



NORTH CAROLINA STATE ETHICS COMMISSION

SAMPLE¹

ETHICS AWARENESS & CONFLICT OF INTEREST REMINDER

(to be read by the Chair or his or her designee at the beginning of each meeting)

In accordance with the State Government Ethics Act, it is the duty of every [Board] member to avoid both conflicts of interest and appearances of conflict.

Does any [Board] member have any known conflict of interest or appearance of conflict with respect to any matters coming before the [Board] today?

If so, please identify the conflict or appearance of conflict and refrain from any undue participation² in the particular matter involved.

Rev. 1-16-07

¹ N.C.G.S. §138A-15 (e): “At the beginning of any meeting of a board, the chair shall remind all members of their duty to avoid conflicts of interest and appearances of conflict under [Chapter 138A].” There is no set language required by the Act. Specific language can and should be tailored to fit the needs of each covered board as necessary.

² “A public servant shall take appropriate steps, under the particular circumstances and considering the type of proceeding involved, to remove himself or herself to the extent necessary, to protect the public interest and comply with this Chapter, from any proceeding in which the public servant’s impartiality might reasonably be questioned due to the public servant’s familial, personal, or financial relationship with a participant in the proceeding.” See N.C.G.S. §138A-36 (c). If necessary, the Chairman or individual member involved should consult with his ethics liaison, legal counsel, or the State Ethics Commission to help determine the appropriate response in a given situation.

PROPOSED REVISION TO: POL 05.15.01 – Employees Exempt from the State Human Resources Act (EHRA) Policy

Rationale: **Rationale:** This proposed revision would update POL 01.05.01 to reflect the Board of Governor’s recent amendment to UNC Regulation 600.1.3[R] providing for additional delegated authority to the Chancellor for approval of leases with an annual value that does not exceed \$150,000. Appendix Sections II.c.ii and VII.d.i&ii.

Consultation Process (provide date of review):

11/13/19 General Counsel final review

01/17/20 Executive Officer (PJ Teal) approved revisions

01/17/20 Executive Officer (Allison Newhart) approved revisions

Executive Officer (Charlie Maimone) approved revisions

02/04/20 Chancellor’s Cabinet Meeting review

11/22/19 Board of Trustees (approval/notification), if applicable (PRR Administrator will complete)

03/09/20 University Council Notification



Authority	Board of Trustees
Title	Bylaws
Classification	POL01.05.01
PRR Subject	Board of Trustees
Contact Info	Vice Chancellor and General Counsel (919-515-3071); Secretary of the University (919-515-2191)

History: First Issued: September 18, 1982. Last Revised: ~~July 10~~November 11, 2019.

Related Policies:

UNC Code Section 402B – Meetings

UNC Code Section 607 - Faculty Grievance Committee for Constituent Institutions

UNC Policy 200.1 - Dual Memberships and Conflicts of Interest

UNC Policy 300.1.1 - Senior Academic and Administrative Officers

UNC Policy 300.1.6[R] - Regulations on Administrative Separation and/or Retreat to a Faculty Position

UNC Policy 300.2.14 - Nonsalary and Deferred Compensation

(N0033616.3)

[UNC Policy 400.5\[R\] - Planning, Establishing, and Reviewing Centers and Institutes in The University of North Carolina](#)

[UNC Policy 600.2.3 - Distinguished Professors Endowment Trust Fund](#)

[UNC Policy 600.3.4C\(1\) - Granting of Management Flexibility to Appoint and Fix Compensation](#)

[UNC Policy 1100.3 - Head Coaches' and Athletic Directors' Contracts](#)

[NCSU POL05.20.01 - Appointment, Reappointment, Promotion and Permanent Tenure](#)

Additional References:

[Section 103 of the Internal Revenue Code of 1986](#)

[Section 1.150-2 of the Treasury Regulations](#)

[NC General Statute § 143 – State Departments, Institutions, and Commissions](#)

[NC General Statute § 146 – State Lands](#)

[Appendix I](#)

1. ORGANIZATION

1.1 Membership

1.1.1 North Carolina State University at Raleigh shall have a Board of Trustees composed of thirteen persons chosen as follows:

1.1.1.a Eight elected by the Board of Governors of The University of North Carolina (UNC),

1.1.1.b Four appointed by the General Assembly under N.C.G.S. 120-121, two of whom shall be appointed upon the recommendation of the President Pro Tempore of the Senate and two of whom shall be appointed upon the recommendation of the Speaker of the House of Representatives, and

1.1.1.c The President of the Student Body, ex officio.

1.1.2 In every odd-numbered year, the Board of Governors shall elect four persons to the Board of Trustees and the General Assembly shall appoint one person upon the recommendation of the President Pro Tempore of the Senate and one person upon the recommendation of the Speaker of the House of Representatives to the Board of Trustees; and the term of office of all such elected or appointed trustees (excluding the ex officio trustee) shall be four years or until successors are elected or appointed commencing on July 1 of such odd-numbered year.

1.1.3 Whenever any vacancy shall occur in the membership of the Board of Trustees among those appointed by the General Assembly, it shall be the duty of the Assistant Secretary of the Board of Trustees to inform the General Assembly of the existence of such vacancy, and the vacancy shall be filled as provided in N.C.G.S. 120-122, and whenever any vacancy shall occur among those elected by the Board of Governors, it shall be the duty of the Assistant Secretary of the Board of Trustees to inform the Board of Governors of the existence of the vacancy, and the Board of Governors shall elect a person to fill the expired term. Whenever a member shall fail, for any reason other than ill health or service in the interest of the State or nation, to be present for three successive regular meetings of the Board of Trustees, that member's place shall be deemed vacant.

1.1.4 Any person who has served two full four-year terms in succession as a member of the Board of Trustees shall, for a period of one year, be ineligible for election or appointment to the Board.

1.1.5 No member of the General Assembly or officer or employee of the State, UNC, or any constituent institution shall be eligible for election or appointment as a member of the Board of Trustees. No spouse of any member of the General Assembly, or of an officer or employee of North Carolina State University shall be eligible for election or appointment as a member of the Board of Trustees. Any trustee who is elected or appointed to the General Assembly or who becomes an officer or employee of the State, UNC, or of any constituent institution or whose spouse is elected or appointed to the General Assembly or becomes an officer or employee of North Carolina State University shall be deemed thereupon to resign from membership on the Board of Trustees.

1.1.6 No person may serve simultaneously as a member of the Board of Trustees and as a member of the Board of Governors. Any trustee who is elected or appointed to the Board of Governors shall be deemed to have resigned as a trustee effective as of the date that the person's term commences as a member of the Board of Governors.

1.2 Officers

1.2.1 At the first meeting after June 30 of each year, the Board of Trustees shall elect from its membership a Chair, a First Vice Chair, a Second Vice Chair and a Secretary, each of whom shall serve for a term of one year and until a successor is elected. A Chair who is serving a second consecutive year as Chair is ineligible for reappointment as Chair until one year has elapsed from the end of the second consecutive year of service. If a vacancy occurs for any of these officers, the Board of Trustees shall elect a person to serve for the remainder of the unexpired term. These officers shall perform the duties prescribed by these Bylaws and by the parliamentary authority adopted by the Board of Trustees.

1.2.2 The Board of Trustees may also elect an Assistant Secretary from among the members of the Chancellor's staff as recommended by the Chancellor. Copies of all minutes, papers and documents of the Board of Trustees may be certified by its Assistant Secretary with the same force and effect as though such certification were made by the Secretary of the Board.

1.3 Committees

1.3.1 The Board of Trustees shall have the following standing committees: Audit, Risk Management and Finance Committee; Buildings and Property Committee; University Advancement and External Affairs Committee; University Affairs Committee; and Executive Committee. The Board may create such other committees as it deems appropriate. The Chair of the University Advancement Committee shall serve ex officio as a member of the Board of Trustees of the Endowment Fund.

1.3.2 The officers of the Board plus the immediate past Chair shall constitute the Executive Committee, which shall be chaired by the Board Chair. In the event there is no immediate past Chair, the Chair shall nominate for the Board's approval one Trustee to serve at-large on the Executive Committee. The Executive Committee shall be empowered to act for the Board between Trustee meetings with the responsibility to report on its actions at the next Board meeting.

1.3.3 At the first meeting after June 30 of each year, the newly elected Chair shall appoint the members of the standing committees and designate a chair for each committee. The Board Chair will assign each Trustee to serve on two standing committees each year. In making assignments, the Board Chair will balance Trustees' interests, expertise and experience on the committees. The goal will be for a balance of new and returning Trustees on each committee, with a rotation of committee leadership to provide all Trustees the opportunity to serve on multiple committees during a four year term. The Chair of the Board shall be an ex officio member of all standing committees and shall count for purposes of determining whether a quorum is present at a committee meeting.

1.3.4 The Board of Trustees may delegate to its committees such of its powers as it deems appropriate except for those powers which are expressly delegated to the Board of Trustees by the Board of Governors without the power to sub-delegate. Each committee shall present to the Board for its approval a description of committee responsibilities and such descriptions shall be reviewed and updated as the Board deems appropriate. The delegated authority, responsibilities and assignments of each committee are contained in Appendix 1 to these Bylaws.

1.3.5 A Nominating Committee shall be appointed on or after July 1 of each year by the Chair and shall consist of not less than three nor more than five members of the Board. The Chair shall not serve as a member of the Nominating Committee. The Nominating committee shall be responsible for presenting a slate of nominees to the Board at its first regular meeting on or after July 1 of each year. The slate of nominees shall contain at least one nominee for each of the officers of Chair, First Vice Chair, Second Vice Chair, and Secretary. The guidelines for the Nominating Committee are contained in Appendix 1 to these Bylaws.

2. MEETINGS

2.1 Regular Meetings

There shall be not fewer than three regular meetings of the Board of Trustees each year. Meetings are usually held the third Thursday and Friday in February, April, September and November. A summer meeting may be held on a mutually agreeable date. A notice specifying the time and place of each regular meeting of the Board shall be posted by the Assistant Secretary on the Board of Trustees' website. If the date of a regular meeting is changed, the Assistant Secretary shall change the posting and notify each member of the Board at least ten (10) calendar days in advance of the meeting date. Any matter of business may be considered at a regular meeting.

2.2 Special and Emergency Meetings

2.2.1 A special meeting of the Board of Trustees or of a standing committee with delegated authority may be called by the Board Chair or by the Chancellor. A special meeting of the Board of Trustees may also be requested upon the written request of not fewer than six (6) members of the Board, directed to the attention of the Assistant Secretary, who shall notice a special meeting upon receipt of the sixth written request. A notice specifying the time and place of a special meeting shall be communicated by the Assistant Secretary to each member of the Board so that it is received at least forty-eight (48) hours in advance of the meeting date. Any matter of business may be considered at a special meeting.

2.2.2 When deemed necessary by the Board Chair or by the Chancellor, the Board Chair may conduct an emergency meeting of the Board with immediate notice. Only business connected with the emergency may be considered at the meeting.

2.2.3 A special or emergency meeting may be conducted by electronic means provided that the arrangements for such meeting comply with the applicable State laws concerning the conduct of electronic meetings of public bodies.

2.3 Agenda

2.3.1 At least seven (7) days prior to each regular meeting of the Board of Trustees, a copy of the agenda, including (insofar as is practicable) copies of all reports and other written materials to be presented to the meeting, shall be provided to each member of the Board by the Assistant Secretary. Insofar as is practicable, a copy of the agenda of each special meeting of the Board shall be sent to each member of the Board at least seven (7) days in advance of the special meeting; however, if such advance mailing is not practicable, the agenda for a special or an emergency meeting may be presented to the members of the Board as the first order of business at the meeting. No items may be considered at a special meeting except as contained on the agenda.

2.3.2 The agenda for every meeting of the Board shall be prepared by the Chancellor in consultation with the Chair. Every request for inclusion of an item on the meeting agenda shall be put in writing and filed, together with any supporting documents, with the Chancellor sufficiently far in advance of the meeting to permit a determination to be made by the Chancellor with respect to the propriety and practicability of including that item on the meeting agenda.

2.3.3 Any member of the Board of Trustees may present to any regular meeting of the Board any item whether or not the item is on the meeting agenda, but no final action shall be taken on an item not on the agenda except by unanimous consent.

2.4 Conduct of Business

2.4.1 A quorum of the Board shall consist of a majority of the members of the Board.

2.4.2 The Chair shall preside over all regular and special meetings of the Board of Trustees. In the absence of the Chair, the First Vice Chair will preside. In the absence of the First Vice Chair, the Second Vice Chair will preside. In the absence of the Chair and both Vice Chairs, a presiding officer shall be elected by and from the membership of the Board of Trustees.

2.4.3 All members of the Board of Trustees may vote on all matters coming before the Board for consideration. No member may vote by proxy.

2.4.4 Except as modified by specific rules and regulations enacted by the Board of Trustees, Robert's Rules of Order Newly Revised (latest edition) shall constitute the rules of the parliamentary procedure applicable to all meetings of the Board of Trustees and its several committees.

2.4.5 Between regular meetings of the Board, routine matters of business within the authority of any committee of the Board may be dealt with by written ballot and without a meeting if such is deemed appropriate by the Chair of the committee. Any action taken by this method must be reported to the Board at its next regular meeting and the written ballots made available for public inspection.

2.5 Minutes

(N0033616.3)

2.5.1 The Secretary or Assistant Secretary shall take minutes of all meetings of the Board of Trustees; shall file, index, and preserve all minutes, papers, and documents pertaining to the business and proceedings of the Board; shall be custodian of all records of the Board; when required the Secretary or Assistant Secretary, shall attest the execution of all legal documents and instruments of North Carolina State University at Raleigh.

2.5.2 Within a reasonable period after each meeting of the Board of Trustees, the Secretary or Assistant Secretary shall transcribe the minutes of the meeting and provide a copy to each member of the Board.

2.6 Closed Session

2.6.1 By vote of a majority of the members present at any meeting of the Board of Trustees, the meeting may be closed to the public, subject to applicable State laws concerning when and how closed sessions may be motioned and held.

2.7 Keeping Board of Governors Informed

2.7.1 The Assistant Secretary of the Board of Trustees shall keep the Board of Governors, through the Secretary of The University of North Carolina, fully and promptly informed concerning activities of the Board of Trustees, including notice of any changes in the membership of the Board or in its committee structure or bylaws and notices of meetings.

3. POWERS AND DUTIES

3.1 General Powers and Duties

3.1.1 The Board of Trustees shall promote the sound development of North Carolina State University at Raleigh within the functions prescribed for it, helping it to serve the people of the State in a way that will complement the activities of the other institutions and aiding it to perform at a high level of excellence in every area of endeavor. The Board of Trustees shall serve as advisor to the Board of Governors on matters pertaining to North Carolina State University at Raleigh and shall also serve as advisor to the Chancellor concerning the management and development of the institution. The Chancellor shall be the official medium of communication between the Board of Trustees and all individuals, officials, agencies and organizations, both within and without the institution.

3.2 Other Powers and Duties

3.2.1 The Board of Trustees shall have such other powers and duties, not inconsistent with provisions of The Code of The University of North Carolina or with applicable provisions of State law, as are specified in said Code or as shall be defined and delegated by the Board of Governors.

4. AMENDMENT OF BYLAWS

4.1 Amendment of Bylaws

4.1.1 These bylaws may be amended at any regular or special meeting of the Board of Trustees by an affirmative vote of a majority of the members of the Board if the substance of the amendment has been filed in writing with the Secretary or Assistant Secretary and a copy has been sent to each member of the Board at least seven days prior to the meeting at which the amendment is to be voted upon.

5. SUBORDINATION TO UNIVERSITY CODE

[N0033616.3]

5.1 Subordination to University Code

To the extent that any of these bylaws may be inconsistent with The Code of The University of North Carolina, as the same may be amended from time to time, said Code shall control.

Appendix 1

NC State Board of Trustees' Delegations of Authority, Assignments and Guidelines

I. Audit, Risk Management and Finance Committee Delegated Authority and Assignments

a. Audit

- i. Provide oversight of the internal audit function.
- ii. Review and approve the annual internal audit plan at the beginning of the audit cycle.
- iii. Receive quarterly activity reports from the internal auditor.
- iv. Receive direct verbal and/or written reports from the university's internal auditor regarding out of the ordinary reviews and findings that may involve senior level university employees, trustees or affiliates.
- v. Review a comparison of the annual internal audit plan to the actual internal audits performed.
- vi. Provide oversight of the annual financial statement audit.
- vii. Assure that the university is performing self-assessments of operating risks and evaluations of internal controls on a regular basis.
- viii. Meet with representatives of the State Auditor's Office to review the annual state auditor's report and the university's corrective action, if any.
- ix. Review audit reports of University-associated entities.

b. Finance

- i. Advise the Chancellor with respect to the development of budget estimates for the university, and with respect to the execution and administration of the budget as approved by the General Assembly and the Board of Governors.

c. Risk Management

- i. Provide oversight of the risk management and compliance functions.
- ii. Receive annual reports on risk management, compliance and legal issues.

d. Planning

e. Policy Development

- i. Recommend to the Board of Trustees for approval policies regarding the preservation, maintenance and management of institutional trust funds.
- ii. Upon recommendation of the chancellor, recommend to the Board of Trustees for approval policies related to the maintenance of campus security.
- iii. Upon recommendation of the chancellor, recommend to the Board of Trustees for approval policies related to information technology and cybersecurity.

II. Buildings and Property Committee Delegated Authority and Assignments

a. Subject to policies of the Board of Governors and all legal requirements relative to the construction of state-owned buildings, for the following matters concerning campus capital construction projects which have been approved by the Board of Governors and authorized by the State of North Carolina:

- i. Select architects or engineers for buildings and improvements requiring such professional services;
- ii. Select construction managers at risk for buildings and improvements requiring such professional services;
- iii. Select design-build teams for building and improvements requiring such professional services.
- iv. Approve building sites;
- v. Approve plans and specifications; and
- vi. Accept all completed buildings and projects.

b. Prepare and maintain a master plan for the physical development of the institution.

c. Acquisitions and Dispositions of an Interest in Real Property [in accordance with additional delegated authority granted by the Board of Governors](#)

- i. Approve any acquisition or disposition of any interest in real property valued at \$50,000 or more, other than by leases, provided that if the acquisition or disposition involves an interest in real property valued at \$1,000,000 or more, the matter shall be recommended by the committee to the Board of Trustees for its approval and forwarded for further approval to the UNC President or Board of Governors, as required by the policies of the Board of Governors.

- ii. Approve any acquisition or disposition of any interest in real property by lease where the lease has an annual rent in excess of \$150,000 or more or a term in excess of 10 years, provided that where the term of the lease exceeds 10 years or has an annual rent in excess of \$750,000, the matter shall be recommended by the committee to the Board of Trustees for its approval and forwarded for further approval to the UNC President or Board of Governors, as required by the policies of the Board of Governors.

d. Policy Development

- i. Upon the recommendation of the chancellor, recommend to the Board of Trustees for approval policies applicable to the control, operation and supervision of buildings and property pursuant to applicable provisions of State law and policies of the Board of Governors.
- ii. Upon the recommendation of the chancellor, recommend to the Board of Trustees for approval changes to campus parking and traffic policies.

III. Executive Committee Delegated Authority and Assignments

- a. Act for the full Board of Trustees between meetings with the responsibility to report on its actions at the next Board meeting.
- b. Review and take final action on proposed contracts of \$10,000 or more that may constitute a potential conflict of interest under the Dual Memberships and Conflicts of Interest Policy of the Board of Governors, UNC Policy 200.1.
- c. Review and make recommended findings to the Board of Trustees regarding allegations of violation of UNC Policy 200.1.
- d. If a member of the Executive Committee has a substantial interest in an entity that is intending to contract with the university, as defined in UNC Policy 200.1, the Chair of the Board of Trustees may assign the matter to another standing committee of the Board of Trustees or appoint an ad hoc committee of no less than three members of the Board of Trustees to handle the matter. If the Chair of the Board of Trustees has a substantial interest or is alleged to have violated UNC Policy 200.1, the First Vice Chair of the Board of Trustees will assign or appoint the committee.
- e. Approve appointment, initial salary, and appointment changes for Provost and Vice Chancellors.

IV. University Advancement Committee Delegated Authority and Assignments

a. Development and Advancement Activities

- i. Approve all university fundraising campaigns.
- ii. Advise the chancellor and vice chancellor for university advancement on the formation of campaign steering committees.
- iii. Advise the chancellor and vice chancellor for university advancement on the priority, timing, direction, funding and management of capital and other fundraising campaigns.
- iv. Recommend to the Board of Trustees for approval the naming of all facilities and programs, owned, operated or controlled by the university.
- v. Advise the chancellor in all areas pertaining to development, advancement services, university communications and alumni relations.
- vi. Receive nominations for the Watauga Medals and recommend nominees for approval to the Board of Trustees.
- vii. Receive regular reports on University Communications and NC State Alumni Association activities and initiatives.

b. External Affairs

- iii. Receive regular reports on the activities of the state legislature.

c. Policy Development

- i. Upon the recommendation of the chancellor, recommend to the Board of Trustees for approval policies related to the relationship between the university and its affiliated foundations and the coordination of all fundraising activities intended to benefit the university.
- ii. Upon the recommendation of the chancellor, recommend to the Board of Trustees for approval policies including but not limited to such matters as the conduct of fundraising campaigns, and the use and application of privately donated funds for any activity whose sponsorship may implicate or obligate the university.
- iii. Upon the recommendation of the chancellor, recommend to the Board of Trustees for approval policies regarding fundraising activities intended to benefit the Endowment Fund and various affiliated foundations.
- iv. Recommend naming guidelines for endowed funds, and facilities and programs funded in whole or in part by private monies.

v. Upon recommendation of the chancellor, recommend to the Board of Trustees for approval policies regarding the awarding of the Watauga Medal.

V. University Affairs Committee Delegated Authority and Assignments

a. EHRA Personnel - on the recommendation of the chancellor

- i. Approve appointment, initial salary, and appointment changes for Deans and SAAO Tier 1 positions other than the Chancellor, Provost and Vice Chancellors.
- iii. Approve non-salary and deferred compensation for EHRA employees, other than Vice Chancellors, in accordance with UNC Policy 300.2.14 and NCSU POL05.15.03
- iv. Establish salary ranges, based on available relevant market data for senior academic and administrative officers that are not established by UNC General Administration.
- iv. Recommend any salary increase for an EHRA employee other than for Vice Chancellors that requires approval by the **Board of Governors**.
- v. Review and approve any administrative separation or retreat rights subject to Board of Trustees approval under UNC Policy 300.1.6[R] and NC State POL 05.15.01. "Retreat rights" are those conditions of employment that would apply should the administrator leave his/her administrative position.
- vi. Confer permanent tenure consistent with **NCSU POL05.20.01 - Appointment, Reappointment, Promotion and Permanent Tenure**
- vii. Designate Distinguished Professorships, including Distinguished Scholars, and Distinguished Fellows, which may be time limited pursuant to UNC Policy 600.2.3.
- viii. Confer emeritus status to an individual with an SAAO Tier I appointment at retirement.
- ix. Appoint or extend the contract of the athletic director and head coaches with employment contracts in accordance with UNC Policy 1100.3. Recommend contracts for Board of Governors' approval in circumstances where the proposed contract terms require such approval under UNC Policy 1100.3.
- x. Review and recommend to the Board of Trustees for approval petitions relating to EHRA employees seeking political candidacy and/or public office holding as required by UNC Policy 300.5.2.

b. Employee Appeals

- i. Discharge and Suspensions of Employees.

ii. In a manner consistent with the Board of Trustees' Policies and Procedures, with applicable policies of the Board of Governors, and with State law, hear appeals of discharged or suspended employees from actions taken by the chancellor when the applicable policies allow such appeals.

iii. Disposition of Employee Grievances.

1. Hear and render a decision on appeals in UNC Code Section 607 grievances, where neither the relevant administrative respondent nor the chancellor made an adjustment recommended by the grievance committee in favor of the grievant.

c. Academic Programs and Research

i. Review academic degree proposals requiring approval by the Board of Governors and, upon the recommendation of the chancellor, recommend such programs and proposals to the Board of Trustees.

ii. Receive notification on behalf of the Board of Trustees of other academic program proposals.

d. Student Affairs

i. Upon the recommendation of the chancellor, review and recommend to the Board of Trustees the approval of campus initiated tuition increases and the approval of student fees (proposed new fees as well as adjustments to existing fees).

e. Honorary Degrees, Awards and Distinctions

i. Receive and review nominations for Honorary Degrees and Holladay Medals and recommend nominees for approval to the Board of Trustees.

ii. Provide advice in the chancellor's selection of a Commencement speaker.

f. Planning

i. Review and recommend to the Board of Trustees for approval changes in the university's mission statement.

ii. Advise the chancellor on the development of plans to carry out the university's mission.

iii. Review and approve the establishment, continuation and discontinuation of Centers and Institutes as required by the BOG and UNC President and in accordance with UNC Policy 400.5[R].

g. Policy Development

(N0033616.3)

- i. Upon the recommendation of the chancellor, recommend to the Board of Trustees for approval personnel policies not otherwise prescribed by State law, the UNC Code or policies of the Board of Governors, for personnel in all categories of university employment.
- ii. Recommend to the Board of Trustees for approval policies regarding the collection of tuition, fees and other monies to be collected from students, as approved by the Board of Governors.
- iii. Recommend to the Board of Trustees for approval policies for administration of scholarships and other financial aid to students.
- iv. Upon recommendation of the chancellor, recommend to the Board of Trustees for approval policies related to the provision of student services and activities, including but not limited to student government and intercollegiate athletics, subject to general provisions as may be prescribed by the Board of Governors.
- v. Upon recommendation of the Chancellor, recommend to the Board of Trustees for approval policies related to research and centers and institutes.

h. Responsibilities

- i. Receive and hear reports at committee meetings from the Chair of the Faculty Senate, the Chair of the Staff Senate, and the Student Body President.

VI. Nominating Committee Guidelines

- a. Select one or more nominees for Chair from Board of Trustee members.
- b. Where possible, ensure that each nominee for Chair corresponds to the guideline of limited continuity of leadership: a term as Chair of at least two years. A Chair who is serving a second consecutive year as Chair is ineligible for reappointment as Chair until one year has elapsed from the end of the second consecutive year of service.

VII. Chancellor Delegated Authority

- a. EHRA Personnel - which may be further delegated to permanent designees
 - i. Take final action on all EHRA personnel actions, except those contained in UNC Policy 600.3.4 and UNC Policy 1100.3 which are retained by the Board of Trustees.
 - ii. Approve EHRA salary increases as authorized by UNC Policy 200.6, section I.A.(4) and as further sub-delegated as follows:

- a) A temporary salary stipend or supplement with a specified end date that does not exceed 25% and \$25,000 of cumulative salary adjustments fiscal year to-date based on the employee's June 30 salary, up to 12-months in duration; and
- b) A temporary salary stipend or supplement without a specified end date that does not exceed 20% and \$15,000 of cumulative salary adjustments fiscal year to-date based on the employee's June 30 salary; and
- c) A permanent base salary adjustment that does not exceed 20% and \$15,000 of cumulative salary adjustments fiscal year to-date based on the employee's June 30 salary

b. Student Matters - which may be further delegated

- i. Determine, after consultation with the faculty, whether an individual student shall be entitled to receipt of a particular degree.
- ii. Establish admission policies and resolve individual admission questions for all schools and divisions within the university.
- iii. Collect from each student, at the beginning of the semester or term, such tuition, fees and other amounts necessary to pay other expenses for the term, as have been approved by the Board of Governors.
- iv. Require payment of such advance deposits, as such times and under such conditions, as may be required by State law or by the Board of Governors.
- v. Require payment of such nonrefundable application of fees, in connection with each application for admission, as may be required by State law or by the Board of Governors.
- vi. Administer scholarships and other forms of financial aid to students which are limited in their application to or are supported by North Carolina State University subject to the terms of any applicable laws and to policies of the Board of Governors.
- vii. Regulate student activities including student conduct, the approval of organized, institutionally-recognized student activities and the definition of roles and functions of any institutionally-recognized system of student self-government and student participation in the governance of any aspect of institutional programs and services.
- viii. Establish and supervise the institution's program of intercollegiate athletics, subject to such policies as may be prescribed by the Board of Governors and the Board of Trustees.
- ix. Maintain campus security, subject to applicable provisions of State law and such policies as may be adopted by the Board of Governors.

x. Control and supervise campus utilities and other facilities subject to applicable provisions of State law and policies of the Board of Governors.

c. Signature Authority for Contracts, Leases and Other Agreements – which may be further delegated.

i. Sign and execute agreements, contracts, leases, and other official documents (all herein referred to corporately as agreements) with institutions, agencies, corporations, partnerships, individuals and other legal entities, said agreements including all such agreements not required by law or administrative regulation to be otherwise executed.

ii. Agreements shall comply with (1) the law of North Carolina, especially North Carolina General Statutes, Chapters 143 and 146, when applicable, and (2) with The Code and with policies determined by the Board of Governors or the Board of Trustees.

d. Acquisition and Disposition of Real Property

i. Acquire or dispose of an interest in real property other than by lease valued at less than \$50,000

ii. Acquire or dispose of an interest in real property by lease with an annual value of \$150,000 or less and a term of not more than 10 years

e. Authority to Award Emeritus Status

i. Award emeritus status to Faculty and SAAO Tier II employees in accordance with applicable Board of Trustees policies governing the award of emeritus status.

f. The Use of Firearms on the University's Research Stations, Field Laboratories, Forest and Woodland Properties – which may be further delegated.

i. Establish operating procedures and to allow the use of weapons on the University's research stations, field laboratories, forest and woodland properties for the purposes of controlling animal depredation of crops and for wildlife management.

VIII. Vice Chancellor for Finance and Administration Delegated Authority

a. Purchase, Sell, Transfer or Sign Trust Fund Assets and Securities

i. Buy stocks, bonds, or other securities of corporations, firms, or individuals, of the United States Government, or of any state or political subdivision thereof.

ii. Sell, trade, assign, endorse, and deliver for transfer certificates representing stocks, bonds, or other securities of corporations, firms, or individuals, of the United States Government, or of any state or political subdivision thereof.

iii. Assign for reissue or redemption any registered obligation of any corporation, the United States Government and its instrumentalities, or of any state or political subdivision thereof, now or hereafter registered in the name of North Carolina State University at Raleigh.

b. Trademark registration and licensing program – or designee

i. Register such marks, symbols and other indicia of the University in the various states and with the U.S. Patent and Trademark Office as he deems appropriate.

ii. Enter into an agreement with an agent for the licensing of North Carolina State University's marks, symbols, and indicia in a manner deemed consistent with the purposes and needs of the University.

c. Internal Revenue Service Reimbursement Resolutions – or designee

i. Declare the official intent of NC State within the meaning of Section 1.150-2 of the Treasury Regulations promulgated under Section 103 of the Internal Revenue Code of 1986, as amended, evidencing NC State's intent to reimburse NC State for expenditures incurred and paid by NC State in connection with projects from the proceeds of tax exempt obligations.

d. Business Signatures – or designee

i. Establish Imprest Checking Accounts.

ii. Approve Tax Related Documents necessary for the University.

iii. Approve Trust Fund Authorities and Related Changes.

iv. Approve University Receipt Centers.

NORTH CAROLINA STATE UNIVERSITY

BOARD OF TRUSTEES RESOLUTION

WHEREAS, the UNC System Board of Governors adopted a resolution on the 17th day of January 2020, which strongly encourages our state's elected leaders to pass the proposed budget for the Fiscal Year (FY) 19-21 biennium, details significant impacts to all UNC System institutions that are detrimental to North Carolina's citizens, and calls on all university boards of trustees to pass a concurring resolution; and

WHEREAS, North Carolina State University serves more than 36,000 students, educates more North Carolinians than any other university in the state, and employs nearly 9,000 citizens of North Carolina; and

WHEREAS, North Carolina State University is experiencing record applications and enrollment, serves as the UNC System's flagship research institution for science, technology, engineering and mathematics (STEM) graduating one-third of all STEM students in the System, and contributes \$6.5 billion to the statewide economy each year; and

WHEREAS, the State of North Carolina does not have a newly enacted budget for the Fiscal Year (FY) 19-21 biennium; and

WHEREAS, the proposed budget outlined in House Bill 966 includes funding for critical and urgent capital and operational investments at North Carolina State University including the following:

- \$80 million for a new STEM building on main campus which will provide much-needed teaching and research spaces necessary to continue attracting the best and brightest faculty and students;
- Enrollment growth funding critical to the academic mission of the university utilized for expanding programming, supporting student success, and improving retention and graduation rates in line with the UNC System strategic plan;
- Historic and transformative repair and renovation funding to address facility needs across an aging and vast campus that has experienced long-delayed infrastructure repair and building maintenance;
- Funding for years three and four of a five year grant which accelerates the development of innovative manufacturing processes of biopharmaceutical products;
- Funding for a number of different important agricultural initiatives; and

WHEREAS, Senate Bill 354 provided approximately four percent raises over the next two years for the university's exceptional faculty and staff, who are essential to the delivery of a high-quality educational experience and our continued ability to serve the state as a whole; and

WHEREAS, the absence of the proposed state budget being enacted for FY 19-21 is not only harmful to North Carolina State University's faculty, staff, and students, but to all other UNC System institutions, and threatens the ability of the UNC System to serve the citizens of the state and contribute to the economic vitality of North Carolina;

NOW, THEREFORE, BE IT RESOLVED, the Board of Trustees of North Carolina State University, in concurrence with the resolution passed by the Board of Governors of the UNC System, calls on all elected leaders who support and value the world class public higher education system in North Carolina, to move swiftly to enact House Bill 966 and the salary provisions originally included in Senate Bill 354.

Resolved, this the 28th day of February, 2020

Thomas E. Cabaniss, Chair

James A. Harrell III

Ronald W. Prestage

Robert F. Andrews III

Stanhope A. Kelly

Edwin J. Stack III

Jimmy D. Clark

Wendell H. Murphy

Dewayne N. Washington

Ann B. Goodnight

Ven Poole

Edward I. Weisiger, Jr.

Emma Carter, (Ex officio)
Student Body President



**RESOLUTION OF
THE BOARD OF GOVERNORS OF
THE UNIVERSITY OF NORTH CAROLINA
January 17, 2020**

WHEREAS, the State of North Carolina does not have an enacted budget for the FY 19-21 biennium;
and

WHEREAS, the UNC System is experiencing record enrollment, serves more than 240,000 students across the state, is graduating students at the fastest rate in state history, and employs nearly 47,000 North Carolinians; and

WHEREAS, the current proposed budget, House Bill 966, includes funding for several critical and time-sensitive University investments, including but not limited to:

- \$630,000,000 in authorized capital projects, including funding for the new Brody School of Medicine at East Carolina University,
- New health sciences building at UNC Pembroke,
- New steam plant for Western Carolina University,
- New library and crime laboratory at Elizabeth City State University;
- \$130,000,000 in much needed repairs and renovations; and

WHEREAS, House Bill 966 also provides funding for several major projects and initiatives across the University System, including but not limited to:

- Operating funds needed to facilitate the opening of the new Morganton campus of the North Carolina School of Science and Math in the Fall of 2021;
- Funding for the N.C. Promise Program, which reduces the cost of tuition to \$500 per semester tuition at Elizabeth City State University, UNC Pembroke and Western Carolina University;
- Funding for N.C. A&T State University's designation as a doctoral program; and

WHEREAS Senate Bill 354 provided approximately four percent raises over the next two years to university faculty and staff, who are critical to our mission to serve the state; and

WHEREAS the absence of an enacted state budget for FY 19-21 hurts UNC System institutions, faculty, students, and the communities we serve, and threatens the ability of the University to serve the citizens of the State and contribute to the economic vitality of North Carolina;

NOW, THEREFORE, BE IT RESOLVED, that the Board of Governors of the University of North Carolina strongly encourages all elected leaders who support and value the world class higher educational systems in North Carolina to move swiftly to enact House Bill 966 and approve with the provisions originally included in Senate Bill 354. Further, we call on all boards of trustees to create and approve a concurring resolution as soon as practical.

Adopted this 17th day of January, 2020.


Randy Ramsey, Chairman


Secretary