



Quarterly Meeting

October 25, 2024 | 9:30 a.m. | Burney Center Ballroom C

AGENDA

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|-------------|---|--|
| (1) | Call to Order | Chair Carlton Fisher |
| (2) | Statement from State Government Ethics Act | Chair Carlton Fisher |
| (3) | Approval of Minutes | Chair Carlton Fisher |
| | a. Quarterly Meeting, August 1, 2024 | |
| (4) | Reports of Standing Committees | Chair Carlton Fisher |
| | a. Audit, Risk, and Compliance | |
| | b. Business Affairs | |
| | c. Educational Planning and Programs | |
| | d. External Affairs | |
| (5) | Chancellor's Report | Chancellor Aswani Volety |
| (6) | Closed Session | Chair Carlton Fisher |
| (7) | Resumption of Open Session and Action on Items from Closed Session | Chair Carlton Fisher |
| (8) | 08.350 Non-Salary and Deferred Compensation Policy | Associate Vice Chancellor for Human Resources Lori Preiss |
| (9) | Old Business | Chair Carlton Fisher |
| (10) | New Business | Chair Carlton Fisher |
| (11) | Adjournment | Chair Carlton Fisher |

AGENDA ITEM

Approval of Minutes from August 1, 2024

Situation:

Approval of the minutes from the August 1, 2024 Quarterly Meeting of the Board of Trustees

Background:

N/A

Assessment:

N/A

Action:

This item requires a vote by the Board.

Supporting Documentation:

Draft Minutes from the August 1, 2024 Quarterly Meeting of the Board of Trustees



August 1, 2024
Quarterly Meeting Minutes

The Board of Trustees of The University of North Carolina at Wilmington held a regular quarterly meeting at 3:00 p.m., on August 1, 2024, in the Nixon Annex Golden Hawk Room. Chair Carlton Fisher called the meeting to order. Chair Fisher read the conflict-of-interest statement in compliance with the State Government Ethics Act. No conflicts or appearances of conflicts were identified.

ROLL CALL

Assistant Secretary Jennifer Groves called the roll, and a quorum was established. Members of the Board in attendance were Traci L. Butler, Earl F. "Hugh" Caison II, Frances "Perry" Chappell, Jeffrey D. Clark, Malcomb D. Coley Sr., H. Carlton Fisher, Stephen E. Griffin, Robert S. Rippy, Yousry Sayed, Kevin H. Sills., Skyler A. Stein, Jimmy T. Tate, and Aldona Z. Wos.

APPROVAL OF MINUTES

On motion made by Trustee Fisher, seconded by Trustee Stein and duly carried, the minutes of the quarterly meeting of the Board of Trustees held on April 26, 2024, and the special called meeting of the Board held on June 25, 2024, were approved as distributed in advance.

REPORTS OF STANDING COMMITTEES

AUDIT, RISK, AND COMPLIANCE

Trustee Sayed, chair of the committee, reported that Ms. Kelly Mintern, Chief Audit Officer, provided an Office of Internal Audit update and requested approval of the Fiscal Year 2025 Audit Plan. Trustee Sayed's motion for approval was duly carried on behalf of the committee. Trustee Sayed summarized other presentations to the committee, including updates from Human Resources and Enterprise Risk Management.

BUSINESS AFFAIRS

Trustee Clark, chair of the committee, shared that Ms. Elizabeth Morgan with Hanbury Architects provided an executive summary of the Campus Master Plan. Mr. Mark Morgan, Associate Vice Chancellor for Business Affairs for Facilities, requested approval of the Campus Master Plan. Trustee Clark's motion for approval was duly carried on behalf of the committee. Mr. Morgan then provided



additional Facilities updates. Ms. Sharyn Miller, Chief Information Officer, presented the UNCW Mobile App.

Mr. Miles Lackey, Vice Chancellor for Business Affairs, presented a FY25 Budget Update and an Institutional Trust Cash Management Update. He requested approval to amend the Institutional Trust Fund Policy to include U.S. Government Money Market Funds as a permitted investment for UNCW's Institutional Trust Funds. Trustee Clark's motion for approval was duly carried on behalf of the committee.

EDUCATIONAL PLANNING AND PROGRAMS

Trustee Perry, chair of the committee, shared highlights from the presentation made by Faculty Senate President Colleen Reilly. Trustee Perry reported that Dr. Jamie Winebrake, Provost and Vice Chancellor for Academic Affairs, provided divisional updates from Academic Affairs, including updates to the RTP (Reappointment, Tenure, and Promotion) Policy, followed by an overview of enrollment numbers and expectations. Trustee Perry called on Dr. Christine Reed Davis, Vice Chancellor for Student Affairs, who introduced Dr. Kevin Meaney, Director of Housing and Residence Life. Dr. Meaney presented the Move-In and housing plans.

EXTERNAL AFFAIRS

Trustee Sills, chair of the committee, shared that Marion Warren, Assistant to the Chancellor & Executive Director of Government and External Relations, provided a legislative update. Trustee Sills shared highlights from the University Advancement and Campaign presentation from Eddie Stuart, Vice Chancellor for University Advancement. Trustee Sills also reported that Liza Saunders, Director of Marketing, shared the Office of University Relations' Marketing Plan.

CHANCELLOR'S REPORT

Chancellor Volety highlighted the Cabinet and Board of Trustees retreat at UNC Charlotte and his visit with University Partners in Spain, France, and Portugal. He recognized Student Body President and Trustee, Skyler Stein, who shared a report from the Student Government Association. At the request of Chancellor Volety, Ms. Susan Smith, Chair of Staff Senate, and Vice Chair of the UNC Staff Assembly, provided updates from the Staff Senate.

The Chancellor recognized Baseball Coach Randy Hood and Softball Coach Ashley Wade for their recent CAA Tournament Championships. He presented an appreciation award to Chief of Staff Bradley Ballou, as he departs for his new role at the UNC System Office. After sharing university updates, he introduced

student Jordan McLeod, who presented his student experience and work with the UNCW Helping Hand Project.

CLOSED SESSION

On motion by Trustee Sills, seconded by Trustee Clark, and duly carried, the Board convened in closed session, as allowed under the Open Meetings Act, to prevent the disclosure of privileged information, to prevent the premature disclosure of an honorary award or scholarship, establish or instruct staff or agent concerning the negotiations of the amount of compensation or other terms of an employment contract, and to consult with our attorney to protect the attorney-client privilege.

RESUMPTION OF OPEN SESSION AND ACTION ON ITEMS FROM CLOSED SESSION

On motion by Trustee Stein, seconded by Trustee Sills, and duly carried, the Board reconvened in open session. On motion seconded and duly carried, the Academic Affairs personnel recommendations were approved as considered in closed session. On motion seconded and duly carried, the Athletics personnel contract recommendation was approved as considered in closed session.

OLD BUSINESS

The Board had no old business for consideration.

NEW BUSINESS

Chair Fisher called on Trustee Clark, Chair of the 2024-2025 Nominating Committee who presented a proposed slate of officers:

Chairman of the Board:	Carlton Fisher
Vice Chairman:	Hugh Caison
Secretary:	Kevin Sills
Assistant Secretaries of the Board:	Tiffany Tramontozzi Jennifer Groves

On motion by Trustee Coley, seconded by Trustee Stein, and duly carried, the 2024-2025 slate of officers was approved as considered.

ADJOURNMENT

There being no further business, Chair Fisher invited members to participate in the annual Move-In tradition on August 16th and 17th. The next Quarterly Meetings of the Board are October 24th and 25th. The meeting was duly adjourned.

Chairman

Assistant Secretary

AGENDA ITEM

UNCW Policy 08.350 Non-Salary and Deferred Compensation

Situation:

Approval of proposed updates to UNCW policy 08.350 Non-Salary and Deferred Compensation

Background:

Updates are proposed to align UNCW policy 08.350 with related UNC System policies and regulations, improve administrative clarity, and enhance transparency for campus stakeholders.

Assessment:

N/A

Action:

This item requires a vote by the Board.

Supporting Documentation:

Current and proposed versions of UNCW policy 08.350 Non-Salary and Deferred Compensation

08.350 Non-Salary and Deferred Compensation Policy

The UNC Board of Governors requires each campus of the UNC to have a policy on non-salary and deferred compensation. The purpose is to ensure a reasonable level of consistency regarding compensation packages provided to employees exempt from the State Human Resources Act and that any such compensation is subjected to oversight and approval. The awarding of any such compensation is intended to attract and/or retain the highest quality personnel.

Authority:

Board of Trustees

History:

Approved by Board of Trustees August 3, 2007; established January 2007

Source of Authority:

UNC Policy 300.2.14

Related Links:

[Moving Expenses Policy](#)

Responsible Office:

Human Resources/Payroll/and Purchasing (for moving expenses)

Policy Details:

I. Purpose

The UNC Board of Governors requires each campus of the UNC to have a policy on non salary and deferred compensation. The purpose is to ensure a reasonable level of consistency regarding compensation packages provided to employees exempt from the State Personnel Act and that any such compensation is subjected to oversight and approval. The awarding of any such compensation is intended to attract and/or retain the highest quality personnel.

II. Applicability

This policy applies to Senior Academic and Administrative Officers (SAAO), faculty, and other EPA employees. Athletic directors and head coaches remain subject to UNC Policy 1100.3 and are therefore exempt from this policy.

III. Policy

A. Non-salary Compensation

Non-salary compensation includes, but is not limited to, provision of a vehicle or vehicle allowance, provision of housing or a housing allowance, club memberships, and special campus benefits provided for job-related reasons. Any such compensation must be approved by the UNCW Board of Trustees, upon recommendation by the chancellor, prior to any non-salary compensation being granted to an employee. A record of

approved non-salary compensation is maintained by HR and/or the Controller's Office as appropriate.

1. Funding Sources

The funding source for non-salary compensation shall not be State funds, and non-salary compensation may be provided directly by an associated foundation if permitted by policy. An exception permitting non-salary compensation to be funded from State funds may be approved by the UNCW Board of Trustees or the Board of Governors only when permitted by the Office of State Budget and Management.

2. Club Memberships

Any club membership for an employee or the granting of special campus services or benefits must be job related, and the club must have a policy prohibiting discrimination against groups protected by federal and North Carolina law.

3. Taxes

Non-salary compensation shall be appropriately reported to federal and state tax agencies.

4. Moving Expenses

The payment of moving expenses, within State of North Carolina policy, is a form of non-salary compensation according to UNC Policy 300.2.14.A.2. The decision to allow reimbursement for moving expenses is delegated to the chancellor and may be subdelegated to the provost at the chancellor's discretion.

5. Reimbursement not subject to this policy

- a. Reimbursement of professional or work-related travel and the provision of equipment to perform the work of the position (even if used at home, including computers, cellular telephones, pagers, and similar work-related items) are permissible and are not considered non-salary compensation as used in this policy.
- b. The provision for and payment of housing, if required as part of job duties, is not subject to this policy. For example, if an assistant coach is required to live in a dorm as part of his or her job, Board of Governors approval and oversight is not required.

IV. Deferred Compensation

1. The State of North Carolina and the University of North Carolina offer employees options for deferred compensation, including insurance programs. Unless expressly approved by the UNC Board of Governors, UNCW may not provide any other employer paid or privately paid options for deferred compensation to its employees.
2. For purposes of this policy, deferred (or delayed) compensation (or salary) shall be broadly defined to include, but not be limited to, any employer payment or

contribution paid (1) directly to an employee, (2) to the employee's account or plan, or (3) to a person acting in a capacity similar to a trustee for the employee, which is paid later than the regular or next subsequent payment cycle, except for an error that is promptly corrected upon discovery. Delayed compensation also includes any retirement plans or accounts, annuities, life insurance that accumulates any cash value, and traditional 457 deferred compensation plans. This definition includes both tax qualified and nonqualified plans, and any other similar form of payment, whether tax sheltered or not.

V. Non-Salary or Deferred Compensation of the Chancellor

Other than a State provided car or car of comparable value, required residence at Kenan House, work-related club memberships, reimbursement of moving expenses upon initial employment, and benefits uniformly provided to EPA employees, only the Board of Governors may approve non-salary or deferred compensation for the chancellor. The funding source for non-salary compensation for the chancellor, other than that specified in this paragraph, shall not be state funds. An exception may be considered by the Board of Governors; however, club memberships shall not be paid with State funds.

VI. Non-Discrimination

Any decisions concerning non-salary or deferred compensation must be made without regard to an individual's status in terms of the UNCW nondiscrimination statement.

VII. Policy Review and Approval

The Board of Governors requires that this policy be submitted to the President for review and then subsequently submitted to UNCW Board of Trustees for approval. (The President's approval was granted on December 18, 2006 in a letter from Dr. Harold Martin, Senior Vice President for Academic Affairs.) Subsequent changes must also be submitted to the President prior to UNCW Board of Trustees consideration. The President may, upon his or her discretion, forward policy changes to the Board of Governors for consideration.

08.350 Non-Salary and Deferred Compensation Policy

Authority:

Board of Trustees

History:

Approved by Board of Trustees August 3, 2007; established January 2007

Source of Authority:

UNC Policy 300.2.14 and 1100.3

Related Links:

[University Business Travel, OSBM Budget Manual, IRS Pub 15-B](#)

Responsible Office:

Human Resources

Policy Details:

I. Purpose

The UNC Board of Governors requires each campus of the UNC System to have a policy on non-salary and deferred compensation. The purpose is to establish guidelines to ensure a reasonable level of consistency regarding compensation packages provided to employees exempt from the State Human Resources Act (“EHRA” employees) and that any such compensation is subjected to oversight and approval. The awarding of any such compensation is intended to attract and/or retain the highest quality personnel.

II. Applicability

This policy applies to EHRA employees, including Senior Academic and Administrative Officers (SAAO), faculty, and Exempt Professional Staff (EPS). Employees subject to the State Personnel Act (SHRA) are not eligible for non-salary and deferred compensation.

III. Non-Salary Compensation and Eligible Funding Sources

- A. *Definitions:* Non-salary compensation includes, but is not limited to, the provision of a vehicle or vehicle allowance, housing or housing/moving/relocation allowances, club memberships, and special campus benefits provided for job-related reasons. Non-salary compensation must be provided in accordance with UNC and State of North Carolina policies, procedures, and IRS regulations. Non-salary compensation is in addition to the standard fringe benefits available to all EHRA employees.
- B. *Funding Sources:* Unless permitted by the Office of State Budget and Management (OSBM) and approved by the Board of Trustees, State Funds shall not be used to provide any of the non-salary compensation types identified under Section IV of this policy.

IV. Non-Salary Compensation by Type

A. *Vehicle Allowances*

1. *Eligible Employees:* The Chancellor, Senior Academic and Administrative Officers (SAAOs), Associate Vice Chancellors, Associate Athletic Directors, Assistant Athletic Directors, Executive Director of the Seahawk Club, and Coaches (i.e. Head Coaches, Associate Coaches, and Assistant Coaches), who routinely travel representing the university or its affiliated organizations are eligible to be approved to receive an automobile allowance in accordance with this policy.
2. *Allowance Amounts:* Unless a specific amount has been previously approved by the President and/or the Board of Trustees for a particular employee, the allowance amount provided will be informed by a variety of factors, including, but not necessarily limited to, the frequency of business travel, unique vehicle requirements, and industry expectations associated with a particular position.
3. *Justification:* For an employee to be eligible to receive a vehicle allowance (that has not been previously approved by UNCW's Board of Trustees through its inclusion in applicable employment contracts), a written justification for needing the car allowance must be provided. The Chancellor (or the Chancellor's designee) must approve this justification in writing, and a copy of the approval must be maintained by the Office of Human Resources.
4. *Record-Keeping:* In all cases, employees receiving a vehicle allowance will be required to maintain a mileage log for the reimbursement of business miles for IRS reporting requirements.
5. *Approval Authorities and Processes:* The approval and provision of a vehicle allowance must adhere to applicable requirements described under Section V. and Section VI of this policy.
6. *Reporting of Benefits:* The vehicle allowance is considered a taxable fringe benefit and is included in the employee's gross wages. It is subject to employment taxes and withholdings and is reported on the employee's W-2 in accordance with IRS guidance.

B. *Courtesy Vehicles*

1. *Eligible Employees:* Athletic Director, Associate Athletic Directors, and Coaches (i.e. Head Coaches, Associate Coaches, and Assistant Coaches) who routinely travel representing the university or its affiliated organizations are eligible to be approved to receive a courtesy vehicle (provided through a sponsoring car dealership) in accordance with this policy.

2. *Justification:* Each employee receiving a courtesy car (that has not been previously approved by UNCW's Board of Trustees through inclusion in applicable employment contracts) must establish a written justification for needing the car. The Chancellor must approve this justification in writing, and a copy of the approval must be maintained by the Office of Human Resources.
3. *Record-Keeping:* In all cases, employees using courtesy cars will be required to maintain a mileage log for all business and personal miles traveled and for the reimbursement of business miles for IRS reporting requirements.
4. *Approval Authorities and Processes:* The approval and provision of a courtesy car must adhere to applicable requirements described under Section V and Section VI of this policy.
5. *Reporting of Benefits:* Business use of a courtesy vehicle is a nontaxable fringe benefit. The personal use of a courtesy vehicle is a taxable fringe benefit and is included in the employee's gross wages. It is subject to employment taxes and withholdings and is reported on the employee's W-2 in accordance with IRS guidance.

C. *Club Memberships*

1. *Eligible Employees:* The Chancellor, Senior Academic and Administrative Officers (SAAOs), Athletic Director, Executive Director of the Seahawk Club, and Head Coaches.
2. *Non-Discrimination Policy:* Any club membership for an employee or the granting of special campus services or benefits must be job-related, and the club must have a policy prohibiting discrimination against groups protected by federal and North Carolina law.
3. *Approval Authorities and Processes:* The approval and provision of a Club Membership must adhere to applicable requirements outlined in Section V and Section VI of this policy.

D. *Housing/Moving/Relocation Allowances*

1. *Eligible Employees:* The university may, within existing resources, provide a housing/moving/relocation allowance to any prospective non-SHRA employee as part of a hiring offer to successfully recruit a qualified candidate who must relocate to accept the position. Not every offer is intended or required to include such provisions, and its inclusion should be based on the business necessity to attract well-qualified candidates.
2. *Time Limitations:*

- a. Employees must reimburse the university 100% of any allowance received (gross, not net of taxes) if they separate (voluntarily or involuntarily) from the university prior to 90 days.
 - b. At the discretion of the Vice Chancellor of Business Affairs, employees may be required to reimburse the university a prorated portion of any allowance received (gross, not net of taxes) if they separate (voluntarily or involuntarily) from the university between 91 days and one year of hire for a position outside of North Carolina state government.
 - 3. *Approval Authorities and Processes:* Housing/moving/relocations allowances and approvals are to be implemented in accordance with Sections V and Section VI of this policy.
 - 4. *Reporting of Benefits:* The housing/moving/relocation allowance is considered a taxable fringe benefit and is included in the employee's gross wages. It is taxed on the first eligible pay cycle after employment and payment of the allowance. These benefits are subject to employment taxes and withholdings and are reported on the employee's W-2 in accordance with IRS guidance.
- E. *Reimbursements Not Subject to This Policy*

Reimbursement of professional or work-related travel and the provision of equipment or other items to perform the work of the position (even if used at home, including computers, cellular telephones, pagers, and similar work-related items) are permissible and are not considered non-salary compensation as used in this policy. The provision of housing that is a condition of employment is not subject to this policy.

V. Non-Salary Compensation Approval Requirements and Procedures

- A. *Chancellor:* Non-salary compensation for the Chancellor must be approved by the President of the UNC System. These actions will adhere to applicable procedures as prescribed by the UNC System.
- B. *Senior Academic and Administrative Officers (SAAOs):* Non-salary Compensation for SAAOs must be approved by the Chancellor and President of the UNC System. These actions will be initiated by the Chancellor through a communication to the Associate Vice Chancellor of Human Resources, with any subsequent approvals being coordinated and tracked by Human Resources.
- C. *Athletic Director and Head Coaches:* Non-salary compensation for Head Coaches must be approved by both the Chancellor and the Board of Trustees. Henceforth, non-salary compensation for Head Coaches should be included in applicable employment contracts. Approved contracts will be kept on file in the Athletics Department and Office of Human Resources.
- D. *Other Eligible Employees:*

1. *General Requirements:* Non-salary compensation for other eligible employees must be initiated by the applicable Senior Academic and Administrative Officer or Athletic Director by submitting a written statement of justification for the applicable non-salary compensation type to the Associate Vice Chancellor for Human Resources. After appropriate screening, the Associate Vice Chancellor for Human Resources will forward these requests, along with recommendations, to the Chancellor (or the Chancellor's designee) for review and approval.
2. *Exceptions:* Non-salary compensation actions requested exclusively for housing/moving/relocation purposes for employees not covered under Section V (A, B, or C) of this policy may be approved by the Vice Chancellor for Business Affairs, if said actions are less than \$5,000.

VI. Non-Salary Compensation Processing and Record Keeping

- A. *Processing:* After all applicable approvals are obtained (as prescribed in Section V), the Office of Human Resources will provide the Controller's Office with an updated list of employees with respective approved amounts for execution by the Payroll Department.
- B. *Limitations:* Recurring allowances (not housing/moving/relocation allowances) provided to employees referenced in Section V will continue while the employee remains in their respective position or until their allowance is modified or discontinued by the appropriate approving authority. Modifications to these allowances shall be communicated by the Office of Human Resources to the Controller's Office as required under Section VI, A.
- C. *Record-Keeping:* A record of all approved non-salary compensation must be maintained by the Office of Human Resources.

VII. Deferred Compensation

- A. The State of North Carolina and the University of North Carolina offers SAAO employees options for deferred compensation, including insurance programs. Unless expressly approved by the UNC Board of Governors, UNCW may not provide any other employer paid or privately paid options for deferred compensation to its employees.
- B. For purposes of this policy, deferred (or delayed) compensation (or salary) is broadly defined to include, but not be limited to, any employer payment or contribution paid (1) directly to an employee, (2) to the employee's account or plan, or (3) to a person acting in a capacity similar to a trustee for the employee, which is paid later than the regular or next subsequent payment cycle, except for an error that is promptly corrected upon discovery. Delayed and deferred compensation also includes any retirement plans or accounts, annuities, life insurance that accumulates cash value, and traditional 457 deferred compensation plans. This definition includes both tax-qualified and non-qualified plans and any other similar form of payment, whether tax-sheltered or not.

VIII. Non-Salary or Deferred Compensation of the Chancellor

Other than a state-provided car or a car of comparable value, required residence at Kenan House, work-related club memberships, reimbursement of housing/moving/relocation expenses upon initial employment, and benefits uniformly provided to EHRA employees, only the President

and/or Board of Governors may approve non-salary or deferred compensation for the Chancellor. The funding source for non-salary compensation for the Chancellor, other than that specified in this paragraph, shall not be state funds. An exception may be considered by the President and/or Board of Governors; however, club memberships may never be paid with state funds.

IX. Non-Discrimination

Decisions concerning non-salary compensation shall not be based in whole or in part upon any of the protected statuses defined in [UNCW policy 02.230 Equal Opportunity and Affirmative Action](#).

DRAFT



UNCW Policy 08.350 Non-Salary and Deferred Compensation

Proposed revisions for review and approval.

Summary of Revisions to UNCW Policy 08.350

- Alignment with recently revised UNC Policies and Regulations
- Consolidation of UNCW Policies
- Clarification of Roles and Responsibilities
- Updated Approval Process
- Record-Keeping and Reporting Enhancements
- Integration of IRS Compliance



Action Item

Approval of the proposed revisions to UNCW Policy 08.350
Non-Salary and Deferred Compensation





Thank You!