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 audio 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 its October 2026 meeting.

SPECIAL MEETING

BOARD OF REGENTS
NEVADA SYSTEM OF HIGHER EDUCATION

System Administration, Las Vegas
4300 South Maryland Parkway, Board Room

Monday, June 22, 2026

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. Byron Brooks, Chair
Ms. Stephanie Goodman, Vice Chair
Mr. Joseph C. Arrascada
Mr. Aaron Bautista
Mr. Patrick J. Boylan
Mrs. Susan Brager
Ms. Heather Brown
Mrs. Amy J. Carvalho
Mrs. Carol Del Carlo
Dr. Jeffrey S. Downs
Mr. Carlos D. Fernandez
Mr. Pete Goicoechea
Ms. Jennifer J. McGrath

Others Present:
Mr. Matt McNair, Chancellor
Ms. Renee Davis, Acting Vice Chancellor for Academic and Student Affairs
Mr. Jason Frierson, Vice Chancellor of Government Relations
Mr. Brody Leiser, Vice Chancellor of Budget and Finance/ Chief Financial Officer
Mr. James J. Martines, Vice Chancellor and Chief General Counsel
Ms. Keri D. Nikolajewski, Chief of Staff to the Board of Regents
Mr. Chris Nielsen, Special Counsel to the Board of Regents
Dr. Stacy S. Klippenstein, President, CSN
Dr. Amber Donnelli, President, GBC
Dr. Amber Lopez Lasater, Acting President, NSU
Dr. Jeffrey W. Alexander, President, TMCC
Dr. Chris Heavey, Interim President, UNLV
Mr. Brian Sandoval, President, UNR
Dr. J. Kyle Dalpe, President, WNC

Faculty senate chairs in attendance: Tracy Sherman, CSN; Dr. Vera Samburova, DRI; Dr. El Hachemi Bouali, NSU; Dr. Jinger Doe, TMCC; Dr. Jennifer McClendon, UNR; and Jessica Rowe, WNC. Student body presidents in attendance: Kelechi Odunze, UNLV-CSUN; and Trey Curtis-Brown, UNLV-GPSA. NSHE Classified Council Executive Board member in attendance: Lisa Carter, Vice President (UNLV).

Chair Byron Brooks called the meeting to order at 9:02 a.m. with all members present except Regent Arrascada and Regent Boylan. Vice Chair Goodman led the Pledge of Allegiance.

1. Information Only-Public Comment – Mr. Tony Chavez described himself as a very active community member and an instructor at UNLV. He commented on Agenda Item 2, noting The Boring Company already had a proven track record of causing environmental harm to the community. He suggested that the Board come together to stand up to those injustices.

   Willie Chalmers III, President of Las Vegans for Better Transit, expressed opposition to The Boring Company project (Agenda Item 2). He asserted that while the digging might be innovative, the system itself was just cars in a tunnel. He observed that the justification for the station hinged on UNLV gaining a significant campus amenity with limited financial exposure but questioned who the station served. He pointed out that the company had not provided estimates on ridership regarding how many students, faculty, or staff would use the station. He asserted that the Vegas Loop exists to serve tourists rather than the campus community. Alternatively, he highlighted that RTC's rapid transit red line bus, opening in August, would serve tens of thousands of riders for a $104 semester pass. He urged the Board to reject agreements with The Boring Company or at least require a robust ridership forecast before opening.

Regent Boylan entered the meeting.

Filicity Comeaux commented on Agenda Item 2 and called The Boring Company a failure. She noted that the current Vegas loop had dumped 2,400 gallons of toxic chemicals, from which workers had suffered serious chemical burns. She pointed out that they hadn't paid any of their fines, which came to nearly $500,000, suggesting they were not responsible and did not care about the community. She questioned who the current Vegas Loop served and how often it was working. She stated that despite the money, the project did not serve the locals or the people coming to spend money at convention centers and casinos. She implored the Board to say no.

Shakty Hernandez spoke as a native Las Vegan and a UNLV student. She expressed her belief that The Boring Company project would affect the community in a negative way. She asserted that building the Vegas Loop near UNLV would not only cause more unnecessary traffic due to construction, but would also be extremely inefficient because of the tunnel's low capacity and slowness. Ms. Hernandez emphasized that The Boring Company had been shown to be unreliable due to their negligence in dumping drilling fluid in sewage systems. She pointed out that the NDEP (Nevada Division of Environmental Protection) found almost 800 environmental violations, and yet The Boring Company had not paid any fines. She noted that the construction of the loops itself was also dangerous and many workers experienced chemical burns and other injuries. Ms. Hernandez asked

1. Information Only-Public Comment – *(continued)*

the Board to consider the community and their environmental well-being when voting. She concluded by stating that students did not want that tunnel built.

Paul Moradkhan, Executive Vice President of Government Affairs for the Vegas Chamber, noted that the Chamber is in support of Agenda Item 4. He explained that the Chamber is Nevada's largest and broadest business association, representing thousands of employers from small to large corporations. Mr. Moradkhan asserted that the Chamber had consistently advocated for a robust higher education system and was committed to supporting a thriving economy in southern Nevada. He stated that the Chamber had found the Chancellor to be a partner in economic development conversations and workforce development initiatives, and that they valued his insight and perspective. He shared the Chamber's belief that NSHE played a vital role in driving economic diversification and serving as a strategic partner in providing a skilled workforce for Nevada's future. Mr. Moradkhan stated the Chamber supported Chancellor McNair and the outreach work he had done in the business community.

Regent Arrascada joined the meeting remotely.

Dan Tuntland, incoming vice chairman of the UNLV Foundation, clarified that he spoke in his individual capacity. He noted that Interim President Chris Heavey had given the Foundation friendship, transparency, and the power of a real partner in the president's office that had been sorely missed. He remarked that Chancellor McNair had an A+ fundraising and workforce development resume and relationships with current donors established long before his arrival at UNLV. He emphasized that this was critical for the delivery of a business school building, noting that large donations were 50/50 at best and that a single percentage point could change a "yes" to a "no." He repeated that now was not the time to undercut the Governor and the University's shared goal of delivering a business school building. He reiterated that Chancellor McNair had fundraising and workforce development victories on his resume. He concluded by stating that the Governor, Interim President Heavey , and the Foundation were all doing their jobs, and he urged the Board to let Chancellor McNair and the donors do theirs so they could give money to the University.

Dr. Jeffrey Downs spoke in his individual capacity to address Agenda Item 5. He expressed concern about the document in question, why it was commissioned, and how it was developed. He asserted that it drew conclusions to support a narrative without wide consideration. He pointed out that page eight of the document, a red mark was given under the instructor category for salary growth outpacing revenue, static workload, and delivery methods. He first questioned whether the preparers of the document were aware of the significant fee increases the Board had imposed on students in terms of increasing revenue to go along with the salary increases. He additionally stated that there was nothing to address the exponential growth in size and cost of the administrations at every institution.

Dr. Downs also asserted that it was irresponsible for the institution to not, at the very least, keep up with the inflationary pressures faculty experienced. He challenged how the document was prepared and what appeared to be a lack of shared governance in the process.

1. Information Only-Public Comment – *(continued)*

McKenzie Shelton-Lott, senator for the College of Liberal Arts for the Consolidated Students of UNLV, expressed opposition to Item 2. She asked the Board to vote no on the item or to defer the vote and ask for a financial impact study. She asserted that the project had no place at UNLV. She claimed that many, if not most, of the students were strongly opposed to allowing The Boring Company to alter their campus environment. She noted that the company had already been caught on two separate occasions pouring drilling fluid into Vegas manholes. She requested that if the Board was going to allow The Boring Company to change the progressive community at UNLV, they should defer the vote and ask for financial impacts that could be used directly for student needs. She reiterated her belief that the project did not belong at UNLV or anywhere in Las Vegas. She expressed her hope that student voices would be considered when the Board makes its vote.

Aaron Harris stated that he worked in education and was a community advocate for public transit. Regarding Agenda Item 2, he urged further study of the potential impacts of the project. He noted that while there was a desire to move fast, there were a lot of critical unanswered questions about the project. He asserted that it did not seem like it operated as a transit system, but rather as a private taxi company with a monopoly on trips into UNLV. He expressed concern that allowing the construction of the tunnel and station would preclude future high-capacity transit onto campus. He wanted to make it clear that The Boring Company, while new and different, was not high-capacity transit. He requested that the Board further study and renegotiate the contracts regarding how much The Boring Company was paying to the University in terms of a guarantee. He reiterated that there needed to be further study into what the agreement looked like and the potential impacts to campus and future revenue opportunities.

Sabina Lee stated that as an incoming freshman at UNLV, she does not support Agenda Item 2. She asserted that The Boring Company was infamous for violating environmental and workplace safety regulations. She noted that in September 2025, the Vantage Bureau of Water Pollution Control had issued a cease and desist to the company, fining them $242,800 for 29 penalties including discharging groundwater into storm drains without a permit. She pointed out that Nevada OSHA had also found that two CCSD firemen were chemically burned due to a lack of PPE protocols. She stated that although the Vegas Loop at UNLV would have some benefits such as increased revenue, she would not feel comfortable using the station as a student. She suggested that the tunnels and, by extension, Elon Musk's unpopularity could hinder UNLV from receiving benefits like having people willing to pay for the transit system. She expressed her sincere hope that the Regents would consider those concerns and vote no on Agenda Item 2.

The following persons submitted writing comment *(on file in the Board Office)* in opposition to Agenda Item 2:

Ramiro Bautista, Caitlin F Nielsen, Karen Tan, Fabian Rodriguez, Kevin Santiago, Joni Brun, Zari Kieta, Ivy Maden Hennion, Haley Broussard, Nicole Jackson, Kivon Lewis, Joe Riley, Monica Maldonado, Georgina H., Dr. Benjamin Leffel, Jayde Sablan, Valerie Banchs, Shakty Hernandez, Angelica Eke, Lake Skinner, Shawn Anthony Collado, Alexyi McGinnis, Lauren Ayala, Jackie Ayala, Sophia May Calderon, Maureen Henry, Edwin

1. Information Only-Public Comment – *(continued)*

   Marquina, Marley Way, Chelsea Snead, Guadalupe Saldivar, Ia Faye Sison, Devon P., Judith Navarro, Theo Oetjen, Alex Danamidis, Lorenzita Santos, and Nevaeh Sanford.

2. Approved-The Boring Company Station at UNLV – The Board of Regents approved the following agreements to complete the Vegas Loop station project at UNLV: 1) Development Agreement; 2) Temporary Construction Easement Agreement; and 3) Operations and Management Agreement and Access License. The Board further granted authority to the Chancellor or designee, after review by System General Counsel and/or System Real Estate Counsel, to execute the agreements and any ancillary agreements or documents required to complete the project, all of which shall be consistent with and in compliance with all applicable NSHE policies *(Ref. BOR-2 and Supplemental Material on file in the Board Office)*.

   Dr. Heavey recalled that the Board previously approved an easement to come under the edge of the parking lot for the Thomas and Mack Center. He emphasized that The Boring Company had come forward with what they considered extremely favorable terms to UNLV to allow the opportunity to connect to the Vegas Loop project.

   He believed that there is potentially a substantial upside to UNLV, including the ability to monetize unused parking availability at the Thomas and Mack Center for high-demand events. He noted that the agreements made clear there would be no cost or liability at all to UNLV for building or maintaining the station. He stated that they would also secure a discount of 25% for all students and 10% for all faculty and staff for their use of the Vegas Loop system, which he considered very generous.

   Interim President Heavey addressed the issue of mass transit by making it clear that they did not see this as a solution to all transportation issues, but rather as an “all of the above” approach alongside the RTC's rapid transit system on Maryland Parkway.

   Dr. Heavey described the project as an innovative transportation project and stated that the issue today was simply whether UNLV would be connected directly to the system that was already going forward. He reiterated that it is a no-cost addition to the transportation portfolio with a favorable risk-reward ratio.

   Tyler Fairbanks, The Boring Company, thanked the UNLV team for working hard over the last 10 days to get the agreements to the finish line. He shared more background on the Vegas Loop project itself, noting that the system currently has nine operational stations. Mr. Fairbanks noted that the system had already moved more than 4 million passengers and routinely moved more than 30,000 passengers in a day during busy convention days. He explained that the project is good for UNLV because it would take less than 10 minutes and cost less than $10 to get from UNLV to any destination within the valley. Mr. Fairbanks stated that at full buildout, the Vegas Loop would be more than 68 miles of tunnel and 104 stations, making it the largest ongoing infrastructure project in the United States.

   Mr. Fairbanks emphasized that safety and environmental health are The Boring Company's absolute top priorities. He asserted that they had an extremely strong safety record across

2. Approved-The Boring Company Station at UNLV – *(continued)*

20-plus job sites in Las Vegas over the last seven years. He promised that they are absolutely committed to being great partners from a safety and environmental standpoint.

Mr. Fairbanks expressed excitement for the partnership with UNLV, and believed that the station would bring great benefit to the University and the valley.

Interim President Heavey added that, because of the accelerated timeline of the item, they had not yet had a chance to hold information sessions. He mentioned that Mr. Fairbanks had graciously offered to hold information sessions with students who wanted to hear and ask questions about how the system would work.

Dr. Heavey noted that the system was already moving passengers, and expressed his belief that once it is connected to the airport and additional nodes within the city, it would be an important augmentation of the transportation network in southern Nevada. He explained that this support included the potential for UNLV to serve as a satellite parking location for the Convention and Visitors Authority during times of high-volume conventions. He asserted that if they could provide service as part of the connection in a way that also benefited students by helping to offset student parking costs, it would be a huge win-win for the community and the campus.

Regent Fernandez asked if there is a possibility of making the discount the same for everyone, including faculty and staff. He believed it is a transportation alternative that could add to the campus.

Interim President Heavey explained that in discussions held the previous week, they had asked for the discount to be extended to all faculty and staff. He stated that they decided they would rather have the discount emphasized for students. He explained that from the UNLV side, they felt good about the discount for students and a somewhat smaller discount for faculty and staff, given that The Boring Company was completely covering the cost of building the station.

Mr. Fairbanks stated that in working with the UNLV team, they landed at a discount they deemed fair that worked within their business model for both students and faculty. He reiterated that they wanted to prioritize students and give them a higher discount.

Vice Chair Goodman was happy UNLV is going to be a part of the project. With the many miles of transportation in the valley, it is important for the University to have a stop.

Vice Chair Goodman moved approval of the following agreements to complete the Vegas Loop station project at UNLV: 1) Development Agreement; 2) Temporary Construction Easement Agreement; and 3) Operations and Management Agreement and Access License, and further authorize the Chancellor or designee, after review by

2. Approved-The Boring Company Station at UNLV – *(continued)*

System General Counsel and/or System Real Estate Counsel, to execute the above agreements in substantially the same form as attached to this agenda item, and any ancillary agreements or documents required to complete the project that are not attached, all of which shall be consistent with and in compliance with all applicable NSHE policies. Regent Boylan seconded the motion.

Regent Boylan expressed appreciation for all the work that had gone into the proposal. He expressed support for the 25% discount for students and added that he would have asked for even more. Regent Boylan stated that his only issue was that UNLV did not get any money out of the arrangement and suggested they might make some money off the parking.

Interim President Heavey conceived of a business model where The Boring Company would spend several million dollars constructing a station that had potential revenue-generating capacity for both the company and the University. He stated that if a business model were proposed that had potential long-term benefits to the campus, they would absolutely consider the possibility of allocating a currently unused piece of land to that project.

Regent Downs asked if there would be no cost to the University if something were to go wrong, such as a cave-in or an environmental issue. He further questioned who would be liable for the costs of cleaning up or fixing such problems.

Interim President Heavey responded that the agreement was very clear that all liability rested with The Boring Company. He emphasized that the University was fully indemnified for any issues that might arise during construction or operation. He noted that The Boring Company would also be responsible for all costs associated with the operation and maintenance of the station. Dr. Heavey stated that UNLV would have the right to approve the design and location of the station and to monitor its operation to ensure it did not interfere with campus activities. He added that the University could also terminate the agreement if The Boring Company failed to meet its obligations.

Regent Brown spoke to those who submitted public comment. She thought it was important that their voices were heard while putting the item into context. She noted that conversations with The Boring Company were ongoing for over a year. Regent Brown explained that the initial partnership started even before that with the Clark County Commission, which was the body that established the partnership with The Boring Company. She observed that Clark County currently sat at 2.4 million people and was projected to go to 3 million people over the next 15 years. Regent Brown cautioned that they were going to run out of space and that congestion and traffic were going to get more difficult. She explained that the Clark County Commission had partnered with The Boring Company to build it for them.

2. Approved-The Boring Company Station at UNLV – *(continued)*

Regent Brown emphasized that the conversation was not about The Boring Company itself or the 104 stations, because the Commission and the City Council had already agreed to partner with them. She clarified that the question before the Board is whether UNLV was going to be cut out of the 104 stations and not allowed to be part of the existing network.

Regent Brager appreciated Regent Brown's comments. She noted that she sat on the County Commission when they started the process and there were many public meetings. She explained that they looked at the larger project and what it was going to do for the City. She agreed with Regent Brown that being able to do a metro system costs millions of dollars that they did not have in revenue.

Regent Bautista expressed his concern that The Boring Company had a lot of environmental concerns with OSHA violations, fines, dumping in manholes, and chemical burns. He asked how they could address these concerns from the students to guarantee this would not happen at UNLV.

Interim President Heavey stated that the agreements were written with clear stipulations that The Boring Company would follow all required regulations and have full responsibility for any damages that occurred, including environmental impacts. He pointed out that oversight was performed by the County and OSHA. He believed that those agencies were aware of past issues and were actively monitoring the project on a going-forward basis.

Regent Bautista questioned what the ridership forecast would be for students. Dr. Heavey acknowledged that they had not studied that and did not have the answer. He explained that the ridership would change as additional access points were built out, as current resort locations were not prime destinations for where students were originating from or going to. He noted that as the network expanded, it might be a great option for people coming from remote parts of the valley to get to campus without any traffic impacts.

Regent Carvalho thanked Interim President Heavey and his team for bringing the documents forward. She noted that she had been adamant at their last meeting that they have completed documents in front of them to make the decision. She shared that she had read through the agreements and felt comfortable moving forward in terms of liability for NSHE and UNLV. Regent Carvalho pointed out that while they did not know what the ridership was or the future of the Vegas Loop, she was rooting for it and wanted it to do well. However, she did not see it as an answer to mass transit for residents. Regent Carvalho stated that she heard those who had expressed that same concern and offered to advocate with them on mass transit answers. She asserted that they needed to press forward on the issue of mass transportation for students and communities throughout Nevada. She stated that UNLV had done a great job of addressing potential future concerns and that she felt good about what they were doing with the item.

Motion carried. Regent Bautista voted no.

The meeting recessed at 10:01 a.m. and reconvened at 10:12 a.m. with all members present.

3. Action Taken-NSHE Workplace Climate and Culture Survey – The Board of Regents accepted the 2026 NSHE Workplace Climate and Culture Survey Key Findings report and directed the Chancellor to 1) bring an action plan addressing the key findings to the Board within 90 days and 2) conduct another survey in one year using the 2026 survey as the baseline *(Ref. BOR-3 on file in the Board Office).*

Chair Brooks noted that the 2026 NSHE Workplace Climate and Culture survey conducted by Interwoven Insights and administered to employees across System Administration and System Computing Services yielded one of the highest participation rates in several years with an overall response rate of 78% and a final response rate of 74%.

Vice Chair Goodman stated that she had discussed this with Chair Brooks and wanted to put on the record that she believed the climate survey should be used as a baseline to compare to in a year or 18 months.

Regent Del Carlo stated that she believes in climate surveys. The results indicate that NSHE staff have things to say and the Board needs to listen and act on the findings. She agreed this survey should serve as a baseline.

Regent Brager believed the survey timing was off and the Board should look at itself. Having eight chancellors in 10 years cannot just be about the chancellors. There must be something more to it than that. Regent Brager stated her belief that the Board has the right person in Chancellor McNair and the right Presidents are in place.

Regent Goicoechea noted that the data showed 156 people were invited and asked how they were selected. Chief of Staff Keri Nikolajewski explained that there was no selection process other than employment status with System Administration. She clarified that 156 was the total number of employees, representing the full list provided to the survey group.

Regent Downs asserted that conducting climate surveys regularly is a healthy practice. He acknowledged that this has been a year of transition, having a new chancellor and a new way of doing things. He stated that as a Regent, he felt like his concerns had been addressed this past year. He asserted his belief that things were changing and the culture was changing. Regent Downs stated that the System Office was becoming more responsive to the concerns of Regents and others, which he appreciated. He suggested that if there was angst in this, it might be related to people not wanting to change the way things are being done.

Regent Carvalho expressed appreciation for the survey and report. She noted an absence of policy regarding when climate surveys should be administered and who is responsible, and believes it is something the Board should discuss. In comparing the 2026 findings to those reported in 2020, she found a few similarities including communication from the executive level. She emphasized the need for continued improvement in communication and understanding what that means to staff. Regent Carvalho stated it is important to conduct climate surveys annually and suggested the Board make it a requirement. She acknowledged that SCS felt marginalized and expressed hope that recognition of their work would be elevated.

3. Action Taken-NSHE Workplace Climate and Culture Survey – *(continued)*

Regent Fernandez echoed his colleagues and emphasized the importance of conducting a survey on a yearly basis. He mentioned that he does not want NSHE staff to feel that the Board is not listening or willing to act. Regent Fernandez suggested that future surveys should include questions about the Board. He suggested that the Board is also to blame for some of the results and needs to take responsibility for it. Regent Fernandez pointed out that Board decisions influence what policy and implementation looks like for NSHE staff. The data serve as a starting point and he hopes the Board, the Chancellor's office, and everyone else involved begins to make positive headway.

Regent McGrath echoed earlier comments. She thought the survey was important, though she did not know if it should be done annually. She said it is important to keep in mind that the Chancellor has served for only one year. It is challenging to measure certain data given that the leadership was so new and additional time is needed for some issues to be worked out. She asked about the cost involved, especially if a survey were to be conducted annually. Chief of Staff Nikolajewski stated that this particular contract was $24,845 in totality. She explained that an outside agency was used to increase participation and, hopefully, set a path forward.

Regent Brown agreed that this survey should serve a baseline. She thought it important to note that the survey had received the highest participation of any climate survey NSHE has done in the past. Regent Brown stated this is about protecting and understanding the staff. She noted the survey responses indicate only 50% of employees said they are comfortable with the overall NSHE climate, while 40% said their comfort has decreased over the last year. She pointed out that 42% seriously considered leaving NSHE in the past year, with the top reasons being senior administrators, limited advancement, and low pay. Regent Brown mentioned that only 21% agreed leadership decision-making is transparent, equitable, and consistent. She shared that 50% said leadership does not understand employee problems and that 37% strongly disagree or disagree that leadership inspired trust and integrity.

Regent Brown stated that she does not want to dismiss these findings by saying the Chancellor has only been in the position for one year. The survey identified concerns around senior leadership, communication, transparency, and advancement. She asserted that the Board has a responsibility to ensure these concerns are addressed through measurable strategies, and not just acknowledge the report. Regent Brown noted that employees are saying they believe in the mission, value their co-workers, and feel supported by their direct supervisors, yet 42% still seriously considered leaving in the past year, something is breaking down. She asked what is breaking down at the System level and what leadership is prepared to do about it.

Chancellor McNair stated that he absolutely agreed, and the numbers cited are concerning. He shared that they were going to dig deeper and were putting together a culture committee, which began a few months prior. He noted that there were parts of the survey they needed to own and look in the mirror to ask how it happened, how they got there, and how they could make sure it was better in a year. Chancellor McNair expressed full support for doing the survey every year, stating that $25,000 was well worth understanding and being able

3. Action Taken-NSHE Workplace Climate and Culture Survey – *(continued)*

to keep their finger on the pulse. He additionally acknowledged that with staff decreasing while budgets rose, it was no wonder people felt underappreciated and overworked. He stated that they would now have additional resources to start filling vacancies that had existed for years, which was something they had been working on for the last several months. He expressed hope that between internal communications, more resources, filling vacancies, and really listening, the numbers would be better in a year. Chancellor McNair acknowledged that things would not be perfect and that it would take two or three years to build up enough trust to maximize results.

Regent Brown asked if leadership could identify the top three retention risks and what can be done over the next 90 days to patch them. Chancellor McNair explained that many people in the office were currently doing jobs that used to be done by multiple people. He shared that they were getting more leaders in place to fill out the leadership team and return to the point they were at several years ago. He explained that once those leaders were in place, they would start building out the teams and identifying what those structures looked like. Chancellor McNair stated that in the meantime, they were going to try to make sure people knew they were valued and do what they could to keep them until things could get moving again.

Regent Brown asked Chancellor McNair if he could specifically communicate how he plans to address these issues over the next 365 days. She asserted that if the methods are not specific and measurable, there was no point to this process. Regent Brown stated that the staff needs to hear what to expect and that is the only way to hold the Chancellor's office accountable. In response to Chancellor McNair's plan to fill out the leadership team, she noted that while hiring vice chancellors is helpful, the climate survey indicated the office is top-heavy and lacked enough people doing the actual work that supports the institutions. She mentioned the 61.9% year-over-year increase in campus assessments and questioned if System Administration has offered 61.9% more services to the institutions.

Chancellor McNair stated there is an upcoming all-staff meeting to talk about the survey findings. He mentioned that Chief Human Resources Officer Yonata Rubin is going to revisit the work on the cultural roadmap. He identified six areas of focus: leadership, visibility, trust, and transparency; communication and employee voice; career growth and professional development; recognition, appreciation, and employee value; workload sustainability and employee experience; and collaboration and culture. He asserted that they had ideas and wanted to get feedback and input on what should be done, emphasizing that this is his highest priority. Chancellor McNair committed to increasing communication. He admitted that he needed to do a better job, stating that while he felt he had explained why he was hiring the vice chancellors, he had not done a good enough job of presenting the bigger picture and the reasoning to the Regents or staff. Chancellor McNair acknowledged that while there are more resources, he needs to get people in place to figure out where to start taking the heat off the employees.

Regent Brown requested the original budget to see where the numbers shifted and the narrative behind the changes, noting that how money was spent showed what was important to the organization. She shared her excitement about the culture roadmap and

3. Action Taken-NSHE Workplace Climate and Culture Survey – *(continued)*

expressed hope for a sneak peek in the near future. She asked about specific changes that would be made to improve transparency in leadership decision-making, noting that according to the survey, only 21% agreed it was transparent. Chancellor McNair stated that the transparency figure was one of the most troubling numbers he saw in the report. He shared that he is kicking off an internal communication strategy that included monthly email updates, monthly huddles to answer questions, and roundtables to get feedback. Chancellor McNair committed to ensuring the leadership team cascaded information from cabinet meetings out to the organization. He mentioned providing larger context for decisions at all-hands meetings, admitting that his previous assumption that people understood the strategy was a mistake. He noted that the culture committee will work throughout the year to get continuous feedback and adjust as needed before the next climate survey.

Chief Financial Officer Brody Leiser added context and addressed the topic of resources, noting that staff members felt they were doing the work of three people. He shared that he had engaged the budget director to talk to all department heads to understand the resources needed to be successful and fulfill the work of the Board and campuses. He asserted that as they build the budget for the next fiscal year and biennium, they would be asking for additional resources to carry out the mission of the Board and collaborate with the Governor's office and Legislature. Mr. Leiser agreed with Regent Brown that it would be helpful to show the original budget for FY26 in the supplemental material. He stated that the original budget for System Administration was around $57 million for FY26, while the revised budget was about $60 million. He explained that budgets were revised regularly for travel or one-time operating costs, and that the $3 million increase included one-time costs like the $670,000 purchase of the Carson City office and deferred maintenance projects like the HVAC system at the Reno office.

Special Counsel Nielsen reminded the Board that the item is agendized to discuss the climate survey.

Regent Brown summarized that when she looked at the budget, it told her that the climate survey is saying one thing while the spending is saying another. She reiterated that staff do not feel heard and feel they are doing multiple jobs. The budget is not reflective of the changes that need to be made. She asserted that if the Board and Chancellor are going to talk about the climate survey and spending, the money should be spent on staff who are actually supporting the institutions.

Special Counsel Chris Nielsen reiterated that the agenda item is specific to the workplace climate. He acknowledged that while areas of the climate survey do speak to budget and spending, it would be more appropriate to bring the topic up during the next agenda item where supplemental information was provided.

Chief Financial Officer Leiser stated he is happy to revisit the topic under the next agenda item, but thought it was important that he clarify the record. He asserted that the System Administration budget for professional salaries did not increase by over 100%. What the Board is seeing is a comparison of budgeted amounts to actual salaries.

3. Action Taken-NSHE Workplace Climate and Culture Survey – *(continued)*

Regent Del Carlo stated that the culture of an organization is the most difficult thing to change. It takes time and trust. She noted the questions in future surveys should be consistent so comparisons can be made and trends identified. Regent Del Carlo added it would helpful for the Board to receive an updated organizational chart whenever there is a change in employees. She was pleased to see in the survey results that employees think highly of their direct supervisors, and reiterated the need to address the key findings.

Regent Boylan believed the concerns of staff need to be addressed. He emphasized the importance of keeping people happy, being honest with them, paying them well, and listening to them. He expressed appreciation that the survey was done because it gives the Board an idea of what is happening. Regent Boylan agreed that a survey should be done every year to determine if things are improving or getting worse. He encouraged NSHE employees to speak the truth.

Regent Brown revisited where and how resources are allocated. She mentioned the climate survey noted several employees believing their expertise and institutional knowledge are not being valued and they need more support. She pointed out that a lot of money is being spent on consultants, executive coaching, and discretionary spending. Regent Brown asked how the Chancellor evaluates the return on investment of those expenditures.

Chancellor McNair shared that when he started, he heard from the Board and others that NSHE needed to focus on two things: improving its reputation and relationship with the legislature, and telling its story more effectively by improving communications and social media engagement. He asserted that his first order of business was to get a communications firm to help bolster NSHE's social media and communications presence. Chancellor McNair explained that he was trying to build an organization through people and one-time consulting contracts that matched the priorities of the Board. He acknowledged that it was real money being spent, but emphasized it was less than what would be spent on a full-time employee and served as a stopgap measure. He stated that this represented the bulk of the consulting spending. Chancellor McNair added that the Board would soon get a communications update. He noted that based on the dramatic growth they had seen, he was comfortable that it had been the right decision.

Regent Brown pointed out that there is no clear sense of where System Administration is headed. There are vacancies in underdeveloped departments that seem more pressing to fill, especially since the campus assessment was increased. She expressed her feeling that the climate survey was telling her money is being spent in the wrong places. Regent Brown stated that the staff indicated they needed help while money was being put into a communications bucket. Chancellor McNair agreed that he needs to be investing in those areas and he will be. He shared that he does not see those investments as mutually exclusive. He acknowledged that executive coaching is in the works as professional development. He stated that what was done so far was transition coaching at a total cost of $24,000. Chancellor McNair also noted that the culture work largely had a late start and had been paused, but they were about to pick it up again.

3. Action Taken-NSHE Workplace Climate and Culture Survey – *(continued)*

Regent Brown stated that she does not believe increasing campus assessment is the answer to helping staff when money is being spent on bringing in people from the top down. She expressed hope that after the culture roadmap is created, there will be measurable workplace climate goals that the Board can use as an accountability measure before the next survey. Regent Brown requested that the Board receive periodic check-ins on the record regarding those goals.

Regent Arrascada observed that through the survey, it seemed the strategy had been to add staff and hire consultants in areas like internal operations and communications. He asserted that departments serving institutions and students, like internal research, workforce development, and audit, lacked necessary resources. Regent Arrascada noted that those departments were told there were no funds to fill or backfill positions to increase their support. He shared that for the past year there had been outcries for increased support in institutional research. Regent Arrascada also pointed out that new hires had been made at very high salaries.

Chancellor McNair stated that the plan was to begin filling those roles. He explained that an increased campus assessment was required over time to fill those roles because System Administration does not have unlimited money. He shared that the way it had been sequenced, he had filled some senior leadership positions. Chancellor McNair asserted that those people would now be making decisions with managers about creating structures that most met the needs of the Regents and the campuses. Regent Arrascada stated that he was completely opposed to increasing the campus assessment. He questioned how the new hires were there to support the success of the campus, students, and faculty.

Special Counsel Nielsen provided another reminder that the topic of the item is the climate survey.

Vice Chair Goodman stated that for topics like the climate survey, it would behoove the Board, as well as the Chancellor and the System as a whole, to have conversations offline before coming to the meeting. She explained that doing so would allow them to come to the meeting more solution-based. She shared that she thought it would also show more unity as well. Vice Chair Goodman believed that the Board plays a part in the climate. She stated that they need to do self-assessments and make sure they are doing their best as well.

Chief of Staff Nikolajewski noted that she would be remiss if she did not thank the individuals who assisted in the climate survey. She explained that a climate survey working group was charged with testing the survey instrument and providing feedback to the consultants. She highlighted that the group was representative of departments across System Administration and they had done a fantastic job.

Regent Boylan stated that he thought the survey was done by an outside company. He asked about the role of staff and whether the company should have done all the work. Chief of Staff Nikolajewski explained that the third-party company developed the survey instrument. She noted that the climate survey working group was charged with testing the instrument, vetting out the bugs, and giving feedback on the order of questions.

3. Action Taken-NSHE Workplace Climate and Culture Survey – *(continued)*

Chair Brooks thanked everyone in the System Office who participated in the working group. He expressed appreciation for his colleagues' sentiments that perhaps there was some self-reflection the Board could do. He explained that because Regents do not have granular-level discussions with employees, it makes it difficult for the Board to have a clear understanding of things happening within the System Office. He believed it would be fantastic to have incremental change in how the flow of communication worked. Chair Brooks identified a real opportunity to address issues when 80% of long-serving employees said they are considering moving on from System Administration. He emphasized that the biggest problem is the System is continually losing folks with institutional knowledge.

Chair Brooks believed that there were very strong things in the survey that are potential opportunities to improve. He agreed with Regent Brown's suggestion to act sooner rather than later, noting it was one thing to talk about a plan and another thing to implement it. He stated it was important to recognize that in terms of risk, tensions, and tradeoffs, there was a trust deficit that was already deep within the System Office. Chair Brooks suggested that perhaps part of the survey should come back to the Board so they are constantly engaged in the conversation of how things are moving. He identified retention and career pathways as other priorities, noting there are fantastic folks working at System Administration and a percentage who do not feel there are growth opportunities. Chair Brooks acknowledged that there are areas requiring more conversation, dialogue, and an executable plan.

Vice Chair Goodman requested that the 2026 survey findings be a baseline for the Chancellor. Regent Carvalho shared her expectation that going forward, all climate surveys would reference the previous year and that 2026 can be the baseline.

Regent Downs stated annual surveys are a good idea. He asked if the survey tool that was created could be used in-house going forward, without having to engage an external entity. Chair Brooks stated that the reason the climate survey participation was so successful was because it was from the outside. He noted that climate surveys that had taken place in-house had not had a successful turnout. He explained that in previous years there was concern by employees that they would be identified through their responses rather than remaining confidential.

Regent Del Carlo agreed with Chair Brooks and noted that the trust had broken down within the System over time. She believed that hiring from the outside was the proper thing to do. She asserted that it established trust with the participants and that it would be money well spent every year. She requested the same firm be used for at least a three-year span, with an option to renew. Regent Del Carlo emphasized the importance of staying consistent and use the same survey and methodology.

Regent Downs stated the points made regarding participation rate are valid. He shared WNC had a low participation for its climate survey that was conducted in-house. Regent Downs wondered if a larger contract could be negotiated with the same vendor that would allow the institutions to utilize their services to provide greater confidence in institutional-level climate surveys going forward.

3. Action Taken-NSHE Workplace Climate and Culture Survey – *(continued)*

Chief General Counsel Martines believed a robust Systemwide contract is possible if that was something the Board is interested in.

Regent Carvalho moved to accept the report and direct the Chancellor to 1) bring an action plan addressing the key findings to the Board within 90 days and 2) conduct another survey in one year using the 2026 survey as the baseline. Regent Brown seconded the motion. Motion carried.

The meeting recessed at 11:34 a.m. and reconvened at 12:18 p.m. with all members present.

4. Action Taken-Personnel Session, Annual Evaluation, Chancellor Matt McNair – Chair Byron Brooks presented the annual evaluation of Chancellor Matt McNair. In an open personnel session, in accordance with NRS 241.033, the Board of Regents considered the contents of the report and other matters believed pertinent to the Chancellor's evaluation. The Board took action to take no action on the annual evaluation report *(Ref. BOR-4 and Supplemental Material on file in the Board office)*.

Pursuant to NRS Chapter 281A, and under advice of counsel, Regent Downs disclosed that he is an employee of NSHE at WNC and because the independence of judgment of a reasonable person would not be materially affected by his situation he would vote on the matter.

Chair Brooks reviewed the process for conducting the annual evaluation of the Chancellor set forth in the *NSHE Procedures and Guidelines Manual (Chapter 2, Section 2, Subsections 4 and 5)*, which began with Chancellor McNair preparing and transmitting a self-evaluation report to the Board of Regents.

With respect to the Chancellor's self-evaluation, Regent Brown inquired about the section stating he supported the successful execution of Board meetings, noting that such tasks are generally the responsibility of the Board Office. Chancellor McNair stated that he was not referring to what the Board staff does in terms of setting up the room and equipment. He was talking about the way his team works tirelessly to prepare agenda items, briefings, and materials for those meetings.

Regent Brown asked for clarification on which leadership transition was referenced in the legal affairs section of the report. Chancellor McNair responded that the transition involved personnel changes within the legal team and noted that he was accountable for the work of his direct reports. Regent Brown pointed out inconsistencies in how credit was attributed to staff members throughout the self-evaluation report. She requested that future reports clearly distinguish between the Chancellor's direct leadership and his support of staff, as well as the sources of the information.

4. Action Taken-Personnel Session, Annual Evaluation, Chancellor Matt McNair – *(continued)*

Vice Chair Goodman stated that Regents should keep in mind that anyone who applies for the position of chancellor in the future is going to watch the meeting video. She noted that sometimes offline conversations are better than online conversations.

Regent Arrascada asked what specific efforts the Chancellor has made to learn or understand Board policies and procedures. Chancellor McNair stated that while he has not read the Code word-for-word like a book, he regularly references it, the *Handbook*, and *Bylaws* to understand how meetings operate and how issues come to the Board.

Regent Arrascada further questioned why the strategy has been to add staff and hire consultants in areas like internal operations and communication while departments serving students (e.g. institutional research, workforce development, and audit) lack necessary resources and are told there were no funds. Chancellor McNair clarified that the campus assessment increase from the previous year was intended to fund vacancies and handle a COLA adjustment from a couple of years prior, rather than creating "new money" for new positions. He explained that he felt it was important to fill leadership vacancies at the vice chancellor level first so that those leaders could identify their own needs and hire their own teams.

Regent Arrascada asked how hiring those individuals was beneficial to students and faculty on each campus, noting that other employees who had left the System had been begging for support that was not provided. Chancellor McNair asserted that hiring vice chancellors first allowed them to build out teams to serve the campuses, which he believes was the right way to build the organization rather than selecting the teams himself. Regent Arrascada stated that he was completely against an increase in campus assessment and asked if the Chancellor believes the salaries of the new hires were representative of their positions or if they were extremely high for the workload. Chancellor McNair stated the salaries are absolutely appropriate based on the experience of the hires and a market analysis conducted by human resources.

Regent Carvalho addressed Chancellor McNair's earlier statement about Board staff. She stated the Board Office works hard putting together agendas and does a lot more than just room setup. She pointed out that his self-evaluation mentioned trust many times. She asked what actions he was taking to build that trust, noting that she saw trust and communication as being tied together in the climate survey. Chancellor McNair listed specific things he was doing to build trust, including meeting one-on-one with every person in the System Administration office, without an agenda, to get to know them. He explained that building trust takes time and that he does not expect people to trust him simply because he sent out a culture memo. Chancellor McNair asserted that trust requires follow-through, working with the culture committee, and demonstrating care through roundtables and the all-hands meeting.

Chair Brooks observed that the Chancellor wrote about a Systemwide Credit for Prior Learning initiative in his self-evaluation. He noted that work had been going on for quite some time, and asked the Chancellor to share what his part in leading that effort had been. Chancellor McNair acknowledged the work had been done largely before he arrived. He

4. Action Taken-Personnel Session, Annual Evaluation, Chancellor Matt McNair – *(continued)*

explained that the team brought it across the finish line shortly after his arrival and an awareness campaign was started. He shared that a grant was secured to pay for that campaign and expressed hope that it would generate more participation across Nevada.

Chair Brooks asked how the grant came about. Chancellor McNair believed that Dr. Natalie Brown had gotten the grant because it fit the criteria for Credit for Prior Learning. He noted that the grant provided several thousand dollars to launch the campaign. Chair Brooks acknowledged Dr. Brown as a champion of that work.

Chair Brooks pointed out that under the financial stewardship section of the self-evaluation, the Chancellor cited achievements including closing the FY25/26 budget and preparing the inaugural NSHE composite financial index report. Chancellor McNair stated that this was largely the work of the former Chief Financial Officer and his team. He explained that he had participated in those items at varying levels, meeting weekly to talk about its progress. Chair Brooks asked if the work was a continuation of existing efforts or if there was initial work specific to that which the Chancellor was able to complete. Chancellor McNair stated that when he arrived, he picked up almost everything mid-stream. He noted that the former Chief Financial Officer had already been talking to the business officers about those things before he arrived. He explained that as he started to manage the organization, he would talk to his direct reports about the things they were working on.

Chair Brooks thanked Chancellor McNair and expressed his appreciation. He then moved to discussion of the evaluation report.

Chair Brooks noted that the evaluation process involved conversations with approximately 27 people. He specified that those individuals included Regents, System Administration direct reports, and presidents. He explained that part of the work involved compiling information, furnishing a report, and meeting with the Chancellor to review the findings. He pointed out that, based on Board policy, there were nine to ten specific areas that defined the evaluation. He expressed his willingness to answer any questions regarding the evaluation report.

Regent Brager recalled that she did not support having one person conduct the evaluation when the topic came before the Board. She explained that her discomfort stems from a lack of validation regarding whether everyone had been asked all 11 questions. She asked where the interpretations were derived from when conducting such an evaluation. She believed there are better ways to do it. Regent Brager also expressed significant discomfort with receiving a 19-page document at 3:00 p.m. on a holiday weekend. Additionally, she asserted that the situation was not healthy and stated that the Board should take accountability for having eight chancellors in a nine-year period. She believed that the issue was not the chancellors, but the Board itself. She believed that the report should have been tabled as it is inconclusive for lack of written facts.

Chair Brooks stated that if he could go back, he would have voted for something different, specifically removing responsibility for the process from any Officer of the Board. He

4. Action Taken-Personnel Session, Annual Evaluation, Chancellor Matt McNair – *(continued)*

acknowledged that the process is a bit unhealthy for several reasons. He expressed hope that the Board would assemble for another discussion about having an external party conduct the evaluation, similar to the climate survey. He believed that the Board would be better served by an outside party to avoid cloudiness and to relieve the chair of the weight of recording responses, spending time with everyone, and asking questions. Chair Brooks stated his firm agreement with Regent Brager and suggested it might be time to look at doing the process differently.

Regent McGrath echoed Regent Brager. She asserted that she will not vote to accept the evaluation report. She does not feel like she was given an opportunity to participate. She shared that she was told she would have to answer the questions spontaneously on the phone. Regent McGrath emphasized that, given the significant importance of the matter, everyone should be thoughtful and take time to contemplate their responses. She stated that she was denied that opportunity because she would not answer the questions spontaneously. She noted that the first time she saw the qualitative or quantitative questions was on Saturday afternoon. Regent McGrath believed that the process and methodology were not appropriate.

Chair Brooks responded that he had numerous conversations with Regent McGrath specifically about getting together to go over the evaluation process and ask questions. He stated that when Regent McGrath asked if he could email the questions, he said he was not comfortable doing so because he had not done that for others. He acknowledged her frustration with the methodology and suggested it would be a great topic for future discussion.

Vice Chair Goodman stated that she had requested in an email a summation of her conversation and Chair Brooks said he was unable to do that. She asserted that as Chair, he was in charge and was able to do what he wanted. Vice Chair Goodman asked for the breakdown of the 27 total participants and questioned the meaning of supplemental stakeholder input. She emphasized that when doing qualitative and quantitative scientific methodology, one did not just get to chat with people and interpret what they said on their own without a second party. She questioned what method of thematic analysis was used and who analyzed it. She asked if anyone else looked at it to provide validation to the codes and what high and medium represented in terms of frequency of mentions. Vice Chair Goodman asserted that one could not say something was strongly supported without providing context, frequencies, counts, coding schemes, and quotes. She stressed that this was someone's life and career and that this evaluation had been put out there without scientific methodology. She requested to see a complete set of comments included as an appendix. She also noted that when talking about qualitative results, scores were sometimes polarized around an average, and outliers could really change what the score was. She believed the Board and the System has been put at risk by supposed scientific methodology. Vice Chair Goodman emphasized that this should have been something more objective and should not have been done without an individual involved who knows what data research and scientific methodology are.

4. Action Taken-Personnel Session, Annual Evaluation, Chancellor Matt McNair – *(continued)*

Chair Brooks thanked Vice Chair Goodman for expressing her concerns. Vice Chair Goodman asked Chair Brooks to answer her questions and explain the thematic analysis. Chair Brooks acknowledged she had questions about how it was done. He also recognized that part of the conflict was the disconnect between them.

Special Counsel Nielsen interjected to refocus the Board on the topic of the annual evaluation.

Chair Brooks stated that he understood the larger focus might be on some of the data and some of the results. He noted that he understands Vice Chair Goodman's frustration. He explained that, in terms of the process, asking someone to rank something in a quantitative manner was not that scientific or difficult to analyze because a ranking from one to five was just a number that was added up. He asserted that he is not trying to dismiss what she was saying. He emphasized that the process of asking for rankings and using those numbers to describe an average score and observations within a pool of 27 people was not that scientific. He noted that the 27 people interviewed excluded three Regents who did not participate and him.

Vice Chair Goodman remarked that the Board runs the higher education system and there are many PhDs who perform this kind of research and understand the significance of clusters and outliers. Vice Chair Goodman reiterated that if a document is supposedly scientific, it should have involved someone who understands the science of data.

Chair Brooks stated that after doing a quick rundown of the three sets of data, he was not sure what level of PhD scientific methodology would be needed to ascertain answers based on a question and to identify patterns in similar responses. He noted that while he appreciated the climate survey was done by a large organization that could quickly produce something, he had produced the report himself. He asserted that he was confident in his own work, the numbers, the answers to the questions, and the results that were produced.

Chief General Counsel James Martines noted that the current process dictates who may participate in the evaluation. He suggested that this might be a good new business item. He expressed a desire to have a more robust conversation about what an amended process might look like.

Regent Goicoechea acknowledged the process is flawed. Board policy charges the Chair with the responsibility to conduct an evaluation, but does not provide any direction on how it should be done. He believes the Board should revise the process before the next evaluation and require it to be conducted by an external party.

Regent Boylan asked Chair Brooks how much time he had put into the work. He also noted that he did not see the Chair's personal remarks in the evaluation, only those from others. Chair Brooks responded that he had purposely stayed away from being a part of the evaluation. He explained that the Chair has more knowledge of the inner workings of the System and institutions than other Regents through conversations with the Chancellor. He felt it was better to recognize the voices of others. Chair Brooks could not calculate the

4. Action Taken-Personnel Session, Annual Evaluation, Chancellor Matt McNair – *(continued)*

exact amount of time it took, but characterized it as a lot of time. He asserted that the work took a lot of time because he understood the significance of the evaluation and wanted to ensure the voices of the people he spoke to were being echoed.

Regent Fernandez recognized Chair Brooks for acknowledging that the process is broken. He asserted that the Board needs to move toward using an outside consultant to create a streamlined evaluation process with a survey instrument that works. He emphasized that this is a worthwhile investment for the next year to ensure data presented are validated. Regent Fernandez noted that Vice Chair Goodman made great points and shared his belief that while the Chair is not a data scientist, the Regents need to trust what is before them.

Regent Fernandez stated he will raise the need for a standardized feedback instrument, chancellor self-evaluation template, annual goal-setting framework, and timeline for midyear and annual reviews under New Business. The Board cannot remain divided and fractured. Regent Fernandez expressed hope that defining a better process will be a top priority, because the Board cannot wait another year to determine how the Chancellor is performing and if NSHE priorities are advancing.

Regent Brager moved to postpone further consideration of the item to the August 27, 2026, special meeting. Regent McGrath seconded the motion.

Regent Downs asked Chair Brooks whether he worked with the same questions used in the previous chancellor evaluation conducted by then-Chair Carvalho or if he created something fresh and new. Chair Brooks stated he reviewed the questions used in past evaluations before forming questions for the current evaluation. He noted the absence of a specific template or layout for the evaluation. Regent Downs asked if the climate survey informed or inspired any of the questions. Chair Brooks indicated the climate survey did not influence the questions used in the evaluation. He shared that although he knew the climate survey results had come in, he did not look at them until the entire evaluation process was complete.

In response to a question from Regent Fernandez, Chief General Counsel Martines explained that taking action to accept the report means the Board received and adopted the report for future action.

Regent Carvalho weighed in as a previous chair who went through the process. She shared her thinking that the annual evaluation serves as a check-in point during a chancellor's contract period. She noted that she views the current process as more of a 360 review of their chancellor, not as a robust research product. Regent Carvalho also shared that Board policy allows for a robust periodic evaluation before it considers offering a chancellor or president a new contract. She suggested the Board review current policy to see if a more robust process should be considered for the annual evaluation.

4. Action Taken-Personnel Session, Annual Evaluation, Chancellor Matt McNair – *(continued)*

Regent Carvalho stated Chair Brooks did a good job of conducting the evaluation based on current policy. She felt the evaluation is balanced and fair. She does not know what postponing the item until August would accomplish, as the same report will be brought back.

Regent Goicoechea stated the Board could include changing the process under New Business. Chief General Counsel Martines said another option is for the Board to take no action today and bring a New Business item forward to revise the process before the next evaluation.

Regent Brager withdrew the motion. Regent McGrath withdrew her second.

Regent Brown noted that when she read the climate survey and the evaluation, there were similar themes in both documents including communication, transparency, internal leadership, organizational stability, and trust. She observed a clear discrepancy between where participants believe resources and attention should be directed and where they are being spent.

Regent Brown asked Chancellor McNair how he would describe his role. Chancellor McNair stated his job is to work with System Administration and the presidents to ensure they are maximizing resources in order to provide great service to the students and the people of Nevada. He stated that his self-evaluation demonstrates the majority of his time was spent internally, with 74% dedicated to System Administration, presidents, and the institutions. An additional 16% was spent with state and federal lawmakers. He believes there is a perception problem and acknowledged he has not done a good enough job explaining internally how he spends his time and makes decisions. He is going to work harder to make sure that people understand those things.

Regent Brown believed those who were interviewed for the evaluation were saying something similar. She questioned the fiscal stewardship and where the System is heading. She does not see value in buying tables at events when staff are saying they need help. Chancellor McNair noted that he is not suggesting there is no useful feedback in the evaluation.

Regent Goicoechea made a motion to take no action on the annual evaluation report. Vice Chair Goodman seconded the motion.

Chief General Counsel Martines clarified for Regent Boylan that approval of the motion as stated would not mean the evaluation or the report needs to be redone. The only action the Board can take is to accept the report and adopt it as its own. He stated his interpretation of Regent Goicoechea's motion is to not accept the report.

Chief General Counsel Martines further explained that the effect of the motion would simply be that the Board did not accept the report as its own and the matter would be over.

4. Action Taken-Personnel Session, Annual Evaluation, Chancellor Matt McNair – *(continued)*

Chief General Counsel Martines observed the Board had an opportunity to discuss the public evaluation, consider the report, ask questions, and provide feedback.

Regent McGrath stated that she does not fully understand the ramifications for Chancellor McNair if the report were to be accepted. She understands it is important to emphasize Chair Brooks' hard work, but she does not think that is reason enough to accept the report given the possible ramifications.

Upon a roll call vote, the motion carried. Vice Chair Goodman and Regents Boylan, Brager, Carvalho, Del Carlo, Downs, Goicoechea, and McGrath voted yes. Chair Brooks and Regents Arrascada, Bautista, Brown, and Fernandez voted no.

The meeting recessed at 2:11 p.m. and reconvened at 2:22 p.m. with all members present except Regent Arrascada.

5. Action Taken-Unfinished Business: Election of Board Chair (Agenda Item 6) – The Board elected Vice Chair Goodman to serve as Chair for a one-year term, commencing July 1, 2026, and ending June 30, 2027.

Regent Brager nominated Regent Goodman.

Regent Fernandez nominated Regent Carvalho.

Upon a roll call vote, Vice Chair Goodman was elected Chair. Vice Chair Goodman and Regents Boylan, Brager, Del Carlo, Downs, Goicoechea and McGrath voted for Vice Chair Goodman. Chair Brooks and Regents Bautista, Brown, Carvalho and Fernandez voted for Regent Carvalho. Regent Arrascada was absent.

6. Information Only-The Higher Education Landscape and Roles/Responsibilities of Regents, Chancellor, and Presidents (Agenda Item 5) – Dr. Sally Amoruso, Chief Partner Officer, EAB, led a discussion on the national higher education landscape, including key trends, regulatory shifts, emerging issues, challenges, and opportunities. Tom Skancke, Chief Executive Officer, MetroMotion, LLC, led a discussion on the roles and responsibilities of the Regents, Chancellor, and institution presidents.

Dr. Amoruso noted that higher education is facing four fronts of upheaval: external accountability, financial sustainability, market relevance driven by AI, and institutional agility. She observed that public confidence has weakened noting that the percent of the public that says college is very important is declining, while those who say it is not too important has grown six times since 2010. Dr. Amoruso said colleges should respond with a shared public-value agenda focused on powering jobs, fostering civic pluralism,

6. Information Only-The Higher Education Landscape and Roles/Responsibilities of Regents, Chancellor, and Presidents (Agenda Item 5) – *(continued)*

advancing national resilience, and a culture of transparency and accountability. She observed that the business model is under pressure from both sides, rising costs and downward pressure on institutional revenues. Dr. Amoruso noted that demographics are getting worse as high school graduates are in short supply, and Nevada is expected to see a 13% decline in high school grads from 2026 to 2041. She also mentioned that students are also opting out of college, highlighting that nearly 40% of high school grads are choosing not to go to postsecondary education. Dr. Amoruso emphasized that Nevada is especially challenged because its college-going rate trails the national average by nearly 20 points. Additionally, she noted that research is vital but costly. She stated that research is such an important public good, yet it doesn't make money.

Regent Boylan asked why there is such a decline in Nevada students not going into higher education and what she thinks the reason is. Dr. Amoruso believed it is a multivariate situation that started in the K-12 system, noting that less resourced systems have lower college-going rates. She explained that students often don't feel prepared for college mentally or psychologically even if they appear so on paper. Dr. Amoruso emphasized that public narrative and discourse doesn't do any favors. She asserted that there is a lot of misunderstanding about student debt.

Regent Boylan remarked that perception becomes reality and suggested that the issue is not with the institutions, but with the perception of the public and the students thinking that it's too expensive. He questioned if the high percentage of ESL students in Nevada has anything to do with the decline. Dr. Amoruso responded that it might, because by certain cultures there is less comfort with debt generally. She highlighted the role of the economy, stating that when jobs are booming, there is an opportunity cost in the mind of a 17-year-old. Dr. Amoruso pointed out that over the course of a lifetime, a degree makes the difference of nearly a million dollars in lifetime earnings on average.

Regent Brager inquired about growth in certifications. Dr. Amoruso responded that there is growth in certifications, but clarified that it is a bit of the wild west. She explained that currently there is no regulating body that accredits credentials that are non-degree based. Dr. Amoruso emphasized that the focus needs to be on industry recognized credentials that lead directly to jobs. She pointed out that while growing quickly, certifications still represent a very small percentage of the overall market.

Regent Brager remarked that in fields like real estate, if you don't take your classes you don't get to keep your job, and suggested that society should look at encouraging them to continue with their education. Dr. Amoruso asserted that lifetime and lifelong learning is an opportunity for higher education and shared her belief that AI is going to necessitate that in a very different way.

Dr. Amoruso continued that research provides a public good that needs to be recognized, but warned that it is very expensive. She pointed out that research institutions are carrying an additional burden on that public good mission. She emphasized that athletics is even more volatile than research. Dr. Amoruso noted a winner-take-all dynamic in athletics,

6. Information Only-The Higher Education Landscape and Roles/Responsibilities of Regents, Chancellor, and Presidents (Agenda Item 5) – *(continued)*

where there are only 21 institutions in the country that break even or make money from athletics. She acknowledged that it is expensive to keep an athletics program going.

Dr. Amoruso suggested that a potential path to a more sustainable system includes recognizing that there may be some consolidation necessary with underenrolled campuses. She explained that this allows a system to concentrate the resources in the locations that will provide the state with the greatest long run value. Dr. Amoruso recommended recasting the campuses around the strengths that they bring. She encouraged considering digital reach and different modalities to serve education deserts and engage students who might not think post-secondary education is accessible to them. Dr. Amoruso described Gen Z as a generation shaped by a socially disruptive technology and noted they are digital natives graduating into a contracting labor market for new grads. She highlighted the affordability crunch for Gen Z. She asserted that the most important trend to notice is that recent grads have started to experience an unemployment rate that is higher than the average unemployment rate for the country. Dr. Amoruso characterized this trend as a huge referendum on higher education and a primary driver for the current focus on career outcomes.

Chair Brooks asked about the best way to move forward and how to ensure graduates are finding available work. Dr. Amoruso responded that this conversation is happening across many campuses and includes employer partnerships so that institutions understand what employers are looking for. She highlighted the importance of experiential learning and internships, specifically paid internships. Dr. Amoruso warned about disturbing data reflecting the influence of AI, stating that AI can displace many of the tasks that entry-level workers were doing. She noted that entry points are scarce, and employers are demanding more experienced hires from day one. Dr. Amoruso introduced the concept of the T-shaped professional, where the top of the T represents durable skills like EQ and the ability to collaborate, while the stem represents terrain specific expertise. She emphasized that this would require continuous and ongoing lifetime lifelong learning because of the need for reskilling and upskilling in areas transformed by technology.

Dr. Amoruso also noted that institutional agility is necessary to unlock opportunity in this sector and identified six attributes of a thriving institution. She identified the first operating capability as decision resolve, noting that higher ed can no longer analyze and analyze and analyze but must make decisions in the face of uncertainty. Dr. Amoruso introduced the concept of unapologetic focus, stating that an institution cannot be all things to all people and must decide what are we going to deprioritize. She explained that portfolio logic requires optimizing the whole, and breaking down the silos between different colleges and centers. She noted that change-ready systems must involve looking at reward systems, promotion systems, and underlying budget models to make space for agile decisions. Dr. Amoruso described the first endurance capability as urgent long-termism, explaining the need to feel urgent about making the right decisions today for the state 30 years from now.

Dr. Amoruso stated that the average tenure of a university president is 5.9 years according to a 2023 survey. She noted that this figure has been declining since 2006. She explained

6. Information Only-The Higher Education Landscape and Roles/Responsibilities of Regents, Chancellor, and Presidents (Agenda Item 5) – *(continued)*

that continual turnover in leadership creates a friction that makes it very difficult for the continuity of strategy. She asserted that boards need to create mechanisms for greater continuity of strategy and greater executive resilience. She identified a board's major roles as setting strategy, providing fiscal oversight, ensuring effective fundraising and investment, and serving as ambassadors of the system. Dr. Amoruso asserted that a critical role for boards is asking the right questions. She warned that some questions can be distracting or represent micromanagement, whereas questions at the right altitude drive leadership teams and contribute to more productive strategy.

Dr. Amoruso described the ideal board-leadership relationship using the phrase "noses in, fingers out", meaning boards should be supporting leadership teams without getting caught up in the minutiae of the day-to-day. She explained that trustees need to be thinking about the strategic direction of institutions but not managing the minutia of actual management. Dr. Amoruso clarified for Regent Boylan that "noses in, fingers out" is more about strategic direction and future, ensuring that leadership teams are thinking about those long-term strategic questions. She noted that while the Board should not manage the day-to-day, they must ensure the institution is prepared for the urgent long-term needs of the state.

Regent Fernandez asked how other institutions have focused on mission differentiation and whether there has been success with hybrid or online delivery as a way of meeting students where they are. He also expressed concern regarding the fear faculty and staff feel about the use of AI and whether students are truly being able to learn. Dr. Amoruso responded that differentiation is an active process. She explained that for most systems, the process starts with an assessment of what different regions and micro regions need from higher ed and take an outside-in approach to identify where strengths lie. Dr. Amoruso asserted that online and hybrid delivery is a modality that serves student populations, particularly busy working adults, who need convenience and flexibility to complete their degrees while working and raising families. She addressed the AI concern by stating that progressive institutions are aligning AI to how it's happening in the workforce and integrating AI fluency into their curriculum. Dr. Amoruso suggested that instead of policing students, faculty should focus on showing work in the utilization of AI as a tool. However, she warned that there is a mismatch because AI is moving much more quickly in the workplace than it is across higher ed.

Regent Fernandez asked if there is any research showing success with 90 credit degree bachelor's programs for working-class individuals who want to finish faster. Dr. Amoruso responded that while many are introducing these programs, it is too early to see the full results and that key questions remain whether these graduates will be received by employers in the same way. Regent Fernandez asked about the role of athletics in R1 institutions and when enough is enough (i.e. focus on sports versus research and graduation). Dr. Amoruso noted that many thriving schools are SEC schools. She acknowledged that while athletics is very expensive, the connection students have to their sport and coaches can drive student success and lead to higher retention rates.

Vice Chair Goodman left the meeting.

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Mr. Skancke addressed a previous question from Regent Brager regarding whether these dialogues are getting ahead of the Chancellor's strategic plan. He believed that these conversations are happening exactly at the right time based on the presentations from earlier today. Mr. Skancke emphasized that the feedback from the Board will help the Chancellor design a scope of work and provide an opportunity to create the right strategic plan. He emphasized the importance of hearing from the presidents about the things that they need as the Board moves forward. He remarked that he had heard most of the Regents say they do not want another plan that sits on a shelf and doesn't get used.

Vice Chair Goodman returned to the meeting.

Mr. Skancke noted it was worthwhile having a dialogue about substantive change based on what he heard this morning. He noted that Nevada is going through growing pains again and he asked the Regents to consider what the role of the chancellor should be going forward.

Vice Chair Goodman responded that she sees the Board working in a functional manner by adopting a city manager form of government. She explained that this model allows an individual to do the work they need to do while the Board oversees and makes policy decisions. She asserted that the Chancellor should essentially be like a city manager in that they run everything and have the expertise while the Board oversees that work. Mr. Skancke noted that this model has worked well in Nevada for decades.

Regent Fernandez left the meeting.

Regent Brager stated the difference between city or county government and the Board is the accountability factor. She explained that for a commissioner or city council person, the relationship is direct because there is a constituency that watches and sees and responds. She observed that in the NSHE system, the role is more abstract and the Board should give its thoughts but not say what to do. She asserted that the chancellor and presidents should know the System better than Regents do. She suggested that because the Board has a little bit of fracturing, it is time to decide what is best for the System. She proposed that the Board do a self-evaluation and look inward.

Mr. Skancke asked if that self-evaluation should be done by the same outside consultant that had been recommended. Regent Brager responded that it would be a good idea and noted that while a board retreat is hard to do with 13 people, a self-evaluation could be done internally or externally.

Regent Fernandez returned to the meeting.

Regent Boylan asked for clarity about the role of the Board, questioning whether the discussion is about existing duties or what those duties should become. He emphasized oversight and accountability as a core duty. Mr. Skancke responded that is exactly the question under discussion.

6. Information Only-The Higher Education Landscape and Roles/Responsibilities of Regents, Chancellor, and Presidents (Agenda Item 5) – *(continued)*

Mr. Skancke emphasized that Regents should stay focused on high-level governance, not day-to-day operations. He cautioned that getting too involved in detail leads boards into operational and personnel matters. He recommended revisiting or revising the governing policies to define the Board's role more clearly.

Regent Del Carlo framed the Association of Community Colleges Trustees (ACCT) board as a strong example. She advocated for formal evaluations with full board participation. She emphasized that the Board needs a governance committee and more civility, respect, and professional conduct. Regent Del Carlo stated she supports a chain of command and a high-level governing role. At the same time, she sees Regents as responsible for noticing problems and reporting them appropriately.

Regent Del Carlo called for stronger Regent accountability and preparation. She acknowledged that downsizing the Board will strain committees and reduce institutional knowledge. The Board is at a pivotal moment and needs reform. Regent Del Carlo expressed qualified support for the Chancellor while emphasizing the Board's authority. She strongly advocated for updating Board policy and noted outdated rules.

Mr. Skancke asked who should initiate policy changes. Regent Del Carlo answered that the Board, not the Chancellor, should lead policy. She stated the Board is responsible for policies and budgets, as well as hiring and firing presidents and chancellors. Mr. Skancke asked about timing and whether policy revision should happen before strategic planning or the legislative session. Regent Del Carlo and Mr. Skancke agreed that the process cannot be completed quickly. She suggested the work should begin before the legislative session so that needed legal changes can be identified. She then deferred to Chief of Staff Nikolajewski for a realistic timeline and process. Chief of Staff Nikolajewski estimated that a full policy overhaul would be a years-long process. She emphasized that proper revision requires shared governance, opportunities for feedback, and transparency.

Chair Brooks emphasized that policy revision must include more than just the Board. Including the presidents is essential because they can identify policies that are unintentionally hindering their ability to move the institution forward. Chair Brooks also advocated for a broader collaborative process that includes legal and institutional expertise. His overall goal is improvement at the System and state level.

Mr. Skancke supported using the public policy school as a resource and described the work as community service. He shifted the discussion from whether governance should change to when the process should begin. He pressed the Board to decide how to move forward under new leadership.

Vice Chair Goodman suggested the Board build on external examples rather than starting from scratch. She stated her intention to make policy revision a top priority. Vice Chair Goodman also stated the Board needs to identify legislative fixes and clarify governance issues. She specifically pointed to open meeting law. She emphasizes the need for more

6. Information Only-The Higher Education Landscape and Roles/Responsibilities of Regents, Chancellor, and Presidents (Agenda Item 5) – *(continued)*

collaborative decision-making, especially in carrying out major responsibilities such as selecting presidents and chancellors.

Mr. Skancke emphasized that the Board has unusual talent and influence in the room and should use it. He observed that the stars are aligning for this organization with the former speaker of the assembly, the former governor of Nevada, very qualified institutional presidents, and a chancellor with a vast amount of experience. Mr. Skancke urged the group to align key people and push for legislative action.

Chief of Staff Nikolajewski recommended starting policy reform with the Bylaws. She noted this work can be completed by staff in the Board Office and Legal Affairs. She encouraged the Board to start there, make some progress, and build momentum.

Chief General Counsel Martines explained that the policy structure is extensive and complex. He noted that the *Handbook* is 600 pages long and that any changes often require changes to the *Procedure and Guidelines Manual*, which is another 200-300 pages. Chief General Martines explained that some sections are easier to revise than others. While the Bylaws are within the Board's purview, Title 2 is more complicated. It has the force and effect of law and is part of all employment contracts. He emphasized that any changes must preserve due process.

Mr. Skancke compared the Board's structure to a publicly traded company similar to the board of directors for Wells Fargo Bank or Walmart, where the chancellor is the CEO and the presidents are the chief operating officers. He asserted that the primary focus should be on students, noting that the students are the customers and the Board should listen to the presidents to improve that customer experience. Mr. Skancke emphasized One NSHE, suggesting that the dialogue be included in agendas going forward. He also advocated for clearer performance metrics. In closing, Mr. Skancke remarked on the importance of maintaining friendships, particularly in times where difficult decisions must be made.

7. Information Only-New Business – Regent Fernandez requested a discussion and possible action regarding engaging an external governance or higher education executive evaluation consultant to develop and administer a standardized chancellor evaluation instrument and annual goal setting framework with the scope to include feedback tied to the chancellor's performance criteria, a chancellor self-evaluation template, and a chair's written evaluation report template. He identified the need for annual and mid-year review timelines and a process for translating feedback into measurable goals, metrics, and targets. He suggested a recommendation on whether the framework should be incorporated into Board procedures and future evaluations.

Regent Boylan requested a seminar on artificial intelligence.

Regent McGrath left the meeting.

8. Information Only-Public Comment – Vice Chair Goodman thanked everyone for their support. Her goal for the future is to have a collaborative Board and System. She emphasized that she is focused on moving forward as a unified body.

The meeting adjourned at 4:07 p.m.

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