

Summary
Meeting of the Duke University Board of Trustees
September 29-October 1, 2022

Thursday, September 29

New members of the board participated in orientation. In the afternoon, trustees attended the Duke Climate Commitment announcement event in Page Auditorium.

Friday, September 30

The board meeting began with an executive session, during which the board welcomed its new members: Kacia Anderson, Karen King, Edgar Virgüez, and Jim Zelter. Next, the board discussed goals for the year, approved faculty and student appointments to the strategic engagement sessions, and elected the interim treasurer. Lastly, the president provided updates on recent developments and discussed his priorities for the new academic year.

After the opening executive session, trustees along with administrators, faculty and students, participated in the first of four sessions this year of strategic engagement focused on the upcoming comprehensive fundraising campaign. The yearlong program aims to build a shared understanding of the campaign and its goals and priorities. The first session featured a panel discussion with development vice presidents from other universities about lessons learned from their recent and current campaigns; a discussion with the president on the alignment of emerging priorities and focus areas for the campaign with the university's [strategic framework](#); and a high-level overview of the proposed campaign framing that was presented by Chris Clarke, associate vice president, Duke Campaigns, and Dave Kennedy, vice president for alumni engagement and development.

In the afternoon, trustees participated in meetings of the standing committees.

Saturday, October 1

The board meeting began in regular session with undergraduate students sharing their experience with Experiential Orientation, a signature program of QuadEx. The board was introduced to new senior leaders at Duke: Suzanne Barbour, dean of The Graduate School and vice provost for graduate education, and Jon Scheyer, head men's basketball coach. Vice President and Director of Athletics Nina King discussed current issues in intercollegiate athletics, and trustees received annual reports on Duke's finances and investments (from DUMAC). In addition, trustees received brief updates on undergraduate admissions and Duke Kunshan University (DKU). After taking action on recommendations from committees, the board meeting concluded with an executive session for open discussion among trustees.

Meeting Summary of the Audit and Compliance Committee

September 30, 2022

What were the key takeaways?

- Consolidated financial statements and management representations were reviewed. The independent external audit resulted in an unmodified opinion on the consolidated financial statements.
- Duke's compliance program is structured to function effectively in the university environment and under the Department of Justice guidance. Continuous improvement remains an ongoing focus.
- Regarding Athletics Compliance, key findings from FY22 monitoring plan, impact of Name, Image and Likeness (NIL) and amateurism changes, FY23 risk rankings and monitoring plans were presented.

What were the major topics discussed?

- Context for and structure of the institutional compliance program and related priorities. Discussion highlighted examples in each of the seven elements of an effective compliance program, and perspectives on the intersection of principals, rules and behaviors.

What were the major insights shared?

- Duke has a well-functioning compliance program in place. Culture and Duke Values help emphasize continuous improvement.
- Individual accountability, strong culture and calibration among compliance risk owners impact the effectiveness of compliance risk management.
- Although there have been leadership transitions in administration and sports programs, the focus continues to be on maintaining and building culture, philosophy and values.

What actions were taken?

- Accepted as presented the FY22 audited consolidated financial statements.
- Approved the FY23 athletics compliance plan as presented.

What are the next steps to be taken?

- Compliance program topics should align with the compliance program structure discussion, with particular focus on culture, effectiveness, accountability and continuous improvement.

Meeting Summary of the External Engagement Committee

September 30, 2022

What were the key takeaways?

- **Research, Translation, and Commercialization (RTC) support services facilitate the successful commercialization of technological innovations created by Duke faculty, staff and students by providing guidance with new ventures and start-up companies, and by working with external organizations to identify ways in which they can partner with Duke.**
- **Building on the recommendations of the Board of Trustees 2020-2021 Centennial Celebration Strategic Task Force, the Executive Director of the Centennial Celebration identified three current areas of focus: a listening tour with stakeholders on what the Centennial should be; formation of a steering committee to advise and provide guidance on implementation; and engagement of an outside agency to complement Duke's work and planning.**

What were the major topics discussed?

- Review of the 2022-2023 External Engagement work plan to provide context for the year. Each meeting is designed for more discussion and less presentation.
- The committee held an interactive discussion with the leaders of the RTC initiative.
- The new executive director of Duke's Centennial Celebration shared a brief report on the planning that has been done to date, followed by focused conversation around strategic questions provided to the committee in the pre-meeting materials.

What were the major insights shared?

- The focus for RTC going forward is to strengthen asset and talent development to create a pipeline of innovations; to strengthen external partnerships which provide financial and executive support for new companies; and to promote and market to faculty and students to increase awareness of the services they provide for the successful commercialization of new discoveries and innovations.
- The Executive Director of the Centennial Celebration has completed a listening tour and attended a conference about centennial planning since beginning in her role in mid-August. A steering committee has been formed and an outside agency will be engaged to assist with implementation and planning.

What actions were taken?

- The committee unanimously approved the resolutions for the proposed namings put forth on the agenda.

What are the next steps to be taken?

- The topic for the December meeting will focus on Duke and Durham and the progress regarding the Board of Trustees 2020-2021 Duke and Durham Strategic Task Force recommendations.

Meeting Summary of the Governance Committee

September 30, 2022

What was the key takeaway?

- **The committee will continue to identify and cultivate potential trustee prospects for future service on the Board of Trustees, including the selection of trustee prospects for 2023 and creating a shortlist of trustee prospects for 2024 and 2025.**

What were the major topics discussed?

- Proposed goals for the year.
- Brief review of 2021-2022 results of Governance Committee survey.
- Review of updated draft trustee prospect priorities document and updated areas of expertise.
- Prospect review, including current board composition and areas of expertise, new potential prospects, updates on existing prospects, and continued discussion of top trustee prospects for 2023.
- Reports from trustee check-in conversations.
- Discussion of proposed subcommittee of the Resources Committee.
- Update on the Duke Alumni board president selection process.
- Review of the following: Governance Committee charter, report of trustee conflict of interest disclosures, statement on trustee responsibilities, trustee orientation schedule, updated guidelines for Board of Trustees materials, update on Boards of Visitors initiative, reallocation of time during board weekends, committee work plan, committee history timeline, and committee standing items process and timeline.

What were the major insights shared?

- The committee enthusiastically supported the updated trustee prospect priorities document with one addition.
- It remains the committee's highest priority to identify and cultivate potential trustee prospects for future service on the board
 - Need to select trustee prospects for 2023.
 - Need to create a shortlist of trustee prospects for 2024 and 2025.
 - Continue to focus on diversifying the board's pipeline.
 - Need to develop the younger generation of volunteer leaders.
- The overall feedback from the trustee check-in conversations was positive.
- The committee was supportive of the Capital Review Committee becoming a subcommittee of the Resources Committee.

What actions were taken?

- Endorsed the updated trustee prospect priorities document with one addition.
- Endorsed the re-appointments of trustees.
- Endorsed the proposed subcommittee of the Resources Committee.

What are the next steps to be taken?

- Share the updated trustee prospect priorities document with the DA Board President Nominating Committee, board leadership, Executive Committee, and then the full board.
- Select trustee prospects for 2023 in December 2022 and bring to the board for approval in February 2023.
- Gather feedback from the committee on new potential prospects.
- Bring trustee re-appointments to the board for approval in December 2022.
- Move forward with making the Capital Review Committee a subcommittee of the Resources Committee.

Meeting Summary of the Graduate & Professional Education and Research Committee

September 30, 2022

What were the key takeaways?

- **Duke has made significant progress in its efforts to foster inclusive excellence in its faculty, with successful recruitment in priority areas within Science & Technology, Climate, and Social Equity, notably diverse cohorts of new faculty in the last three years, and more effective strategies of retention.**
- **Through the Office of Faculty Advancement, Duke has nurtured best practices in faculty hiring, provided enhanced support for departmental chairs, pioneered effective coaching programs for faculty, and fostered more positive climate and culture in local faculty communities.**
- **Duke is tracking patterns of challenges for many tenured associate professors in achieving promotion.**

What were the major topics discussed?

- The evolving demographics, expertise, challenges, and culture of Duke faculty.
- Faculty excellence in the priority areas noted above, the importance of balancing tenure-track faculty and those with the practical background to deliver excellent experiential learning, the value of well-structured seed grant programs, the need for ongoing creativity in hiring strategies to ensure cross-school faculty collaborations in key areas such as Climate (e.g., thematic cluster hires and interdisciplinary provostial chairs), and the imperative of additional hiring to extend expertise in community-engaged research.
- Key themes for supporting faculty excellence through the upcoming campaign.

What were the major insights shared?

- The Duke Science & Technology (DST) initiative has had a tremendous impact beyond the excellent cohort of faculty brought to Duke, providing resources such as seed funds to help drive innovation, and enabling “big bets,” e.g. in quantum computing.
- Ongoing challenges include: maintaining our momentum in cultivating a more diverse faculty; sustaining our capacity to facilitate spousal hiring; rebuilding a vibrant campus community following the disruption and isolation of the pandemic; developing more robust research support for mid-career faculty; continuing the process of refreshing tenure standards and fostering consistent excellence in mentoring of faculty; and deepening our efforts to build leadership pipelines throughout the faculty.
- The School of Medicine (SOM) has led the way in developing a culture of community-engaged research, and the Office of Durham and Community Affairs is partnering with the SOM and units across campus to extend our capacity to conduct such research on a basis of equitable partnership.

What actions were taken?

- The committee endorsed the transition of the Division of Urology within the Department of Surgery to become an independent department.

What are the next steps to be taken?

- Resolution for the transition of Urology to an independent department was forwarded to the full Board for approval.

Meeting Summary of the Resources Committee

September 30, 2022

What was the key takeaway?

- **The fiscal year 2022 operating result, excluding unplanned investment support, was strong, with most academic divisions generating positive results.**

What were the major topics discussed?

- Understanding the differences between the school/unit-level operating results based on GAAP/consolidated across all fund types, compared to the cash-based by fund type results managed by Deans/units.
- Athletics and University leadership recommendation for a new, one-building site and proposal to start schematic design of the Legacy project.
- Athletics long-term financial plan updates, including university support to help bridge-fund investments.
- Graduate and professional student housing pilot update.

What were the major insights shared?

- The long-term financial plan for Athletics is very challenged and Athletics will need to identify ways to absorb incremental costs.

What actions were taken?

- The committee approved Fuqua-Law hot water distribution and conversion design funding.
- The committee recommended to the full board to approve:
 - Legacy Project building site and funding for design.
 - School of Medicine – 4086 Sands Research 4th floor lab renovation construction and financing.
 - Naming resolution.
 - Duke's Benefit Plans and the development of the Duke Health Integrated Practice – granting authority to the Executive Vice President.

What are the next steps to be taken?

- Athletics team will return to the Resources Committee to continue discussion of its finances and opportunities to strengthen operating performance.

Meeting Summary of the Undergraduate Education Committee

September 30, 2022

What were the key takeaways?

- **QuadEx and Experiential Orientation has had a transformative impact on the First-Year class. Faculty, staff, and student leaders all report significant improvements in First-Year student engagement in and outside the classroom.**
- **Quad Councils are collaborating with Quad Identity Teams to cultivate distinct identities for each quad, led by the student community.**
- **Faculty create opportunities for civil discourse across campus and provide students the tools to engage with one another on polarizing topics in meaningful and productive ways.**
- **QuadEx is uniquely positioned to facilitate connection and conversation across difference. The Office of Undergraduate Education and the Division of Student Affairs are exploring ways to translate the skill-building in the classroom to the informal spaces within residence halls.**

What were the major topics discussed?

- Chair Ann Pelham welcomed the new members of the committee.
- Vice Provost Gary Bennett and Vice Provost/Vice President Mary Pat McMahon provided an update on QuadEx, Experiential Orientation, and the Faculty Fellows program. Chair Pelham moderated questions from the committee.
- Seven students, faculty, and staff participated in a panel moderated by Vice President Bennett and Vice Provost/Vice President McMahon on Polarization and Discourse at Duke.
- Committee members, panelists, and the invited students engaged in round table discussions reflecting on the insights from the panel and answering discussion prompts.
- Vice Provost/Vice President McMahon led a synthesis of the breakout conversations.
- Chair Pelham thanked the committee members and guests for their engagement and closed the session with a preview of the next meeting.

What were the major insights shared?

- 722 out of 1744 First-Years responded to the Experiential Orientation Survey. The data shows QuadEx and Experiential Orientation are having a significant positive impact on the student experience.
- There is increased engagement beyond the First-Year class; 400 student leaders participated in Experiential Orientation this year, equal to the total number of First-Year students that previously attended pre-orientation
- Polarization is not unique to Duke, and campus is heavily influenced by the world around it. However, the residential university offers a unique setting for helping students – who themselves are undergoing important developmental stages of critical thinking and moral reasoning - to develop frameworks and skills to facilitate discourse and understanding.
- Students shared that they are eager to participate in conversations across difference. However, due to their classroom and extracurricular commitments, they feel they lack the time and energy to do so outside of class on their own.

- The QuadEx model facilitates organic opportunities for informal conversations across difference and skill building that translates from the classroom into students' living space.
- More opportunities to infuse discourse into the formal curriculum, particularly for students studying STEM, would also be welcome.

What actions were taken?

- N/A

What are the next steps to be taken?

- Vice Provost Bennett and Vice Provost/Vice President McMahon will use the themes raised in the discussion to continue to find avenues to integrate opportunities for skill-building into the student experience.