BOARD OF TRUSTEES
NORTH CAROLINA STATE UNIVERSITY

Executive Committee
April 22, 2016
Jim Owens, Chair
Members: Clark, Cabaniss, Goodnight, Jenkins

AGENDA

CALL TO ORDER
Reading of Conflicts of Interest
Jim Owens, Chair

ROLL CALL

APPROVAL OF MINUTES
✓ — February 19, 2016 Meeting of the Executive Committee

GUIDANCE ON CHANCELLOR COMPENSATION

ADJOURN
OPEN SESSION MINUTES
North Carolina State University
Board of Trustees Executive Committee
Friday, February 19, 2016

Members present: James W. Owens, Chair; Jimmy D. Clark; Thomas E. Cabaniss; Ann B. Goodnight; and Benjamin P. Jenkins III

Others present: Randy Woodson, Chancellor; Eileen Goldgeier, Vice Chancellor and General Counsel; and PJ Teal, Assistant Secretary

Chair Owens called the meeting to order at 7:30 a.m. He reminded all members of their duty to avoid conflicts of interest and appearances of conflicts of interest under the State Government Ethics Act and inquired as to whether there were any known conflicts of interest or appearances of conflict with respect to any matters coming before the board at this meeting. There being none, Chair Owens then called on Assistant Secretary PJ Teal for the roll call.

ROLL CALL
Assistant Secretary PJ Teal called roll and certified that a quorum was present.

MINUTES
Mr. Jenkins made the motion, seconded by Mr. Clark, to approve the open and closed session minutes of the November 24, 2015, meeting of the Executive Committee. The motion passed.

GUIDANCE ON CHANCELLOR COMPENSATION
Chair Owens stated that Mr. Jenkins and he have worked on a very preliminary draft of a document intended to clearly outline the process for Trustees to proactively work to ensure the competitiveness of NC State’s Chancellor compensation. This record consolidates multiple aspects into one concise document. The intent of the final version of this guidance would be to serve as a resource for future Trustees concerning their responsibilities and authority regarding Chancellor compensation.

Mr. Jenkins outlined components of the draft document (Appendix A). He reiterated that this was only a starting point for discussion and encouraged Executive Committee members to review carefully and make additions, revisions or suggestions. Their shared thinking would result in a very useful tool for future Trustees.

Dr. Owens said that he would like to have comments in time to incorporate changes for review at the April Executive Committee meeting.
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With no further business for the Executive Committee, Chair Owens adjourned the meeting at 7:55 a.m.

Respectfully submitted:

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Assistant Secretary        Secretary

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Chair