of Admissions
Saxton Rose, Dean of Music
Scott Zigler, Dean of Drama
Endalyn Taylor Outlaw, Dean of Dance
Andy Paris, Chair of Faculty Council
Attended virtually via Zoom
Katherine Johnson, Director of Media Relations and Communications
Marla Carpenter, Senior Communications Manager
Erin Baker, Ex. Assistant to the Chancellor

CONVENE OPEN SESSION

Chairman Mark Land convened the April 28, 2023 meeting of the University of North Carolina School of the Arts Board of Trustees at 8:41 a.m. A quorum was confirmed. Chairman Land reminded all members of the Board of their duty under the State Government Ethics Act to avoid conflicts of interest and appearances of conflicts as required by this act. Mr. Land welcomed everyone to the last meeting of the 2022-23 academic year.

APPROVAL OF MINUTES

MOTION: Ralph Womble moved to approve the open session minutes from the March 3, 2023 meeting as presented. Peter Juran seconded, and the minutes were unanimously approved.

REPORT FROM CHANCELLOR COLE

Chancellor Cole welcomed everyone to the final Board of Trustees meeting of the academic year. He highlighted all of the incredible work of UNCSA's students, faculty, and staff this past year. He went on to thank the Trustees for their commitment to UNCSA. Mark Land and Ralph Womble were presented with resolutions, and all outgoing Trustees were presented with framed prints of an original watercolor by UNCSA faculty member John Coyne of the "Elephants" sculpture outside of the Hanes Student Commons.

REPORT FROM THE FINANCE COMMITTEE

Mark Land reported in Graydon Pleasants' absence. The Finance Committee met the day prior and a quorum was present. Wendy Emerson, Vice Chancellor for Finance and Administration, presented the FY24 All-Funds Budget, which was unanimously approved by the committee.

MOTION: The Finance Committee moved to approve UNCSA's FY24 All-Funds Budget as presented. The motion was unanimously approved.

Ms. Emerson then presented a summary of Student Emergency Loans and Student Accounts Receivables, totaling \$20,401.48. These funds have been deemed uncollectible. The item was reviewed and approved by the committee.

MOTION: The Finance Committee moved to approve the write-off of account balances deemed uncollectible as presented.

Vice Chancellor Emerson reviewed the 2023-2025 side-by-side comparisons of the UNC System Board of Governors operating and capital budget priorities with the House Budget, focusing on those items that impact UNCSA.

Steve Martin, Associate Vice Chancellor for Facilities, provided an update on the progress of the Stevens Center Renovation.

REPORT FROM THE ENDOWMENT FUND BOARD

Endowment Fund Board Chair Mark Land reported that the board met on April 27, 2023 and a quorum was present. Vice Chancellor Emerson reviewed the UNC Management Company Flash Report and the UNCSA Endowment Fund Investment Summary as of February 2023. The UNC

Management Company Report reflects a loss of -1.2% for the month of February 2023, bringing the Fund's recorded return to -0.8% for the first eight months of the fiscal year. UNCSEA's investments reflect an overall net loss of -1% for the current fiscal year with a net decrease in the net market value totaling \$389,314.25.

REPORT FROM THE PERSONNEL COMMITTEE

Chairman Land reported in Jeffery Bullock's absence. Committee updates were presented by Camilla Norris, Human Resources Employee Relations Manager. Ms. Norris reported that recent hires include two EHRA Tier II employees – Dr. B. Afeeni McNeely Cobham, Associate Vice Chancellor and Vice Provost for Equity, Diversity, Inclusion, and Belonging, and Wendy Emerson, appointed Vice Chancellor for Finance and Administration.

There were six separations since the February 2023 Trustee meeting. Ms. Norris also noted that there are 56 employees eligible for retirement in the next year.

The Chief of Police search is underway. The search firm plans to start interviews the week of May 29th with a targeted start date of August 1st.

Ms. Norris gave the committee its annual Nepotism Report. For the 2022-23 academic year, there were no concerns of nepotism on the UNCSEA's campus.

REPORT FROM THE ADVANCEMENT COMMITTEE

Ralph Womble reported in Kyle Petty's absence. Vice Chancellor for Advancement, Lissy Garrison, shared the following fundraising news during the committee meeting:

- With eight months completed (67% of the year), UNCSEA has already exceeded this year's goal, having raised \$9.2M vs. a goal of \$8.5M (109% of goal). Projected fundraising for FY23 to total approximately \$10.8M – or 127% of our stated goal.
- UNCSEA has already exceeded goals in principal gifts (\$1M+) and major gifts (\$25-999K). Notable gifts in these categories include \$2.2M to fund three years of scholarships for the Posse program, and eight new bequests, ranging in value from \$25-993K, with a total face value of \$3.7M and discounted booked value of \$1.8M. Total planned gifts have grown from 5% of total last year, to between 16-19% so far this year, putting us much closer to the UNC System benchmark goal of 20-30%.
- April 27 and April 28 are designated as Days of Giving. This year there are 30 projects, representing every arts school and other areas throughout the campus to diversify the giving opportunities.
- Going into the Days of Giving, UNCSEA secured \$102,000 in challenge-matching gifts.
- Vice Chancellor Garrison discussed pipeline development. This year we have seen new donors from an expansion of our planned giving program and from our new parent philanthropy program. The Advancement team is placing a high priority on continuing to expand our pipeline of donors, especially building toward an expanded major gifts program.
- Going into next year, Advancement will retain its current strategic framework, with goals and priorities set in eight key areas, including fundraising, alumni engagement, pipeline

development, events, stewardship, people & organization, EDIB, and philanthropic priorities.

- Vice Chancellor Garrison shared a timeline for our next comprehensive campaign, which will launch publicly in FY27. The detailed timeline is included in the Advancement slide deck.

Cindy Liberty, Executive Director for the Foundation, reported that she met with the Finance Committee on April 20th to review third quarter results. They reviewed the 1st draft of the Foundation/Advancement Budget for FY2023 with a projection through 2030.

The Advancement Committee is taking on new projects including challenge grants for Days of Giving, sponsorships for The Nutcracker, and Giannini Retention and Recruitment.

The Audit Committee has selected “FORVIS” as the new audit firm.

The Foundation Board will meet on Thursday, June 1, and the Foundation Board Social will be held at the Chancellor’s residence following the meeting.

The Semans Art Fund Audited Financial Statements and 990 have been accepted by the Foundation Board.

Claire Machamer, Vice Chancellor for Strategic Communications reported “The Rise to Greatness Campaign” successfully launched with executions across outdoor, social media, Google search and display, and YouTube pre-roll. This campaign will continue to serve UNCSA as it rolls out on campus and throughout all recruitment marketing for the upcoming season.

The UNCSA costume program was named among “Top 10” in the nation for the sixth consecutive year by *The Hollywood Reporter*.

There were 8,200 prospective student website inquiries since July, which is up 39% YoY. Of those inquiries, around 5,000 are attributed to paid marketing campaigns, up 121% YoY. As reported by Director of Admissions Paul Razza, we are also seeing an increase in applications of around 9% YoY.

Digital Media has adjusted plans for launching the internal app/portal Pathify. The system will now be launched this summer for all students and then be available for faculty and staff use shortly after.

Work on the PBS Series “Breathtaking Performances” has continued. All of the 8 performances featured in the series have been filmed and now the team is completing interviews and post-production. PBS NC has tentatively scheduled the series to run in the Fall 2023 season.

During the UNCSA in NYC trip, Director of Media Relations and Communications Katherine Johnson, arranged multiple meetings with arts deans and national media, including The New York Times, The Hollywood Reporter, The Violin Channel, American Theatre Magazine, IndieWire, and Pointe.

Vice Chancellor for Strategic Communications, Claire Machamer has accepted a position as SVP of Marketing and Communications at Berklee. Her last day is May 17. Director of Media Relations and Communications Katherine Johnson will begin on May 18 as Interim. A national search will be launched to fill the position permanently. Mr. Womble and the entire Board of Trustees thanked Claire for the tremendous work she has done to update the marketing profile and website of UNCSA.

REPORT FROM THE ACADEMIC AND STUDENT AFFAIRS COMMITTEE

Greer Cawood, Committee Chair, called on Jack Sargent, incoming Student Body President, who reported in Kayli Kimerer's absence.

Mr. Sargent introduced himself as the incoming Student Body President and acknowledged the outgoing Student Government Association representatives. He thanked them for their hard work and dedication this year.

He expressed the importance of health and wellness and how events around campus, including the fall town hall, helped inform data and needs of students. SGA has worked with the administration to give feedback to get better responses and feedback from students

This year, several SGA members participated with the Association of Student Governments. Goals this year centered around connecting students to resources across campus and collaborating across departments.

Ms. Cawood reported that Andy Paris, Chair of Faculty Council, gave a report summarizing the efforts of the Council throughout the academic year. Faculty Council led many discussions regarding ongoing policy revisions and the impacts of changes for faculty, students, and staff. He reported on the CSI progress that happened with faculty gatherings, noting that the focus of these meetings was health and wellness. He also noted that that Faculty Council is working in with Campus Police to implement new safety protocols such as increased lights.

Faculty Council Leadership and the Provost's Office have met to set the course for next year in the delivery of top-notch curriculum in a responsible and masterful way. Faculty Council thanked the Board for their support of campus initiatives.

Dr. Karen Beres reported on the growth of graduation rates providing data from the Undergraduate Degree Completion Improvement Plan (UDCIP). She explained that for the 2023-2024 academic year, UNCSA will have faculty going through the contract reappointment process, which is about 20% of our total faculty. She went on to explain that the school is working hard on creating student success initiatives and have implemented an academic early warning process to help support students more efficiently

Last year D&P and Music had large numbers of student concerns but this year Film has had a spike in student concerns. UNCSA is finishing a pilot of the Academic Student Success program with three students and we hope to have between 20-25 in the fall. This program is to help students learn skills to be successful at UNCSA.

Laurel Donley, Assistant Dean of Student Affairs, reported that the division has focused on the circle of care for students this year, with an emphasis on health and wellness. There have been some staff shortages in the counseling center, but a grant has been secured to help UNCSA employ one additional case manager to handle the increasing student demands.

Since the last Board of Trustees meeting, there has been a death by suicide. Student Affairs is continuing to support faculty, staff, and students and has partnered with Atrium to offer group and individual therapy.

Over 300 students participated in the health and wellness survey, which provided a lot of beneficial feedback and data to inform future programs and needs. Student Affairs is in the process of narrowing down the recommendations and policy handbook revisions from the high school consultant report.

UNCSA's Director of Student Conduct is working on redefining how we process and manage cases.

Paul Razza, Director of Admissions, provided a snapshot of the numbers towards the fall headcount goal of 1370. Projections predict that we need 537 new or incoming students, which is lower than expected as we retained students according to the spring census. Submitted applications are up 9%, high school is up 26% (which is reflective of the tuition grant within the system), and graduate applications are down 1%. Admitted applicants are up 10%. Quality is up according to the faculty reviews who note that applicants are better prepared for auditions/interviews and seem to have increased enthusiasm. Administrative processes, such as Chancellor exceptions, are down. Our current strategy is to increase the matriculation rate from admit-to-enrolled. Enrollment commitments and deposits are up 10% - May 1st is National Decision day.

Patrick Sims, Provost, thanked Faculty Council for the hard work they have done this year. He announced that the Provost's Office is planning large organizational changes to calendaring, rank promotion, and in other ways to propel the University forward. Processes are being reviewed to maximize resources, create consistency, and improve efficiency.

Provost Sims reported that the High School is working on reaccreditation this year and emphasized how important it is to understand that UNCSA runs a boarding school in addition to a University, and that it is important to balance the needs of high school students between the ages of 13 and 18.

There are several searches underway, including the Vice Provost of Student Affairs, Director of Institutional Research and Planning, and eighteen faculty positions for next year.

REPORT FROM THE GOVERNANCE COMMITTEE

Anna Folwell, Chair, reported that the Governance Committee reviewed six future vacancies on the Board to be filled July 1, 2023. Two of the vacancies are Legislative appointments and four are Board of Governors (BOG) appointments. Five of the six have paperwork in progress for final selection by the Legislature or BOG. We are close to finalizing the last nomination. The BOG will approve candidates in May. The Legislature will most likely approve candidates in May or June.

REPORT FROM THE AUDIT, RISK, AND COMPLIANCE COMMITTEE

Peter Juran, Committee Chair, reported that the Audit, Risk, and Compliance Committee met on April 27, 2023. He reported that Jim DeCristo, Vice Chancellor for Economic Development and Chief of Staff presented the 2023 Enterprise Risk Management (ERM) Risk Register for submission to the UNC System Office. UNCOSA's top 5 ERM risks are:

- Scholarship and Salaries
- Equity, Diversity, Inclusion, and Belonging (EDIB)
- Health and Wellness
- Title IX
- Cyber Security

MOTION: The Audit, Risk, and Compliance Committee moved to approve the 2023 ERM Risk Register as presented. The motion was unanimously approved.

In the area of Information Governance and Security, it was reported that the inaugural security awareness training was conducted February 15 - April 21 with 480 users enrolled in the training and 58% have completed all of the content. The Information Technology (IT) division has contracted with MCNC for virtual Chief Information Security Officer (CISCO) services after the previous CISO stepped down.

Rod Isom, Chief Audit, Risk, and Compliance Officer, reported on Internal Audit activity. Two projects have been completed since the last committee meeting and one project is in progress. The memorandum of understanding between UNCOSA and WSSU for internal audit services has been renewed for three years.

The top risks from the annual risk assessment and the internal audit plan for FY24 were presented. The audit plan was reviewed and approved by the committee.

MOTION: The Audit, Risk, and Compliance Committee moved to approve the FY24 internal audit plan as presented. The motion was unanimously approved.

MOTION TO GO INTO CLOSED SESSION

Rhoda Griffis moved that the Board go into closed session:

To consider the qualifications, competence, performance, or condition of appointment of a public officer or employee or prospective public officer or employee; and

To prevent the premature disclosure of an honorary degree, scholarship, prize, or similar award; and

To prevent the disclosure of information that is privileged or confidential pursuant to:

The Privacy of State Employees Personnel Records Act, Article 7 of Chapter 126 of the North Carolina General Statutes; and

The Family Educational Rights and Privacy Act of 1974, Public Law 93-380, as amended by Public Law 93-568; and

To consult with our attorney in order to preserve the attorney-client privilege; and

To consider and give instructions concerning the handling or settlement of:

- **A potential claim, judicial action, mediation, arbitration, or administrative procedure; and**
- **Alloways-Ramsey, et al. v. Milley, et al., Forsyth County Superior Court case 21 CVS 5899; and**
- **Soderlund, et al. v. University of North Carolina School of the Arts and The University of North Carolina, North Carolina Industrial Commission case numbers TA-29599 and TA-29605; and**
- **Mandzik v. UNC School of the Arts and Pegram v. UNC School of the Arts, North Carolina Industrial Commission case numbers TA-20157 and TA-29158**

Peter Juran seconded and the motion was unanimously approved.

REPORT FROM CLOSED SESSION

Chairman Land reported that the board went into closed session to consider faculty rank promotion, emeritus status, an honorary degree, and to discuss the aforementioned cases with UNCSCA's General Counsel.

CLOSING REMARKS AND ADJOURNMENT

Chairman Land thanked everyone for their service to UNCSCA and the opportunity he has had as the first alum to lead the Board. He especially thanked those whose terms are ending June 30, 2023.

With no further business to discuss, the April 2023 Board of Trustees meeting adjourned at 9:48 a.m.

Respectfully submitted by:

Amanda G. Balwah

Associate Vice Chancellor and Assistant Secretary of the Board of Trustees