

Summary
Meeting of the Duke University Board of Trustees
December 3-4, 2021

Friday, December 3

The board meeting began with an executive session, during which the president briefed trustees on recent developments.

After the opening executive session, trustees along with administrators, faculty and students, participated in the second of four sessions of strategic education this year on the topics of *The Duke Brand, and the Future of Higher Education and Academic Medicine*. This second session focused on undergraduate, graduate and professional education and the student experience. The first part of the session featured a panel of Duke faculty discussing undergraduate education, with particular focus on the curriculum and Duke's rich diversity of co-curricular initiatives. This was followed by a conversation with three of Duke's professional school deans and a concluding discussion with graduate and professional students that illustrated the range of experiences and opportunities at Duke.

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

Saturday, December 4

After early morning meetings of two standing committees, the board meeting began in regular session with the introduction of leaders of Root Causes, a School of Medicine student organization that addresses food insecurity for low-income patients with chronic diseases. The rest of regular session was devoted to: 1) a strategic discussion with Vice President and Director of Athletics Nina King and members of her senior team, focused on recent developments and current issues in intercollegiate athletics; 2) a strategic discussion on Values and Culture, including results of the recent campus climate survey; and 3) a brief update on Duke Kunshan University. After taking action on recommendations from committees, the board meeting concluded with an executive session for open discussion among trustees.

Following the meeting, the Committee on Honorary Degrees met.

Meeting Summary of the Audit and Compliance Committee

December 4, 2021

What were the key takeaways?

- Effective cybersecurity risk management is a combination of robust defenses, active threat hunting, and preparation for event response.
- Values in Action is an important tool to raise awareness of responsibilities, provide encouragement to seek guidance, and promote shared accountability for Duke's culture.

What were the major topics discussed?

- Overview discussion of the cybersecurity program at Duke.
- Implementation of Values in Action.
- Semi-annual update on internal audit and risk assurance activities.

What were the major insights shared?

- Importance of continuing to raise awareness across the entire Duke community of expectations for culture and actions, and to encourage questions and reinforce responsibility to raise concerns that can improve culture and prevent serious issues from occurring.
- Network and data protection standards and exercises to prepare executives for cybersecurity event-related response decisions are critical elements to reduce vulnerabilities.

What actions were taken?

- Approved the FY22 KPMG engagement letter as presented.
- Endorsement of Statement on Values and Culture as presented.
- Endorsement of Values in Action as presented.

What are the next steps to be taken?

- Continue standing updates on research excellence initiatives with Jennifer Lodge, the incoming Vice President for Research and Innovation.
- Transition standing update on pandemic-related compliance priorities to institutional compliance priorities.
- Raise awareness about how the enterprise risk management program priorities and action plans link to the work of each board committee.

Meeting Summary of the External Engagement Committee

December 3, 2021

What were the key takeaways?

- The pillars or priorities of upcoming campaign include: a focus on people first; emphasis on endowment gifts and giving as well as educating donors in understanding this type of gift; engagement of every dean from the beginning of the campaign; and accentuating the president's strategic framework.
- The campaign is an opportunity to underscore the Duke Centennial; to rejuvenate all its constituents in contributing to making the institution better in an impactful and distinctive way.
- The campaign is a way to personify the values of the institution and focus on specific areas such as climate, racial equity and justice, and the student experience.
- Communication and marketing for the campaign will need to speak to many generations and perspectives of the institution's constituents; it will be an opportunity to tell Duke's story – what Duke is known for today and what Duke wants to be known for in the future.

What were the major topics discussed?

- To set the context of the campaign discussion, information was shared regarding the purpose of the campaign, the development of plans thus far, the current work with Duke leadership, and the vision and messaging of the campaign.
- The committee used smaller breakout sessions to discuss emerging themes and evolving strategies for the campaign with each group focusing on one specific question: Group one – “What does this moment look like and how should it be incorporated into the campaign?”; Group 2 – “Is this moment demanding something different from Duke?”; and Group 3 – “What problems are we trying to solve?”
- A full group discussion followed with report outs from the smaller breakout sessions and robust conversation on emerging themes and strategies for the campaign.

What were the major insights shared?

- For Duke to productively and successfully execute the campaign, the personification of institutional values has to take a top-down approach and needs to be clearly communicated in all messaging.
- The campaign needs to align with where the university wants to go; align with financial goals and requirements as well as with institutional priorities, values and goals.
- Sharing Duke's story should not only include the narrative history or the past of the institution, but what it means for Duke to position itself in society in the future; this message needs to be a genuine narrative and encourage connection with all who are associated with Duke and with the surrounding community. The story should convey not just what, but how Duke will connect with the surrounding community.

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 February meeting will focus on the Duke Centennial Celebration led by administrative liaison, Michael Schoenfeld.

Meeting Summary of the Governance Committee

December 4, 2021

What is the key takeaway?

- The committee is committed to identifying and cultivating potential trustee prospects for future service on the board and utilizing trustee expertise and talent to the fullest extent.

What were the major topics discussed?

- Prospect review and identification, including review of feedback on new potential trustee prospects, review of current trustee prospects list, and selection of top prospects for 2022.
- Board leadership selection processes and responsibilities.
- Biannual feedback from board meetings, including strategic education sessions and meetings of the standing committees.
- Review of the following: proposed plan for the review of the trustee prospect priorities document, including areas of expertise categories; proposed process for standing committee assignments in 2022-2023; update on Boards of Visitors initiative; update on young trustee selection process; plans for meeting of the Governance Committee in January; and updated committee work plan.

What were the major insights shared?

- There was a general consensus in the feedback from the committee on the new potential trustee prospects.
- It remains the committee's highest priority to identify and cultivate potential trustee prospects for future service on the board.
 - Need to finalize trustee prospects for 2022 and begin to develop a shortlist of top trustee prospects for 2023.
 - Need to continue to diversify the board's pipeline, including gender, race/ethnicity/culture, and age.
- The committee agreed on modifications to the process for the selection of chair and will bring to the board for approval.
- Need to make sure it is clear to the board how vice chairs are selected and what their responsibilities are.
- The Office of the Secretary needs to develop a key takeaways list following each strategic education session.

What actions were taken?

- Added individuals to the current trustee prospects list.
- Selected top trustee prospects for 2022.

What are the next steps to be taken?

- Off-cycle meeting of the committee to be held in January 2022 to review trustee prospects pipeline.
- Gather feedback from the committee on current trustee prospects.
- Survey the committee to obtain feedback and proposed edits to both the trustee prospect priorities document and areas of expertise categories.
- Bring trustee prospects for 2022 to the board for approval in February.

Meeting Summary of the Graduate and Professional Education and Research Committee

December 3, 2021

What were the key takeaways?

- Faculty advising remains a priority, particularly around connecting students with appropriate opportunities outside a given degree program.
- A regular cycle of surveying graduate and professional students about their experience should be considered.
- It is important to enhance connections between Student Affairs and graduate and professional students.
- Connecting students across graduate and professional programs with regard to curricular, co-curricular, and extra-curricular avenues remains a priority.

What were the major topics discussed?

- Following on the extensive discussion of graduate and professional education during the Board of Trustees strategic education session, the committee considered what it viewed as the most promising opportunities to pursue.
- A panel of Master's students and directors of graduate studies discussed the Master's student experience.

What were the major insights shared?

- Many programs might better blend the cultivation of leadership skills (project management; collaboration; inclusive decision-making; communication to non-experts) with specialized training, deep content expertise, and innovative research experience.
- Selected to represent the variety among the twenty-nine Master's degree programs in The Graduate School, presenters discussed the high quality of coursework, variability in access to research opportunities and advising, various challenges faced, including the rising cost of living in Durham.
- Curricula should preserve the chance for students to engage in deep thinking.
- Student awareness of opportunities outside their programs is uneven.

What are the next steps to be taken?

- Explore the advisability of conducting regular surveys of graduate and professional students, analyzing findings, and using the data to inform policies.
- Include Master's programs in departmental reviews.
- Expand points of connection for students across schools, especially through interdisciplinary opportunities and experiential learning.
- Consider strategies for improving faculty advising and mentoring, and better leveraging the alumni network.
- Consider the need for a graduate and professional residential housing strategy.
- Encourage greater engagement between Student Affairs and graduate and professional students.
- Intensify efforts to increase support for graduate students who wish to explore non-academic career pathways.

Meeting Summary of the Resources Committee

December 3, 2021

What were the key takeaways?

- The FY 2022 “topdown” forecasted operating result for the University is currently projected to be a break-even result.
- An additional increase in Long-Term Pool (LTP) distributions on non-financial aid endowments and financial aid endowments, respectively, will provide incremental annual support in advancing the University’s missions.

What were the major topics discussed?

- Increasing the income flow from the endowment.
- The Lilly Library expansion and renovation project.
- A long-term capital and operating plan for Athletics.
- Preliminary planning for FY24 salary merit pool in light of inflationary and market pressures.

What were the major insights shared?

- The need to address capital renewal in science and classroom facilities remains an outstanding issue that will require significant investment in the coming years.
- Construction escalation index shows significant price escalation, which will need to be factored into the cost of capital projects that are currently in design as well as future projects built into the 5-year capital plan.

What actions were taken?

- Resolutions related to endowment administration.

What are the next steps to be taken?

- Continue working with school and unit leadership to develop financial reporting on a GAAP/consolidated across fund types basis to improve alignment with University-level and external financial reporting and to improve transparency into financial performance.
- Advance capital projects frozen during the pandemic that are now in re-design and assure project affordability through careful re-evaluation of construction and operating cost estimates, as well as potential project fundraising capacity and availability of other funding sources.
- Continue working on Athletics’ long-term capital and operating plan to account for program changes and policy developments.
- Review the School of Medicine’s long-term capital and operating plan at the February committee meeting.
- Update the FY 2023 capital budget and five-year plan, which is presented at the May meeting, to reflect the escalation of capital project costs.

Meeting Summary of the Undergraduate Education Committee

December 3, 2021

What were the key takeaways?

- Curricular and co-curricular experiences are critical to preparing students for meaningful pursuits after graduation. Duke should continue to invest in resources that assist students in navigating all of the opportunities in the curriculum and co-curricula.

What were the major topics discussed?

- Chair Pelham welcomed President Price and Dr. Tyson Brown to the meeting and highlighted key takeaways from the morning's Board of Trustees strategic education session.
- Committee member Mary Barra and Vice Provost/Vice President Mary Pat McMahon led a panel focused on the attributes that employers are seeking from new employees and how Duke undergraduates are both excelling and challenged by prevailing expectations in the workforce. Panelists included representatives from Fortune 50 companies, investment banking, employment-oriented online services, and recruiting firms.
- Vice Provost Gary Bennett led a panel focused on how current undergraduates and faculty experience the opportunities and tensions in Duke's liberal arts model. Panelists included department chairs, deans of academic disciplines, and three current undergraduates.

What were the major insights shared?

- Writing skills, basic applied math, and the ability to work through complex problems as part of a team help Duke graduates succeed in the workplace.
- New employees are more likely to evaluate an organization's commitment to equity when deciding where to work after graduation.
- The current cohort of college students are more likely to switch organizations than previous generations.
- A holistic advising system that reaches beyond undergraduate course selection is critical to student success and fulfillment.
- Students are influenced by peer reviews, family discussions, postgraduate aspirations, personal relationships with faculty, curriculum requirements, and myriad other factors when selecting academic pathways.

What actions were taken?

- N/A

What are the next steps to be taken?

- Integrate academic and career advising initiatives into QuadEx framework.
- Find new ways to map and amplify co-curricular opportunities for undergraduates so that students may see the range of possibilities.
- Explore opportunities to enhance undergraduate academic advising.
 - Utilize assessment tools to highlight areas of opportunity.
 - Review advising incentives for possible improvement.