UNC GREENSBORO
Board *of* Trustees

Compliance, Audit, Risk Management and Legal Affairs (CARL) Committee
Equality Policy Certification (EPC) Subcommittee
Special Called Meeting
August 20, 2025
1:00 p.m.

DRAFT MINUTES

CARL COMMITTEE/EPC SUBCOMMITTEE MEMBERS PRESENT: Anita Bachmann (Chair), Margaret Benjamin, George Hoyle, Dale Phipps, Dean Priddy

CARL COMMITTEE/EPC SUBCOMMITTEE MEMBERS ABSENT: Matthew Rankin

OTHERS PRESENT: Trustee Mae Douglas; Chancellor Franklin Gilliam; Alan Boyette, Provost and Executive Vice Chancellor; Jerry Blakemore, Vice Chancellor for Institutional Integrity and General Counsel; Casey Forrest, Associate Vice Chancellor for Enterprise Infrastructure and Chief Technology Officer; Damal Raval, Chief Information Security Officer; Bob Shea, Vice Chancellor for Finance and Administration; Cathy Akens, Vice Chancellor for Student Affairs; Enyonam Williams, Associate General Counsel; Wade Maki, UNC System Faculty Assembly Chair and Chancellor's Fellow for Strategic Planning; Katherine Skinner, Director of Internal Audit; Waiyi Tse, Chief of Staff; Kelly Harris, Associate Chief of Staff and Assistant Secretary to the Board of Trustees; and other members of the administration and staff.

PROCEEDINGS

Chair Bachmann called the meeting to order at 1:02 p.m. Before proceeding with the agenda, she introduced the University's new Deputy General Counsel, Kimberly Potter, who will be joining the Office of Institutional Integrity and General Counsel in September. She noted that Potter brings a wealth of experience to the role, including extensive expertise in litigation, employment law, and federal and state constitutional law, as well as over twenty years of professional experience with the North Carolina Department of Justice, Education Section, including eight years as head of the Section.

Chair Bachmann then reminded the Committee/Subcommittee members of their duty under the State Government Ethics Act to avoid conflicts of interest and advised that any conflict of interest or appearance thereof with respect to any matter before the Board of Trustees or the Committee/Subcommittee needed to be raised at that time. None were identified.

Quorum was confirmed through roll call.

OPEN SESSION

Action Item

CARL-1 Consent Agenda

Chair Bachmann noted the items on the CARL Committee's consent agenda, which were: (1) the minutes of the CARL Committee's April 1, 2025, meeting; (2) the 2025-2026 CARL Committee Work Plan; and (3) the 2025-2027 Internal Audit Work, Resource, and Budget Plan. Materials for each of the consent agenda items were included in the CARL Committee's pre-meeting materials.

There being no requests to remove any of the items from the consent agenda to the regular agenda, Chair Bachmann invited a motion to approve the consent agenda. Trustee Benjamin made the motion, which was seconded by Trustee Hoyle. The motion carried unanimously.

Discussion Items

CARL-2 Internal Audit Report

Director of Internal Audit Katherine Skinner provided the CARL Committee with a summary of two recent audits – a departmental expense and p-card audit and an employee eligibility and verification follow-up audit. She reviewed the scope, key findings, and recommendations for each audit.

Skinner also presented highlights of internal audit activities for the fiscal year ended June 30, 2025, which included, among other things, the successful completion of audits using the department's new audit software and various actions taken to comply with new audit Standards, including the development of a 5-year strategic plan.

CARL-3 Information Technology Services Update

Associate Vice Chancellor Casey Forrest and Chief Information Security Officer Damal Raval updated the CARL Committee on Information Technology Services matters, including phishing and malware activity and network intrusion attempts. They also reported that:

- The University is continuing its simulated phishing campaigns for faculty and staff. The next campaign is planned for this fall.

- ITS will again be working with the NC National Guard Cyber Security Response Force to conduct a network security and vulnerability assessment this fall. The last assessment was in 2021.

- ITS is applying updated data sensitivity labels to stored Microsoft files to better protect sensitive information and improve the University's data classification and handling practices.

- An outside consultant is conducting an Identity and Access Management ("IAM") assessment that will assist in identifying the best IAM platform for the University.

- The University's Acceptable Use Policy and Data Integrity Policy have been updated to include provisions addressing acquisition and use of AI-enabled tools, and an AI hub website has been launched as a new resource for employees and students.

CARL-4 UNC Greensboro Compliance with System Equality Policy

Following the ITS update, the CARL Committee members turned their attention to the agenda items for the EPC Subcommittee.

CARL Committee members also serve as members of the EPC Subcommittee, which has been charged with oversight of UNC Greensboro's compliance with the UNC System's policy on "Equality Within the University of North Carolina," adopted in May 2024 (the "Equality Policy") and with reviewing the annual compliance certification report. A draft of the certification report, and other relevant materials, were provided to the EPC Subcommittee in advance of the meeting.

Chancellor Gilliam provided an overview of decisive steps UNC Greensboro has taken this year to fully align with the Equality Policy, including, among other things:

- Streamlining roles and programs, updating curriculum to meet new System directives, revising policies and communications for compliance, and training campus leaders to ensure clarity and consistency.

- Completing a comprehensive review of general education and major specific curricula following the suspension of required DEI-related course credits.

- Conducting extensive updates to websites, strategic plans, and communications, and archiving or revising content as needed.

The Chancellor noted that the actions taken, combined with robust training and communications efforts, reflect UNC Greensboro's ongoing commitment to meeting the Equality Policy requirements while continuing to advance its mission of academic excellence, student opportunity, and community engagement.

General Counsel Jerry Blakemore reviewed a timeline of events related to the Equality Policy and compared it with the 2019 "Policy on Diversity and Inclusion within the University of North Carolina," noting the commitment to institutional neutrality required by the Equality Policy. He also provided a summary of the UNC System Legal Affairs Division guidance from 2024, and the U.S. Attorney General's recently issued "Guidance for Recipients of Federal Funding Regarding Unlawful Discrimination," which is still under review by the System Office and System General Counsels.

Wade Maki, in his role as UNC System Faculty Assembly Chair, further discussed curriculum and program changes and eliminations, as well as the faculty perspective across the System. After providing a sampling of the kinds of actions that have been taken, he advised the Subcommittee that he believes faculty and staff have made a good faith effort to quickly and fully comply in this evolving regulatory environment.

The conversation was thoughtful and engaging, and the Subcommittee members asked questions, shared their ideas, and offered comments. The Subcommittee agrees that the actions taken reflect UNC Greensboro's ongoing commitment to meeting the Equality Policy requirements.

TRANSITION TO CLOSED SESSION

The Subcommittee transitioned to closed session for the personnel report listed on the agenda (CARL-5). Chair Bachmann advised members of the public viewing the meeting online that the livestream would remain active during the closed session and would resume after.

Motion to Enter Closed Session

The closed session was convened pursuant to N.C.G.S. § 143-318.11(a)(1) of the North Carolina General Statutes to prevent the disclosure of confidential personnel information under Chapters 126 and 132 of the North Carolina General Statutes.

Chair Bachmann called for a motion to convene the closed session. Trustee Benjamin made the motion, which was seconded by Trustee Phipps. The motion carried unanimously. Closed session began at 2:11 p.m.

General Account of Closed Session Discussion

EPC Subcommittee Members Present: Anita Bachmann, Margaret Benjamin, George Hoyle, Dale Phipps.

EPC Subcommittee Members Absent: Matthew Rankin

Others Present: Trustee Mae Douglas, Chancellor Franklin Gilliam; Alan Boyette, Provost and Executive Vice Chancellor; Jerry Blakemore, Vice Chancellor for Institutional Integrity and General Counsel; Bob Shea, Vice Chancellor for Finance and Administration; Cathy Akens, Vice Chancellor for Student Affairs; Enyonam Williams, Associate General Counsel; Wade Maki, UNC System Faculty Assembly Chair and Chancellor's Fellow for Strategic Planning; Waiyi Tse, Chief of Staff; Kelly Harris, Assistant Secretary to the Board of Trustees.

CARL-5 Personnel Report

The EPC Subcommittee received a briefing from Chancellor Gilliam and Vice Chancellor Akens around personnel reorganizations that have been made to ensure compliance with the Equality Policy.

Following discussion, Chair Bachmann moved to return to open session. The motion was seconded by Trustee Phipps and carried unanimously.

The closed session ended at 2:56 p.m.

OPEN SESSION

Following resumption of open session and the livestream, Chair Bachmann confirmed that the discussion during the closed session was limited to Equality Policy related personnel matters. She acknowledged the work that has been done to continue UNC Greensboro's Equality Policy compliance and noted the EPC Subcommittee is fully satisfied that UNC Greensboro has been and will continue to be in good stead.

CARL-6 Summary of 2024-2025 Audit Activities vs. Work Plan

The CARL Committee was provided with a summary of 2024-2025 audit activities versus the work plan as an informational item.

With no further business before the Committees, the meeting was adjourned at 2:58 p.m.

Respectfully submitted,

Kelly Harris
Assistant Secretary to the Board of Trustees