

MINUTES  
MEETING OF THE BOARD OF TRUSTEES  
APPALACHIAN STATE UNIVERSITY

Friday, September 20, 2024  
1:30 p.m.  
Parkway Ballroom  
Plemmons Student Union

CALL TO ORDER: The Board of Trustees of Appalachian State University met at the call of the Chair and the Chancellor in the Parkway Ballroom in the Plemmons Student Union on the campus of Appalachian State University on Friday, September 20, 2024, at 1:30 p.m. Chair Mark E. Ricks presided and called the meeting to order.

MEMBERS PRESENT:

J. Jeffries Chesson  
Fairley Bell Cook  
Tamela W. Everett  
Anita B. Greene  
James E. Harris  
Scott K. Lampe  
Kathryn Long  
James K. Reaves  
Mark E. Ricks  
Kimberly M. Shepherd  
R. Thomas Sofield  
Steven D. Wyatt

MEMBERS ABSENT:

E. Bonnie Schaefer

OTHERS PRESENT:

Dawn Antonucci  
John Adams  
JJ Brown  
Hank Foreman  
Doug Gillin  
Megan Hayes  
Troy Johnson  
Heather Norris, Interim Chancellor  
Will Sears  
Neva Specht  
Brad Trahan

CONFLICT OF INTEREST NOTICE: Chair Ricks read the following statement:

"Under the State Government Ethics Act, all voting members of the Board of Trustees have a duty to avoid conflicts of interest and appearances of conflicts. Looking at the agenda for

today's meeting, does anyone know that you have a conflict of interest or an interest that would give rise to the appearance of a conflict of interest? If so, please let me know now."

None Reported.

Chair Ricks also read the following: "As we begin the business portion of the meeting, I would like to remind everyone of the Board's expectations for conduct at our meetings. We ask that those attending today remain respectful of fellow attendees and the Board. Those attending an official meeting may not engage in conduct that is inconsistent with our Bylaws or that interferes with the rights of others to observe and listen to the proceedings. Any individual who disrupts the meeting will be asked to leave and may be subject to arrest."

ROLL CALL: Chair Ricks asked Dawn Antonucci to call roll to verify all participants at the meeting.

RECOGNITION OF VISITORS: Chair Ricks welcomed guests and press in attendance as confirmed during the roll call. Chair Ricks also recognized and congratulated Student Government President Kathryn Long on her Oath of Office ceremony presided over by Judge Rebecca Eggers-Gryder and hosted by Interim Chancellor Heather Norris on September 17, 2024.

APPROVAL OF ABSENCES: Chair Ricks stated Trustee Bonnie Schaefer was not able to attend due to personal reasons. Upon motion duly made and seconded, the absence was approved as presented.

REMARKS FROM CHAIR RICKS: Chair Ricks thanked all the staff who provided the excellent catering and technology services to make this meeting possible. Chair Ricks also shared the next Board of Trustees meeting will be held on Thursday and Friday, December 5 & 6, 2024, on the campus of Appalachian State University.

CLOSED SESSION: Chair Ricks called on Trustee Sofield to share a motion for the Board to convene in closed session. Upon motion duly made and seconded, the motion was approved as presented. Chair Ricks asked that Board of Governors member Philip Byers, Interim Chancellor Norris, the Acting Provost & Vice Chancellors, Interim General Counsel, Interim Chief Financial Officer, Chief Communications Officer, Athletics Director and the Assistant Secretary join the Trustees in closed session.

Chair Ricks stated the livestream would be closed as the Board convenes in closed session. Once the Board returns to open session the livestream will resume.

Upon motion duly made and seconded, the Board convened in closed session to:

prevent the disclosure of privileged or confidential information pursuant to North Carolina General Statute, Section 126-22 in accordance with [N.C.G.S. §143-318.11(a) (I)];

prevent the premature disclosure of an honorary degree, scholarship, prize, or similar award in accordance with [N.C.G.S. §143-318.11(a) (2)];

consult with the University's attorney in order to preserve the attorney-client privilege pursuant to [N.C.G.S. §143-318.11(a) (3)]; and

consider the qualifications, competence, performance, character, fitness, conditions of appointment, or conditions of initial employment of an individual public officer or employee or prospective public officer or employee in accordance with [N.C.G.S. § 143-318.11(a)(6)].

PUBLIC SESSION RECONVENED: Upon motion duly made, seconded and approved, the Board reconvened in open session at 1:52 p.m.

REMARKS FROM INTERIM CHANCELLOR NORRIS: (see Attachment 1).

REPORT FROM THE ACADEMIC AFFAIRS COMMITTEE: Chair Ricks recognized Trustee Fairley Bell Cook, Chair of the Academic Affairs Committee, for this report.

Trustee Cook stated that the minutes from the March 15, 2024 Academic Affairs Committee meeting were approved unanimously and that the Academic Affairs Committee met this afternoon and considered one information item and five action items in open session and one action item in closed session.

Trustee Cook shared that Acting Provost Neva Specht provided information regarding the proposed update to the Board of Trustees Bylaw 3.7 Appeals Committee; modifying the language in accordance with procedures required by *The Code*. Materials were made available in BoardEffect under Exhibit A-1.

Dr. Specht then presented the proposed updates to the University Strategic Plan. The proposed updates are required per UNC System Policy 300.8.5. The Committee approved the updates as presented and it is included in the consent agenda for Board approval. Materials were made available in BoardEffect under Exhibit A-2.

Trustee Cook recognized Acting Senior Vice Provost Jamie Parson to present the proposed updates to several sections of the *Faculty Handbook*. The Committee approved the updates as presented and they are included in the consent agenda for Board approval. Materials were made available in BoardEffect under Exhibit A-3.

Trustee Cook recognized Dr. Michael Madritch to present the proposed revisions to the Dr. Daniel B. German Distinguished Professorship in Political Science and the Leon Levine Distinguished Professorship for Judaic, Holocaust, and Peace Studies. The revisions to these professorships will make it easier to recruit and retain qualified faculty. The Committee approved the revisions as presented and they are included in the consent agenda for Board approval. Materials were made available in BoardEffect under Exhibit A-4.

Trustee Cook recognized Dr. Sandra Vannoy, Dean of the Walker College of Business, to present the proposed plan to establish the Lowe's Tech CIS Distinguished Professorship. The proposed plan has been drafted consistent with the requirements of the University and BOG policy, and the associated endowment fund has been established pursuant to all applicable rules and regulations set forth by the Board of Governors. The Committee approved the plan as presented and it is included in the consent agenda for Board approval. Materials were made available in BoardEffect under Exhibit A-6.

Trustee Cook stated this concluded her report from the Academic Affairs Committee (see Appendix A).

REPORT FROM ATHLETICS COMMITTEE: Chair Ricks recognized Trustee Jeff Chesson, Chair of the Athletics Committee, for this report.

Trustee Chesson stated the Athletics Committee met and approved the minutes for the March 15, 2024 Athletics Committee meeting. The Committee began with an introduction of new Senior Deputy Athletics Director Jonathan Chris Wood.

Trustee Chesson reported that Director of Athletics Doug Gillin then gave an Athletics Update to the Committee beginning with App State Student-Athletes finishing the spring 2024 semester with above a 3.0 Grade Point Average for the 24th consecutive semester. Mr. Gillin reported that in the community, App State student-athletes and cheerleaders welcomed back Watauga County School system students, greeting them at the door on the first day of school for the fall semester. Mr. Gillin reported that Facilities continue to progress as the App 105 Fieldhouse and Outdoor Tennis courts are nearing completion. Lastly, Mr. Gillin reported that App State's revenue generation efforts were then discussed, including successful fundraising events over the summer, and the latest App State Jeep Raffle.

Trustee Chesson reported that App State's brand was highlighted, as Kidd Brewer Stadium landed on the Top 25 College Football Stadium list on ESPN.com, and over a three-year span, App State has been among the best in the Sun Belt Conference in Property Media Evaluation.

The Committee then convened in closed session to discuss a coaching contract.

Trustee Chesson stated the Athletics Committee recommends approving the coaching contract for Head Women's Golf Coach, Chan Metts, as provided in the BoardEffect materials.

Upon motion duly made and seconded, the contract was approved as presented.

Trustee Chesson stated this concluded his report from the Athletics Committee (see Appendix B).

REPORT FROM THE AUDIT COMMITTEE: Chair Ricks recognized Trustee Steve Wyatt, Chair of the Audit Committee, for this report.

Trustee Wyatt stated the Audit Committee met and approved the minutes for the March 15, 2024 Audit Committee meeting. Trustee Wyatt shared the Committee considered one action item in open session and it is included in the consent agenda for approval.

Trustee Wyatt stated other informational items discussed included:

- The Committee received the annual update on the Standards that apply to the Office of Internal Audits and received confirmation of the organizational independence of the internal audit activity.
- The Committee reviewed and discussed the final FY '24 audit plan.
- The Committee reviewed and approved the FY '25 audit plan.
- The Committee reviewed 14 internal audits, investigations, and consultations that have been completed since the previous Audit Committee meeting.
- The Committee reviewed the external audits currently in progress and completed since the last meeting.
- The 2024 Board of Trustees Audit Committee Certification Letter was reviewed and discussed. This certification regarding the Committee's duties and responsibilities is sent annually to the UNC System Office of Compliance and Audit Services.
- The Committee received an update on the Office of Internal Audits:
  - Key Performance Indicators for FY '24
  - Department training for fiscal years '24 and planned for '25
  - Client Survey Results for FY '24
  - Annual maturity assessment from the Internal Audit Self-Assessment and Maturity Model tool as provided by the NC Council of Internal Auditing of the OSBM (Office of State Budget and Management). The assessment results were reviewed and discussed with the Committee. This is an important part of Internal Audit's monitoring for quality assurance and to ensure alignment with the Institute of Internal Auditors' Standards.
- Efforts to enhancing the Fraud, Waste, and Abuse hotline awareness on campus
- Internal audit staffing changes

Trustee Wyatt shared that an overview of the Self-Assessment of Internal Controls over Financial Reporting for the Fiscal Year 2024 was provided by University Controller David Jamison. Trustee Wyatt reported that no major deficiencies in internal controls related to financial reporting were identified and no known fraud that involves management or other employees who have a significant role in the institution's system of internal control was identified.

Lastly, Trustee Wyatt shared the Committee discussed moving from an Audit Committee structure to an "Audit, Risk, and Compliance Committee." This will bring Appalachian State University in line with the Board of Governors CARMC committee, no action has been taken at this time.

Trustee Wyatt stated this concluded his report from the Audit Committee (see Appendix C).

REPORT FROM FINANCE AND OPERATIONS COMMITTEE: Chair Ricks recognized Trustee Jamie Harris, Chair of the Finance & Operations Committee, for this report.

Trustee Harris stated the Finance and Operations Committee met and approved the minutes for the March 15, 2024 Finance and Operations Committee meeting and considered seven action items in open session which are included in the consent agenda for approval.

- The first action item is a Real Estate Approval for a lease of office space on the Hickory 1st floor and an easement approval for the Greenway Trail. The associated materials can be found in Board Effect under EXHIBIT D-1.
- The second action item is a Capital Projects Approval for a Hill Street Steam Line and Vault Replacement that can be found in Board Effect under EXHIBIT D-2A.
- The third action item is a Capital Projects Approval for an Increase in Authorization Water Plant Wastewater Discharge that can be found in Board Effect under EXHIBIT D-2B.
- The fourth action item is a Capital Projects Approval for Valborg Theatre Foundation Repairs that can be found in Board Effect under EXHIBIT D-2C.
- The fifth action item is a Capital Projects Approval for Grandview Ballroom Window Shades and Office that can be found in Board Effect under EXHIBIT D-2D.
- The sixth action item is a Capital Projects Approval for App 105 Traffic Light Reinstallation that can be found in Board Effect under EXHIBIT D-2E.
- The seventh action item is a Capital Projects Approval for Hickory Campus EV Charging Stations that can be found in Board Effect under EXHIBIT D-2F.

Trustee Harris shared there were also two informational items presented to the Committee.

- The first informational item was a listing of the Accounts Receivable Write Offs that can be found in the Board Effect materials and was presented by Interim Chief Financial Officer John Adams.
- The second informational item was an update on current capital projects that was presented by Associate Vice Chancellor Nick Katers.

Trustee Harris stated this concluded his report for the Finance and Operations Committee (see Appendix D).

REPORT FROM THE STUDENT AFFAIRS COMMITTEE: Chair Ricks recognized Trustee James Reaves, Chair of the Student Affairs Committee, for this report.

Trustee Reaves stated the Student Affairs Committee met and their agenda consisted of one informational item.

Trustee Reaves shared that Dr. Heather Jo Mashburn provided an informative presentation about the Civic Literacy Initiative. Through a Student Affairs and Academic Affairs collaboration, the initiative will help students examine complex questions and learn to discuss them with confidence and respect for differences in thought, belief, opinion, and background. With a strong commitment to student success, freedom of expression, institutional neutrality, academic freedom, and nondiscrimination, they seek to support all students as they develop into leaders who can skillfully navigate challenging conversations, increase democratic engagement, and build stronger communities through experiential learning.

Trustee Reaves shared the Committee heard specifically about the collaboration with the Constructive Dialogue Institute. Dialogue is a form of conversation where people with different perspectives seek to understand each other without giving up their own beliefs to live, learn, and work together. Dr. Mashburn shared a variety of students, student organizations, student employees, faculty/staff are completing these modules. Trustee Reaves stated the Committee very much appreciates the work of Dr. Mashburn and team.

Trustee Reaves stated this concluded his report from the Athletics Committee (see Appendix E).

REPORT FROM THE NOMINATING COMMITTEE: Chair Ricks recognized Trustee Jeff Chesson, Chair of the Nominating Committee, for this report.

Trustee Chesson shared the Nominating Committee met and approved the following slate of officers for the 2024/25 year:

Mark Ricks, Chair  
Thomas Sofield, Vice Chair  
James Harris, Secretary  
Dawn Antonucci, Assistant Secretary

Upon motion duly made and seconded, the slate of officers was approved as presented.

University-Affiliated Boards: Chair Ricks recognized Vice Chancellor and Chief of Staff Hank Foreman for this report.

Mr. Foreman shared two members of the Foundation Board had rolled off the Board due to the expiration of their term. The following individuals had been vetted and discussed with Trustees in closed session for terms ending December 2027:

Missy Harrill  
Brett Hoge

Upon motion duly made and seconded, the new appointments were approved as presented.

Mr. Foreman then called on Interim General Counsel Brad Trahan for appointments for Board of the Endowment Fund. Mr. Trahan shared the following appointments:

John Adams to complete Dan Layzell's term ending in December 2025  
Hank Foreman for a new term ending in December 2027

Upon motion duly made and seconded, the appointments were approved as presented.

Chair Ricks stated his appreciation for Phil Oswalt & Sam Powers as they roll off the Foundation Board and congratulated Missy Harrill & Brett Hoge on their appointments and stated his appreciation for their willingness to serve Appalachian in this important role.

REVISIONS TO BOARD OF TRUSTEES BYLAWS: Chair Ricks recognized Vice Chancellor and Chief of Staff Hank Foreman for this report.

Mr. Foreman presented an update to the Board of Trustees *Bylaws* Section 3.7 – Appeals Committee. The section required updating to align with the current UNC Code and to avoid conflict with future Code updates. The section now states the appeals process should be “in accordance with the procedures required by *The Code*.”

Chair Ricks shared this item was included in the consent agenda for approval.


CONSENT AGENDA: Upon motion duly made and seconded, the consent agenda was approved as presented and consisted of the following items:

- Approval of the Meeting Minutes: 3.15.24, 4.5.24, 4.25.24, 6.18.24, 8.8.24 & 8.12.24
- Changes to the University Strategic Plan – EXHIBIT A-2
- Changes to Faculty Handbook – EXHIBIT A-3
- Revisions to Distinguished Professorships - EXHIBITS A-4 & A-5
- Distinguished Professorship – EXHIBIT A-6
- Approval of the FY '25 Proposed Audit Plan Exhibit C-1
- Real Estate Approval – EXHIBIT D-1
  - Hickory Lease Approval for 1<sup>st</sup> Floor Office Suite
  - Easement Approval for Greenway Trail
- Hill St Steam Line and Vault Replacement – EXHIBIT D-2A
- Increase in Authorization Water Plant Wastewater Discharge – EXHIBIT D-2B
- Valborg Theatre Foundation Repairs – EXHIBIT D-2C
- Grandview Ballroom Window Shades and Office – EXHIBIT D-2D
- App 105 Traffic Light Reinstallation – EXHIBIT D-2E
- Hickory Campus EV Charging Stations – EXHIBIT D-2F

ADJOURNMENT: There being no further business, the meeting was adjourned at 2:24 p.m.

Mark E. Ricks, Chair

By:

  
Dawn Antonucci  
Assistant Secretary



# Remarks from the September 20th, 2024, Meeting of the Board of Trustees

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Thank you, Chair Ricks.

My report today will focus on the key theme of student success.

For a more comprehensive review of our initiatives and activities, you can find weekly newsletters and a recorded livestream of last month's State of the University Address at [chancellor.appstate.edu](http://chancellor.appstate.edu).

Yesterday we held Foundation Board and Board of Visitors meetings on campus. In my discussions with these boards, members have expressed a strong desire to be more actively engaged. I appreciate these volunteers and the added energy — in concert with the work of the Board of Trustees — they are bringing in support of our university's mission.

Since I began serving in this position in April, I've been working — along with my leadership team — on rebuilding and repairing trust internally and strengthening the university's relationships with the many constituents we serve. We recognize we need to reestablish the university as a good partner to our local community and rekindle the relationship with the Town of Boone that has lasted for 125 years.

We're spending time with faculty, staff, students, alumni, parents and families, members of the communities we serve, leaders in the UNC System and our lawmakers.

I've also worked to make sure our campus community is informed about key issues, initiatives and processes that face our university.

This board has been incredibly supportive of us, as we've engaged in this work, and I want to thank each and every one of you for your dedication to this university that we all love so much.

Before I share key updates on student success, I'd like to take this opportunity to thank Johnny Brown, Interim Director of Public Safety and Chief of Police, and Brad Trahan, Interim General Counsel and Director of Institutional Integrity.

Each brings important experience to their roles. Brad's long-standing experience includes work at two prior UNC System institutions, as well as with the System Office. Johnny, who's been at App State for more than two decades, is a well-known, respected and decorated law enforcement officer who brings important experience in establishing and maintaining a culture of safety and mutual respect among the many constituents we serve.

I appreciate both of them for stepping into their current roles of leadership and service for our university.

We're now supporting 21,570 students across our Boone and Hickory campuses, and online. While this is our largest enrollment ever, our growth is informed by strategy. Including our consideration of:

- expansion capacity;
- market demand;
- consumer needs;

- our position in the marketplace; and
- our core competencies.

Strategic enrollment management has been a priority for me, and during the time I oversaw enrollment management as provost, we worked to ensure we were forward-thinking in our approach to developing a variety of modalities and academic offerings that acknowledge market demand and strategically address the changing demographics of college-going adults. In the last year, our leadership team strengthened our focus and execution on intentionally managed enrollment strategies, and the 2024 numbers reflect this.

Let me emphasize that our growth will continue to be supported by intentional, strategic enrollment management, which includes growth in Hickory and online, and leverages our new and existing partnerships with community colleges and our new partnership with Project Kitty Hawk — allowing our Boone campus numbers to remain steady.

125 years after our first class of 53 students made history in 1899, we continue to meet our founding mission of providing access to a quality education for North Carolinians who are willing to work hard to succeed.

We are focused on student success — and we're embracing the priorities put forth by UNC System President Peter Hans of freedom of expression, academic freedom, nondiscrimination and institutional neutrality.

The actions we've taken to achieve compliance with the Equality Within the University of North Carolina policy resulted in no layoffs. As I reported in my newsletter last Friday, some eliminated positions were vacant and unfilled, some positions were realigned and some employees were selected for other open positions at the university based on their qualifications.

We realized just under \$1.2 million in savings related to personnel, programmatic and operating expenses. Of that, just under \$800,000 remains unallocated at this time.

My leadership team is reviewing our current unmet student success needs and considering the most effective ways we can allocate these funds to further support mental health initiatives for students, and academic success measures to support students so that undergraduate students can complete their degrees in four years and students earning their master's degrees can do so in two years or less.

We will work with campus leaders to ensure we are thoughtfully reallocating these funds toward measurable objectives for student success.

As you consider proposed revisions to the university's strategic plan today, you will see that we've worked to ensure it reflects this commitment to the success of all of our students.

I hope it is evident that our respect for the work of faculty, staff and students, and our commitment to academic freedom, are stronger than ever.

In the folders we've provided, you'll find the recently published Student Affairs Impact Report. This document reflects the commitment of our Student Affairs team members to implementing evidence-based strategies to support our students through their academic careers.

- From the student who went from loneliness to finding her community;
- To the student who experienced trauma and received the support he needed;
- From the student who found her confidence and became a leader of her peers; and

- To the student who went from struggling to get through his day to successfully crossing the commencement stage ...

Our students are the reason we come to work every day.

We are committed to serving them, to supporting them academically, professionally and personally so they are able to take full advantage of their App State Experience, enjoy transformative educational careers, thrive, prosper and achieve success.

This university is a place we all love, and your service is evidence of your commitment to its success, and to the success of our students — thank you!

In closing, I'd like to share a video that pays tribute to the work begun by our founders that continues today.

This video is playing for prospective students in the Admissions theater. (Thank you to University Communications for putting it together for us.)

Next week, we will celebrate a particularly special Founders Day on Sept. 26. As we induct the newest class of the Bell Ringers Society, we will recognize and celebrate the 125th anniversary of our first day of classes in 1899. If you can join us, your presence will make it even more special.

Mr. Chair, this concludes my remarks.

MINUTES  
MEETING OF THE ACADEMIC AFFAIRS COMMITTEE  
APPALACHIAN STATE UNIVERSITY  
BOARD OF TRUSTEES

Friday, September 20, 2024  
Parkway Ballroom, PSU  
Meeting Room 417  
1:00 p.m.

CALL TO ORDER: The Academic Affairs Committee of the Board of Trustees of Appalachian State University met at the call of the Chair and the Chancellor on Friday, September 20, 2024, at 1:00 p.m. Chair Cook presided and called the meeting to order.

MEMBERS PRESENT:

Fairley Bell Cook, Chair  
Tamela Everett  
Anita Greene  
Kathryn Long

MEMBERS ABSENT:

Bonnie Schaefer

OTHERS PRESENT:

Talana Bell  
Jacqui Bergman  
Kathy Brown  
Ashley Colquitt  
James Douthit  
Mark Ginn  
Christine Hendren  
Marie Huff  
Vicky Klima  
Heather Langdon  
Mike McKenzie  
Mike Madritch  
Pam Mitchem  
Jamie Parson  
Rick Sears  
Sandra Vannoy  
Neva Specht

CONFLICT OF INTEREST NOTICE: Chair Cook read the following statement:

"Under the State Government Ethics Act, all voting members of the Board of Trustees have a duty to avoid conflicts of interest and appearances of conflicts. Looking at the agenda for today's meeting, does anyone know that you have a conflict of interest or an interest that would give rise to the appearance of a conflict of interest? If so, please let me know now."

OPENING STATEMENT ON EXPECTATIONS OF CONDUCT: Chairperson Cook read the following statement:

“As we begin the business portion of the meeting, I would like to remind everyone of the Subcommittee’s expectations for conduct at our meetings. We ask that those attending today remain respectful of fellow attendees and the Committee. Those attending an official meeting may not engage in conduct that is inconsistent with our Bylaws or that interferes with the rights of others to observe and listen to the proceedings. Any individual who disrupts the meeting will be asked to leave and may be subject to arrest.”

APPROVAL OF MINUTES: A motion was made by Anita Greene and seconded by Tamela Everett to approve the minutes from the March 15, 2024 meeting of the Academic Affairs Committee. The motion passed unanimously.

INFORMATION ITEM: Board of Trustees Bylaw 3.7

Acting Provost Specht provided information regarding the proposed update to the Board of Trustees Bylaw 3.7 Appeals Committee available in Exhibit A-1 in *BoardEffect*. The language has been modified in accordance with procedures required by *The Code*.

BUSINESS ITEM: Updates to the University Strategic Plan

Dr. Specht presented the proposed updates to the University Strategic Plan available in Exhibit A-2 in *BoardEffect*. A motion was made by Tamela Everett and seconded by Anita Greene to approve the proposed updates to the University Strategic Plan as presented. The motion passed unanimously.

BUSINESS ITEM: Updates to the Faculty Handbook

Acting Senior Vice Provost, Jamie Parson, presented the proposed updates to several sections of the Faculty Handbook as found in Exhibit A-3 in *BoardEffect*. A motion was made by Tamela Everett and seconded by Kathryn Long to approve the proposed updates to the Faculty Handbook as presented. The motion passed unanimously.

BUSINESS ITEM: Revisions to Distinguished Professorships

Dr. Michael Madritch presented the proposed revisions to the Dr. Daniel B. German Distinguished Professorship in Political Science and the Leon Levine Distinguished Professorship for Judaic, Holocaust, and Peace Studies. Exhibit A-4 is available in *BoardEffect*. The revisions to these professorships will make it easier to recruit qualified faculty. A motion was made by Anita Greene and seconded by Tamela Everett to approve the proposed updates to the professorships as presented. The motion passed unanimously.

BUSINESS ITEM: Plan to Establish the Lowe’s Tech CIS Distinguished Professorship

Dr. Sandra Vannoy, Dean of the Walker College of Business, presented the proposed plan to the Committee as found in Exhibit A-6 in *BoardEffect*. The plan has been drafted consistent with the requirements of the University and BOG policy, and the associated endowment fund has been established pursuant to all applicable rules and regulations set forth by the Board of Governors. A motion was made by Tamela Everett and seconded by Kathryn Long to approve the establishment of the professorship as presented. The motion passed unanimously.

CLOSED SESSION:

Upon motion duly made and seconded, the Academic Affairs Committee convened in closed session to:

prevent the disclosure of privileged or confidential information pursuant to North Carolina General Statute, Section 126-22 in accordance with [N.C.G.S. §143-318.11(a)(1)]; and

consider the qualifications, competence, performance, character, fitness, conditions of appointment, or conditions of initial employment of an individual public officer or employee or prospective public officer or employee in accordance with [N.C.G.S. §143-318.11(a)(6)].

RECONVENE IN OPEN SESSION

ADJOURNMENT: There being no further business, the meeting was adjourned at 1:14 p.m.

Fairley Bell Cook, Chair

By:  
Kathy Brown  
Recording Secretary

MINUTES  
MEETING OF THE BOARD OF TRUSTEES ATHLETICS COMMITTEE  
APPALACHIAN STATE UNIVERSITY

Friday, September 20, 2024  
Plemmons Student Union  
Room 415 – Rough Ridge  
Livestream at: [chancellor.appstate.edu/bot/](https://chancellor.appstate.edu/bot/)

CALL TO ORDER: The Athletics Committee of the Board of Trustees of Appalachian State University met at the call of the Chairperson and the Chancellor on Friday, September 20, 2024, at 10:30 a.m. in the Plemmons Student Union Room 415 – Rough Ridge on the campus of Appalachian State University. J. Jeffries Chesson presided and called the meeting to order.

MEMBERS PRESENT:

J. Jeffries Chesson  
Scott K. Lampe  
Kimberly M. Shepherd  
Fairley Bell Cook

OTHERS PRESENT:

John Adams  
George Baldwin  
C. Philip Byers  
Hank Foreman  
Douglas P. Gillin  
Anita Greene  
James E. Harris  
Megan Hayes  
David Jamison  
Anna Oakes  
Interim Chancellor Heather Norris  
Jonathan B. Reeder  
Mark E. Ricks  
Will Sears  
Neva Specht  
R. Thomas Sofield  
Brad Trahan  
Chris Wood

CONFLICT OF INTEREST NOTICE: Chair Chesson read the statement: “Under the State Government Ethics Act, all voting members of the Board of Trustees have a duty to avoid conflicts of interest and appearances of conflicts. Looking at the agenda for today’s meeting, does anyone know that you have a conflict of interest or an interest that would give rise to the appearance of a conflict of interest? If so, please let me know now.” [None reported]

OPENING STATEMENT ON EXPECTATIONS OF CONDUCT: Chair Chesson read the statement: “As we begin the business portion of the meeting, I would like to remind everyone of the Committee’s expectations for conduct at our meetings. We ask that those attending today remain respectful of fellow attendees and the Committee. Those attending an official meeting may not engage in conduct that is inconsistent with our Bylaws or that interferes with the rights of others to observe and listen to the proceedings. Any individual who disrupts the meeting will be asked to leave and may be subject to arrest.”

APPROVAL OF MINUTES: Chair Chesson stated the March 15, 2024 Athletics Committee meeting minutes were included in Committee members' materials. A motion was made, seconded, and approved to accept the minutes as distributed.

NEW ATHLETICS STAFF INTRODUCTION: The Committee meeting then began with an introduction of new Senior Deputy Athletics Director, Chris Wood.

PRESENTATION BY DIRECTOR OF ATHLETICS: Mr. Doug Gillin, Director of Athletics, presented several updates to the Committee:

- App State Student-Athletes finishing the spring 2024 semester with above a 3.0 Grade Point Average for the 24th consecutive semester
- In the community, App State student-athletes and cheerleaders welcomed back Watauga County School system students, greeting them at the door on the first day of school for the fall semester. Five (5) of App State's six (6) home football games have also been sold out to-date.
- Facilities continue to progress as the App 105 Fieldhouse and Outdoor Tennis courts are nearing completion
- App State's revenue generation efforts were then discussed, including successful fundraising events over the summer, and the latest App State Jeep Raffle
- App State's brand was highlighted, as Kidd Brewer Stadium landed on the Top 25 College Football Stadium list on ESPN.com, and over a three year span, App State has been among the best in the Sun Belt Conference in Property Media Evaluation

OPEN SESSION ADJOURNED: A motion was made and seconded that the Committee convene in closed session to:

- Prevent the disclosure of confidential or privileged information under Chapter 126-24 of North Carolina General Statutes. Pursuant to [N.C.G.S § 143-318.11(a)(1)];
- consult with our attorney and protect the attorney-client privilege;
- consider and give instructions concerning a potential or actual claim or administrative procedure, or potential judicial action;
- consider and give instructions concerning a judicial action titled House v. NCAA, [[N.C.G.S § 143-318.11(a)(3)];
- discuss matters relating to the location or expansion of business in the area served by this body. [N.C.G.S § 143-318.11(a)(4)]; and
- establish or instruct the staff or agent concerning the negotiations of the amount of compensation or other terms of an employment contract. Pursuant to [N.C.G.S § 143-318.11(a)(5)].

The motion was approved unanimously. Interim Chancellor Heather Norris, Governor Philip Byers, Board of Trustees members, Hank Foreman, Heather Norris, John Adams, J.J. Brown, Will Sears, Troy Johnson, Megan Hayes, Doug Gillin, and Jonathan Reeder were asked to remain for closed session. All others were excused.

OPEN SESSION RECONVENED: Chair J. Jeffries Chesson reconvened the open session.

ADJOURNMENT: After the open session reconvened, the meeting of the Athletics Committee adjourned at 11:20 a.m.

Respectfully submitted,

Jonathan B. Reeder  
Recording Secretary



MINUTES  
MEETING OF THE AUDIT COMMITTEE  
APPALACHIAN STATE UNIVERSITY  
BOARD OF TRUSTEES

Friday, September 20, 2024

9:30 a.m. – 10:30 a.m.

Meeting Room 415

Plemmons Student Union

Livestream at: [chancellor.appstate.edu/bot/](http://chancellor.appstate.edu/bot/)

CALL TO ORDER: The Audit Committee of the Board of Trustees of Appalachian State University met at the call of the Chair on Friday, September 20, 2024, at 9:30 a.m. in meeting room 415, Plemmons Student Union on the campus of Appalachian State University in Boone, North Carolina. Mr. Steve Wyatt, Chair, presided and called the meeting to order.

MEMBERS PRESENT: Steve Wyatt, Chair  
Tamela Everett  
Anita Greene  
James Reaves

OTHERS PRESENT:

|                |                   |
|----------------|-------------------|
| Anna Oakes     | Mark Ricks        |
| Brad Boswell   | Tom McDonald      |
| Brad Trahan    | Troy Johnson      |
| David Jamison  | Tom Van Gilder    |
| Heather Norris | Kimberly Shepherd |
| Jim Webb       | Kristi Gragg      |
| John Adams     | Paul Pusateri     |
| Keith Werner   | Jody Miller       |

CONFLICT OF INTEREST NOTICE: Chair Wyatt read the following: “Under the State Government Ethics Act, all voting members of the Board of Trustees have a duty to avoid conflicts of interest and appearances of conflicts. Looking at the agenda for today’s meeting, does anyone know that you have a conflict of interest or an interest that would give rise to the appearance of a conflict of interest? If so, please let me know now.” No conflicts were voiced.

EXPECTATION OF CONDUCT NOTICE: Chair Wyatt also read the following: “As we begin the business portion of the meeting, I would like to remind everyone of the Committee’s expectations for conduct at our meetings. We ask that those attending today remain respectful of fellow attendees and the Committee. Those attending an official meeting may not engage in conduct that is inconsistent with our

Bylaws or that interferes with the rights of others to observe and listen to the proceedings. Any individual who disrupts the meeting will be asked to leave and may be subject to arrest.”

APPROVAL OF MINUTES: The minutes of the March 15, 2024, Audit Committee meeting were delivered to all Audit Committee members prior to the meeting. There were no corrections. Chair Wyatt called for a motion to approve the March 15, 2024, Audit Committee meeting minutes. Upon motion made by Trustee James Reaves and seconded by Trustee Anita Greene, the minutes of the meeting were approved as presented.

INTRODUCTIONS: Mrs. Kristi Gragg, Interim Chief Audit Officer, introduced Brad Trahan, App State’s Interim General Counsel, and Keith Werner, App State’s new Chief Information Officer.

ANNUAL CONFIRMATION OF ORGANIZATIONAL INDEPENDENCE: Mrs. Kristi Gragg, Interim Chief Audit Officer, confirmed to the Board the organizational independence of the internal audit activity. For FY 2024, there was no interference in determining the scope of internal auditing, performing the work, or communicating the audit results. She also shared that the UNC System passed regulation 1300.7.1[R] titled “Regulation Regarding Internal Audit Relationships at Constituent Institutions” to reaffirm the Institute of Internal Audit’s (IIA) standards which require independence in carrying out internal audit activities to ensure that internal auditors are able to fulfill their responsibilities objectively and free from interference.

SUMMARY OF 2023-2024 AUDIT PLAN AND RECENT INTERNAL AUDIT ACTIVITY: Mrs. Kristi Gragg, Interim Chief Audit Officer, provided the Committee with an update on the final activity of the FY 2024 audit plan. The audit plan was reviewed, noting some changes due to new audits being added to the plan. The audit reports completed for this quarter were:

- Research Protections Unit of the Office of Research & Innovation Performance Audit
- Employee Terminations Investigation
- Campus Dining Audit
- New River Light & Power
- Gear Up 2023
- Campus-Wide Annual Reporting
  - Inventory
  - Cash Counts
  - Receipt Books
- Follow-Up Reviews
  - Years of Service Audit
  - Budget Reconciliation
- Athletic Ticketing Consultation – Men’s Basketball
- Confirm UNC System Office KPIs for Contracts & Grants

REVIEW AND APPROVAL OF 2024-2025 PROPOSED AUDIT PLAN: Mrs. Kristi Gragg, Interim Chief Audit Officer, reviewed the FY 2025 Proposed Audit Plan. Upon motion made by Trustee James Reaves and seconded by Trustee Anita Greene, the FY 2025 Audit Plan was approved as presented.

SUMMARY OF 2024-2025 AUDIT PLAN AND RECENT INTERNAL AUDIT ACTIVITY: Mrs. Kristi Gragg, Interim Chief Audit Officer, provided the committee with an update on the current activity of the FY 2025 audit plan. The audit reports completed for thus far were:

- IT Asset Management
- Athletic Ticketing Consultation – Baseball

SUMMARY OF EXTERNAL AUDITS COMPLETED AND IN-PROGRESS: Mrs. Kristi Gragg, Interim Chief Audit Officer, provided a summary of the following external audits.

- In Progress:
  - Digital Accessibility Audit – The U.S. Department of Education – Office of Civil Rights is conducting an audit to determine whether people with disabilities have the full and equal enjoyment of the University’s online programs, services, and activities. This is ongoing.
  - State Financial Audit – The Office of State Auditor is in the process of performing control work and will be back on campus in October.
  - ASU Foundation – An audit of the June 30, 2024, financial statements is in progress. External Auditor: *Williams Overman Pierce, LLP*.
  - Appalachian Real Estate Corp – An audit of the June 30, 2024, financial statements is in progress. External Auditor: *Blackburn, Childers, & Stegall, CPAs*.
- Completed:
  - Student Financial Aid Single Audit - OSA – This audit was to determine compliance with Federal award requirements for financial aid. OSA did not identify any deficiencies in internal control that they consider to be material weaknesses or any instances of noncompliance or other matters that are required to be reported under Government Auditing Standards. The formal report was released in March 2024.

2024 BOARD OF TRUSTEES AUDIT COMMITTEE CERTIFICATION LETTER: This certification attests to the audit committee’s duties and responsibilities and certifies that these have been completed as prescribed. Mr. Wyatt has reviewed and signed the attestation, and it was sent to Carol Harris, Interim Vice President for Compliance and Audit Services for the UNC System Office.

AUDIT COMMITTEE UPDATE PRESENTATION: Mrs. Kristi Gragg, Interim Chief Audit Officer, presented the committee with the following updates:

- Key Performance Indicators for FY 2024 – The OIA office spent 62% of time directly on audit activities.
- Audits Completed from FY 2024 Audit Plan – Thirty-seven audits were completed.
- FY 2024 training – The office completed 340 professional development hours.
- Client Survey Results for FY 2024 –The post-audit client feedback survey results continue to be positive with an overall rating was 4.5 out of 5 this year.

- FY 2024 Self-Assessment Maturity Model – The Self-Assessment and Maturity Model (SAMM) tool is required by the NC Council of Internal Auditing of OSBM. The self-assessment has been completed with a rating of 4.0 out of 5.

SELF-ASSESSMENT OF INTERNAL CONTROLS OVER FINANCIAL REPORTING (AICFR) FOR FISCAL YEAR 2024: Mr. David Jamison, Associate Vice Chancellor and University Controller, detailed the self-assessment of internal controls over financial reporting outcomes. A committee reviewed the self-assessment. The committee included members from the Controller’s office, Student Accounts, Cash Management, Contracts & Grants, Accounts Payable, Payroll, Financial Reporting, Procurement Services, Internal Audit, Information & Technology Services, Athletics’ Business Office, New River Light & Power Academic Affairs, Enterprise Risk Management, and ASU Foundation. It was reported that there have been no identified major or significant deficiencies in internal controls. The minor deficiencies that were noted have existing control processes in place and are all in the process of improvement.

OTHER OIA UPDATES: Mrs. Kristi Gragg, Interim Chief Audit Officer, shared the following:

- We are currently working on gap assessments and updating our processes and procedures to comply with the new IIA Standards which are effective starting in January.
- We have begun the implementation process for our new audit software, AuditBoard.
- Hotline presentations and awareness updates:
  - Email Announcement–Weekly Digest (every Tuesday via email to all Faculty & Staff) – we will put a link to the Hotline in the Digest once a month.
  - Hotline information has been added to digital signage across campus.
  - The Compliance Training Working Group continues to work toward our goal to create a culture of compliance on campus. We have included Brad Boswell as a leader of this initiative. We continue to work with the Intranet Task Force and hope to have a proposal to the Chancellor by December 2024 regarding mandatory training which would include hotline awareness.
- Staff updates
  - Jennifer Myers resigned as App State’s CAO and is now the CAO for the UNC System Office. As a point of information, Chair Steve Wyatt noted appreciation for her for her service to the University through her contributions and openness to ideas.
  - Kristi Gragg will serve as the Interim CAO.
  - Lynda Greene resigned in April due to finding a completely remote and higher-paying position.
  - Chris Wallace will be joining OIA as an Advanced Auditor in early October.
  - The open Journey Auditor position was posted at the end of August.
  - Sorina is pursuing her CISA (Certified Information Security Auditor) certification.
  - Paul Pusateri has been with us for 1 year as of September 5.

ADDITIONAL POINTS OF INFORMATION:

- Chair Steve Wyatt noted appreciation for former General Counsel Paul Meggett’s service to the University.

- Chair Steve Wyatt presented a new committee structure to be called the Audit, Risk and Compliance Committee. A preliminary draft of the committee charter was provided to the committee members, and discussion about this will be on the December agenda.

ADJOURNMENT: There being no further business, the meeting adjourned at 10:05 am.

STEVE WYATT, Chair

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By: Paul Pusateri  
Recording Secretary

MINUTES  
MEETING OF THE FINANCE AND OPERATIONS COMMITTEE  
APPALACHIAN STATE UNIVERSITY  
BOARD OF TRUSTEES

Friday, September 20, 2024  
Parkway Ballroom – Plemmons Student Union  
11:30 a.m.

CALL TO ORDER: The Finance and Operations Committee of the Board of Trustees of Appalachian State University met at the call of the Chair and the Chancellor on Friday, September 20, 2024, at 11:30 a.m. in the Parkway Ballroom of the Plemmons Student Union on Appalachian State University's Boone Campus. Chair James Harris presided.

MEMBERS PRESENT:

James Harris  
Jeffries Chesson  
Kim Shepherd  
Scott Lampe

TRUSTEES PRESENT:

Thomas Sofield  
Fairley Bell Cook  
Mark Ricks  
Tamela Everett  
Anita Greene  
Steve Wyatt  
James Reaves  
Kathryn Long

OTHERS PRESENT:

Interim Chancellor Heather Norris  
Hank Foreman  
Brad Trahan  
Will Sears  
John Adams  
JJ Brown  
Neva Specht  
Troy Johnson  
Nick Katers  
David Jamison  
Amanda Whittington  
Kristi Gragg  
Mike McKenzie  
Matt Dull  
Jonathan Reeder  
Talana Bell

Anna Oakes  
Doug Gillin  
Rob Ketner  
Josh Lassiter  
Dawn Antonucci  
Megan Hayes  
Governor Philip Byers

**CONFLICT OF INTEREST NOTICE:**

Trustee Harris read the following: "Under the State Government Ethics Act, all voting members of the Board of Trustees have a duty to avoid conflicts of interest and appearances of conflicts. Looking at the agenda for today's meeting, does anyone know that you have a conflict of interest or an interest that would give rise to the appearance of a conflict of interest? If so, please let me know now." [None reported]

The following statement was also read, "As we begin the business portion of the meeting, I would like to remind everyone of the Committee's expectations for conduct at our meetings. We ask that those attending today remain respectful of fellow attendees and the Committee. Those attending an official meeting may not engage in conduct that is inconsistent with our Bylaws or that interferes with the rights of others to observe and listen to the proceedings. Any individual who disrupts the meeting will be asked to leave and may be subject to arrest."

**APPROVAL OF MINUTES:**

A motion was made by Trustee Chesson and seconded by Trustee Everett to approve the minutes of the March 15<sup>th</sup>, 2024 meeting of the Finance and Operations Committee. The motion was approved unanimously.

**CLOSED SESSION:** Upon motion duly made and seconded, the Finance & Operations Committee convened in closed session to:

discuss matters relating to the location or expansion of industries or other businesses in the area served by this Board in accordance with N.C.G.S § 143-318.11(a)(4).

**ACCOUNTS RECEIVABLE WRITE OFFS:** Mr. John Adams, Interim Chief Financial Officer, presented write-off uncollectible accounts receivable for information only.

**REAL ESTATE APPROVALS:** Mr. Nick Katers, Associate Vice Chancellor of Facilities Management, presented an approval of one lease approval and one property easement approval. A motion was made by Trustee Sofield and seconded by Trustee Reaves to approve these real estate transactions. The motion was approved unanimously.

**CAPITAL PROJECT APPROVALS:**

Trustee Harris recognized Nick Katers, Associate Vice Chancellor of Facilities Management,

who presented the following capital projects for approval:

- a) Hill St Steam Line and Vault Replacement
- b) Increase in Authorization Water Plant Wastewater Discharge
- c) Valborg Theatre Foundation Repairs
- d) Grandview Ballroom Window Shades and Office
- e) App 105 Traffic Light Reinstallation
- f) Hickory Campus EV Charging Stations

The motion was made by Trustee Lampe and seconded by Trustee Sofield to approve these capital projects as presented. The motion was approved unanimously.

CAPITAL PROJECTS UPDATE:

Mr. Nick Katers, Associate Vice Chancellor for Facilities Management, gave a capital projects update on the projects currently underway, which include:

- a) Edwin Duncan Renovation
- b) Peacock Renovation
- c) Wey Hall Renovation
- d) Innovation District Employee Housing
- e) Innovation District STEM Academic Building I
- f) App 105 Phase II (Softball/Tennis Facilities)
- g) Verizon Small Cell Wireless Project

Mr. Nick Katers also gave an update on recent capital projects success stories, which include:

- a) Holmes Drive Parking Deck
- b) Cybersecurity Lab in Peacock
- c) Hickory Phase IIA
- d) Chapell Wilson and Smith Wright Roofs
- e) Post Office

ADJOURNMENT:

There being no further business, a motion was made by Trustee Chesson to adjourn the meeting. The motion was seconded by Trustee Harris and was approved unanimously. The meeting adjourned at 1:17 p.m.

James Harris, Chair

Respectfully submitted by:

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Amanda R. Whittington  
Recording Secretary



MINUTES  
MEETING OF THE STUDENT AFFAIRS COMMITTEE  
APPALACHIAN STATE UNIVERSITY  
BOARD OF TRUSTEES

Friday, September 20, 2024  
PSU – 417 Beacon Heights  
10:30 AM

CALL TO ORDER: The Student Affairs Committee of the Board of Trustees of Appalachian State University met at the call of the Chair and the Chancellor on Friday, September 20, 2024, at 10:30 a.m. Chair James Reaves presided and called the meeting to order.

MEMBERS PRESENT:

James Reaves, Chairperson  
Tamela Everett  
Kathryn Long  
Steve Wyatt

OTHERS PRESENT:

Aidan Beauregard  
Jacqui Bergman  
Artie Bradley  
J.J. Brown  
Margaret Bumgarner  
Amarah Din  
Matt Dull  
Beth Holcomb  
Troy Johnson  
Isabella Lebron  
Sofie Mascellino  
Heather Jo Mashburn  
Ashley Vinson  
Summer Wisdom  
Taylor Womble  
Ava Zellman

CONFLICT OF INTEREST NOTICE: Chair Reaves read the following statement:

"Under the State Government Ethics Act, all voting members of the Board of Trustees have a duty to avoid conflicts of interest and appearances of conflicts. Looking at the agenda for today's meeting, does anyone know that you have a conflict of interest or an interest that would give rise to the appearance of a conflict of interest? If so, please let me know now." [None reported.]

OPENING STATEMENT ON EXPECTATIONS OF CONDUCT: Chair Reaves read the following statement:

