

**Winston-Salem State University
Board of Trustees Meeting Minutes
March 14, 2025
9:00 a.m.**

I. Call to Order

Chair Bill Miller called the meeting to order.

II. Conflict of Interest Statement

Chair Miller 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 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.

III. Roll Call

The following trustees were present at roll call: Bill Miller, Brent Moore (via Zoom), Alex Johnson, L’Tanya Bailey, Robert Barr, Laura Gerald, Tyrone McNair (via Zoom), Drewry Nostitz, Pam Oliver, Carlos Pauling, Ricky Sides

Trustees Absent: Matthew Cullinan, Kathleen Kelly

IV. Adoption of Meeting Minutes

A motion was made to adopt the minutes for the WSSU Board Meeting on December 6, 2024 and the WSSU Special Called Board Meeting on March 3, 2025. The minutes were approved unanimously.

V. Board Chair’s Report

Chair Miller gave a brief report which focused on thanking the trustees for the work they were doing to support the Chancellor and Winston-Salem State University, during which he highlighted special gratitude for the connections, visits, consultations, and representations they have made on behalf of the university. He also thanked the Chancellor for her intentionality in leading the university forward in the midst of uncertain times. He encouraged all those working on behalf of the university to welcome all guests that are needed at the table for the university’s work to be successful.

VI. Chancellor’s Report

Chancellor Brown’s report included a summary of activities since the December board meeting including her State of the Campus address, WSSU’s CIAA activities, the Ramily Road Tour, the Clash at Bowman Grey, as well as legislative visits, her engagement with Greater Winston-Salem, Inc., Kirkpatrick Townsend, Faculty Coffees on campus. She also shared an update on the timing of the Provost’s Search.

VII. Committee Reports and Recommended Action Items

A. Academic and Student Experience Committee

Trustee Barr provided a committee report from the March 13, 2025 meeting, which noted that the

committee received the following:

- information on WSSU's proposed peer list
- information on WSSU's academic programs that exceed 120 credit hours -- WSSU only has one, which is the Nursing Program
- information about WSSU's efforts to respond to the February 5 memorandum from the UNC System, which outlined the suspension of certain general education and major-specific course requirements in light of recent federal regulatory action
- a presentation on WSSU's Career and Graduate School Expo

Information on the Proposed Peer List and the Report on the 120+ Credit Hour Program was transmitted to the full board in its packet of materials for the March 14, 2025 meeting.

Trustee Barr also noted the following items were reviewed by the committee and were recommended by the committee for action by the full board:

- promotion and tenure appointments for Melissa Robin Bowman Foster, Mueni Muiu, Nathan Savage, Rennae Stowe, Dawn Tafari, and Gregory Taylor
- emerita faculty appointment for Dr. Lynn Zubov.

At the close of his report the board entertained a motion to approve the proposed promotion and tenure appointments for Melissa Robin Bowman Foster, Mueni Muiu, Nathan Savage, Rennae Stowe, Dawn Tafari, and Gregory Taylor. The item was motioned, seconded, and approved unanimously.

The board also entertained a motion to approve the emerita faculty appointment for Dr. Lynn Zubov. The item was motioned, seconded, and passed unanimously.

B. Audit and Grievance Committee

Trustee Bailey provided a committee report which noted that the committee met on March 13, 2025 and heard a report provided by Mr. Rod Isom, Chief Audit Officer. During the committee report, Mr. Isom shared that:

- the Office of Internal Audit has student interns who are gaining industry experience and enhancing key business skills
- three audit engagements have been completed since the last meeting and no reportable observations were noted in those engagements
- an Internal Audit external quality assessment review (QAR) has been completed and the office received the highest rating of *Generally Conforms* with no gaps identified
- key updates and information related to the new audit standards; these included Internal Audit's new strategic plan and essential conditions for the board
- external executive risk perspectives, which Internal Audit will use for benchmarking purposes as WSSS begins its annual risk assessment process.

There were no action items put forward by the Audit and Grievance Committee for action.

C. Committee on Trustees and Governance

Trustee Pauling shared that the Committee on Trustees and Governance met on March 13, 2025 and reviewed the following:

- recommendations for the 2025-2026 board calendar

- recommendations for membership to WSSU's Board of Trustees of the Endowment Fund.

He also noted that the committee heard from Dr. Ivey Brown on a few housekeeping matters, including due dates for the trustee ethics training and submission of annual statement of economic interests; the upcoming need conduct officer nominations; and the web location of updated charters and nomination of officers.

At the close of his report, the board entertained a motion to approve the 2025-2026 board calendar ad presented. The item was motioned, seconded, and passed unanimously.

The board also entertained a motion to approve the following recommendations for membership to WSSU's Board of Trustees of the Endowment Fund:

- Bill Miller, Chair, WSSU Board of Trustees (*term end at expiration of WSSU Board Chair term*)
- Bonita Brown, Chancellor, WSSU (*term end at expiration of Chancellor appointment*)
- Matt Cullinan, Chair, WSSU Finance, Administration and Stewardship Chair (*term end at expiration of term as Finance Administration and Stewardship Committee Chair*)
- Laura Gerald, Member, WSSU Board of Trustees (*term end on June 30, 2027*)
- Alex Johnson, Member, WSSU Board of Trustees (*term end on June 30, 2027*)
- Brent Moore, Members, WSSU Board of Trustees (*term end on June 30, 2027*)

The item was motioned, seconded, and passed unanimously.

D. External Relations Committee

Trustee Nostitz shared that the External Relations Committee met on March 13, 2025 and received a presentation on the Evolving Landscape of Higher Education from Mr. Richard Davis. Mr. Davis updated the committee on recent executive orders and other policy shifts affecting higher education. He also provided information regarding the advancement of WSSU's legislative agenda priorities, and the next steps WSSU is taking to continue its engagement with legislators. She also noted that Mr. Kevan Turman shared the Advancement Office's intent to work on updating the University's Gift Acceptance Policy.

There were no action items put forward by the External Relations Committee for action.

E. Finance, Administration, and Stewardship Committee

Trustee Miller, on behalf of Trustee Cullinan, noted that that Finance, Administration, and Stewardship Committee met on March 13, 2025 and received a capital projects update from Mr. Reggie Lee, which included renderings for the KR Williams project. He also noted Ms. Lisa McClinton also provided an update on FY25 quarterly spending.

He also noted that the immediately following the Finance, Administration and Stewardship Committee meeting trustees convened as a Committee of the Whole to review and discuss the proposed All Funds Budget for FY26.

Trustee Miller also noted the following items were reviewed by the committee and were recommended by the committee for action by the full board:

- recommendations for campus master planning firms and

- recommendations for the commissioning agent for the Hauser Renovation and Expansion Project.

At the close of his report the board entertained a motion to approve the list of recommended vendors (Perkins & Will (first), Sizemore Group (second) and Vines Architecture (third)) as the campus master planning firm. The item was motioned, seconded, and approved unanimously.

The board also entertained a motion to approve the list of recommended vendors (RMR (first), CMTA (second) and McKim and Creed (third)) as the Commissioning Agent for the Hauser Renovation and Expansion Project. The item was motioned, seconded, and approved unanimously.

Finally, the board entertained a motion to approve the proposed FY26 All Funds Budget. The item was motioned, seconded, and approved unanimously.

VIII. Closed Session

A motion to convene in closed session was made, seconded, and approved unanimously. Minutes of the closed session were prepared separately.

IX. Adjournment

A motion and second to adjourn was made at approximately 10:45am.