

**WINSTON-SALEM STATE UNIVERSITY BOARD OF TRUSTEES  
MINUTES OF FULL BOARD MEETING  
FRIDAY, SEPTEMBER 20, 2019  
DRAFT PENDING BOARD APPROVAL**

**CALL TO ORDER**

Chair Harris called the meeting to order at 9:00am.

**CONFLICT OF INTEREST STATEMENT**

Chair Harris reminded the members of their obligations under the State Ethics Act by reading 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 meeting. If any board member knows of any conflict of interest or appearance of conflict with respect to any matter coming before the Board at this meeting, the conflict or appearance of conflict should be identified at this time.*

No conflicts were noted.

**ROLL CALL**

Mrs. Kluttz-Leach called the roll. All trustees were present. A quorum was established. The voting strength was 13, the majority was 7, and 2/3rds was 9.

Staff present: Dr. Anthony Graham, Mr. Wilbourne Rusere, Dr. LaTanya Afolayan, Dr. Mel Norwood, Dr. Ivey Brown, Mrs. Shannon Henry, Ms. Raisha Cobb, Mr. Cornelius Graves, Chief Patricia Norris, and Ms. Camille Kluttz-Leach,

**ADOPTION OF THE AGENDA**

Trustee Nostitz moved to adopt the agenda. Trustee Farmer seconded the motion. The motion passed.

**Motion:** Resolved, that the Winston-Salem State University Board of Trustees adopt the current agenda as distributed.

**APPROVAL OF MINUTES**

Trustee Nostitz moved to approve the June 14, 2019, and July 30, 2019 meeting minutes. Trustee Farmer seconded the motion. The motion passed.

**Motion:** Resolved, that the Winston-Salem State University Board of Trustees approve the minutes of June 14, 2019, and July 30, 2019.

## **RESOLUTION HONORING MR. JERRY MICHAEL SHORTT**

Chairman Harris presented a plaque resolution and gifts to Trustee Wierman in recognition of his service on the Winston-Salem State University Board of Trustees. Mr. Shortt expressed his sincere gratitude for being able to serve on the Winston-Salem State University Board of Trustees and reminded the body that he will remain an advocate and supporter of the university.

## **CONSENT AGENDA**

Trustee Cullinan moved to approve the items listed on the consent agenda. Trustee Sides seconded the motion. The motion passed.

**Motion:** Resolved, that the Winston-Salem State University Board of Trustees approve all items listed on the consent agenda as listed.

### *Overtime Compensation Policy*

## **REPORT OF BOARD CHAIR**

### A. WSSU Board of Trustees Endowed Scholarship

Chairman Harris presented the proposal that the Board of Trustees establish an endowed scholarship. Trustee Sides moved to approve the formation of the Winston-Salem State University Board of Trustees Scholarship. Trustee Farmer seconded the motion. The motion passed.

**Motion:** Resolved, that the Winston-Salem State University Board of Trustees approve the formation of the “Winston-Salem State University Board of Trustees Endowed Scholarship.”

### B. Statement of Accountability and Commitment

Chairman Harris presented the Statement of Accountability and Commitment that sets forth expectations of trustees. Trustee Moore moved that the Winston-Salem State University Board of Trustees adopt the Statement of Accountability and Commitment. Trustee Clark seconded the motion. The motion passed.

**Motion:** Resolved, that the Winston-Salem State University Board of Trustees adopt the Statement of Accountability and Commitment.

Upon adoption of the Statement of Accountability, Chairman Harris asked that all trustees sign the form and return it to him.

## **REPORT OF THE COMMITTEES**

- A. Academic Affairs Committee (Nostitz)
- B. Student Affairs Committee (Bigelow)
- C. University Advancement Committee (Farmer)
- D. Finance and Administration Committee (Barr)
- E. Audit, Risk, and Compliance Committee (Clark)
- F. Governance, Advocacy, Trusteeship & Ethics Committee (no report was given)
- G. Board of Trustees of the Endowment Committee (no report was given)

A copy of committee materials can be found in the archived September 20, 2019 board materials.

**ADOPTION OF COMMITTEE MEETING REPORTS**

Trustee Barr moved the adoption of the committee meeting reports. Trustee Sides seconded the motion.

**Motion:** Resolved, that the Winston-Salem State University Board of Trustees adopts the committee reports.

**FORMER BUSINESS** –No former business was discussed.

**MOTION TO GO INTO CLOSED SESSION**

Trustee Bigelow moved that the board go into closed session pursuant to North Carolina law to: (1) prevent the disclosure of privileged information under N.C.G.S. 143-318.11(a)(1), specifically state employee personnel records, under The Privacy of State Employee Personnel Records Act, Article 7 of chapter 126 of the North Carolina General Statutes; (2) consult with our attorney under N.C. Gen. Stat. 143-218.11(a)(3)(2) to protect the attorney-client privilege, to consider and give instructions concerning potential and actual claims, administrative procedures, or judicial actions, privilege and (3) 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).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).

Trustee Moore seconded the motion. The motion passed.

**Motion:** Resolved, that the Winston-Salem State University Board of Trustees approve the motion to go into closed session.

**The meeting moved into executive (closed) session.**  
**(The complete minutes of the executive session are recorded separately)**  
*The public meeting resumed in open session*

**RESUME BOARD MEETING IN OPEN SESSION**

The meeting resumed in Open Session.

**REPORT FROM THE CHAIR REGARDING CLOSED SESSION**

Chair Harris reported that while in Closed Session, the Board approved the minutes of the June 14, 2019 Executive Session minutes, the September 18, 2019 Nominating Committee Executive Session minutes, heard the a report from the Audit Committee, including the litigation report.

**ADOPTION OF ACTIONS TAKEN IN CLOSED SESSION**

Trustee Nostitz moved that the board adopt the actions taken in closed session. Trustee Sides seconded the motion. The motion passed.

**Motion:** Resolved, that the Winston-Salem State University Board of Trustees adopt the actions taken in closed session.

### **REPORT OF THE NOMINATING COMMITTEE**

Trustee Nostitz presented the report of the Nominating Committee. The Nominating Committee submits the following nominations for 2019-2020 Officers for:

- (a) Chair: Kelvin Farmer
- (b) Vice Chair: Kathleen Kelly
- (c) Secretary: Coretta Bigelow
- (d) Assistant Secretary: Camille Kluttz-Leach

Trustee Nostitz moved that the Winston-Salem State University Board of Trustees suspend the election procedure requirements and elect the slate of officers by acclamation. Trustee Clark seconded the motion. The motion passed.

**Motion:** Resolved, that the Winston-Salem State University Board of Trustees suspend the election procedure requirements and elected the slate of officers by acclamation.

Chairman Harris passed the gavel to Trustee Farmer, who assumed the role as the Chair of the Winston-Salem State University Board of Trustees.

### **UPCOMING EVENTS**

- A. Homecoming Week - October 27, 2019 - November 2, 2019
- B. Convocation - Friday - November 1, 2019

**Next Meeting Date - December 13, 2019**

**Winston-Salem State University  
Board of Trustee Meeting  
September 20, 2019**

**9:00 a.m.**

**Roll Call**

<b>Name:</b>	<b>Present</b>	<b>Not Present</b>
<b>1. Harris, William</b>	<b>X</b>	
<b>2. Bailey, L'Tanya</b>	<b>X</b>	
<b>3. Barr, Robert</b>	<b>X</b>	
<b>4. Bigelow, Coretta</b>	<b>X</b>	
<b>5. Clark, Robert</b>	<b>X</b>	
<b>6. Cullinan, Matthew</b>	<b>X</b>	
<b>7. Farmer, Kelvin</b>	<b>X</b>	
<b>8. Gibson, William</b>	<b>X</b>	
<b>9. Kelly, Kathleen</b>	<b>X</b>	
<b>10. Moore, Brent</b>	<b>X</b>	
<b>11. Nostitz, Drewry</b>	<b>X</b>	
<b>12. Sides, Ricky</b>	<b>X</b>	
<b>13. Smith, Dave</b>	<b>X</b>	

Quorum Established:

Voting Strength is 13  
Majority is 7  
2/3rds is 9