

OPEN SESSION MINUTES

September 27, 2024 | 9:00 a.m.
Winston-Salem, North Carolina

TRUSTEES PRESENT

*Denotes voting Trustee

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

TRUSTEES ABSENT

- *Eric Flow
- Tom Kenan, *emeritus*
- Sandi MacDonald, *ex officio*
- 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
- Amanda Balwah, AVC and University Secretary
- Endalyn Taylor Outlaw, Dean of Dance
- Rachel Williams, Dean of Liberal Arts
- Travis Andrews, IT Audio Visual Support
- Jeff George, 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
- Kory Kelly, Vice Chancellor for Strategic Communications
- Liza Vest, Business Manager, Thomas S. Kenan Institute for the Arts
- Ginger Caston, Ex. Assistant to the Chief of Staff
- Dave LaVack, Chair of Staff Council
- Angela Mahoney, AVC and Chief Human Resources Officer
- Michael Kelley, Dean of Design & Production

Martin Ferrell, Headmaster and Dean of High School Academics
Rod Isom, Chief Audit, Risk and Compliance Officer
Heidi Mallory, Director of Budget
Steve Martin, AVC for Facilities Management
Melanie Nuckols, AVC for Finance and Administration
Tamar Pandi, Interim Chief Information Officer

Shannon Wright, Leadership Annual Giving Officer
Rich Whittington, AVC for Advancement
Katherine Johnson, Director of Media Relations and Communications
Sara Emery, Director of Development

STAFF PRESENT VIA ZOOM

Marla Carpenter, Senior Communications Manager

CONVENE OPEN SESSION

Chair Peter Juran convened the September 27, 2024 meeting of the University of North Carolina School of the Arts Board of Trustees at 9:06 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 all open session minutes as presented. Ches McDowell seconded and the minutes were unanimously approved.

REPORT FROM CHANCELLOR COLE

Chancellor Cole welcomed everyone to the first Board of Trustees meeting of the 2024-2025 academic year as UNCOSA begins its 60th year.

He noted that in addition to students from across North Carolina and the entire United States, we are pleased to welcome students from China, Kazakhstan, Poland, and Singapore. We also have 20 new faculty members and one new Dean in the School of Drama – John Langs. Mr. Langs is an alum of that program.

Chancellor Cole reported on UNCOSA night at the Dash. It said it was a wonderful evening of fellowship as UNCOSA works to foster student wellness and a strong campus culture through events such as this that build connections between faculty, staff, and students.

The UNCOSA Presents schedule has been released. This year's performance calendar is full of events across all the arts schools including Fall Dance and UNCOSA Jazz Ensemble performances that are right around the corner.

Chancellor Cole also reported that UNCOSA's production of *The Nutcracker* is scheduled once again for The Tanger Center in Greensboro. He is looking forward to returning as the conductor for this year's performances.

Great progress is happening on the Stevens Center renovation with an anticipated completion date of January 2026.

Chancellor Cole outlined UNCOSA's top three priorities for this school year:

1. **Expansion of the High School** – this may include the addition of new focus areas and plans are in the works for a new residence hall
2. **Campaign Planning** – The last campaign closed in 2021 and the new campaign's goals will be even more ambitious. Chancellor Cole is committed to tackling student debt and feels UNCOSA should be a leader in helping artists launch their careers without a tremendous amount of debt.
3. **Accreditation** – Every 10 years we must compete a reaffirmation with the South Association of Colleges and Schools. Accreditation is critical as it is required to

qualify for federal financial aid acceptance and of transfer credits. As part of the accreditation process, UNCOSA must develop a Quality Enhancement Plan (QEP). Our focus will be advising for student success.

Chancellor Cole wrapped up his report by sharing some thoughts on the role of the arts in building unity and understanding in a divided society. He emphasized how art unites everyone through shared experiences. Live theatre performances can synchronize the heartbeats of audience members, shared emotions of laughter and/or tears can create empathy, understanding, and unity, and there is civility in gathering with strangers of different religious backgrounds, political beliefs, and life experiences to see art through different lenses.

REPORT FROM THE FINANCE COMMITTEE

John Wigodsky reported for Finance Committee Chair Graydon Pleasants. The committee met the day prior and a quorum was present. Wendy Emerson, Vice Chancellor for Finance and Administration, discussed the annual Tuition and Fees guidance and process for proposing adjustments to FY25-26 Tuition and Fees. Recommendations for any proposed changes will be presented to the Finance Committee and Board of Trustees at the December meeting for approval and submission to the UNC System Office and UNC Board of Governors.

Ms. Emerson provided an update on the FY25 state budget and discussed the UNC System Office guidance and process for proposing long session priorities.

Steve Martin, Associate Vice Chancellor for Facilities Management, reported on the Stevens Center Renovation Project and discussed the many repair and renovation projects for UNCOSA.

REPORT FROM THE ENDOWMENT FUND BOARD

Peter Juran, Chair of the Endowment Fund Board, reported that the board met on September 26th and a quorum was present.

Wendy Emerson, Vice Chancellor for Finance and Administration, reviewed the UNC Management Company Flash Report and the UNCOSA Endowment Fund Investment Summary as of June 30, 2024. Ms. Emerson stated that the UNC Management Company report reflects an overall gain of 12.6% for fiscal year 2024. Likewise, UNCOSA's investments had an overall net gain of 12% for fiscal year 2024.

During fiscal year 2024, there was one endowment gift totaling \$500 added to an existing endowment. The Board approved the acceptance of the new gift received during the 2024 fiscal year.

REPORT FROM THE GOVERNANCE COMMITTEE

Jonah Bokaer chaired the Governance Committee in Nia Franklin's absence. Mr. Bokaer reported that the committee reviewed its charge and the terms of the members of the Board of Trustees. There are no vacancies among voting members currently. Without any unanticipated changes, the new vacancies will occur in July 2025.

The committee reviewed the terms of the five Trustees whose terms end July 1, 2024. All of these board members are eligible for reappointment for one more term. The board must approve nominations to fill these five slots by the December meeting to begin the process of appointment or reappointment by the Board of Governors or Legislature.

REPORT FROM THE ADVANCEMENT COMMITTEE

Kyle Petty, Advancement Committee Chair, reported that Lissy Garrison, Vice Chancellor for Advancement, shared good news about last year's fundraising outcomes. \$10.4 million was raised versus a goal of \$10.8 million, with great growth in major gifts and leadership annual giving. She shared that the biggest disappointment of last year was the small amount of planned gifts. There was discussion about the ways this is being addressed going forward.

Vice Chancellor Garrison also shared fundraising year-to-date. As of mid-September, UNCSCA has raised \$3.5 million towards our goal of \$15.1 million. Early indications are positive that the school is on track to hit its goals.

Ms. Garrison shared exciting information about our focus on campaign development this year, including progress in staffing, and the fact that we have engaged the renowned Jim Langley as our campaign consultant. Mr. Langley visited campus last week, and the committee discussed key takeaways from his visit – especially the ideas of unrealized potential, building a stronger community of shared purpose, creating a campaign that only UNCSCA can run, and developing big ideas as the backbone of the campaign.

Director of Alumni Engagement, Rebecca Burkeen, shared an update about the extensive new programs being offered by the alumni office, including alumni events across the country, and a wonderful new alumni online platform.

Kevin Bitterman, Executive Director of the Thomas S. Kenan Institute for the Arts, Dara Folan, Chair of the UNCSCA Foundation, and Kory Kelly, Vice Chancellor for Strategic Communications, also provided brief updates on the good work happening in each of their areas.

Rich Whittington, Associate Vice Chancellor for Advancement, presented the annual review of the Chancellor's Discretionary Fund. The Board of Trustees recognizes the need for the Chancellor and the Advancement Division to have access to Foundation funds to be able to support the activities of their offices and of the School, as well as to be able to actively engage in donor cultivation, enter, media exposure and promotion, alumni activities, and fundraising activities. The Board of Trustees reviews the types of expenditures deemed appropriate each year.

MOTION: Ches McDowell moved to approve the Chancellor's Foundation Discretionary Account and UNCOSA Foundation Advancement Division Operating Account as presented. Jonah Bokaer seconded and the motion was unanimously approved.

REPORT FROM THE ACADEMIC AND STUDENT AFFAIRS COMMITTEE

Peter Juran reported for Rhoda Griffis, Committee Chair. He reported that the Academic and Student Affairs Committee met the day prior, and a quorum was confirmed.

Jack Sargeant, Student Body President, shared updates on the work of the Student Government Association. He introduced the members of the leadership team and announced that they are still working to secure a School of Dance representative.

Mr. Sargeant reported that SGA is working to improve the production process and time-commitments of students by utilizing the student production evaluation survey to measure results. Collaborative days are scheduled throughout the semester and Mr. Sargeant reports that students are excited about the offerings.

The UNC System Associates of Student Government and SGA are working together to see if UNCOSA can host a UNCASG gathering in Winston-Salem.

Nico McLaurin, Graduate Student Council Vice-President, introduced the new GSC team and highlighted the new give/take art supply donation in the library for D&P students, talked about concerns with communication streams across campus, and the desire to have more cross-disciplinary work between schools.

Joanna Holden, High School Student Body President, introduced her new team and discussed the importance of health and wellness as a priority of the school. She is working with leaders across campus to evaluate and make suggestions about policy that will meet the needs of the high school population. Miss Holden shared that the first town hall was a success and student clubs are working collaboratively to create connections with others on campus as well as with the community.

Jeff George, Chair of Faculty Council, reported that student wellness is a key component to faculty wellness as faculty are often on the front lines of student crises. Faculty Council is working to build relationship across campus, noting that the Shared Governance Summit was a success. He expressed concern with faculty salary compression and suggested it would be helpful to outline a detailed roadmap of solutions for various initiatives across campus. He also mentioned the need to continue the work to re-evaluate the production calendar and time limits for students.

Laurel Donley, Vice Provost for Student Affairs, reported that there were no major cases in student conduct last academic year, which is the first time in over 10 years. She discussed the new student orientation process that began over the summer with phone

calls and Zoom meetings to help provide student resources before students arrived on campus. This is the first year that orientation was tracked through our UNCOSA student app, which helped with a one-stop place for information and provided effective tracking of all aspects of orientation. Student Affairs collaboratively created an Artist Guide that gave information to new students about what to expect once they arrived. Lastly, she reported that housing occupancy is at about 93% across campus.

Dr. Karen Beres, Vice Provost of Academic Affairs, reported that UNCOSA has 20 new multi-year faculty this year who began their work with a three-day new faculty orientation. This included working with the Teacher and Learning Center, writing staff, and others across campus to ensure a smooth on-boarding process. She also reported on the success of Student Advantage Week – and the hopes to expand this program in the future.

Executive Vice Chancellor and Provost Patrick Sims, explained that the Interim Director of Admissions, Rob Meyers, resigned a couple of weeks ago and that he and Sharon Hush, the Registrar, were tag teaming to cover that role. He provided target enrollment goals and next steps include the launch of the search for the Vice Provost for Enrollment Management, as well as redefining the position of Director of Admissions.

Dr. Afeni McNeely Cobham provided an update on the rebranding of the EDIB office to the Division of Institutional Engagement. The initiatives she reported included the connections between student success, belonging, and global artistry. She is fostering community partnerships that enhance the experiences of UNCOSA stakeholders.

Provost Sims also shared the institutional themes from the external review process that was completed last year. Highlights included dedicated staff, faculty, and students; students who were successfully prepared for a career in the industry; and Student Affairs' clear culture of care. Institutional needs and concerns include aligning strategic direction; improving administrative processes such as communication; and improve student choice within and outside programs. Next steps are to develop a program area response, create a strategic and operational alignment template, and to develop a 3-year operation action plan.

Before concluding the Academic and Student Affairs Committee Report, Provost Sims shared the Cognia Accreditation Engagement Review results for UNCOSA's High School. The program received a score of 343, which is well above Cognia's IEQ Network Average of 253. Congratulations to Dean Ferrell and the entire High School!

REPORT FROM THE PERSONNEL COMMITTEE

Jeffery Bullock, Committee Chair, reported that the Personnel Committee met the day prior, and a quorum was confirmed. Dr. Angela Mahoney, Associate Vice Chancellor and Chief Human Resources Officer reported that there have been 42 new hires since the April 2024 meeting with one key new hire – John Langs, Dean of the School of Drama.

There were 20 separations since the April meeting including one key separation – Scott Ziglar, Dean of the School of Drama.

Effective September 1, 2024, President Hans has approved revisions to Section 300 of the UNC Policy Manual that include a new regulation, 600.3.4[R] *Regulation on the Delegations of Authority and Granting of Management Flexibility on Human Resources Matters*. This regulation extends delegated authority for most personnel actions to the Chancellors.

She went on to report that the final audit finding from the HR 2019 Audit Observation – HR Control Environment Insufficient Plans for Effective Operational Management – has been full resolved.

Open enrollment for 2025 is September 30 – October 25, 2024. The State Health Plan is transitioning from Blue Cross Blue Shield NC to Aetna beginning January 1, 2025. For the seventh year in a row, there will be no premium increases.

HR has successfully launched the Electronic Personnel Action Forms (EPAF) which as replaced the traditional paper-based process for returning temporary employees. The new system streamlines the entire process, eliminating the need for manual paperwork and improving efficiency. The transition to EPAFs not only reduces the administrative burdens, but also ensures greater accuracy and enhances tracking capabilities.

Planning is underway for the Employee Appreciation Celebration, which will be held from October 28 to November 1, 2024. The Employee Appreciation Committee is excited to make this year's celebration as memorable as last year's gathering.

Staff Council Chair, Victoria Nash, reported that the Staff 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 AUDIT, RISK, AND COMPLIANCE COMMITTEE

John Wigodsky, Chair of the Audit, Risk, and Compliance Committee, reported the following from their September 26th meeting:

Enterprise Risk Management (ERM)

Jim DeCristo, Vice Chancellor for Economic Development and Chief of Staff, reviewed the top ERM risks for the UNC System Office and UNC Constituent Institutions. He reminded the committee of UNCSA's top five risks:

- Performance Funding and Enrollment
- Scholarship
- Employee Compen
- Student Health and Wellness

- Cyber Security

Information Technology (IT) Security Update

Tamar Pandi, Chief Information Officer, reported that UNCSA has made progress and implemented a strategic approach to improve their ISO maturity levels.

Title IX Update

Valerie Thelen, Chief Compliance Officer and Title IX Coordinator reported that with the release of new federal regulations, university Title IX policies have been updated. Required annual training for students, faculty, and staff, as well as prevention programming, has been planned for Fall 2024.

Discussion of External Audits and Reviews

Wendy Emerson, Vice Chancellor for Finance & Administration reported that the financial statement audits for UNCSA, UNCSA Housing Corporation, UNCSA Program Support Corporation, and the Thomas S. Kenan Institute for the Arts are underway.

The NC State Education Assistance Authority completed a review of state funded financial aid programs for the academic years 2021-2023. The results of the audit disclosed no findings or issues to report.

The UNCSA Foundation financial statement audit for 2024 was recently completed. The results of the report were a clean audit with no findings or issues to report.

Discussion of Internal Audit (IA) Activity

IA's Annual Report on the unit's activity and performance metrics was discussed. Since the previous ARCC meeting, two reviews have been completed. A planned review of Title IX Programming & Training for Faculty and Staff resulted in no reportable observations. Results of the outstanding observation report were also provided. At the close of FY24, there are 16 outstanding observations that will be monitored as part of the FY25 follow-up process.

IA is in the process of receiving an External Quality Assessment Review, which is required every 5 years to ensure conformance with audit standards.

Updates to the Audit Plan for FY25 were approved by the committee.

MOTION TO GO INTO CLOSED SESSION

Nia Franklin 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;

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

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:**
 - **Wilder v. UNCSEA, State of North Carolina Office of Administrative Hearings Case Number 24 OSP 01849; and**
 - **Smith v. UNCSEA, et. al., United States District Court, Middle District of North Carolina, Case Number 1:24-cv-637**

John Wigodsky seconded and the motion was unanimously approved.

REPORT FROM CLOSED SESSION

Chair Juran reported that the Board went into closed session to consider an emeritus nomination, to review potential candidates for the Board of Trustees, and to review the lawsuits named in the motion.

ADJOURNMENT

With no further business to discuss, the September 27, 2024 Board of Trustees meeting adjourned at 10:23 a.m.

Respectfully submitted by:

Amanda G. Balwah

Associate Vice Chancellor and Assistant Secretary of the Board of Trustees