

SPECIAL MEETING
BOARD OF REGENTS
NEVADA SYSTEM OF HIGHER EDUCATION
System Administration, Las Vegas
4300 South Maryland Parkway, Board Room

Friday, November 12, 2021

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: Dr. Jason Geddes, Presiding Officer
 Mr. Joseph C. Arrascada
 Mr. Patrick J. Boylan
 Mr. Byron Brooks
 Ms. Amy J. Carvalho
 Mrs. Carol Del Carlo
 Dr. Mark W. Doubrava
 Mrs. Cathy McAdoo
 Mr. Donald Sylvantee McMichael Sr.
 Mr. John T. Moran
 Ms. Laura E. Perkins
 Dr. Lois Tarkanian

Members Absent: Dr. Patrick R. Carter

Others Present: Dr. Melody Rose, Chancellor
 Mr. Caleb Cage, Vice Chancellor, Workforce Development and
 Chief Innovation Officer
 Ms. Yvonne Nevarez-Goodson, Deputy General Counsel
 Ms. Keri Nikolajewski, Interim Chief of Staff to the Board
 Dr. Federico Zaragoza, President, CSN
 Ms. Joyce M. Helens, President, GBC
 Mr. Brian Sandoval, President, UNR

Faculty senate chairs in attendance were: Dr. Dave Rhode, DRI; Dr. Samantha Jewell, NSC; Dr. Virginia Irintcheva, TMCC; Ms. Shannon Sumpter, UNLV; Dr. Amy Pason, UNR; and Mr. Jim Strange, WNC. Student body president in attendance was: Mr. Austin Brown, ASUN President, UNR.

Ms. Rosalie M. Bordelove, Chief Deputy Attorney General, Boards and Open Government Division, was also in attendance.

Regent Geddes called the meeting to order at 8:00 a.m. with all members present except Regent Carter. Regent Geddes announced per Title 1, Article IV, Section 3 of the Board of Regents *Handbook*, he would be Presiding Officer Pro Tempore. Regent Brooks led the Pledge of Allegiance.

1. Information Only – Public Comment

The following individuals spoke or provided written public comment in appreciation of Regent Cathy McAdoo's years of dedicated service to students and Nevada:

- John Tierney
- Caroline McIntosh (*McIntosh.Caroline11.12.21 on file in the Board Office.*)
- Stacy Smith (*Smith.Stacy11.21.21 on file in the Board Office.*)

Mr. David Dazlich stated the Las Vegas Chamber of Commerce believes that the existing Board leadership must be replaced with members that have not previously held the positions of Chair and Vice Chair to adopt a new and transparent approach towards governance.

2. Action Taken – Election of Officers Pro Tempore – In accordance with the decision of Chair Cathy McAdoo and Vice Chair Patrick R. Carter to temporarily relinquish their positions as elected officers of the Board, an election of officers pro tempore was conducted. The Board elected Regent Carol Del Carlo as Chair Pro Tempore and Regent Amy J. Carvalho as Vice Chair Pro Tempore to serve through the conclusion of the internal complaint investigation or through the conclusion of the current term ending June 30, 2022, whichever occurs first.

Regent McAdoo stated she received an email on November 11, 2021, at 10:08 p.m. from Deputy General Counsel Yvonne Nevarez-Goodson advising her to disclose and abstain from the vote. Out of an abundance of caution, she will do that because there was no appropriate time for her to process all of the information that was sent to her.

Regent McAdoo read the following disclosure and abstention statement that was sent to her: "The purpose and scope of this agenda item is to select temporary new board leadership as a result of my voluntary, temporary resignation during the pendency of an internal investigation of a confidential personnel matter in which I am personally named. I have an obligation as a public officer and representative of the Board to avoid conflicts of interest and protect the public's trust in government under the Nevada Ethics Law (NRS 281A.020). As this agenda item directly relates to these underlying allegations, it affects my personal interests, including my ongoing pecuniary interest in my position as a Regent, I will be abstaining from voting on this agenda item. I have consulted with legal counsel for the Board, by way of receiving this in email, to understand my obligations under the Ethics Law and our Regent Code of Ethics under our Bylaws, and I agree that it is in the best interests of the public to ensure independence and transparency in this process. Therefore, I am disclosing this conflict and will abstain from voting on the agenda item."

2. Action Taken – Election of Officers Pro Tempore – (Continued)

Regent Moran nominated Regent Del Carlo for Chair Pro Tempore and Regent Carvalho for Vice Chair Pro Tempore.

Regent Perkins nominated Regent Arrascada for Chair Pro Tempore and Regent Brooks for Vice Chair Pro Tempore.

Regent Moran asked for consideration of his motion on the floor. Presiding Officer Geddes stated that a second on the motion is not required during elections and he would take independent roll call votes for separate nominations on the elections.

Regent Moran asked for clarification about who is eligible to vote concerning the vacated positions under the Bylaws. Deputy General Counsel Nevarez-Goodson acknowledged the disclosure and abstention from Regent McAdoo, which was based upon her advice because the agenda item affects her resignation as a result of a pending personnel action in which she was named, and that the same advice would have applied to Regent Carter if he were present.

1. Chair Pro Tempore

Regents Carvalho, Del Carlo, Doubrava, Geddes, McMichael, Moran, and Tarkanian voted for Regent Del Carlo for Chair Pro Tempore. Regents Arrascada, Boylan, Brooks, and Perkins voted no. Regent McAdoo abstained. Regent Carter was absent.

Regents Arrascada, Boylan, Brooks, Geddes, and Perkins voted for Regent Arrascada for Chair Pro Tempore. Regents Carvalho, Del Carlo, Doubrava, McMichael, Moran, and Tarkanian voted no. Regent McAdoo abstained. Regent Carter was absent.

Regent Del Carlo was elected Chair Pro Tempore.

2. Vice Chair Pro Tempore

Regents Carvalho, Del Carlo, Doubrava, Geddes, McMichael, Moran, and Tarkanian voted for Regent Carvalho for Vice Chair Pro Tempore. Regents Arrascada, Boylan, Brooks, and Perkins voted no. Regent McAdoo abstained. Regent Carter was absent.

2. Action Taken – Election of Officers Pro Tempore – (Continued)

2. Vice Chair Pro Tempore – (Continued)

Regents Arrascada, Boylan, Brooks, Geddes, and Perkins voted for Regents Brooks for Vice Chair Pro Tempore. Regents Carvalho, Del Carlo, Doubrava, McMichael, Moran, and Tarkanian voted not. Regent McAdoo abstained. Regent Carter was absent.

Regent Carvalho was elected Vice Chair Pro Tempore.

3. Information Only – New Business

Regent Moran requested the Board move forward on the Chancellor’s Strategic Plan.

Regent Arrascada requested a postponement of the upcoming Presidents’ trip to Arizona State University over Thanksgiving weekend until the pending investigation has concluded.

Regent Boylan requested better communication and updates regarding legal and System-wide information.

4. Information Only – Public Comment

Regent Perkins congratulated the new Chair Pro Tempore and Vice Chair Pro Tempore.

Chair Pro Tem Del Carlo stated this is a difficult situation in uncharted territory, but she is committed to working openly and transparently to move the System forward. She further noted her appreciation for the work of the Presidents.

Regent Brooks congratulated the new leadership. He believed the Board needed to move forward as a cohesive body.

The meeting adjourned at 8:40 a.m.

Prepared by: Angela R. Palmer
Special Assistant and Coordinator
to the Board of Regents

Submitted for approval by: Keri D. Nikolajewski
Interim Chief of Staff
to the Board of Regents

Approved by the Board of Regents at its January 14, 2022, meeting.