

SPECIAL MEETING
BOARD OF REGENTS
NEVADA SYSTEM OF HIGHER EDUCATION

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

Friday, October 18, 2019, 12:00 p.m.

Video or Telephone 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

A video conference connection will be made from the meeting site to the Reno System Administration Building, Conference Room, at 2601 Enterprise Road, Reno, Nevada, and to Great Basin College, Berg Hall Conference Room, at 1500 College Parkway, Elko, Nevada. Members of the Board and/or the public may attend the meeting and provide testimony or public comment at these sites via the video conference connection. In the event the video conference connection is not functioning, a teleconference connection will be made available.

ROLL CALL:	Dr. Jason Geddes, Chairman	_____
	Dr. Mark W. Doubrava, Vice Chairman	_____
	Dr. Patrick R. Carter	_____
	Ms. Amy J. Carvalho	_____
	Mrs. Carol Del Carlo	_____
	Mr. Trevor Hayes	_____
	Mr. Sam Lieberman	_____
	Mrs. Cathy McAdoo	_____
	Mr. Donald Sylvantee McMichael Sr.	_____
	Mr. John T. Moran	_____
	Mr. Kevin J. Page	_____
	Ms. Laura E. Perkins	_____
	Mr. Rick Trachok	_____

IMPORTANT INFORMATION ABOUT THE AGENDA AND PUBLIC MEETING

NOTE: Below is an agenda of all items scheduled to be considered. Notification is hereby provided that items on the agenda may be taken out of the order presented, including moving an item to a different day if the meeting is noticed for more than one day, two or more agenda items may be combined for consideration, and an agenda item may be removed from the agenda or discussion relating to an item on the agenda may be delayed at any time.

In accordance with the Board of Regents' Bylaws, Title I, Article V, Section 20, items voted on may be the subject of a motion to reconsider at this meeting. A motion to reconsider an item may be made at any time before adjournment of this meeting. Similarly, if an item is tabled at any time during the meeting, it may, by proper motion and vote, be taken from the table and thereafter be the subject of consideration and action at any time before adjournment of this meeting.

In accordance with the Board of Regents' Bylaws, Title I, Article V, Section 13, a quorum may be gained by telephone hookup.

Some agenda items are noted as having accompanying reference material. Reference material may be accessed on the electronic version of the agenda by clicking the reference link associated with a particular item. The agenda and associated reference material may also be accessed on the Internet by visiting the Board of Regents' website at:

<https://nshe.nevada.edu/leadership-policy/board-of-regents/meeting-agendas/>

Many public libraries have publicly accessible computer terminals. Copies of the reference material and any additional support materials that are submitted to the Board of Regents' Office and then distributed to the members of the Board of Regents after the mailing of this agenda but before the meeting, will be made available as follows: 1. Copies of any such materials are available at the Board of Regents' Office at 2601 Enterprise Road, Reno, Nevada and the Board of Regents' Office at 4300 South Maryland Parkway, Las Vegas, Nevada. A copy may be requested by calling Keri Nikolajewski at (702) 889-8426; 2. Copies of any such materials will also be available at the meeting site.

Reasonable efforts will be made to assist and accommodate physically disabled persons attending the meeting. Please call the Board Office at (775) 784-4958 in advance so that arrangements may be made.

CALL TO ORDER – ROLL CALL

PLEDGE OF ALLEGIANCE

1. PUBLIC COMMENT

INFORMATION ONLY

Public comment will be taken during this agenda item. No action may be taken on a matter raised under this item until the matter is included on an agenda as an item on which action may be taken. Comments will be limited to two minutes per person. Persons making comment will be asked to begin by stating their name for the record and to spell their last name. The Board Chair may elect to allow additional public comment on a specific agenda item when that agenda item is being considered.

In accordance with Attorney General Opinion No. 00-047, as restated in the Attorney General's Open Meeting Law Manual, the Board Chair may prohibit comment if the content of that comment is a topic that is not relevant to, or within the authority of, the Board of Regents, or if the content is willfully disruptive of the meeting by being irrelevant, repetitious, slanderous, offensive, inflammatory, irrational or amounting to personal attacks or interfering with the rights of other speakers.

2. BOARD CHAIRMAN'S REPORT **INFORMATION ONLY**

Chairman Jason Geddes will discuss current NSHE events and his current activities as Board Chairman.

ESTIMATED TIME: 5 mins.

3. CONSENT ITEMS **FOR POSSIBLE ACTION**

Consent items will be considered together and acted on in one motion unless an item is removed to be considered separately by the Board.

3a. MINUTES **FOR POSSIBLE ACTION**

Request is made for approval of the minutes from the July 19, 2019, Board of Regents' special meeting. ([Ref. BOR-3a](#))

3b. PROCEDURES AND GUIDELINES **FOR POSSIBLE ACTION**
MANUAL REVISION, APPOINTMENTS
AND VACANCIES OF SYSTEM OFFICERS

The Board will consider approval of a revision to the *Procedures and Guidelines Manual (Chapter 2, Section 1)* to align the search process for filling a vacancy in the position of Chancellor with the provisions of NSHE Code previously approved by the Board. ([Ref. BOR-3b](#))

ESTIMATED TIME: 5 mins.

4. NSHE TASK FORCE ON PERFORMANCE PAY **FOR POSSIBLE ACTION**
ADMINISTRATION AND SUPPORT

At its September 5-6, 2019, meeting, the Board approved the creation of the ad hoc Task Force on Performance Pay Administration and Support as recommended by Chancellor Thom Reilly. In establishing the Task Force, membership was recommended to represent various constituencies concerned with performance pay including, but not limited to, regents, legislators, faculty and students. The Chancellor recommends changing the membership of the Task Force to include the following groups: four regents, three student body members representing each institutional sector (universities, state college and community colleges), three faculty senate chairs representing each institutional sector (universities, state college and community colleges), one administrative faculty representative, one community college business officer representative, one 4-year institution business officer representative, the NSHE Chief Financial Officer and the Vice Chancellor of Academic and Student Affairs.

ESTIMATED TIME: 5 mins.

5. **HANDBOOK REVISION, COMPLIANCE DEPARTMENT CHARTER** **FOR POSSIBLE ACTION**

Chief General Counsel Joe Reynolds and Chief Internal Auditor Joe Sunbury request approval of revisions to various sections of the Compliance Department Charter (*Title 4, Chapter 9E*) to change the title of “Director of Compliance” to “Compliance Coordinator” and to modify the reporting structure of the position. ([Ref. BOR-5](#))

ESTIMATED TIME: 10 mins.

6. **HANDBOOK REVISION, ASSOCIATED PRACTICE PLANS** **FOR POSSIBLE ACTION**

Chief General Counsel Joe Reynolds and UNR School of Medicine Senior Associate Dean of Legal Affairs Matt Milone request approval of a revision to Board policy (*Title 4, Chapter 10, new Section 35*) to define and establish policies and procedures for nonprofit health care practice plans associated with NSHE institutions. ([Ref. BOR-6](#))

ESTIMATED TIME: 15 mins.

7. **MEMORANDUM OF UNDERSTANDING, OPERATION HOPE** **FOR POSSIBLE ACTION**

Chancellor Thom Reilly and NSHE Chief of Staff Michael Flores will present for approval a Memorandum of Understanding between the Board of Regents and Operation HOPE to memorialize a new partnership and create opportunities for NSHE institutions to provide no-cost education and counseling services to increase financial literacy for students and faculty across NSHE campuses. ([Ref. BOR-7](#))

ESTIMATED TIME: 10 mins.

8. **OFFICE OF THE CHANCELLOR** **FOR POSSIBLE ACTION**

The Board will consider approval of commencing a national search for the next NSHE Chancellor to assume the role in August 2020. The discussion may include an overview of the Chancellor’s role, the search process and the timeline for the search. ([Refs. BOR-8a and BOR-8b](#))

ESTIMATED TIME: 30 mins.

9. INVESTMENT COMMITTEE

FOR POSSIBLE ACTION

Chair Rick Trachok will present for Board approval a report on the Investment Committee meeting held on September 27, 2019, and Board action may be requested on the following:

- Minutes: The Committee considered for approval the minutes from the March 29, 2019, meeting. ([Ref. INV-2](#))
- Environmental, Social and Governance Investing, Cambridge Associates: The Committee considered for approval several potential pilot projects for Environmental, Social and Governance (ESG) investing as outlined by Cambridge Associates. ([Ref. INV-4](#))
- Bylaw Revision, Standing Committees and Their Duties, Investment Committee: The Committee considered for approval a revision to the Investment Committee charge (*Title 1, Article VI, Section 3e*) stemming from the November 28, 2018, Investment Committee meeting. ([Ref. INV-8](#))
- Annual Review of Investment Pools: The Committee considered for approval the reallocation of up to \$75 million from the short-term and intermediate-term investment pools into the long-term pool. ([Ref. INV-9](#))
- Extension of Banking Services Contracts: The Committee heard an update on the status of current banking services contracts including Bank of America (Cash Management), Wells Fargo (Merchant Services), JP Morgan Chase (Purchase Cards) and TouchNet (Payment Gateway Services). The Committee considered for approval authorizing the Chancellor, in consultation with NSHE Chief General Counsel, to extend the term of each banking services contract for one year or on a month-to-month basis beyond the current expiration dates and execute any amendments to the banking services contracts necessary to implement the extension. This action would constitute a waiver of Board policy, as this extension will result in these contracts extending beyond the seven-year period. ([Ref. INV-10](#))

ESTIMATED TIME: 5 mins.

10. NSHE LETTER TO OUTSOURCED CHIEF INVESTMENT OFFICERS ON CLIMATE-RELATED RISKS AND OPPORTUNITIES **FOR POSSIBLE ACTION**

Chief Financial Officer Andrew Clinger requests approval of a letter to Cambridge Associates and Russell Investments, NSHE's two Outsourced Chief Investment Officers (OCIOs). As recommended by the Investment Committee, the letter directs the OCIOs to engage with underlying managers in the NSHE investment pools to assess whether climate-related risks are integrated into the investment process for any actively managed strategies. ([Ref. BOR-10](#))

ESTIMATED TIME: 10 mins.

11. NEW BUSINESS **INFORMATION ONLY**

Items for consideration at future meetings may be suggested. Any discussion of an item under "New Business" is limited to description and clarification of the subject matter of the item, which may include the reasons for the request.

ESTIMATED TIME: 5 mins.

12. PUBLIC COMMENT **INFORMATION ONLY**

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POSTED ON THE NEVADA SYSTEM OF HIGHER EDUCATION WEBSITE (<http://system.nevada.edu/>) AND ON THE NEVADA PUBLIC NOTICE WEBSITE PURSUANT TO NRS 232.2175 (<http://notice.nv.gov/>), AT THE SYSTEM ADMINISTRATION BUILDINGS AND E-MAILED FOR POSTING AT THE EIGHT NSHE INSTITUTIONS:

CSN, Building D, 1st Floor, 6375 W. Charleston Boulevard, Las Vegas, NV 89146
DRI, Maxey Building, 2215 Raggio Parkway, Reno, NV 89512
DRI, Southern Nevada Science Center, 755 E. Flamingo Road, Las Vegas, NV 89119
GBC, Berg Hall, 1500 College Parkway, Elko, NV 89801
NSC, Rogers Student Center, 1st Floor, 1300 Nevada State Drive, Henderson, NV 89002
TMCC, Red Mountain Building (RDMT 200), 7000 Dandini Boulevard, Reno, NV 89512
UNLV, Flora Dungan Humanities Building (FDH), 4505 Maryland Pkwy, Las Vegas, NV 89154
UNR, Clark Administration, University of Nevada, Reno, Reno, NV 89557
WNC, Bristlecone Building Lobby, 2201 W. College Parkway, Carson City, NV 89703
System Administration, 4300 S. Maryland Parkway, Las Vegas, NV 89119
System Administration, 2601 Enterprise Road, Reno, NV 89512