

**NORTH CAROLINA CENTRAL UNIVERSITY
DURHAM, NORTH CAROLINA
BOARD OF TRUSTEES MEETING MINUTES
September 23, 2009**

The NCCU Board of Trustees convened in the Emma Marable Conference Room in the William Jones Building on the campus of North Carolina Central University on September 23, 2009. Chair Kay Thomas called the meeting to order at 9:00 a.m.

INVOCATION: Trustee Eric Michaux gave the invocation.

ROLL CALL: Present: Mrs. Kay Thomas, Mr. Glenn Adams, Mr. Eric Michaux, Mrs. Avon L. Ruffin, Dr. Dwight D. Perry, Mr. Charles Baron, Mr. Robert Dolan, Mr. George Hamilton and Mrs. Nancy Wysenski.

ADOPTION OF THE AGENDA: It was moved by Trustee Adams and properly seconded by Trustee Wysenski that the agenda be adopted. The motion carried.

CHAIR'S REMARKS: Chairperson Thomas also informed the Board, as Chair, it is her responsibility to remind all members of the Board of their duty under the State Government Ethics Act to avoid conflicts of interest and appearances of conflict of interest as required by this Act. Each member has received the agenda and related information for this Board of Trustees meeting. If any board member knows of any conflict of interest or appearance of conflict with respect to any matter coming before the board of trustees at this meeting, the conflict or appearance of conflict should be identified at this time.

APPROVAL OF THE MINUTES: It was moved by Trustee Michaux and properly seconded by Trustee Perry to approve the minutes dated June 24, 2009, and the Executive Committee minutes dated July 22, 2009. The motion carried.

PRESENTATION OF RESOLUTIONS: Chair Thomas recognized Trustee Eric Michaux to read and present a Resolution to Trustee George Miller. Further Chair Thomas recognized Trustee Avon Ruffin to read and present a Resolution to Trustee Ed Stewart. As a point of personal privilege, Trustee Ruffin shared with the Committee that she and Trustee Stewart go back a long way, with Ben Ruffin being the reason for his service of this Board. Chair Thomas informed the Trustees that due to a conflict in the schedule of Trustee Eddie Long was unable to attend. His Resolution will be forwarded to him. Copies of the Resolutions for Trustees Miller, Stewart and Long are attached.

SWEARING IN CEREMONY: Chair Thomas recognized The Honorable Elaine O'Neal Bushfan, Chief District Court. Judge Bushfan introduced The Honorable Brian Wilks, an alum of NCCU, who administered the oath of office to Mr. Harold Epps, Mr. Paul Pope, and Mr. Dwayne Johnson. After the swearing in ceremony, Chair Thomas congratulated and welcomed Trustees Epps, Pope and Johnson to the Board and looks forward to working with them during the upcoming year.

Chair Thomas also thanked Judges Bushfan and Wilks for the valued services they render to North Carolina and also extended invitations to them to stay for the remainder of the meeting if their scheduled permitted and for lunch.

NOMINATING COMMITTEE REPORT: Trustee Ruffin presented the Nominating Committee Report. The committee met on August 11, 2009, and consisted of Trustee Charles Baron, Trustee Robert Dolan and Trustee Avon Ruffin serving as Chair. The committee proposes the following slate of officers for 2009-2010:

Chair	Mr. Glenn Adams
Vice Chair	Mrs. Avon Ruffin
Secretary	Dr. Dwight Perry

It was moved and properly seconded to approve the slate of officers submitted by the Nominating Committee. The motion carried.

Chair Thomas called for further nominations from the floor. Trustee Hamilton nominated Trustee Charles Baron for the office of Vice Chair. The nomination was seconded. Chair Thomas inquired of the Board of Trustees if there are any further nominations, there being none she declared that nominations are closed. Chair Thomas announced there are two (2) candidates for Vice Chair, Trustee Ruffin and Trustee Baron. Trustee Ruffin requested her name be withdrawn as a candidate for the Vice Chair.

Trustee Michaux moved that the nominations be closed on the said three (3) names of Trustees of Glenn Adams, Charles Baron and Dwight Perry for the slate officers for the NCCU Board of Trustees for 2009-2010. He also moved that one unanimous ballot be cast for those said officers. It was properly seconded by Trustee Wysenski and the motion carried.

Trustee Thomas congratulated the new officers and pledged her continued support and encouragement.

Chair Thomas graciously thanked everyone who helped her performed her duties as Chair of the NCCU Board of Trustees. To the Trustees she thanked them for their support they provided. She challenged the Board members to increase their participation in activities occurring on campus during her tenure. She further highlighted several upcoming events on the Calendar of Important Dates:

- October 30, 2009 – Founder’s Day
- December 12, 2009 – Winter Commencement
- April 9, 2010 – Honor’s Convocation
- May 15, 2010 – Spring Commencement

Trustee Thomas requested all Trustees to lead by example to increase their giving.

In the audience, Chair Thomas recognized Rachael Adams, first year medical student at the

University of North Carolina at Chapel Hill. Rachael is the daughter of Trustee Adams.

ELECTION OF ASSISTANT SECRETARY TO THE NCCU BOARD OF TRUSTEES.

Chancellor Nelms nominated Ms. Susan Hester as the Assistant Secretary to the NCCU Board of Trustees.

REPORT OF THE CHANCELLOR: Chancellor Nelms started his report by acknowledging two exemplary employees and graduates of North Carolina Central University, Constance Roberson and Professor Jasper Harris, both from the class of 1970. They were both funeralized within the last 60 days. While Chancellor Nelms did not know them for a long period of time, he shared with the Trustees that these two individuals really cared and contributed enormously to the success of NCCU and its students. A moment of silence was observed in remembrance and recognition of Ms. Roberson and Professor Harris.

Chancellor Nelms thanked the faculty and staff who work tirelessly to assist the students of NCCU; the adjunct faculty, who don't earn large salaries, but they take seriously the work that they do in the form of teaching and mentoring. He thanked the hourly employees, who make minimum wages, but you would not know by the quality of their work. The Chancellor thanked the clerks and custodians that many people may not know by name, the people who pick up paper and answer the telephone and do all the things that make North Carolina Central University the place that it is. These are the people who make the University what it is. The Chancellor

Dr. Kenneth Rodgers, Director of NCCU Art Museum, someone who is able to get fantastic art exhibits out of his limited budget.

Dr. Pauletta Bracey who worked on the SACS reaffirmation process and all other aspects of specialized accreditations.

Officer Lisa Fair, security officer, the woman you meet as you enter the campus who has a nice smile and helpful attitude.

Ms. Peggy Watson Alexander, a person who has invested tremendously in the success of the students North Carolina Central University, that the students know because of the emerging Leaders and LeaderShape Program

Chancellor Nelms welcomed the new trustees and new chair to the Board. He thanked the three trustees that were leaving the board for their service and commitment. He also thanked Trustee Thomas for her leadership and service. Chancellor Nelms pledged support to help new Chair Adams to carry out the duties of the board that has been entrusted to him.

North Carolina Central University has had budget challenges for the last two years, but not officially announced until about fourteen months ago. NCCU entered the process with one goal in mind to protect the academic core of the University. Without students and faculty you do not have a university. The University was asked to focus on a 3%, 5%, 7%, 10% and 15% scenario thanks to the support of the NC General Assembly we ended with a 5% adjustment to

the budget. A few days after the budget was signed the governor announced a 5% hold back because of State receipts, so we have a 10% reduction in the budget. We don't believe that the economy is going to recover as rapidly as predicted so the University has a contingency plan to be able to make further adjustments throughout the year, if needed. The commitment made to the Provost is that there will be resources available to provide instruction that is needed, so classes were not cut. Faculty members have volunteered to teach additional courses, additional adjunct professors were hired, and class sizes were increased. The University has been able to manage this downturn better than any Chancellor would have predicted twelve months ago.

There is a directive from President Bowles and the Board of Governors that we decrease the number of staff with Chancellor, Provost, or Dean in their title. We will work to do this using a threefold approach. First, we will look at the restructuring of programs and services. Secondly, we will re-title some position. Thirdly, we will eliminate some positions. We will seek to hold the academic units harmless in terms of provisions of classes as well as support services that students need.

The NCCU Performance and Efficiency Measures document that was distributed during the September 22, 2009 meeting will be placed on-line for review (attached). A report card will be produced to reflect how we rank on each of the matrix listed.

The Quality Service Initiative was launched after the Chancellor's arrival to campus. "Strive for Five" is a comment card which allows people to comment about the quality of service received in various offices at NCCU.

- Student Affairs has launched Student Central. When you place a call about a challenge or issue someone will return your call within 24 hours, they may not have an answer but you will know who is working on your situation.
- We have the largest freshman class enrollment this year. We have increased our retention rate by 10% between the Fall 2008 and Fall 2009.
- Our students appeared at the Newport Jazz Festival.
- The Environmental Health Sciences program received specialized accreditation.
- NCAA informed the Chancellor that NCCU has advanced to year three of the Division I transition. We were granted a provisional membership into the MEAC.
- We have razed Latham and Chidley annex and in the upcoming months we will commence with construction on a 700 plus parking garage that will blend in nicely with the rest of the campus, and Chidley North which will house over 500 students.
- The Department of Nursing work is underway on the plans for the new building.
- Holy Cross Church will be relocated to Fayetteville Street, next to the Shepard House, which will be used as a meeting place.
- The School of Law was ranked for the second year, in the Jurist magazine, as best value law school in America among all law schools.

AUDIT COMMITTEE: Trustee Michaux presented the Audit Committee Report. The Audit Committee had one (1) item for action and one (1) item for information.

Ms. Najla Shareef, Director of Internal Audit presented the Audit Plan for Fiscal Year 2009-10.

It was moved by Trustee Michaux and properly seconded by Trustee Ruffin that the Board of Trustees approve the 2009-2010 Audit Plan. The motion carried.

The Committee also heard a presentation on the Internal Audit Office's Summary Report of Fiscal Year 2008-2009 activities.

BUILDING COMMITTEE: Trustee Dolan presented the Building Committee Report. The Building Committee had two (2) action items.

Mr. Zack Abegunrin, Associate Vice Chancellor for Facilities Management, presented the procedures utilized for the Selection of a Construction Manager-at-Risk firm for the School of Nursing Building project. The RFP was advertised as required by law; 1B firms responded to the RFP; 5 firms were eliminated because they did not meet the criteria set forth in the RFP; and after careful review and evaluation of the remaining proposals, the Pre-Selection Committee interviewed 3 firms and ranked them in order.

It was moved by Trustee Dolan and properly seconded by Trustee Wysenski that the NCCU Board of Trustees approve the recommendation of the Pre-Selection Committee that Balfour Beatty Construction LLC be selected for the School of Nursing Project. The motion carried.

The Committee also heard a presentation by Mr. Zack Abegunrin regarding the selection of Energy Service Company (ESCO) for Guaranteed Energy Savings Performance Contracting. The RFP to select an ESCO for 10 buildings was developed in consultation with the State Energy Office and advertised as required by law; Four ESCOs responded to the RFP; the panel interviewed all ESCOs and rated each ESCO; and the firms were ranked in order.

It was moved by Trustee Dolan and properly seconded by Trustee Wysenski that the NCCU Board of Trustees approve the recommendation of the Pre-Selection Committee that Chevron Energy Solutions be selected for the project. The motion carried.

ENDOWMENT FUND: Trustee Thomas presented the Endowment Report. The Endowment Fund had one (1) action item.

The Endowment Fund met on September 15, 2009, and heard presentations from four investment managers. It was moved by Trustee Thomas and properly seconded by Trustee Hamilton that the NCCU Board of Trustees approve the Committee's recommendation of Thompson, Siegel and Walmsley to manage the fixed income portion of the University's Endowment Fund portfolio. The motion carried.

STUDENT GOVERNMENT REPORT: The Student Government Report was presented by Trustee Dwayne Johnson. His full report is attached.

NATIONAL ALUMNI REPORT: Mr. Richard Smith, President of the National Alumni Association was unable to attend, but did submit the National Alumni Report which is

attached.

FACULTY SENATE REPORT: The Faculty Senate Report was presented by Dr. Minnie Sangster. Her full report is attached.

STAFF SENATE REPORT: The Staff Senate Report was presented by Ms. Rebie Coleman. Her full report is attached.

PERSONNEL COMMITTEE: Trustee Thomas announced there were several items for closed session.

Trustee Adams moved to convene in closed session pursuant to N.C.G.S. 143-18.11(a)(6). The motion was properly seconded by Trustee Baron and it carried.

CLOSED SESSION

The Personnel Committee met and heard presentations from Provost Kwesi Aggrey regarding 12 candidates for conferral of tenure and/or promotion. The candidates credentials were presented and reviewed by the committee.

There being no further business for closed session, Trustee Thomas moved and it was properly seconded by Trustee Adams to reconvene in open session. The motion carried.

OPEN SESSION

It was moved by Trustee Baron and properly seconded by Trustee Adams that the Board recommend approval of the conferral of tenure and/or promotion candidates and that the information be forwarded to the UNC Board of Governors for final action. The motion carried.

It was further moved by Trustee Michaux and properly seconded by Trustee Baron that the staff be directed to review the criteria for promotion and conferral of tenure and proceed with an update of the 1997 Faculty Handbook as it relates to promotion and tenure. A progress report is due by February 2010 and by the end of the academic year May 2010 a final report.

ANNOUNCEMENTS:

- Next NCCU Board of Trustee meeting – November 17-18, 2009
- Chair-Elect Adams to appoint an Executive Committee to act on matters that may occur prior to the appointment for said committee
- Chair-Elect Adams to appoint a committee to review and reconcile the NCCU By-Laws
- Trustees to inform Chair-Elect of specific committees they may wish to serve. Contact Chair-elect regarding their choices by e-mail.

The NCCU Board of Trustees held a retreat on Tuesday, September 22, 2009, in the W. G. Pearson Dining Hall, Chancellor's Dining Room commencing at 8:00 a.m.

At the retreat there were several presentations made. The highlights of these presentations are attached.

There being no further business, it was moved by Trustee Thomas and properly seconded by Trustee Adams to adjourn. The motion carried.

Respectfully submitted:

Anita K. Parker
Recorder