

Minutes are intended to note: (a) the date, time and place of the meeting; (b) those members of the public body who were present and those who were absent; and (c) the substance of all matters proposed, discussed and/or action was taken on. Minutes are not intended to be a verbatim report of a meeting. An audiotape recording of the meeting is available for inspection by any member of the public interested in a verbatim report of the meeting. These minutes are not final until approved by the Board of Regents at the June 2017 meeting.

**SPECIAL MEETING**  
**BOARD OF REGENTS**  
**NEVADA SYSTEM OF HIGHER EDUCATION**

System Administration, Las Vegas  
4300 South Maryland Parkway, Board Room  
Friday, January 13, 2017

Video Conference Connection from the Meeting Site to:  
System Administration, Reno  
2601 Enterprise Road, Conference Room  
and  
Great Basin College, Elko  
1500 College Parkway, Berg Hall Conference Room

Members Present:

Mr. Rick Trachok, Chairman  
Ms. Allison Stephens, Vice Chair  
Dr. Andrea Anderson (*via telephone*)  
Dr. Patrick R. Carter  
Mr. Cedric Crear  
Mrs. Carol Del Carlo  
Dr. Mark W. Doubrava  
Dr. Jason Geddes  
Mr. Trevor Hayes  
Mr. Sam Lieberman  
Mrs. Cathy McAdoo  
Mr. John T. Moran

Members Absent:

Mr. Kevin J. Page

Others Present:

Mr. John V. White, Chancellor  
Ms. Crystal Abba, Vice Chancellor, Academic and Student Affairs  
Dr. Constance Brooks, Vice Chancellor, Government and Community Affairs  
Mr. Bob Moulton, Vice Chancellor, Information Technology  
Mr. Vic Redding, Vice Chancellor, Finance  
Mr. Nicholas Vaskov, Vice Chancellor, Legal Affairs  
Mr. Dean J. Gould, Chief of Staff and Special Counsel to the Board  
Mr. Frank R. Woodbeck, Executive Director, Nevada College Collaborative  
Ms. Patricia Charlton, Senior Vice President, CSN (*sitting in for Dr. Michael D. Richards, President*)  
Dr. Robert Gagosian, President, DRI  
Dr. Lynn Mahlberg, Vice President, GBC (*sitting in for Dr. Mark A. Curtis, President*)  
Mr. Bart J. Patterson, President, NSC  
Dr. Karin M. Hilgersom, President, TMCC  
Dr. Len Jessup, President, UNLV

Others Present: (Continued)

Dr. Kevin Carman, Provost, UNR (*sitting in for Dr. Marc A. Johnson, President*)  
Mr. Chet O. Burton, President, WNC

Faculty senate chairs in attendance were Mr. Alok Pandey, CSN; and Dr. Bill Robinson, UNLV.

Chairman Rick Trachok called the meeting to order at 9:00 a.m. with all members present except Regents Anderson and Page. Chief Justice Michael A. Cherry of the Nevada Supreme Court led the Pledge of Allegiance.

1. Information Only – Public Comment – Dr. Shannon Sumpter, Associate Professor, University of Nevada, Las Vegas (*UNLV*), welcomed the newly elected and re-elected Board of Regents members. She stated the most important investment is in education and educators must be allowed to do their jobs.

Regent Anderson entered the meeting

2. Information Only – Oath of Office – Chief Justice Michael A. Cherry of the Nevada Supreme Court administered the oath of office to the newly elected and re-elected Regents:

- Dr. Patrick R. Carter
- Mrs. Carol Del Carlo
- Dr. Mark W. Doubrava
- Dr. Jason Geddes
- Mrs. Cathy McAdoo
- Mr. John T. Moran

The meeting recessed at 9:19 a.m. and reconvened at 9:28 a.m. with all members present except Regent Page.

3. Approved – Consent Items (Agenda Item 4) – The Board approved the consent items as presented.

- 3a. Approved – Minutes (Agenda Item 4a) – The Board approved the following meeting minutes:

- September 30, 2016, ad hoc Chancellor Search Committee meeting. (*Ref. BOR-4a1 on file in the Board*)
- October 21, 2016, Board of Regents' special meeting. (*Ref. BOR-4a2 on file in the Board Office.*)
- October 21, 2016, Board of Regents' and Nevada State Board of Education joint meeting. (*Ref. BOR-4a3 on file in the Board Office.*)

- 3b. Approved – Transfer of Real Property Located at 5276 Texas Avenue, Reno, Nevada, DRI (Agenda Item 4b) – The Board approved a Transfer Agreement with UNR for a 2.83 acre parcel located at 5276 Texas Avenue, Reno, Nevada (*APN 086-141-03*) in exchange for payment of the total appraised value of \$855,000. (*Ref. BOR-4b on file in the Board Office.*)

3. Approved – Consent Items (Agenda Item 4) – (Continued)

- 3c. Approved – Appointments to Fill Vacancies on the University of Nevada, Las Vegas Campuses Improvement Authority Board (Agenda Item 4c) – The Board approved the appointment of Regent Trevor Hayes and Regent John T. Moran to fill vacancies on the Authority's Board of Directors replacing former Regents James Dean Leavitt and Michael B. Wixom.

Pursuant to legislation contained in AB 335 (Chapter 507, *Statutes of Nevada 2013*) as amended by AB 451 (Chapter 360, *Statutes of Nevada 2015*) the Board of Regents is authorized to appoint four members to the Board of Directors of the University of Nevada, Las Vegas Campus Improvement Authority (*the "Authority"*). One of the appointees must be either a member of the Board of Regents or an officer of the University and the other appointees must be members of the Board of Regents. Regents Cedric Crear and Kevin J. Page are current members of the Authority's Board of Directors.

- 3d. Approved – Appointment to Fill Vacancy on the Springs Preserve Board of Trustees (Agenda Item 4d) – The Board approved the appointment of Regent Sam Lieberman to fill a vacancy on the Springs Preserve Board of Trustees, replacing former Regent Michael B. Wixom. (*Ref. BOR-4d on file in the Board Office.*)

Pursuant to Las Vegas Valley Water District Resolution No. 9-98, the Board of Regents is authorized to appoint one member to the Springs Preserve Board of Trustees, subject to ratification by six of the trustees.

Regent Lieberman moved approval of the consent items. Regent Del Carlo seconded. Motion carried. Regent Page was absent.

4. Information Only – Regent Orientation (Agenda Item 3) – A Regent orientation was presented to provide the necessary framework for the new members of the Board of Regents for their future work on the Board. The orientation also provided a refresher course for returning members of the Board. Presentations were made on major areas of Regent responsibilities including: fiduciary duty; Nevada's Open Meeting Law; Regent ethics requirements; Title IX requirements; communications with staff and institutions; and Board governance and the role of a Regent.

- 4a. Information Only – Introductions (Agenda Item 3a) – Meeting participants made brief introductions.

Regent Moran left the meeting.

- 4c. Information Only – Fiduciary Duty (Agenda Item 3c) – Former Regent Michael B. Wixom provided a brief overview of the Board's fiduciary duty in relation to governance and oversight of the Nevada System of Higher Education (*NSHE*) including: examples of a fiduciary; scope of a fiduciary; the origin of the word fiduciary; definition of a fiduciary; and responsibilities and duties of a fiduciary.

4. Information Only – Regent Orientation (Agenda Item 3) – (Continued)

Regent Moran entered the meeting.

- 4d. Information Only – Nevada Open Meeting Law (Agenda Item 3d) – Chief of Staff and Special Counsel to the Board Dean J. Gould and Vice Chancellor for Legal Affairs Nicholas Vaskov provided a brief overview of the Nevada Open Meeting Law (OML) including: how counsel operates for the Board; definition of a public body; public bodies subject to the OML; consequences of violating the OML; definition of a meeting; serial electronic communications; deliberations; the creation of agendas; reference material; posting of agendas; waivers; closed sessions; and attorney client communications. (NRS 241.010 *et seq.* - <http://www.leg.state.nv.us/NRS/NRS-241.html>) (NV Open Meeting Law Manual) (Ref. BOR-3d on file in the Board Office.)
- 4e. Information Only – Ethics Law (Agenda Item 3e) – Vice Chancellor for Legal Affairs Nicholas Vaskov provided a brief overview of the Ethics in Government Law (NRS 281A - <https://www.leg.state.nv.us/NRS/NRS-281A.html>) including: the Board's Ethical Code of Conduct policy; the Nevada Ethics in Government Law; and conflicts of interest. (Refs. BOR-3e1 and BOR-3e2 on file in the Board Office.)
- 4f. Information Only – Title IX (Agenda Item 3f) – Vice Chancellor for Legal Affairs Nicholas Vaskov provided a brief overview of Title IX requirements prohibiting discrimination on the basis of sex in education programs and activities. (Ref. BOR-3f on file in the Board Office.)
- 4g. Information Only – Communications with Staff and Institutions (Agenda item 3g) – Chief of Staff and Special Counsel to the Board Dean J. Gould provided a brief overview of Board policy concerning communication with NSHE staff and institutions, including Regent requests for information. (Ref. BOR-3g on file in the Board Office.)

The meeting recessed at 11:07 a.m. and reconvened at 11:21 a.m. with all members present except Regent Page.

- 4b. Information Only – Board Governance and the Role of a Regent – Chairman Trachok stated a Regent's role consists of what to do and not how to do it. He added all Regents act as the Board of Regents.
5. Information Only – Individual Regent Lobbying Activities – Chancellor John V. White led a discussion on Board policy concerning individual Regents engaging in lobbying activities during legislative sessions (*Title 4, Chapter 1, Section 8*) including: the Chancellor's duties and responsibilities at the Nevada Legislature; budget requests; and unified efforts of the System and the individual campuses. (Ref. BOR-5 on file in the Board Office.)

Regent Hayes clarified the Regents are the final decision. The campuses and Presidents have the opportunity to present their agendas to the Regents during the meetings at which time a final decision is made.

6. Information Only – iNtegrate 2 – Executive Steering Committee members Renee Yackira, Robert Moulton and Vic Redding, and Project Director Chris Mercer, provided an update on the iNtegrate 2 finance and human resources enterprise management software system, including a demonstration of the Workday application. (*Ref. BOR-6 on file in the Board Office.*)

The updated included: the agenda; iNtegrate 2 project history; project progress; focus on execution; project status-May 2016, June 2016, August 2016, October 2016, and December 2016; current status and timeline; a workday demonstration; outcomes; reporting; the extensive opportunities for project engagement; and momentum.

Regent Moran left the meeting.

Chairman Trachok thanked the entire team for getting the project to this point.

7. Information Only – New Business – Regent McAdoo thanked staff for the Regent event calendar. Regent McAdoo added she would do her very best as a Regent.

Regent Crear commended Chairman Trachok and Chief of Staff Gould for the orientation.

8. Information Only – Public Comment –Dr. Bill Robinson, Faculty Senate Chair, UNLV, welcomed the new Regents. He stated student success and economic development are dependent on faculty success and Nevada is losing faculty in large numbers mainly due to the benefits Nevada offers. The Public Employee Benefits Program and the System's human resource policies do not serve NSHE well.

The meeting adjourned at 12:04 p.m.

Prepared by:

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Submitted for approval by:

Dean J. Gould  
Chief of Staff and Special Counsel  
to the Board of Regents