

Minutes approved by the Board of Regents at the April 19, 2024, meeting.

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

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

Friday, February 16, 2024

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:

Mrs. Amy J. Carvalho, Chair  
Dr. Jeffrey S. Downs, Vice Chair  
Mr. Joseph C. Arrascada  
Mr. Patrick J. Boylan  
Mrs. Susan Brager  
Mr. Byron Brooks  
Ms. Heather Brown  
Dr. Michelee Cruz-Crawford  
Mrs. Carol Del Carlo  
Ms. Stephanie Goodman  
Mr. Donald Sylvantee McMichael Sr.  
Dr. Lois Tarkanian

Members Absent:

Ms. Laura E. Perkins

Others Present:

Ms. Patricia Charlton, Interim Chancellor  
Dr. Daniel Archer, Vice Chancellor for Academic and Student  
Affairs  
Ms. Elizabeth Callahan, Public Information Officer  
Mr. Eric Gilliland, Chief Human Resources Officer  
Ms. Lynda P. King, Associate General Counsel  
Ms. Keri D. Nikolajewski, Chief of Staff to the Board of Regents  
Mr. Alejandro Rodriguez, Director of Government Relations  
Ms. Lauren Tripp, Interim Chief Internal Auditor  
Mr. Chris Viton, Vice Chancellor, Budget and Finance and Chief  
Financial Officer  
Mr. Michael B. Wixom, Special Counsel to the Board of Regents  
Dr. Federico Zaragoza, President, CSN  
Dr. Kumud Acharya, President, DRI  
Ms. Joyce M. Helens, President, GBC

Others Present: (Continued)

Dr. DeRionne Pollard, President, NSU  
Dr. Karin M. Hilgersom, President, TMCC  
Dr. J. Kyle Dalpe, President, WNC

Faculty senate chairs in attendance included: Mr. Patrick Villa, CSN; Dr. Molly Appel, NSU; and Dr. Bill Robinson, UNLV. Student body president in attendance included: Ms. Nicole Thomas, GPSA President, UNLV. Classified council chair in attendance included: Ms. Stacy Wallace, NSU, ex-officio.

*Land Acknowledgment*

*Before beginning, we take a moment to recognize that here in Nevada we stand on the land of the Wa She Shu – Washoe; Numu – Northern Paiute; Nuwe – Western Shoshone; and Nuwu – Southern Paiute. We take a moment to recognize and honor their stewardship that continues into today. With this recognition, we state an intention to rightfully include their voice and respect them as the 27 sovereign tribal nations of Nevada.*

Chair Carvalho called the meeting to order at 12:00 p.m. with all members present except Regents Cruz-Crawford and Perkins.

1. Information Only – Public Comment

Jon Carpineta provided written public comment asking Regents to ensure that NSHE abides by the June 30, 2022, repeal of the NSHE Code, Title 2, Chapter 12, by giving each NSHE employee access to removing the “COVID-19 Vaccination” section entirely from the employee’s Workday record if the employee chooses to do so. (*Carpineta.Jon02.16.24 on file in the Board Office.*)

Jim New provided in-person public comment encouraging the Regents to revise the NSHE Code, Title 2, Chapter 1, Sec. 1.5, to prioritize national searches to fill presidential vacancies and only make temporary appointments when there is inadequate time for a search. He encouraged the Board to begin the preliminary steps to fill the vacancies in the next academic year.

Sonda Cosgrove provided in-person public comment thanking the chair for listening to CSN faculty and finding out how faculty and staff envision their future. There needs to be a process to allow every CSN employee to share experiences and their views without fear of retaliation.

Patrick Villa provided in-person public comment in support of Agenda Item 6, NJCAA Region Change, CSN Athletics. He thanked the chair for the current CSN faculty listening session. He noted that they support Agenda Item 7, Upcoming Vacancy in the Office of President, CSN, by appointing an acting CSN President by utilizing The Registry. He encouraged the Board to start a search immediately.

Bill Robinson provided in-person public comment stating that UNLV must build a new normal. Students and faculty come to campus and then go home. They are not a part of the campus right now. If significant changes are to be made at UNLV, they must begin now. He urged the Board to push for changes now.

1. Information Only – Public Comment – *(Continued)*

Regent Arrascada left the meeting.

Arnold Bell provided in-person public comment thanking the chair for listening to the faculty concerns at CSN. Utilizing The Registry to identify an acting CSN president is the best move. Incorporating the services of The Registry should be the gold standard approach when instituting best practices to identify presidential candidates. He commended the Board's timely decision because it exudes the utmost ethical intention and integrity.

Regent Arrascada entered the meeting.

2. Audit, Compliance and Title IX Committee Report – The Board accepted the Audit, Compliance and Title IX Committee report and approved the Committee recommendation. *(Committee report on file in the Board Office.)*

The Audit, Compliance and Title IX Committee met on February 16, 2024, and heard the following:

Information items

- Committee Chair Arrascada provided general remarks.
- Interim Chief Internal Auditor Lauren Tripp provided brief remarks to frame the meeting and give background on the RFP process, which has led to the two firms presenting. Additionally, Interim Chief Internal Auditor Tripp reviewed the high-level framework of the services the external auditors would provide to NSHE. The Committee's responsibility is to recommend independent, certified public accountants to the Board to audit the financial books and records of NSHE.

Action items

The Board unanimously approved the following recommendation of the Audit, Compliance and Title IX Committee:

- External Audit Services - Interviews
  - Grant Thornton, LLP representatives completed a presentation on why the firm is qualified to continue being NSHE's external auditors for the fiscal years ending June 30, 2024, 2025, and 2026. The Audit, Compliance and Title IX committee members posed questions to the firm. *(Refs. A-3a1, A-3a2, and A-3a3 on file in the Board Office.)*
  - Eide Bailly representatives completed a presentation on why the firm is qualified to be NSHE's external auditors for the fiscal years ending June 30, 2024, 2025, and 2026. The Audit, Compliance and Title IX committee members posed questions to the firm. *(Refs. A-3b1, A-3b2, and A-3b3 on file in the Board Office.)*

2. Audit, Compliance and Title IX Committee Report – *(Continued)*

Action items – *(Continued)*

- Interim Chief Internal Auditor Tripp added some additional remarks before the Committee discussion. Interim Chief Internal Auditor Tripp discussed some comments noted by the RFP sub-committee for both firms. The Audit, Compliance and Title IX Committee held additional discussions on the two firms prior to the selection.
- The Committee recommended Eide Bailly as NSHE’s external auditor.

New business items

- Committee Chair Arrascada asked for a search to be started for the Chief Internal Auditor position in order to have a permanent individual.
- Committee Vice Chair Cruz-Crawford requested a Title IX presentation at the next Audit, Compliance and Title IX Committee meeting.

Committee Chair Arrascada moved to accept the Audit, Compliance and Title IX Committee report and approve the Committee recommendation. Regent Del Carlo seconded. Motion carried by unanimous vote. Regents Cruz-Crawford and Perkins were absent.

3. Approved – ad hoc Committee to Review the Policies Governing a Search for Chancellor Committee Report – The Board accepted the ad hoc Committee to Review the Policies Governing a Search for Chancellor Committee report and approved the Committee recommendation. *(Committee report on file in the Board Office.)*

The ad hoc Committee to Review the Policies Governing a Search for Chancellor met on December 12, 2023, and February 16, 2024, and heard the following:

Information items

December 12, 2023, Meeting

- Committee Chair Brager offered opening remarks and provided the context for the Committee’s work. Special Counsel to the Board of Regents Michael B. Wixom provided a brief overview of the Open Meeting Law concerning Chancellor searches. *(Supplemental Material on file in the Board Office.)*
- Committee reviewed the current search policy and directed staff to prepare a policy proposal based on the discussion. *(PGS-3 on file in the Board Office.)*

3. Approved – ad hoc Committee to Review the Policies Governing a Search for Chancellor Committee Report – (Continued)

Information items – (Continued)

February 16, 2024, Meeting

- The Committee reviewed the following policy proposals:
  - Code Revisions, Vacancy in the Office of the Chancellor (*Title 2, Chapter 1, Section 1.5.4*). (PGS-3a on file in the Board Office.)
  - Procedures and Guidelines Manual Revisions, Appointments and Vacancies of System Officers (*Chapter 2, Section 1*). (PGS-3b on file in the Board Office.)

The Committee concurred with the proposals as presented by staff. The proposals will be presented to the full Board as a first reading and for information only at the February 16, 2024, special meeting.

Action items

The Board unanimously approved the following recommendation of the ad hoc Committee to Review the Policies Governing a Search for Chancellor Committee:

- The minutes from the December 12, 2023, meeting. (Ref. PGS-2 on file in the Board Office.)

New business items

- None.

Vice Chair Downs moved to accept the ad hoc Committee to Review the Policies Governing a Search for Chancellor Committee report and recommendation. Regent McMichael seconded. Motion carried by unanimous vote. Regents Cruz-Crawford and Perkins were absent.

4. Information Only – Proposed Revisions, Policies Governing a Search for Chancellor – At its February 16, 2024, meeting, the ad hoc Committee to Review the Policies Governing a Search for Chancellor reviewed and discussed proposed changes to the NSHE Code and Procedures and Guidelines Manual relating to a vacancy in the Office of Chancellor and a search for Chancellor. Special Counsel to the Board of Regents Michael B. Wixom presented the proposed revisions to the Board of Regents for information only. The proposed revisions will be brought back to a future meeting for possible action.

- 4a. Information Only - Code Revisions, Vacancy in Office of the Chancellor – The proposed revisions to the NSHE Code (*Title 2, Chapter 1, Section 1.5.4*) clarify procedures for recommending an acting or interim Chancellor,

4. Information Only – Proposed Revisions, Policies Governing a Search for Chancellor – (Continued)

4a. Information Only - Code Revisions, Vacancy in Office of the Chancellor – (Continued)

setting the parameters and general timeline for commencing a Chancellor search, composition of the advisory group, the selection process for a search consultant, and how the selected consultant will assist and support the Committee throughout the Chancellor search process. (Ref. BOR-4a on file in the Board Office.)

4b. Information Only – Procedures and Guidelines Manual Revisions, Appointments and Vacancies of System Officers – The proposed revisions to the *Procedures and Guidelines Manual (Chapter 2, Section 1)* include streamlining the procedures relating to resignation notifications for the Chancellor and presidents, appointment of an acting or interim Chancellor when a vacancy occurs or is about to occur, appointment of a Regent Chancellor Search Committee, and selection of a Chancellor search consultant. (Ref. BOR-4b on file in the Board Office.)

Regent Del Carlo asked for clarification regarding the acting or interim Chancellor at the time participation in the selection of the search consultant. Special Counsel to the Board of Regents Michael B. Wixom stated that individual is not there to help choose the search consultant, but they are a part of the process because they are the chief contracting officer for the NSHE. If the Chancellor is unavailable, the officer in charge will step into the role per Board policy. Regent Del Carlo was concerned that if the person were to apply for the permanent position, they would be a part of both processes. Special Counsel to the Board of Regents Wixom stated they would administratively go through the process of identifying search consultants for recommendation to the Board, but not participate in the search process.

Chair Carvalho added that was her concern as well. The Board does have the ability to deviate from any policy with a two-thirds vote. If there is a concern, the Board can remove the Chancellor from the process.

5. Information Only – Chancellor’s ad hoc Committee on Public Safety – Vice President of Public Safety and Director of University Police Services, Southern Command, and Chair of the Chancellor’s ad hoc Committee on Public Safety Adam Garcia provided an update on the activities of the Committee, including its charge, membership, and progress.

In response to a question from Regent Boylan related to this being an action committee, Vice President Garcia stated that in the first six months, the Committee would review policies to change, including answers to the following questions: Is there equipment, infrastructure, or technology that can be implemented? Can they implement new processes? And, what can they do to make campuses safer? The implementation of most recommendations will depend on funding. He wants the Committee to get things done in

5. Information Only – Chancellor’s ad hoc Committee on Public Safety – (Continued)

the short term. Vice President Garcia stated that he established three performance milestones: six months, one year, and beyond into the future.

Regent Boylan asked why the building was still closed and if it was possible to get funding from the Las Vegas Metropolitan Police Department (LVMPD) for the damage done to the building on December 6, 2023. Associate General Counsel Lynda P. King stated the Committee activities have been agendaized. Talking about funding is appropriate, but talking about the actions of the LVMPD is not. Interim Chancellor Patricia Charlton stated that NSHE has insurance for the repairs. They are working on other funding requests related to strategies that have come forward from the Committee.

In response to a question from Regent Del Carlo related to a millennium process, Vice President Garcia stated it is the technology used for doors that don’t require a physical key.

Regent Brooks thanked Vice President Garcia for everything he has done to outline positive campus and student experience changes. He would like to understand the reporting processes better and what they may or may not include. Vice President Garcia responded he intends to bring back as much information as is appropriate for the Board to understand the processes, what they are doing, and what progress has been made.

Regent McMichael applauded the Committee on how quickly they have come together to address the issues.

Regent Boylan thanked Vice President Garcia for his time.

UNLV GPSA President Nicole Thomas stated she has not attended a meeting since December 6, 2023. She is speaking as a student who was on campus that day. She said she handles things well until she begins talking about them. She stated it is difficult being on campus. She is there because it is her job, and she cares about the students. She still has nightmares of the day, and it is incredibly difficult to get over. She appreciates the work being done and asks that everyone continue to be compassionate and understanding of what students and faculty are going through. Some individuals are fine, and some are not. She wished she had solutions. But she would ask for a sense of security and community. Students have suggested more campus lighting and increased security presence, which are tangible things that need to be done to restore a sense of security.

Interim Chancellor Charlton added that each institution has a safety and security committee to address issues. The input will be fed back to the larger Committee, which will bring recommendations to the Board for policy changes. One of the things at the top of the list is training across the institutions, emergency notifications, and establishing a systemwide platform. The presidents have been supportive of their faculty, staff, and students.

Regent Brooks left the meeting.

5. Information Only – Chancellor’s ad hoc Committee on Public Safety – (Continued)

UNLV Faculty Senate Chair Bill Robinson stated his concern was that this was a phased approach and what would be included in the phases. He pointed out that on December 6, police services at the other institutions left for UNLV. NSHE is lucky that nothing happened at the other institutions. That must be dealt with sooner. UNLV is beginning to

register students and cannot let them know if they will have a class in the building. He stated that it is unacceptable. There is a lot to get done in six months, and it will be difficult for the Committee to get it done.

Regent Boylan stated he has been a proponent of needing more police officers. NSHE is good at fixing things after the fact.

Regent Brooks entered the meeting.

6. Approved – NJCAA Region Change, CSN Athletics – The Board approved moving CSN Athletics from the National Junior College Athletic Association’s (NJCAA) Region 18 to Region 1, pending NJCAA approval. *(Ref. BOR-6 on file in the Board Office.)*

CSN President Federico Zaragoza and CSN Athletic Director Yvonne Wade requested to move CSN Athletics from the National Junior College Athletic Association’s (NJCAA) Region 18 to Region 1, pending NJCAA approval.

Regent Brown stated that this increases accessibility and participation and saves CSN money, which are valid reasons. She asked if this would cut any competitive advantage by limiting the scope to Arizona. CSN Athletic Director Wade responded that both Regions compete at the Division I level and have high-level competitive opportunities. She believed that the athletes would have more exposure. Regent Brown felt like people forgot that student-athletes are first and foremost students.

Regent McMichael moved to approve moving CSN Athletics from the National Junior College Athletic Association’s (NJCAA) Region 18 to Region 1, pending NJCAA approval. Regent Goodman seconded.

Vice Chair Downs echoed Regent Brown’s comments. In response to a question from Vice Chair Downs about whether the teams ever fly, CSN Athletic Director Wade responded that they only travel by buses or vans.

Regent Del Carlo stated this is a well-thought-out business plan. It makes sense, and she agrees that student-athletes are students first. Regent Del Carlo asked what the athletes were saying. CSN Athletic Director Wade stated that the basketball team had just returned from Northern Idaho, and all said it was a challenging ride because a six-hour trip turned into a 14-hour journey due to weather.



6. Information Only – Chancellor’s ad hoc Committee on Public Safety – (Continued)

In response to a question from Regent Arrascada about the cost savings, CSN Athletic Director Wade stated the current travel budget for all teams is roughly \$500,000, and preliminary numbers show a 20-25 percent cost savings.

Regent Brown added that the reference materials noted a \$60,000 annual savings.

Motion carried by unanimous vote. Regents Cruz-Crawford and Perkins were absent.

7. Information Only – Upcoming Vacancy in the Office of President, CSN – Interim Chancellor Patricia Charlton, in consultation with Board of Regents Chair Amy J. Carvalho, presented for information a proposed process for the appointment of an acting President for the College of Southern Nevada that will include the utilization of The Registry, which is widely recognized as a premier executive placement firm for acting or interim executive positions in higher education. (Ref. BOR-7 on file in the Board Office.)

Regent Del Carlo asked if NSHE had used The Registry before and noted that former UNR President Joseph Crowley had been on The Registry. That is the caliber of people you will get. Regent Del Carlo stated it is good to have someone come in to evaluate CSN’s multi-campus model. Interim Chancellor Charlton said she did not believe that NSHE had used the services of The Registry, but they have used other services.

Regent Boylan clarified that NSHE would spend money to have someone fill the gap, but they could not apply for the position. Interim Chancellor Charlton stated that The Registry payment terms are cost neutral to NSHE for the cost of the current president. The individual will not be able to apply. This will also allow current employees in the NSHE to apply for the position once the profile is developed and the search is underway.

Regent Brooks asked what the cost is for an executive to be a part of The Registry and if there is a public list of the members currently in Nevada. Dr. Karen M. Whitney, Registry Member & Senior Consultant, stated that members do not pay to be members of The Registry. The words member and membership are used because one has to apply to The Registry and be vetted for membership. There is no public list on the website. The Registry has approximately 600 members and only provides placements throughout the country for higher education.

Vice Chair Downs stated that the benefit of using someone who is a part of The Registry is that they have the experience and can come in and give an assessment and directions to CSN that it may want to institute. Dr. Whitney added that they only allow members who have held positions previously and successfully.

Regent Brooks left the meeting.

Regent Boylan asked why NSHE would hire someone when they could use a Vice President from within the System. Interim Chancellor Charlton stated that being an officer in charge and doing double duty is difficult for any leader.

7. Information Only – Upcoming Vacancy in the Office of President, CSN – *(Continued)*

Regent Brooks left the meeting.

Regent McMichael stated he is not opposed to a national search. But his philosophy is to promote from within. Interim Chancellor Charlton responded that this does not preclude the Committee from determining whether it wants a local, regional, or national search.

Chair Carvalho noted that CSN made it clear they wanted a search. Utilizing The Registry is an excellent opportunity to allow the search to take place. She is confident this gives NSHE the best chance to find the best person for CSN.

In response to Regent Brooks' question about whether CSN or NSHE pays The Registry, Interim Chancellor Charlton responded that CSN bears the cost of The Registry and the search process.

Regent Brooks thought this was a complete departure from the previous discussion at the campus because faculty and staff voiced that they wanted a solution from within the campus and echoed that an interim president would serve the institution best.

In response to a question from Regent Brooks related to policy and The Registry, Interim Chancellor Charlton responded that The Registry would help obtain individuals qualified to serve as acting president. The Board would then approve or not approve the person to serve. Special Counsel Michael B. Wixom stated what is proposed today fits within the overall policy. The Board would approve the process and appointment per the Board's policy and procedures. Interim Chancellor Charlton added that The Registry does not do searches.

Regent McMichael clarified that The Registry is a list of qualified applicants who can fill the position immediately.

Regent Boylan requested to hear from the CSN faculty.

Regent Goodman left the meeting.

CSN Faculty Senate Chair Patrick Villa stated that the faculty are in favor of an acting president. An acting president can look at the overall picture to determine what needs to be fixed.

Regent Goodman entered the meeting.

In response to a question from Regent Boylan related to the acting president, CSN Faculty Senate Chair Villa stated that an acting president from outside of the CSN family is best at this time.

Dr. Sondra Cosgrove stated there are problems at CSN, and she preferred that those problems be handled discreetly by someone outside of CSN who is completely objective and able to make recommendations to the Board and the incoming CSN president.

7. Information Only – Upcoming Vacancy in the Office of President, CSN – (Continued)

Dr. Arnold Bell stated that some individuals at CSN are hesitant to embrace change. There is a level of distrust on the campus. It is good to have a diversified approach, and The Registry can provide that.

Regent Cruz-Crawford entered the meeting.

Regent Brooks noted that during the process of gathering input from campus constituents, he found that many people provided comments outside the scheduled meetings. Three names were provided during the process, and one of those people, favored by the faculty, changed their mind, and did not want to move forward as the interim president.

Regent Brager left the meeting.

Associate General Counsel King asked that the discussion not include identifiers of individuals who have not signed an Open Meeting Law waiver.

Regent Brooks stated the discussion demonstrates the amount of conflict that exists on the CSN campus.

Regent Del Carlo stated that The Registry website answers many of the questions. This practice is done all over the country and not just in higher education. She believed this process was healthy and showed that the Board is listening.

Regent Cruz-Crawford stated it is important to note there are a number of fractured relationships, and the best way to repair them is to have an impartial person come in and look at the processes.

Regent Brager entered the meeting.

Interim Chancellor Charlton thanked everyone for their input, and she looked forward to bringing a name forward for consideration as the acting president.

8. Information Only – New Business

Regent Boylan requested that NSHE seek funding from the Las Vegas Metro Police Department to pay for damage caused on December 6, 2023.

Regent Brooks left the meeting.

Regent Goodman requested the formation of a committee composed of representatives from System and campus administration, and representatives of shared governance, with consideration given to the hiring of a consultant, to review all Board policies and bring forward recommendations to update, simplify, consolidate, and better align policy with governance best practices and NSHE mission and goals.

8. Information Only – New Business – (Continued)

Regent Brooks entered the meeting.

Regent McMichael requested a discussion on the removal of vaccination information from employee records in light of the Board's repeal of NSHE Code, Title 2, Chapter 12.

9. Information Only – Public Comment

Patrick Villa implored the Board to start the CSN President Search.

Teresa Marie expressed concerns about the faculty, staff, and students living with the December 6, 2023, fallout, and the healing process they must undergo.

Bill Robinson expressed concerns about reopening Beam Hall.

Arnold Bell extended support to UNLV and the individuals experiencing triggers because of what they have gone through.

The meeting adjourned at 2:01 p.m.

Prepared by:

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

Submitted for approval by:

Keri D. Nikolajewski  
Chief of Staff to the Board of Regents