



UNC Coastal Studies Institute (CSI) Board of Directors Meeting

Minutes

Monday, October 27, 2014, 9:00 AM
UNC CSI Campus, Room 242

Attendees:

UNC CSI Board Members Present: Mr. Michael Kelly (Chair), Mr. Irvin Aldridge, Mr. Rolf Blizzard, Mr. Malcolm Fearing, Mr. Glenn Futrell, Ms. Cheryl Oliver, Mr. Michael Thompson, and Ms. Joan Weld

UNC CSI Board Ex-officio Members Present: Dr. Nancy White, Dr. Chris Brown, Dr. Harvey Seim, Dr. Harry Bass, and Mr. Warren Judge

Participating by Phone: Dr. Margery Overton, Dr. Betsy Brown, Dr. Ron Mitchelson, and Dr. Dan Baden

UNC CSI Staff Present: Mr. John McCord, Dr. Reide Corbett, Dr. Lindsay Dubbs, and Ms. Kimberly Armstrong

UNC CSI Foundation Board Members Present: Ms. Feather Phillips, Mr. Bill Massey, and Mr. Tom Murphy

Convene and Introductions:

Mr. Michael Kelly, Chair, called the meeting of the UNC CSI Board of Directors (BOD) to order at 9:05 AM and welcomed all in attendance. Ms. Armstrong conducted roll call.

Review and Approval of Agenda and Minutes

The minutes from the last CSI BOD meeting (June 23, 2014) and the agenda were approved.

Dr. Nancy White shared information from her recent phone conversation with President Ross. During the phone call she expressed her concerns and reservations regarding issues, i.e., whether the mission of CSI will be lost, whether ECU (East Carolina University) is well-positioned to manage an inter-institutional program, and whether a clear understanding exists of how the academic programs will align. President Ross stated, "It is not his intent for CSI and ECU to develop a partnership and then for GA (General Administration) to abandon CSI. He feels strongly that CSI will compete much better in the university arena if they have a strong affiliation with a single campus. He feels ECU is the appropriate campus to partner with as the academic programs align well. He stated there will be no new money for any new entity anytime in the near future. Much of what ECU is currently involved in is high on the priority list and should compete well over the next few years. By placing CSI's programs with ECU's, CSI will improve its position. GA will work very closely to help guide the partnership. Dr. White stated that President Ross offered to visit CSI to continue the conversation: he suggested the dates of December 9 or January 6, 7, or 8 to meet at CSI, discuss concerns and offer direct feedback. He was clear about the fact that the partnership with ECU is very important and will enable CSI to thrive. He feels the mission of CSI can be protected and GA can help with the leadership in maintaining partnerships with other campuses.

Mr. Glenn Futrell requested that Dr. White say a few words about problems that have existed between CSI and ECU.

Dr. White stated that ECU was originally slated to have a strong role in CSI but instead they have internalized most of their efforts. She stated they have not picked up the leadership role with CSI. ECU has never embraced CSI as their "go to" organization for growing their coastal programs. Dr. White stated she made many trips to ECU to develop relationships but they were not interested in developing partnerships at that time. However; now, circumstances have changed – there is new leadership and new perspectives.

Dr. Dan Baden stated that in the beginning the goal was to integrate research efforts up and down the coast of NC. And in the beginning there was ECU interest. He does not know what happened in the interim but thinks ultimately, if all is worked out as proposed, the results will be good.

Mr. Futrell asked if there is an alternative to working with ECU.

Dr. White stated that without the partnership, CSI would continue in its present mode. However, remaining independent would not allow any new financial resources. Tasks would be duplicated unnecessarily. She stated that a stronger relationship with one campus could avoid that situation.

Mr. Futrell asked if it is the opinion of the CSI BOD Executive Committee that the ECU partnership be pursued.

Dr. Chris Brown suggested gathering background information before addressing that question since that is the “question of the day.”

Dr. Harvey Seim stated the September 22 letter (presenting the framework for ECU and CSI Integration) requested affirmation that the President, Board of Governors, Chancellors, and Trustees of ECU, NCSU (North Carolina State University), UNC CH (University of North Carolina at Chapel Hill), and UNCW (Wilmington) would support CSI as they work through the integration issues over the next two years. He asked Dr. White if that affirmation was received during her phone call with President Ross. He asked if she felt that GA is supportive of continuing that mission.

Mr. Rolf Blizzard stated that the September 22 letter was never sent.

Dr. White stated the letter was sent to the CSI BOD for review before being sent to the president. She stated that based on her phone conversation, she feels President Ross and GA will be supportive.

Dr. Brown stated CSI’s success is important to NC, UNC GA, and ECU. As the “merger” approaches, UNC GA is not going to abandon CSI – it will remain involved. He stated there are two major areas of study which Chancellor Ballard (ECU) is pushing forward at ECU: Health and Coast. CSI fits in very well with ECU’s commitment. UNC GA is not stepping away especially since multiple universities are involved. Goal #2 of the AAAS (American Association for the Advancement of Science) report states that CSI and ECU will engage in planning for a tighter relationship. Goal #5 of the report states campus development officers will be encouraged to analyze the need to build dorms. With a tighter engagement with ECU, CSI can tap into their advancement opportunities more directly and get the dorms on the priority list and get donors. The bottom line is that UNC GA wants to see CSI become a success as it tightens its association with ECU.

Mr. Malcolm Fearing asked if the dorms would be built by local fund-raising.

Dr. Brown stated the AAAS report recognized the need for dorms but did not specifically state how it should be done. The State does not support building of dorms – the money originates from private funding.

Dr. White stated that Dr. Ron Mitchelson suggested she meet with Virginia Hardy (ECU, Vice Chancellor, Student Affairs) and Rick Niswander (ECU, Vice Chancellor for Administration and Finance) to begin discussion of dorms and to develop a business model.

Mr. Blizzard asked if there are deficiencies in the existing ECU-CSI MOU (Memorandum of Understanding) that need to be addressed.

Dr. Brown stated there are probably items in the document that will have to be more tightly re-aligned and new relationship areas to be addressed.

Mr. Blizzard asked the faculty members on the CSI BOD to comment on how CSI moving in the direction of closer alignment with ECU would impact the other campuses involved.

Dr. Baden stated it is important to put the Institute into a framework to be considered on equal footing with other campuses. It will allow CSI to participate in large scale university programs and that is a real advantage.

Mr. Blizzard asked if UNCW planned to maintain its commitment to CSI with a closer alignment to ECU.

Dr. Baden responded “yes.” He stated UNCW has already been participating in classroom work back and forth. It will be good for all institutes on the coast.

Mr. Blizzard asked the same question of UNC CH.

Dr. Seim stated he agrees with Dr. Baden but there are still some issues to be resolved. It does put CSI on a firmer footing within the university system funding model.

Dr. White stated that CSI has three separate relationships with UNC CH – ocean observing system, IMS (Institute for Marine Science), and the Outer Banks Field School for the Environment. CSI would like to improve the relationship, especially the administrative processes, i.e., pay.

Mr. Blizzard asked if UNC CH will maintain its commitment if CSI establishes a closer alignment with ECU.

Dr. Seim stated “yes,” he suspects they will.

Mr. Blizzard stated that the majority of the money coming into CSI is coming from a program that is not affiliated with ECU. When conversations turn to talk about sustainability will the campuses involved with that money continue to maintain their commitment to the Institute?

At this point, Dr. Ron Mitchelson joined the meeting by phone and Mr. Kelly requested he provide comments.

Dr. Mitchelson stated in regards to the question about ECU's commitment involving CSI and its future, it is ECU's desire to be a superb partner. The ECU and CSI Draft Term Sheet deals with two big items: 1 – Who will be in authority? The answer is the ECU chancellor. The CSI BOD will be advisory to the ECU chancellor. 2 – What is the commitment to the future of the Institute? The resources offered are new faculty lines to be physically located at CSI. ECU will permanently transfer \$100,000 in recurring operating funds to CSI accounts with \$50,000 of that total in FY16 and \$50,000 in FY17.

Mr. Blizzard asked if those new funds are in addition to what is currently being spent.

Dr. Mitchelson stated they are new funds to be transferred from an existing ECU account. CSI funds are singled out. He stated that Dr. White has full control of those funds.

Dr. Brown requested Dr. Mitchelson comment on the CSI BOD's desire to have authority in regards to hiring and firing the executive director. They are concerned that the chancellor might arbitrarily remove or install someone.

Dr. Mitchelson stated that he views CSI's BOD as being very influential and does not feel a chancellor would act in an arbitrary fashion in that regard. He stated that CSI's Board would be involved in helping with recommendations and searches. But there may be times when the chancellor disagrees with the Board.

Dr. Brown stated that at any time, the president can intercede in any situation. All the chancellors are direct reports to the president.

Dr. White stated President Ross is willing to listen to concerns regarding continued involvement of GA in roles and responsibilities when he comes for a visit.

Mr. Fearing asked what type of center or institute CSI will be.

Dr. Brown stated there are three types of centers (research, instructional, and service) and more than half are research centers. CSI will be a research center.

Mr. Fearing asked if any action from ECU's Board of Trustees (BOT) is required, as far as approval from them for the merger. Do they have to approve the funds?

Dr. Brown stated that since CSI is already in existence, not just in the beginning stages, it would be brought before them just to make them aware.

Mr. Fearing asked if they would have to approve the resource commitment.

Dr. Mitchelson stated the BOT does not have to approve the resource commitment.

Mr. Fearing asked if the language in the September 22 letter provides the structural framework to meet the conditions for the merger.

Dr. Brown stated the letter along with the draft term sheet will provide a starting point.

Mr. Blizzard asked whether CSI is already performing the action outlined in Item #3 on the Draft Term Sheet, Operational Strategic Plan.

Dr. White stated that CSI is currently complying with university policy through ECU's administration.

Dr. Brown questioned what impact the transition to ECU will have on a pre-existing joint appointment.

Dr. White stated it will have zero impact. ECU has made a commitment to support all the MOUs already in place. President Ross has committed to help ECU manage a multi-campus program.

Dr. Mitchelson stated they would not interfere with MOUs already in place or with continued development of MOUs.

Mr. Irvin Aldridge asked whether ECU has the authority to veto a MOU.

Dr. White stated that has always been the case. MOUs go through a review process now – through the provost, department heads, and vice chancellors. ECU will perform the same administrative functions that they are currently performing.

Mr. Aldridge asked Dr. Mitchelson whether the ECU Foundation will help raise money. And will ECU provide legal services?

Dr. Mitchelson stated they would and once all the agreements are signed it can be initiated. The Draft Term Sheet is a starting point – there are things that need to be included or excluded or tweaked and he is willing to work with everyone to get the document into the desired format.

Dr. Betsy Brown stated she feels the Draft Term Sheet is “skimpy.” She suggested one of the first items to address is “honoring MOUs.”

Dr. Mitchelson stated he is fine with amending the Draft Term Sheet and including existing MOUs and MOAs (Memorandum of Agreement).

Break

Dr. White stated the September 22 letter represents the framework for the integration with ECU. The CSI BOD Executive Committee recommends using the letter going forward to work out the details.

Mr. Blizzard stated the CSI BOD Executive Committee agreed to bring the letter before the CSI Board for endorsement and the letter itself would actually be from the Board to the president. He stated it would be helpful to consider what was offered by Dr. Mitchelson:

1 – A strong, engaged, transparent board involved in the Institute – do not want CSI Board to go away.

2 – A critical component for the CSI Board is to have strong local involvement. The community has committed significant resources from the beginning and has been keeping the idea and mission alive. Would like continual substantial community input.

3 – Maintain inter-institutional nature – do not want to do anything that would hinder the inter-institutionality. Make sure all partner campuses know CSI is a place they can come and continue to commit resources.

Mr. Blizzard stated if these three goals can be accomplished, CSI cannot help but be sustainable and successful going forward.

Dr. Brown stated they are excellent goals and are achievable. He is not sensing there is any desire to dissolve the CSI Board. He suggests looking beyond local involvement - seek statewide, regional, national, and international representation for the CSI Board.

Ms. Joan Weld stated it is important to determine where strengths and weaknesses lie on the CSI Board and search for people to fill those voids. CSI is at a new juncture and it is important to assess and strengthen the Board membership.

Dr. Baden stated he likes the idea of national and international representation – it offers breadth and new points of view.

Mr. Blizzard asked Dr. Baden if he is comfortable with the new construct going forward and with his involvement with CSI.

Dr. Baden stated he is comfortable with the arrangement.

Mr. Blizzard asked Dr. Betsy Brown for NCSU’s opinion.

Dr. Betsy Brown stated she is not representing NCSU in this particular meeting but based on NCSU’s past and current involvement with CSI she feels they will be interested in continuing to work with CSI.

Mr. Blizzard asked Dr. Harry Bass to comment on ECSU (Elizabeth City State University).

Dr. Bass stated they will continue to work with CSI. The programs have a major impact on northeast NC and they have students interested in environmental science and marine biology. It will give students another option.

Mr. Kelly asked if GA is ready for a commitment.

Dr. Brown stated that President Ross will stay engaged as much as needed. Dr. Brown stated he would also like to include ECSU to the list of schools on the September 22 letter. He also suggested simplifying the language in section 3 of the letter, *During the process, the development and normalization of roles, authorities, and responsibilities will be developed to incorporate consistent externalized and integrated decision-making processes . . .*

Lunch

Mr. Futrell asked Dr. Brown about a point made in the AAAS report whereby it was stated that although marine entities in the state are performing great research individually, they could do an even greater job if they all came together. Is that something that is being pursued?

Dr. Brown stated there are no plans to create one large organization to be in control over all the separate entities.

Dr. White stated enough input has been gathered to facilitate editing the documents for President Ross. She will forward the minutes from this meeting to the CSI Board for review. She will modify the September 22 letter as recommended. She will send the edited document and the framework ECU Term Sheet to President Ross for his consideration. In addition, she will invite President Ross to CSI in December or January for a discussion. She stated that depending on when President Ross visits, the date of the next CSI Board meeting may be changed to accommodate his visit.

Dr. Brown stated he will ask President Ross if he would like to invite Chancellor Ballard to the meeting at CSI.

Dr. White stated the date of President Ross's visit will be either December 9 or January 6, 7, or 8.

Mr. Fearing asked if it would be appropriate to send a letter to President Ross and let him know what action is being taken as far as how CSI is working on the agreement.

Dr. Brown stated that would be a good idea.

Mr. Fearing recommended having campus partners weigh in on moving the document forward.

Dr. White stated she will draft a list of concerns and forward to the CSI Board so they can add to it and comment.

Dr. Brown stated there may be a need to schedule another meeting/phone call in the interim to be best prepared for President Ross's visit.

Mr. Fearing stated it is most important to hear what the campus partners have to say.

Dr. White stated she could do a pre-review with the campus representatives on the CSI Board and get their input before the documents go to the president. In addition, there may be a need for the CSI BOD Executive Committee to meet once more before the documents are sent to the president.

Staff Committee Reports:

Administrative/Director Update

Dr. White stated CSI is currently managing 23 research projects with seven universities, with a total of 3.8 million dollars. CSI Faculty had more than 42 peer-reviewed publications last year. Currently, CSI is advising DENR (Department of Environment and Natural Resources), DOT (Department of Transportation), Division of Coastal Management, National Park Service, Division of Environmental Health, NOAA, and BOEM (Bureau of Ocean Energy Management). Preparations are being made to begin research on the Rodanthe ferry channel. CSI faculty is serving on more than 52 technical and advisory councils. There have been 6000 students taught in CSI's K-12 education program. Faculty has taught 44 workshops with over 3000 students participating. There have been 400 students taught in curricular-based classes. CSI faculty is currently advising graduate students from ECU, UNC CH, and NCSU.

Dr. Brown suggested sharing this type of information on the CSI website as "fast facts."

Field Operations

Mr. John McCord stated the Field Operations Committee has developed fees for Dive and Boat services. A special funds account has been developed to collect the money which can be used for upkeep and maintenance of the boats. There is a pending MOU with ECU Dive and Water Safety Office. Recently, CSI dissolved an MOU with NC DENR (Recreational Water Quality, Shellfish Sanitation). As a result, CSI lost the use of the 25' Parker boat which was the vessel CSI utilized for offshore research. However, CSI does have access to ECU's fleet. CSI is considering using Ocean Energy funds to purchase a replacement vessel. There is a pending MOU with NOAA which will allow CSI to collect fees for services.

Research Planning

Dr. Reide Corbett reported the Research Planning Committee has been working with The Nature Conservancy (TNC) in regards to a waiver for property to be used for a raised research platform and walkway. TNC has granted permission and now the committee is working with CAMA for a construction permit. They are also involved with Forest Service plans for a controlled marsh burn slated for

March or April 2015. The committee has applied for a radiation safety license for laboratory use. A research data base has been initiated to track research (including visiting researchers) being performed on campus. CSI plans to submit two proposals to UNC's Research Opportunities Initiative. CSI also will be submitting a proposal to NSF (National Science Foundation). A group is working on a project to provide information for improving the Rodanthe ferry channel. Dr. Corbett stated that within the Coastal Processes Program they are working with the EPA (Environmental Protection Agency) to integrate water quality data. They received funds through BOEM to evaluate sand resources off the coast of northeast NC. Work is also being done with the Army Corp of Engineers at the Duck Research Facility regarding the refurbishment and expansion of estuarine observing systems. And lastly, Dr. Nathan Richards has received funding for a Maritime Heritage Speaker series to take place in 2015.

Academic Planning

Dr. Lindsay Dubbs reported that Dr. Richards hosted a national-level archeology society workshop for the public with 17 participants. Dr. Dubbs taught a course on Energy and the Environment (offered through UNC CH) to five undergraduate students. She is currently hosting the Outer Banks (OBX) Field School with six students participating. It is a 17-credit hour program and students are taking inter-disciplinary classes and working on a research project. Up until now, the OBX Field School has recruited exclusively from UNC CH but this year ECU and NCSU students were actively recruited. The OBX Field School capstone project, focused on oyster aquaculture, will be presented December 11 at 2 PM. The presentation will be at CSI and will be streamed live. A distance education class is being hosted by Dr. Richards - *Maritime Archaeological Theory*. The class is offered at the ECU campus. Dr. Dubbs stated that Wendy Creasy (ECU, Director of Academic Computing) will hold a workshop at CSI this winter regarding distance education software. In the past few months, CSI has had students visit from NCSU, ECU, UNC CH, and UNCW.

Board Committee Reports:

Mr. Kelly introduced the new chairman of the CSI Foundation – Mr. Bill Massey.

Foundation Report

Mr. Massey stated that at their annual meeting, the nominating committee suggested extending the terms of members who were technically slated to rotate off the Board. Based on the upcoming changes regarding the framework of CSI, the Board felt it was important to maintain institutional memory and history to contribute to the deliberations of the emerging Foundation. Mr. Massey presented the names of Foundation Board members and requested CSI Board affirmation. Mr. Judge made a motion to affirm the new terms of the CSI Foundation members. Mr. Thompson seconded the motion. All were in favor.

Nominating Committee

Mr. Kelly stated that Mr. Charles Bruton will be leaving the CSI Board. The Board will defer filling Mr. Bruton's vacancy until the first of 2015. Mr. Kelly stated his term as CSI Board Chair has expired but he would like to be re-appointed as a member. There are quite a few Board vacancies occurring in 2015. He recommended giving some thought to who would be best to fill the vacancies.

Dr. Seim pointed out the terms of service for Dr. John Wells need to be changed.

Mr. Judge made a motion to reappoint Mr. Kelly as a member of the CSI Board. Ms. Cheryl Oliver seconded the motion. All were in favor.

Mr. Kelly announced that the Nominating Committee made a motion that Mr. Blizzard be elected as CSI Board Chair.

Ms. Weld suggested deferring the vote for the new chair due to the changes that CSI will be experiencing.

Mr. Kelly stated he would like to abide by the CSI Board bylaws and continue with the election.

Mr. Judge stated a motion did not need to be seconded because the motion came from the Nominating Committee.

A vote was taken and all were in favor. Mr. Blizzard was selected as CSI Board Chair.

Meeting adjourned at 3:05 PM

Respectfully submitted,

Kimberly Armstrong