

OPEN SESSION MINUTES

December 1, 2023 | 9:00 a.m.
UNC School of the Arts
Winston-Salem, North Carolina

TRUSTEES PRESENT

*Denotes voting Trustee

*Peter Juran, Chair
*Rhoda Griffis, Vice Chair
*Nia Franklin, Secretary
*Jonah Bokaer
*Jeffery Bullock
*Jerri Irby
*Kyle Petty
*Graydon Pleasants
*David Neill
*Jack Sargeant, Student Body President
*John Wigodsky

Sandi MacDonald, *ex officio*
David Broughton, Foundation Board
Liaison

TRUSTEES ABSENT

*Eric Flow
*Ches McDowell
Tom Kenan, *emeritus*
The Honorable 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
Wendy Emerson, VC for Finance and
Administration
Lissy Garrison, VC for Advancement
Karen Beres, Vice Provost and Dean of
Academic Affairs
Amanda Balwah, AVC and University

Secretary
Endalyn Taylor Outlaw, Dean of Dance
Deborah LaVine, Dean of Filmmaking
Rachel Williams, Dean of Liberal Arts
Scott Zigler, Dean of Drama
Travis Andrews, IT Audio Visual Support
Jeremy Serkin, CRM Manager Strategic
Communications
Andy Paris, Faculty Council Chair
Kevin Bitterman, Executive Director Kenan
Institute for the Arts
Eric Burns, Director of Provost's Budget

Laurel Donley, Assistant Dean of Student Affairs
B. Afeni McNeely Cobham, AVC and AVP for EDIB
Katherine Johnson, Interim Vice Chancellor for Strategic Communications
Liza Vest, Business Manager, Thomas S. Kenan Institute for the Arts
Tanya Dunlap, Ex. Assistant to the VC for Advancement
Kait Dorsky, University Archivist
Terry Harmon, Chief Information Officer
Patrice Goldmon, Associate General Counsel
Saxton Rose, Dean of Music
Tommy McMaster, Chief of Police
Ginger Caston, Ex. Assistant to the Chief of Staff
Dave LaVack, Chair of Staff Council
Angela Mahoney, AVC and Chief Human Resources Officer
Cindy Liberty, Executive Director of

UNCSA Foundation
Michael Kelley, Dean of Design & Production
Martin Ferrell, Headmaster and Dean of High School Academics
Victoria Scott, Foundation Administrative Support
Lynda Lotich, Assistant Director of the Kenan Institute for the Arts
Rod Isom, Chief Audit, Risk and Compliance Officer
Heidi Mallory, Director of Budget
Melissa Upton, Senior Digital Content Producer

STAFF PRESENT VIA ZOOM

Erin Baker, Ex. Asst. to the Chancellor
Marla Carpenter, Senior Communications Manager
Kathryn McMillan, Assistant Vice Provost for Strategic Planning & Operations

CONVENE OPEN SESSION

Chair Peter Juran convened the December 1, 2023 meeting of the University of North Carolina School of the Arts Board of Trustees at 9:04 a.m. A quorum was confirmed. Chair Juran 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.

APPROVAL OF MINUTES

MOTION: John Wigodsky moved to approve the open session minutes from the September 2023 meeting as presented. Jerri Irby seconded and the minutes were unanimously approved.

REPORT FROM CHANCELLOR COLE

Chancellor Cole welcomed everyone to the second Trustee meeting of the academic year. He began his report by highlighting the hard work and stunning performances our students, faculty, and staff have put on so far this academic year. He highlighted the tremendous response we have seen to this year's *Nutcracker* performance at the Steven Tanger Center, and highlighted the upcoming premier of *Premier Stage* on PBS North Carolina beginning December 7th.

Chancellor Cole continued his report by providing strategic plan updates. In terms of institutional stability, the final performance at the Stevens Center will be held on November 10th before it closes for renovations. He also noted that Phase 2 funding has been secured within the NC State Budget.

In terms of Health and Wellness, Harassment Free NC conducted an external review of UNCOSA's policies and protocols. Their findings were shared with the campus community in October. He also highlighted the recent hiring of Fulton McSwain, Jr., UNCOSA's inaugural Coordinator of Gender Violence Prevention and Survivor Advocacy within Equity, Diversity, Inclusion and Belonging.

Chancellor Cole concluded his report with an in-depth look at industry relevance related to copyright and ownership. Highlighting Hollywood Labor Disputes, the impacts of AI and ChatGPT on the industry, and Taylor Swift's approach to taking back ownership of her music, he shed light on the ways every-changing technology has had on the arts, ownership, and profits.

REPORT FROM THE FINANCE COMMITTEE

Finance Committee Chair Graydon Pleasants reported that the committee met the day prior and a quorum was present. Vice Chancellor for Finance & Administration, Wendy Emerson, outlined the annual Tuition and Fees process, and the timeline for proposing adjustments to FY24-25 Tuition and Fees. Considering the System Office guidelines, along with UNCOSA's

commitment to support accessibility and affordability, the recommendation to not increase tuition and fees for FY24-25 was approved by the committee.

MOTION: The Finance Committee moved to approve no increases in Tuition and Fees for FY24-25. The motion was unanimously approved.

Mr. Pleasants reported that Ms. Emerson shared the FY24-25 All Funds Budget process and timeline, as well as an update on the Dining Services RFP, and Associate Vice Chancellor for Facilities Steve Martin reviewed the capital projects update.

REPORT FROM THE ENDOWMENT FUND BOARD

Peter Juran, Chair of the Endowment Fund Board, reported that the board met on November 30th and a quorum was present.

Vice Chancellor for Finance and Administration, Wendy Emerson, reviewed the UNC Management Company Flash Report and the UNCSEA Endowment Fund Investment Summary as of September 30, 2023. Ms. Emerson stated that the UNC Management Company Report reflects a 0.9% loss for the month of September and a recorded gain of 1.7% for the first quarter of FY24. UNCSEA's Endowment Fund investments reflect an overall net gain of 2% for the first quarter of fiscal year 2024. She also provided an update on the Distinguished Professors Endowment Trust Fund.

REPORT FROM THE PERSONNEL COMMITTEE

Jeffery Bullock, Committee Chair, reported the following from the Personnel Committee:

The Personnel Committee met on November 30th and a quorum was present. Angela Mahoney, Associate Vice Chancellor and Chief Human Resources Officer, reported that there were eleven (11) new hires since the September 2023 meeting. There were seven (7) separations during this time, including one (1) key separation – Suzanna Watkins, Director of Community and Summer Programs.

The annual Employee Appreciation Week Celebration was held October 23-27, 2023. It was a tremendous success.

Benefits Open Enrollment was held October 9-27, 2023 with a 94% completion rate (459 employees) and a 6% non-completion rate (30 employees).

Human Resources hosted the PeopleAdmin North Carolina Higher Ed Summit on November 9, 2023.

In the September 2023 meeting, it was reported that there had been seven (7) salary offers declined primarily due to salary concerns - four (4) EHRA Faculty and three (3) EHRA non-faculty positions. Upon conducting an in-depth analysis focused on the salaries offered in relation to the maximum and minimum labor market ranges for each

role, UNCSA did not offer the maximum labor market ranges for each role, and in two instances, UNCSA did not offer the minimum labor market amount.

To amplify recruitment strategies to ensure UNCSA is attracting top talent, the School was represented at the State of North Carolina Career Expo 2023, which was held October 4th in Raleigh.

Additionally, Human Resources has partnered with HigherEd Jobs and all UNCSA openings will be posted on their site.

Ms. Mahoney presented a video of the new Recruitment and Onboarding Guide that has been developed to support managers and supervisors through the recruitment and onboarding process.

Staff Council Chair, Dave LaVack, reported that the Council continues to strengthen the foundations of past achievements in staff engagement and recognition while introducing new initiatives that improve the lives of staff members and the campus community.

REPORT FROM THE ADVANCEMENT COMMITTEE

Kyle Petty, Advancement Committee Chair, reported that Lissy Garrison, Vice Chancellor for Advancement, shared the following:

- As of October 31st, with 33% of the year completed, UNCSA raised \$3.6M, which is 33% of the goal of \$10.8M for the year. Based on projections in every giving level, the expectation is to hit or come close to hitting the goal by the end of the year.
- The \$3.6M to date includes an exciting new gift to establish a partnership with the Winston-Salem Symphony – a fellowship for five graduate string players who will receive full scholarships as well as paid internships with the Symphony while studying to receive their master's degrees. It also includes growing philanthropic participation by UNCSA parents. Our parent philanthropy program is now in its second year and has generated over \$140,000.
- The Advancement Team shared great news about their UNCSA in LA Leadership Weekend. They engaged with hundreds of alumni living in the area and gained new alumni data that will help create plans for more strategic alumni engagement in the future.
- Ms. Garrison also reported that UNCSA is in the quiet phase of preparing for the next campaign, which will launch in FY27.

Cindy Liberty, Executive Director of the Foundation, reported that prior to the Powering Creativity Campaign, the Foundation's Endowment was \$32M producing \$400k in scholarship dollars. After the campaign, the Foundation's Endowment is \$81M producing \$2.2M in scholarship dollars.

Interim Vice Chancellor for Strategic Communications, Katherine Johnson, reported that the sales for “The Nutcracker” at the Tanger Center are strong, with more than 80% of the run sold, totaling more than 12k tickets and grossing nearly \$570k to date. The number of tickets sold currently has surpassed last year’s total sales at The Stevens Center. Sponsorships have raised a total of \$108,205, which is more than 2x last year’s amount. Tickets are selling fast – especially for matinees.

UNCSA received national media coverage for the launch of UNCSA Media and the closing of the Stevens Center, as well as the newly launched podcast.

Beginning December 7th, PBS North Carolina will begin airing “Premier Stage at UNCSA,” a brand new six-part series showcasing UNCSA dance, opera, and music performances, and behind-the-scenes interviews with faculty and students.

REPORT FROM THE ACADEMIC AND STUDENT AFFAIRS COMMITTEE

Rhoda Griffis, Committee Chair, reported that the Academic and Student Affairs Committee met the day prior and a quorum was present.

Student Body President Jack Sargeant provided an update on the work of the Student Government Association. He reported on the two town halls hosted this year, which included discussions of campus dining and campus safety. Other Student Government initiatives include a time-audit study, which was shared with the Deans Council, a newsletter that went out before Thanksgiving break, and the annual safety walk. Mr. Sargeant reported that all items from last year’s walk have been completed and some from this year have been completed. He also noted that SGA’s new offices have opened in The What.

Faculty Council Chair, Andy Paris, reported that faculty is working alongside the Provost's Office to help shape the new system policy around workload. He highlighted conversations around AI and its impact on education, and shared Faculty Council is continuing to build partnerships across campus.

Vice Provost of Student Affairs, Laurel Donley, reported on the success of the new online counseling program with Uwill, which offers students immediate access to mental health counselors and wellness programming. She explained the focus on student assistance and support for the 23-24 year is student retention.

Vice Provost of Academic Affairs, Dr. Karen Beres reported that the new academic student success program will be fully implemented in the spring. She expressed the early warning academic reports process is working well and the mid-semester feedback process has been beneficial as the faculty are very engaged and feedback is improving the classroom experience.

Rob Myers, Interim Director of Admissions, reported that the admissions team is working hard to recruit top talent and the goal for fall 2024 is 1355. He also explained that there were 135 students that applied during the week of waived application fees and several were from tier 1 NC counties.

Provost Sims called upon Dr. B. Afeni McNeely Cobham to report on campus EDIB initiatives. She introduced her team and explained how the Office of Community and Belonging was sharing resources with students around global crises. Provost Sims closed the meeting by updating the committee on the Program Improvement Process the arts schools are undergoing. Lastly, he spoke about the engaging UNC System BOT workshop and the impacts it has on the work we do.

REPORT FROM THE GOVERNANCE COMMITTEE

Nia Frankin, Committee Chair, reported that the committee met on November 30th and reviewed the terms of the current members of the Board of Trustees. There are no vacancies among voting members currently. Without any unanticipated changes, the next vacancies will occur in FY25. The Committee is building a list of potential board members for future vacancies.

REPORT FROM THE AUDIT, RISK, AND COMPLIANCE COMMITTEE

John Wigodsky, Chair of the Audit, Risk, and Compliance Committee, reported the following from their November 30th meeting:

Enterprise Risk Management (ERM)/Title IX

Title IX is a top enterprise risk for the university and updates were provided on activities to eliminate and respond to sexual harassment which included completion of mandatory online and in-person training for students and employees. Compliance completion percentage was greater than 90% for Students and Employees for fiscal year 24.

Information Technology (IT) Update

Annual Security Training for all faculty and staff will begin on November 15, 2023.

Although participation in training is not required for students at this time, this will be a future consideration as UNCISA IT refines its security training program. IT has completed an ISO internal maturity assessment that will be used as a guide to inform all information security and cyber security activities in 2024.

Clery Compliance Update

The Clery Act requires colleges and universities to report campus crime data, support victims of violence, and publicly outline the policies and procedures they have put into place to improve campus safety. This information is required to be published in an annual security report. The report has been published and was discussed in the meeting, and no significant issues were noted.

Discussion of External Audits and Reviews

The FY23 Financial Statement audit, which is conducted by the Office of the State Auditor (OSA), is being finalized and is expected to be completed by the end of December. The FY23 Federal Compliance audit, also conducted by OSA, has been completed. The results of the audit will be included in a report at a future date. The FY23 Financial Statement audits for all of UNCSA 3 associated entities (UNCSA Housing Corporation, UNCSA Program Support Corporation, and the Thomas S. Kenan Institute for the Arts Supporting Organization) were conducted by Bernard Robinson & Company, LLP. The results of all **three** audits were clean with no findings or issues to report. A compliance review was also completed by The NC Department of Administration's Purchasing & Contract, which also resulted in no findings or issues to report.

Discussion of Internal Audit (IA) Activity

IA's review of Student Mental Health Services was discussed. IA recently received an anonymous complaint from the System Office that was discussed in closed session. A review of the matter is in progress. The monitoring of outstanding observations is a key performance metric for the unit and the committee was updated on the university's progress in resolving outstanding matters.

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;

Consult with our attorney in order to:

- **Preserve the attorney-client privilege, and**
- **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 - 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.**

David Neill seconded and the motion was unanimously approved.

REPORT FROM CLOSED SESSION

Chair Juran reported that the Board went into closed session to consider a candidate for a Vice Chancellor position and to receive updates on the lawsuits named in the motion.

OTHER BUSINESS

Chair Juran reminded all Trustees of their duty to contribute to the Chancellor's Discretionary Fund. These unrestricted dollars are particularly important to the work of the school and allow Chancellor Cole to fund special initiatives and projects to advance UNCSEA. He concluded his remarks by wishing everyone a very happy holiday season.

ADJOURNMENT

With no further business to discuss, the December 1, 2023 Board of Trustees meeting adjourned at 10:22 a.m.

Respectfully submitted by:

Amanda G. Balwah

Associate Vice Chancellor and Assistant Secretary of the Board of Trustees