

Conflict of Interest Statement

All Board Members are reminded 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.

NC State Law Virtual Meetings

SCRIPT

As chair of the committee, I want to remind everyone that we will be conducting today's meeting pursuant to the new amendments to the Open Meetings Act that apply during states of emergency. The amendments were signed into law on May 4, 2020, and allow public bodies to meet via electronic means. The new law does require, however, that we take all votes via roll call, which we will do today.

Additionally, pursuant to the amendments to the law, all chats, instant messages, texts, or other written communications between members of the board regarding the transaction of the public business during the remote meeting are deemed a public record.

Finally, I will ask all committee members, Board members, and participating staff to please identify yourself before participating in deliberations -- including making motions, proposing amendments, and raising points of order.

Winston-Salem State University
Board of Trustee Meeting

Adoption of Agenda Roll Call Vote

Name:	Present	Not Present
1. Farmer, Kelvin		
2. Bailey, L'Tanya		
3. Barr, Robert		
4. Bigelow, Coretta		
5. Carr, Dyamond		
6. Clark, Robert		
7. Cullinan, Matthew		
8. Harris, William		
9. Kelly, Kathleen .		
10. Miller, Bill		
11. Moore, Brent		
12. Nostitz, Drewry		
13. Sides, Ricky		

Winston-Salem State University
Board of Trustee Meeting

Motion to Go Into Closed Session Roll Call Vote

Name:	Present	Not Present
1. Farmer, Kelvin		
2. Bailey, L'Tanya		
3. Barr, Robert		
4. Bigelow, Coretta		
5. Carr, Dyamond		
6. Clark, Robert		
7. Cullinan, Matthew		
8. Harris, William		
9. Kelly, Kathleen		
10. Miller, Bill		
11. Moore, Brent		
12. Nostitz, Drewry		
13. Sides, Ricky		

Winston-Salem State University
Board of Trustee Meeting

Motion to Resume in Open Session Roll Call Vote

Name:	Present	Not Present
1. Farmer, Kelvin		
2. Bailey, L'Tanya		
3. Barr, Robert		
4. Bigelow, Coretta		
5. Carr, Dyamond		
6. Clark, Robert		
7. Cullinan, Matthew		
8. Harris, William		
9. Kelly, Kathleen		
10. Miller, Bill		
11. Moore, Brent		
12. Nostitz, Drewry		
13. Sides, Ricky		

Winston-Salem State University
Board of Trustee Meeting

Adoption of Actions Taken in Closed Session Roll Call Vote

Name:	Present	Not Present
1. Farmer, Kelvin		
2. Bailey, L'Tanya		
3. Barr, Robert		
4. Bigelow, Coretta		
5. Carr, Dyamond		
6. Clark, Robert		
7. Cullinan, Matthew		
8. Harris, William		
9. Kelly, Kathleen		
10. Miller, Bill		
11. Moore, Brent		
12. Nostitz, Drewry		
13. Sides, Ricky		

Winston-Salem State University Board of
Trustee Meeting

Roll Call Vote on Motion up for Approval

Name:	Present	Not Present
1. Farmer, Kelvin		
2. Bailey, L'Tanya		
3. Barr, Robert		
4. Bigelow, Coretta		
5. Carr, Dyamond		
6. Clark, Robert		
7. Cullinan, Matthew		
8. Harris, William		
9. Kelly, Kathleen .		
10. Miller, Bill		
11. Moore, Brent		
12. Nostitz, Drewry		
13. Sides, Ricky		

Winston-Salem State University Board of
Trustee Meeting

Roll Call Vote on Motion up for Approval

Name:	Present	Not Present
1. Farmer, Kelvin		
2. Bailey, L'Tanya		
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9. Kelly, Kathleen .		
10. Miller, Bill		
11. Moore, Brent		
12. Nostitz, Drewry		
13. Sides, Ricky		

STATE OF NORTH CAROLINA

COUNTY OF FORSYTH

I, **Bill Miller**, do solemnly swear or affirm that I will support and maintain the Constitution and laws of the United States and the Constitution and laws of North Carolina not inconsistent therewith; and that I will faithfully discharge the duties of my office as a member of the Board of Trustees of **Winston-Salem State University**.

Further, I do solemnly and sincerely swear or affirm that I will be faithful and bear true allegiance to the State of North Carolina and to the constitutional powers and authorities which are or may be established for the government thereof; and that I will endeavor to support, maintain, and defend the Constitution of said State, not inconsistent with the United States, to the best of my knowledge and ability; so help me God.


Signature

Sworn to and subscribed before me this 4 day of Sept 2021.1.




Notary's Signature
Commission expires 26 March 2023



**RESOLUTION TO
NAME THE HILL HALL CONFERENCE ROOM
IN HONOR OF DR. SYLVESTER WENDELL WOOTEN, '64**

WHEREAS, Winston-Salem State University (WSSU) is a constituent institution of The University of North Carolina; and

WHEREAS, Winston-Salem State University will name facilities to recognize individuals who have attained achievements of extraordinary distinction and who have had an active association with the university; and

WHEREAS, Dr. Sylvester Wendell Wooten was born in Robeson County and graduated from Proctorville High School. He earned his Bachelor of Science degree in education from Winston-Salem State University, a Master of Science degree in guidance at Virginia State College, and his Doctor of Philosophy in counselor education at the University of Virginia; and

WHEREAS, Dr. Wooten held a variety of positions at Winston-Salem State University, including assistant professor and director of the Counseling Center, Office of Student Affairs, and Director, Title III Programs. In 1977, Dr. Wooten became director of Continuing Education and Summer School at UNC Pembroke. He served 25 years in Pembroke until his retirement in 2000; and

WHEREAS, Beyond his normal role, he was a valuable resource and role model for many students, including serving as the active advisor of the Omega Psi Phi Fraternity, Inc. Dr. Wooten also worked part-time at Robeson Community College and served on the Board of Directors of the Housing Authority of the City of Lumberton; and

WHEREAS, An active member of the Omega Psi Phi Fraternity, Inc., Dr. Wooten was a member of the Beta Nu chapter. He also served as the graduate advisor of the Mu Epsilon and Chi Mu Chapters of Omega Psi Phi Fraternity, Inc. Dr. Wooten passed away on May 27, 2012. Survivors include wife, Eveland Jenkins Wooten; daughter, Candice Sylvette Wooten Brown; her husband, Ivey Brown, Jr.; and daughter, Shanita Wendette.

NOW, THEREFORE, BE IT RESOLVED, the Dr. Sylvester Wendell Wooten Conference Room shall be established in Hill Hall.

This resolution shall be effective upon its adoption.

Adopted this ____day of September 2021.

Kelvin Farmer
Chairman, Board of Trustees
Winston-Salem State University

Coretta Bigelow
Secretary, Board of Trustees
Winston-Salem State University



Enterprise Risk Management Steering Committee Charter

I. Responsibilities & Duties

The enterprise risk management (ERM) steering committee (the “committee”) shall monitor the risk environment for Winston-Salem State University (the “university”) and provide direction for the activities to mitigate, to an acceptable level, the risks that may adversely affect the university's ability to achieve its goals. The committee facilitates continuous improvement of the university's capabilities around managing its priority risks. In addition, the committee will support the Audit, Risk and Compliance Committee's (ARCC) efforts to monitor and evaluate, as mandated by professional standards and the University of North Carolina System Office's requirements, risks that impact the institution's goals.

Specifically, the committee shall:

- Identify and Prioritize Business Risks: Review the university's risk register in order to understand the current risk environment for the university, including a review of emerging risks, information technology's top risk and mitigation plans, the interrelationships between risks and the context of university's risk appetite;
- Evaluate the Effectiveness of Risk Mitigation Activities: Define and communicate expected results of the ERM implementation committee and risk owners. Review risk mitigating strategies for effectiveness and consistency with the university's risk tolerance;
- Ensure that Gaps in Effectiveness are Addressed for High-Priority Risks: Provide direction for the allocation of resources and assignment of responsibilities for activities addressing business risks; and
- Improve ERM Infrastructure: Provide guidance regarding the ERM infrastructure, including systems, processes and organizational structure.

The committee is not responsible for any day-to-day tasks involved in risk management or the mitigation of any risks; however, individuals on the committee may have specific risk management tasks as part of their primary job at the university.

The above list of activities should serve as a guide with the understanding that the committee may carry out additional functions and adopt additional policies and procedures as may be appropriate in light of changing business, legislative, regulatory, legal or other conditions. The committee shall also carry out any other responsibilities and duties delegated to it by the University of North Carolina System Office, the Board of Trustees and/or the Chancellor of the university from time to time, related to the purposes of the committee outlined in this section.

II. Membership & Operations

The Vice Chancellors, Director of Athletics, Chief of Staff and Operations Officer, Associate Provost and Chief Information Officer, Chief Marketing and Communication Officer, and the General Counsel of the university shall serve as "voting members".

The committee chairperson will serve as a non-voting, ex officio member of the committee: Committee Chairperson: Chief Audit, Risk, and Compliance Officer. The Senior Associate Provost also serves as a non-voting member.

Each voting member shall have one vote. A simple majority of voting members in agreement can result in actions directed by the committee. The effect of ceasing to be an employee of the university is the automatic

termination as a voting member or member of the committee. It is appropriate that members of the committee have a range of different backgrounds, skills and experiences, having due regard to the operational, financial and strategic risk profile of the university.

~~Other "non-voting members" include:~~

~~Senior Associate Provost; and~~

~~Associate Provost and Vice Chancellor for Student Engagement and Development.~~

The committee may direct internal groups and/or engage outside experts to assist in its responsibilities. The committee will report, through the Chief Audit, Risk, and Compliance Officer, regularly to the ARCC of the university's board of trustees following meetings of the committee regarding current status of risk and action items.

III. Meetings & Attendance

- The committee should meet at least four times (quarterly) per year. Additional meetings may be held as the work of the committee demands or if requested by the Chancellor, a university board of trustees' member, external auditor or internal auditor. The chairperson of the committee or a majority of the members (in the chairperson's absence) may call a special meeting of the committee.
- As necessary or desired, the chairperson may invite members of the ERM implementation committee and/or risk and control owners to be present at meetings. The committee may also exclude from its meetings any person it deems inappropriate for such meeting(s).
- In lieu of detailed minutes, for each meeting, a summary of attendees and any action items or key decisions will be prepared and circulated to all committee members that were invited to the meeting.
- Agendas will be prepared for committee meetings. The agenda of each meeting will be circulated, whenever reasonably practicable, to each member prior to each meeting. The following may serve as the standing agenda for all meetings of the committee regardless of whether it is stated in the quarterly agenda:
 - Quarterly review of the university's risk register, paying particular attention to items that have changed since the previous meeting (e.g., risks for which the prioritization has changed, new risks, new mitigation activities, etc.);
 - Reports from others concerning activities related to ERM; and
 - Any other business.

IV. Annual Review

The committee shall have oversight to perform a review and assess, at least annually, the adequacy of this charter and any improvements to this charter that the committee considers necessary or valuable. The committee shall conduct such reviews in such manner as it deems appropriate.

Adopted: March 16, 2018

Amended: September 21, 2018

September 17, 2021

~~William U. Harris~~
Kelvin E. Farmer

Chairman, Board of Trustees

Winston-Salem State University

~~Scott F. Wierman~~
Coretta J. Bigelow

Secretary, Board of Trustees

Winston-Salem State University



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Adopted: March 16, 2018
Amended: September 21, 2018
September 17, 2021

Kelvin E. Farmer
Chairman, Board of Trustees
Winston-Salem State University

Coretta J. Bigelow
Secretary, Board of Trustees
Winston-Salem State University



WSSU BOT Full Board Meeting Minutes

Winston-Salem State University

Jun 11, 2021 at 9:00 AM EDT

@ Zoom Mtg. ID#946-6859-5885 - Access: 018822

Attendance

Members Present:

L'Tanya Bailey, Robert Barr, Coretta Bigelow, Ivey Brown, Karen Cession, Je'den Clark, Robert Clark, Matthew Cullinan, Kelvin Farmer, Cornelius Graves, William Harris, Kathleen Kelly, Brent Moore, Drewry Nostitz, Chancellor's Office, Ricky Sides, Dave Smith, Letitia Wall

- I. Call to Order - Chairman Farmer
- II. Conflict of Interest Statement - Chairman Farmer

 [Conflict of Interest Statement.pdf](#)

- III. Virtual Meeting Statement - Chairman Farmer

 [NC Virtual Meetings Script.pdf](#)

- IV. Swearing in of the 2021-2022 SGA President - Ms. Dyamond Carr

 [Carr Dyamond Oath.pdf](#)

- V. Roll Call - Mr. Cornelius Graves, Esq. - Assistant BOT Secretary

 [BOT ROLL CALL 6-11-21.pdf](#)

- VI. Adoption of the Agenda*

Motion:

Adopt Agenda

Motion moved by Trustee Harris and motion seconded by Trustee R. Clark. Call vote taken - Motion Passed

- VII. Adoption of the Consent Agenda*

Motion:

To accept the consent agenda as presented

Motion moved by Trustee Bailey and motion seconded by Trustee Smith. Roll call vote taken - motion passed

- A. Nominating Committee Charter - Dr. Ivey Brown

 [Nominating Committee Charter Final.6.1.2021..pdf](#)

Motion:

That the Nominating committee Charter be accepted as presented

A roll call vote was taken. Motion passed.

- VIII. Adoption of the Minutes*

Motion:

Resolved, Motion to accept the minutes as presented.

Motion moved by Trustee Moore and motion seconded by Trustee Harris. Roll call vote taken - Motion passed

- A. Minutes - Full Board Meeting - March 19, 2021*

 [Minutes.Final.WSSU BOT Full Board Mtg. March 2021.pdf](#)

Motion:

Resolved, Motion to accept the Minutes of the March 19, 2021 meeting as presented.

Roll call vote was taken. Motion passed.

- B. Minutes - Called Meeting - May 4, 2021*

 [Minutes.Called Meeting.May 4. 2021.6.3.2021.pdf](#)

Motion:

Resolved, Motion to accept Minutes of the May 4, 2021 called meeting as presented.

Roll call vote was taken. Motion passed.

- IX. Report of the Chancellor - Dr. Elwood L. Robinson

Chancellor Robinson's Power Point Presentation can be found with the June 11, 2021 meeting folder in Passageways.

- X. Report of the Board Chair - Mr. Kelvin Farmer

- XI. Committee Reports

- A. Academic Affairs Committee - Trustee Barr

- B. Audit, Risk and Compliance Committee - Trustee R. Clark
- C. Endowment Committee - Chairman Farmer
- D. Finance and Administration Committee - Trustee Bigelow
- E. G.A.T.E. Committee - Trustee Kelly
- F. Student Affairs Committee - Trustee Sides
- G. University Advancement Committee - Trustee Nostitz
- H. Grievance Appeal Committee - Trustee Barr

XII. Adoption of Committee Reports*

Motion:

Resolved, Motion that the Committee Reports be accepted as presented.

Motion moved by Trustee Harris and motion seconded by Trustee Moore. Roll call vote was taken. Motion passed.

XIII. Motion to Go Into Closed Session* - Trustee Coretta Bigelow

 [MOTIONS TO GO INTO CLOSED SESSION.5.21.2021.pdf](#)

Motion:

Resolved, Motion that the board move into closed session to consult with our attorney, and to review personnel records.

Motion moved by Trustee Bigelow and motion seconded by Trustee Harris. Roll Call vote was taken. Motion passed.

XIV. Closed Session

 [Agenda.Closed Session.6.3.2021.pdf](#)

 [Audit.Litigation Assessment - June 2021.pdf](#)

 [Chief of Staff and Operations Officer June BoT.pdf](#)

 [Audit.CLOSED ARCC - Litiigation Stmt.6.11.2021..pdf](#)

- A. Approval of the Closed Meeting Minutes for March 19, 2021*

 [Minutes.Closed Session.3.19.2021..pdf](#)

Motion:

Resolved, Motion to accept the Closed Session Minutes of March 19, 2021 as presented.

Motion moved by Trustee Harris and motion seconded by Trustee Moore. Roll Call vote was taken. Motion passed.

Motion:

Resolved, Motion to come out of Closed Session.

Motion moved by Trustee Clark and motion seconded by Trustee Harris. Roll call vote was taken. Motion passed.

XV. Resume Meeting in Open Session

Chairman Farmer stated that while in closed session the board was briefed on confidential and legal matters. The board also took action on a personnel matter.

XVI. New Business

A. Resolution Honoring Trustee Dave Smith

 [Resolution honoring. Mr. David J. Smith.5.14.2021.Final.pdf](#)

B. Resolution Honoring Trustee Je'den Clark

 [Resolution honoring Ms. Je'den Clark.5.14.2021.pdf](#)

XVII. Announcements

Chancellor Robinson asked the board to accept his use of the policy to "Waive the Recruitment" in order to appoint Ms. Letitia Wall as Chief of Staff and Operations Officer for the Office of the Chancellor.

Trustee Kelly -Resolved, Motion to approve the "Waiver of Recruitment" policy to appoint Ms. Letitia Wall as Chief of Staff and Operations Officer for the Office of the Chancellor. Trustee Clark seconded. A roll call vote was taken. The motion passed.

Chairman Farmer then stated that according to the board bylaws, it was necessary to appoint new Officers for the 2021-2022 fiscal year. He appointment the following trustees to serve on the Nominating Committee: Trustee Nostitz would be chair of the committee, member appointed were: Trustee Cullinan and Trustee Harris. The committee will meet virtually and present a slate of officers at the September 2021 meeting to be approved.

XVIII. Motion to Adjourn *

Motion:

Resolved, Motion that the meeting of the WSSU Board of Trustees adjourn.

Motion moved by Trustee Moore and motion seconded by Trustee Harris. The motion carried via common consent.

**Winston-Salem State University Board of Trustees
Called Meeting**

Friday, June 18, 2021

8:30 a.m. via Zoom

Draft Minutes Pending Board Approval

CALL TO ORDER

Chairman Farmer called the meeting to order at 8:30 a.m.

CONFLICT OF INTEREST STATEMENT

Chairman Farmer read the following statement:

All Board Members are reminded 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.

There were no conflicts noted.

VIRTUAL MEETINGS STATEMENT

Chairman Farmer read the following statement

As chair of the Board of Trustees, I want to remind everyone that we will be conducting today's meeting pursuant to the new amendments to the Open Meetings Act that apply during states of emergency. The amendments were signed into law on May 4, 2020, and allow public bodies to meet via electronic means. The new law does require, however, that we take all votes via roll call, which we will do today.

Additionally, pursuant to the amendments to the law, all chats, instant messages, texts, or other written communications between members of the board regarding the transaction of the public business during the remote meeting are deemed a public record.

Finally, I will ask all committee members, Board members, and participating staff to please identify yourself before participating in deliberations -- including making motions, proposing amendments, and raising points of order.

ROLL CALL

Mr. Graves conducted roll call.

Members Present: Dr. L'Tanya Bailey, Mrs. Coretta Bigelow, Mr. Robert Barr, Mr. Robert Clark, Dr. Matthew Cullinan, Mr. Kelvin Farmer, Dr. William Harris, and Ms. Kathleen Kelly, Mr. Brent Moore, Dr. Ricky Sides, .

Members absent: Mrs. Drewry Nostitz, Ms. Dyamond Carr, and Mr. Dave Smith. The board had a quorum.

Staff members in attendance: Dr. Ivey Brown, Mr. Cornelius Graves, Mrs. Letitia Wall, and Mrs. Karen Cession

Motion to Go into Closed Session

Trustee Clark read the motion for closed session.

Move that the Winston-Salem State University Board of Trustees GATE Committee move to go into closed session to: prevent the disclosure of privileged information under N.C.G.S. 143-318-11 (a) (1): State employee personnel records, under the Privacy of State Employee Personnel Records Act, Article 7 of Chapter 126 of the North Carolina General Statutes. To consult with our attorney under N.C.G.S. 143-318.11 9A) (3): to protect the attorney-client privilege.

Trustee Harris seconded the motion. A roll call vote was taken. The motion passed.

Motion resolved *that the Winston-Salem State University Board of Trustees move to go into closed session to: prevent the disclosure of privileged information under N.C.G.S. 143-318-11 (a) (1): State employee personnel records, under the Privacy of State Employee Personnel Records Act, Article 7 of Chapter 126 of the North Carolina General Statutes. To consult with our attorney under N.C.G.S. 143-318.11 9A) (3): to protect the attorney-client privilege.*

Closed Session

While in closed session, Chairman Farmer began the discussion regarding Chancellor Robinson's biennial review and Chancellor Robinson's Self Evaluation. He stated that the evaluation was complete and that with the help of the G.A.T.E. Committee, Dr. Ivey Brown, Mr. Cornelius Graves, and Mrs. Letitia Wall, they were able to create a summary cover letter to send along with the evaluation to the UNC Systems Office.

The prepared document was upload into Passageways for the board to review. A roll call vote was taken on the review and summary.

Trustee Moore made a motion to accept Chancellor Robinson's biennial review/evaluation and summary as presented. Trustee Clark seconded. A roll call vote was taken. Motion passed.

Motion resolved that the Winston-Salem State University board members accept Chancellor Robinson's biennial review/evaluation on behalf of the Board of Trustees.

Motion to Come out of Closed Session:

Trustee Moore motioned that the board come out of closed session. Trustee Harris seconded. A roll call vote was taken and the motion passed.

Motion resolved that the Winston-Salem State University Board of Trustees come out of closed session.

Statement Regarding Actions Take in Closed Session:

Chairman Farmer stated that while in closed session the board discussed a confidential matter and took action.

ADJOURNMENT

Trustee Harris motioned and Trustee Moore seconded the motion to adjourn the meeting. The meeting was adjourned.

Respectfully submitted by,

Karen Cession
University Program Specialist

Winston-Salem State University
Board of Trustees
Nominating Committee Meeting
August 4, 2021

Draft Minutes

Committee Chair Nostitz called the meeting to order at 11:01 a.m.

Committee Chair Nostitz, then read the Conflict of Interest Statement, and the Virtual Meeting Statement. There were no conflicts.

Assistant Board Secretary Cornelius Graves did a roll call. Members present were, Matthew Cullinan, William Harris, and Drewry Nostitz. There were no absent members.

Staff in attendance were, Cornelius Graves, Karen Cession, Letitia Wall and Ivey Brown.

Mr. Graves provided the committee with the current slate of BOT officers. Those officers are:

1. Chairman – Kelvin Farmer,
2. Co-Chair – Kathleen Kelly, and
3. Secretary – Coretta Bigelow.

The committee had a discussion regarding the slate of officers and succession of the BOT Co-chair to BOT Chair.

Since no known succession plan is currently in place for the board, Trustee Nostitz stated that she would make a formal request to Chairman Farmer for a formalized succession plan to be created.

Trustee Harris motioned that the current slate of officer be presented to the full board for re-appointments at the September 2021 Board of Trustees' meeting. Trustee Cullinan seconded the motion. A roll call vote was taken. The motion passed.

Motion Resolved: The current slate of BOT officers be presented to the full board for re-appointment approval at the September 2021 Board of Trustees' meeting.

There were no further discussion items.

Trustee Nostitz motioned to adjourn the meeting at 11:13 a.m.

Respectfully submitted by:

Karen Cession - University Program Specialist



RESOLUTION TO AMEND AND RESTATE DELEGATED AUTHORITY FROM THE BOARD OF TRUSTEES OF WINSTON-SALEM STATE UNIVERSITY

WHEREAS, the Board of Trustees of Winston-Salem State University (“Board of Trustees”) has a duty to promote the sound development of Winston-Salem State University 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 endeavor;

WHEREAS, the Board of Trustees serves as an advisor to the Board of Governors on matters pertaining to Winston-Salem State University and serves as an advisor to the chancellor concerning the management and development of Winston-Salem State University;

WHEREAS, the Board of Trustees’ powers and duties are defined by the Board of Governors through the Board of Governors delegating certain authorities and responsibilities to the Board of Trustees;

WHEREAS, the Board of Governors’ approval of the “Resolution to Amend and Restate Constituent Institution Board of Trustees Delegations” on July 22, 2021, directs each board of trustees of the constituent institutions to identify and restate in one binding resolution all instances in which the board of trustees of the constituent institution has delegated all or some of its delegated authority from whatever source to any committee, person, agency, or entity;

NOW THEREFORE, the Board of Trustees restates the following delegations of authority:

- Pursuant to UNC Regulation 400.5[R] Regulation on Planning, Establishing, and Reviewing Centers and Institutes in the University of North Carolina: The Board of Trustees of each administrative campus has the authority to approve campus level policies on centers and institutes and to authorize establishment and discontinuation of institutional centers and institutes consistent with these regulations and the directions of the president or the Board of Governors. The Board of Trustees delegates to the chancellor the authority to approve the discontinuation of institutional centers and institutes;
- Pursuant to the UNC Policy Manual 600.1.3(II)(B) and (C) Policy on Authority for Real Property Transactions, the Board of Trustees has been delegated the power to authorize acquisition or disposition by the institution of the following interests in real property without obtaining approval of the Board of Governors:
 - Any interest in real property, other than a leasehold, with a value less than \$500,000; and
 - A leasehold interest in real property with annual value less than \$500,000 and a term of not more than 10 years

The Board of Trustees delegates to the chancellor the power to authorize the institution’s acquisition or disposition of an interest in real property valued at less than \$50,000;

- Pursuant to the UNC Policy Manual 600.3.4 (Granting of Management Flexibility to Appoint and Fix Compensation), the Board of Trustees has been delegated the power to execute the following personnel actions for faculty and EHRA non-faculty instructional, research, and public service (IRPS) employees: (1) permanent and temporary appointments and salaries; (2) promotion, including faculty rank changes but excluding tenure; and (3) permanent and temporary salary increases or stipends. The Board of Trustees delegates these aforementioned authorities to the chancellor;
- Pursuant to The Code of the University of North Carolina, the Board of Trustees has delegated authority, duties, and powers related to academic programs, academic degrees and grading, budget administration, admissions, tuition, fees, and deposits, student financial aid, and student services. Pursuant to the April 7th, 2020 Winston-Salem State University Board of Trustees Resolution to Delegate Authority During the Covid-19 Pandemic, the Board of Trustees has delegated to the Chancellor, in consultation with the Board Chair, the ability to implement policies related to COVID-19.

Notwithstanding any other provision authorized by the Board of Trustees, all authority that has been delegated to the Board of Trustees and has not been expressly identified and further delegated in this resolution is hereby vested in the authority of the Board of Trustees.

This Resolution shall be effective upon its adoption.

This the 17th day of September 2021.

Kelvin Farmer
Board Chair
Winston-Salem State University Board of Trustees

Coretta Bigelow
Board Secretary
Winston-Salem State University Board of Trustees

MOTIONS TO GO INTO CLOSED SESSION

September 17, 2021

I move that we go into closed session to:

(Specify one or more of the following permitted reasons for closed sessions)

xx **Prevent the disclosure of privileged information under N.C.G.S. 143-318.11(a)(1):**

State employee personnel records, under The Privacy of State Employee Personnel Records Act, Article 7 of chapter 126 of the North Carolina General Statutes.

Internal Auditor's work papers, under Section 116-40.7 of the North Carolina General Statutes.

A student's education records, under The Family Educational Rights and Privacy Act of 1974, Public Law 93-380, as amended by Public Law 93-568.

Social Security account numbers, under The Privacy Act of 1974, Public Law 93-579, as amended by Public Law 94-455.

Prevent the premature disclosure of an honorary degree, scholarship, prize or similar award under N.C.G.S. 143-318.11(a)(2)

XXX **Consult with our attorney under N.C.G.S. 143-318.11(a)(3):**

to protect the attorney-client privilege.

to consider and give instructions concerning a potential or actual claim, administrative procedure, or judicial action; if known, title of action is:

Discuss matters relating to the location or expansion of business in the area served by this body under N.C.G.S. 143-318.11(a)(4).

Establish or instruct the staff or agent concerning the negotiation of the price and terms of a contract concerning the acquisition of real property under N.C.G.S. 143-318.11(a)(5).

Establish or instruct the staff or agents concerning the negotiations of the amount of compensation or other terms of an employment contract under N.C.G.S. 143-318.11(a)(5).

Consider the qualifications, competence, performance, or condition of appointment of a public officer or employee or prospective public officer or employee under N.C.G.S. 143-318.11(a)(6).

XXX **Hear or investigate a complaint, charge, or grievance by or against a public officer or employee under N.C.G.S. 143-318.11(a)(6).**

Plan, conduct, or hear reports concerning investigations of alleged criminal conduct N.C.G.S. 143-318.11(a)(7).

Winston-Salem State University
Board of Trustees
Closed Session Agenda
Friday, September 17, 2021

Held via Zoom

Action Items *

1. Approval of the Closed Session Minutes for June 11, 2021*
2. Litigation and Legal Assessment Report Dr. Ivey Brown
3. Motion to come out of Closed Session*