

UNIVERSITY OF NORTH CAROLINA
SCHOOL OF THE ARTS

DRAFT

Governance Committee
The University of North Carolina School of the Arts

Thursday, April 27, 2017
3:00-4:00 p.m.
Conference Room 301
Hanes Student Commons

OPEN SESSION AGENDA

Governance Committee

- | | |
|-------------------------------|---|
| * Rob King, Chair | Jim DeCristo, Staff |
| * Charlie Lucas | Corey Madden, Staff |
| * Skip Dunn | Joan Roggenkamp, Staff |
| * Erna Womble | David Harrison, General Counsel |
| * Elizabeth Madden | Faculty Council |
| * Ralph Womble | Christia Thomason, Staff Council Representative |
| * Michael Tiemann, Ex-officio | |
| Secretary Susi Hamilton | |
| Justin Poindexter, Alumni | |

* Denotes voting

Convene Meeting	Rob King, Chair
Welcome	
Confirm Quorum	
Approval of December 8, 2016	Chair King
Open Session Meeting Minutes	
Review Facilities Use at School of Music	Karen Beres
Executive Committee approved	David Harrison
Policies for 2016-2017	
Revision to Adverse Weather Policy	Interim Police Chief Tom Younce
Review Member Terms	Jim DeCristo
Move to Closed Session	Chair King
Report from Closed Session	Chair King
Other Business/Announcements	Chair King
Adjournment	Chair King

UNIVERSITY OF NORTH CAROLINA
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Governance Committee
The University of North Carolina School of the Arts

Thursday, December 1, 2016
1:20 – 2:20 p.m.

Room 301
Hanes Student Commons

OPEN SESSION MINUTES

Governance Committee

- * Rob King, Chair
- * Skip Dunn
- * Elizabeth Madden, Conference Phone
- * Michael Tiemann
- * Erna Womble
- Justin Poindexter, Alumni
- Jim DeCristo, Staff
- David Harrison, General Counsel
- Corey Madden, Staff
- Joan Roggenkamp, Staff
- Tareake Ramos, SGA
- Christia Thomason, Staff Council
- David English, Interim Provost
- Karen Beres, Interim Vice Provost
- Winn Decker, NC State Intern, Provost Office

Committee Members Absent

- * Charlie Lucas
- * Ralph Womble
- Secretary Susan Kluttz
- Mike Wakeford, Faculty Council
- Amanda Balwah, Secretary to BOT

* Denotes voting

The Governance Committee of the University of North Carolina School of the Arts was called to order at 1:20 p.m. in Room 301 of the Hanes Student Commons by Chair Rob King. Elizabeth Madden attended via conference phone. A quorum was present.

Approval of Minutes

Motion: Skip Dunn made a motion to approve the Open Session September 22, 2016 meeting minutes. Erna Womble seconded and the motion was unanimously approved.

General Counsel

General Counsel David Harrison reviewed the Freedom of Expression Policy #402 regarding “Free of Speech Zone” on campus with the Committee. He also shared the First Amendment Compliance letter that he received from FIRE. Mr. Harrison reported that the UNCOSA Freedom of Expression Policy covers the concerns from FIRE.

The Governance Committee will recommend to the BOT the adoption of redline changes to the Facilities Use Policy related to the Freedom of Expression Policy #402 and the “Free of Speech Zone.”

Interim Vice Provost Karen Beres

The BOT had requested updates on Facilities Use for Teaching Private Lessons on Campus at each meeting. Interim Vice Provost Beres reported on the current status of private lessons. Committee Chair Rob King suggested that Ms. Beres report once a year on the Private Lessons going forward, unless there are circumstances that need to be reported sooner.

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Review of Member Terms

Jim DeCristo reviewed the five BOT members eligible for renewal in 2017. There will be one vacancy, as the member is not eligible for renewal after serving two full terms. The alumni representative position will also be vacant, as two 2-year terms have been served.

Rob King stated that he would follow up on recommendations for the vacant position.

Move to Closed Session

Motion: Erna Womble made a motion to move 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.

Skip Dunn seconded and the motion was unanimously approved.

Report from Closed Session

Chair King reported that potential candidates were discussed to fill upcoming BOT vacancy of a member not eligible for renewal after serving two full terms.

Adjournment

With no further business to discuss, the Governance Committee meeting adjourned at 2:20 p.m.

Submitted by
Joan Roggenkamp
Governance Committee Staff

Policy Actions Taken by the Cabinet During FY 16-17

1. Revisions to Policy 502 – Email Policy – approved by Cabinet 9/12/2016
2. Revisions to Policy 503 – IT Account Management Policy – approved by Cabinet 9/12/2016
3. Elimination of Policy 509 – Unofficial websites – approved by Cabinet 9/12/2016
4. Revisions to Policy 309 – Surplus Property Policy – approved by Cabinet 9/12/2016
5. Revisions to Policy 402 – Facilities Use Policy – approved by Cabinet 11/14/2016
6. Revisions to policy 314 – Urgent Student Loan Fund– approved by Cabinet 11/28/2016
7. Revisions to policy 301– Accounts Payable Policy – approved by Cabinet 11/28/2016

UNCSA Board of Trustees Terms

<u>Name</u>	<u>Served</u>	<u>Eligible</u>	<u>Notes</u>
Stephen Berlin	GOV: 2013-2017	1 full term	Filled John Williams vacancy
Greer Cawood	BOG: partial 2013-2015; 2015-2019	1 full term	Reappointed for full term Filled Barbara Goodmon vacancy (resigned 7/8/13)
Noel "Skip" Dunn	BOG: partial 2012-2015; 2015-2019	1 full term	Reappointed for full term Filled Lee Chaden vacancy, (resigned 12/2011)
Anna Folwell	GOV: partial 2016-2019	2 full term	Filled Isaac Green vacancy (6/30/15)
Phillip Horne	GOV: 2015-2019	1 full term	Filled Mariana Qubein vacancy (resigned 2/5/15);
Rob King, Chair	BOG: partial 2010-2013; 2013-2017	1 full term	Reappointed for full term
Mark Land	BOG: 2015-2019	1 full term	Filled Claire Christopher vacancy
Charles Lucas	BOG: 1997-01; 2001-05; partial 2006-09, 2009-2013; 2013-2017	0 full term	Reappointed for full term
Elizabeth Madden	GOV: 2013-2017	1 full term	Filled Linda Stauch vacancy
Michael Tiemann, Chair	BOG: partial 2012-2013; 2013-2017	1 full term	Filled Michael Almond vacancy; Reappointed for full term
Erna Womble Secretary	BOG: 2013-2017	1 full term	Filled Christine McGuire vacancy
Ralph Womble Vice Chair	BOG: 2015-2019	1 full term	Filled Don Flow vacancy Reappointed for full term
<u>SGA</u>			
Tareake Ramos	Ex Officio: 2016-2017	Designated 1-yr term	SGA President

<u>Emeritus, Alumni, Ex-Officio, Foundation Liaison, Honorary</u>	<u>Non-voting, not counted towards quorum</u>		
Justin Poindexter	Alumni: partial 2012-2013; July 1, 2013- June 30, 2015; July 1, 2015- June 30, 2017	2-yr term	Filled John Mangan vacancy
Jim Martin	Foundation Liaison to BOT: 2016-2018; 2-year term	Designated by Foundation President for 2-yr terms	Filled Chris Chapman vacancy
Anne Sessions	Board of Visitor Liaison: 1-year term 2017-2018	Designated by BOV Chair for 1-yr term	Filled Judy Watson vacancy
Tom Kenan	Emeritus	Lifetime	
Susi Hamilton	Ex Officio	Designated by Bylaws	Replaced Susan Kluttz
Sandi Macdonald	Ex Officio	Designated by Bylaws	Filled David Worters vacancy
Erna Womble	BOT liaison to Foundation: 2-year term Partial 2016-2017	Elected by the board	Filled Michael Tiemann vacancy
Ralph Womble	BOT liaison to the Board of Visitors: 2-year term Partial 2016-2017	Elected by the board	Filled Elizabeth Madden vacancy

MOTION TO GO INTO CLOSED SESSION

I move we go into closed session to:

1. ___ Prevent the disclosure of information that is:
 - a. ___ Privileged or confidential pursuant to: [APPLICABLE LAW]¹.
 - b. ___ Not considered a public record within the meaning of Chapter 132 of the General Statutes.
2. ___ Prevent the premature disclosure of an honorary degree, scholarship, prize, or similar award.
3. ___ Consult with our attorney in order to:
 - a. ___ Preserve the attorney-client privilege.
 - b. ___ Consider and give instructions concerning the handling or settlement of:
 - i. ___ A potential claim, judicial action, mediation, arbitration, or administrative procedure.
 - ii. ___ [TITLE OF CLAIM].
4. ___ Consider matters relating to the location or expansion of industries or other businesses.
5. ___ Consider the negotiations of the price and terms of a contract concerning the acquisition of real property.
6. ___ Consider the negotiations of the amount of compensation or other terms of an employment contract.
7. ___ Consider the qualifications, competence, performance, or condition of appointment of a public officer or employee or prospective public officer or employee.
8. ___ Hear or investigate a complaint, charge, or grievance by or against a public officer or employee.
9. ___ Plan, conduct, or hear reports concerning investigations of alleged criminal misconduct.

¹ EXAMPLES INCLUDE:

1. [State employee personnel records] The Privacy of State Employee Personnel Records Act, Article 7 of chapter 126 of the North Carolina General Statutes.
2. [Internal Auditor's work papers] Section 116-40.7 of the North Carolina General Statutes.
3. [A student's education records] The Family Educational Rights and Privacy Act of 1974, Public Law 93-380, as amended by Public Law 93-568.
4. [Social Security account numbers] The Privacy Act of 1974, Public Law 93-579, as amended by Public Law 94-455; Section 132-1.10 of the North Carolina General Statutes.
5. [Designer selection] North Carolina Administrative Code, Title 01, Chapter 30, Subchapter D.