

Summary
Meeting of the Duke University Board of Trustees
September 24-26, 2020

Thursday, September 24

New members of the board participated in orientation and the Governance Committee met in the afternoon.

Friday, September 25

The virtual board meeting began with an executive session, during which the board welcomed its new members, Mary Barra, Ibrahim Butt, and Kelly Tang. The board approved the student appointments to the standing committees and strategic task forces, and elected the interim treasurer, Tori Nevois. The president also provided updates on recent developments and highlighted his key priorities in the new academic year.

After the opening executive session, trustees participated in their first strategic education session of the year. The topic for this meeting was Duke's anti-racism and equity agenda. In the afternoon, trustees participated in meetings of the strategic task forces and standing committees. This year's strategic task forces are: Climate Change and Sustainability, Duke's Centennial Celebration, and Duke and Durham Today and Tomorrow.

Saturday, September 26

After the early morning meeting of the Audit and Compliance Committee, the trustees met in plenary session, which began with updates from Strategy Teams 2021 and 2030, including the latest updates on the institutional response to the COVID-19 pandemic and plans looking forward. Trustees received annual reports on Duke's finances and investments (from DUMAC) and an update on undergraduate admissions. Kim Hewitt, vice president for institutional equity and chief diversity officer, and Mary Pat McMahon, vice provost/vice president of student affairs, offered impressions of their first year at Duke and their thoughts on the future. Trustees also had the opportunity to ask questions about implementation of the recommendations from the 2018-2019 strategic task forces. After taking action on recommendations from committees, the board meeting concluded with an executive session.

After the board meeting concluded, the Committee on Honorary Degrees (a university committee composed of faculty and trustees) met to begin the process of identifying candidates for honorary degrees to be awarded in May 2022.

Meeting Summary of the Audit and Compliance Committee

September 26, 2020

What were the major topics discussed?

- Duke University audited consolidated financial statements for the year ended June 30, 2020
- Update on Title IX changes and their impact on campus compliance programs
- Assurance programs updates including review of the athletics compliance and institutional compliance plans and results

What were the major insights shared?

- Discussion on promoting a culture of excellence and integrity in research and research compliance
 - Continue focus to promote scientific integrity, faculty engagement, reporting concerns and implementing accountability structures
- Discussion on the implementation of updated Title IX provisions changes
 - Policy updates, hearing procedures changes, and re-education for entire campus community
- Review of KPMG performance and proactive adaptation to pandemic circumstances
- Updates on fiscal year 2021 plans from the institutional and athletics compliance assurance programs
 - Acknowledgement of compliance monitoring activities and plans changes associated with pandemic response and NCAA rules

What actions were taken?

- Accepted the audited consolidated financial statements for the fiscal year ended June 30, 2020
- Approved appointment of KPMG to perform the independent external audit for the fiscal year ending June 30, 2021
- Approved appointment of KPMG to perform non-audit services for the fiscal year ending June 30, 2021
- Accepted the Athletics Compliance monitoring plan for fiscal year 2021

What are the next steps to be taken?

- Continue standing updates on research excellence initiatives
- Continue standing updates on pandemic-related compliance priorities
- Request change for virtual meeting schedule from Saturday morning to Thursday afternoon

Meeting Summary of the External Engagement Committee

September 25, 2020

What were the major topics discussed?

- The two topics for the meeting, racial justice commitments and the new realities of the COVID pandemic, are both complicated topics that are impacting Duke in every way.
- The committee used smaller breakout sessions to discuss strategic questions relative to Duke's racial justice commitments focused in the areas of brand, reputation, and communications, as well as opportunities regarding alumni and community relations.
- The administrative liaisons provided updates on the current situation regarding COVID, followed by a discussion on opportunities to innovate and engage.
- The chairs from each of the strategic task forces provided a brief overview of the charge and work appointed to each – Duke's Centennial Celebration Task Force, the Duke and Durham Today and Tomorrow Task Force and the Climate Change and Sustainability Task Force. A member from the President's Advisory Committee on Institutional History also provided a brief overview of the committee's work to date.

What were the major insights shared?

- The main themes emerging from the discussions of strategic questions on the topic of racial justice commitments were: a) to focus on lifelong engagement to provide a positive experience for all generations of alumni; b) to encourage teaching methodology centered in equity; c) to embrace the value of showing vulnerability in action and messaging; d) to acknowledge past and present grievances; and e) to form an enduring alliance with Durham, its residents and the local business community around race issues.
- The COVID pandemic has changed the way we interact with each other, the local community and with our Duke constituents. It is serving as a catalyst for discovering new ways to engage with current students, parents, and alumni; with local and national leaders; and with the local community to create partnerships to provide educational support. It is providing opportunities for university staff from different departments to engage in cross-collaborative efforts. Duke has emerged as a leader and resource in vaccine and drug research, in its approach to managing and containing COVID outbreaks on campus with the fall re-opening, and in its integrated methods of communication internally and externally on COVID issues and policies.

What actions were taken?

- The committee unanimously approved the resolution for the proposed naming put forth on the agenda.

What are the next steps to be taken?

- A link to an electronic version of the meeting evaluation will be emailed to all committee members for their feedback about the meeting.

Meeting Summary of the Governance Committee

September 24, 2020

What were the major topics discussed?

- Proposed goals for the year.
- Prospect review and identification, including review of current board demographics, new prospects, updates on existing prospects, and discussion of top trustee prospects for upcoming vacancies.
- Board meeting attendance.
- Report on trustee check-in conversations.
- Consent calendar items, including revised trustee prospect priorities document and revised process for the re-election of the board chair.
- Review of the following: young trustee selection process, report on trustee conflict of interest disclosures, trustee orientation schedule, committee work plan, and committee standing items process and timeline.

What were the major insights shared?

- The trustee prospect priorities document should be used as the “North Star” to guide discussions on trustee prospects.
- It remains the committee’s highest priority to identify and cultivate potential trustee prospects for future service on the board.
 - Need to continue to develop a shortlist of trustee prospects for upcoming vacancies.
 - Need to meet with the leadership of affinity groups biennially to get their suggestions for trustee prospects.
 - Need to continue to diversify the board’s pipeline.
- Committee leadership to reach out to trustees when a pattern of missed board meetings is noticed. In addition, will continue to stress the importance of board meeting attendance and time commitment when invitations to serve on the board are extended.
- Need to create a repository of white papers on strategic issues that can be easily accessed by trustees.
- Need a greater focus on cultivation, including cultivation of emeriti trustees, former Duke Alumni Association presidents, and former young trustees.

What actions were taken?

- Created a shortlist of top trustee prospects.
- Approval of the revised trustee prospect priorities document.
- Approval of the revised process for the re-election of the board chair.

What are the next steps to be taken?

- Select trustee prospects for upcoming vacancies.
- Gather feedback from the committee on new potential prospects.
- Continue to reflect on the current trustee prospects list and the trustee prospect priorities document.
- Discuss trustee reappointments at next meeting and bring to the board for approval.

Meeting Summary of the Graduate and Professional Education and Research Committee

September 25, 2020

What were the major topics discussed and insights shared?

- COVID-19 updates: Enrollment numbers for undergraduate and graduate students are stable. Single room housing for undergraduates has allowed for flexibility when needing to quarantine. In person/hybrid classes are going well. More faculty are reaching out about teaching in-person next semester.
- The committee discussed in detail COVID research at Duke, including the surveillance testing programs (pooled testing) of on- and off-campus student populations and the research being done by the Duke Human Vaccine Institute (DHVI).
- Divinity School update: Dean L. Gregory Jones provided an update on the significant progress made in the Divinity School over the last two years. The budget has been balanced, though additional work will be needed to create a sustainable financial model. In addition, efforts have been made to strengthen and diversify the faculty and administrative leadership. The “Black Pastoral Leadership Collaboration” a joint initiative between the Duke Divinity School and the Office of Black Church Studies was launched, with the aim of researching, teaching, and convening original research from the Black church for use with greater practical theological studies. The Duke Divinity School also welcomed the largest incoming class in the school’s history, with 257 students from seven countries and 35 different states. The new strategic trajectory made over the past two years has well positioned the school to face the overlapping issues caused by the COVID-19 pandemic. The school is now focused on two major initiatives to boost the school’s interdisciplinary work, cultivate communities within North Carolina, and to develop new strategies for digital learning.

What are the next steps to be taken?

- The committee would like a discussion on student mental health trends during the pandemic, especially with respect to the graduate student population.

Meeting Summary of the Resources Committee

September 25, 2020

What were the major topics discussed?

- Management's interventions and cost reduction targets established for deans, units, and departments to address short-term revenue pressure as well as long-term structural issues of the university's business model.
- The ability of DUHS and the PDC to provide academic support for continued growth in the research mission of the SOM.
- Workforce management programs.
- Sustaining achieved cost reductions in order to generate financial capacity for Duke's highest priorities in the coming years.

What were the major insights shared?

- The strategic rate of growth of the SOM's research mission and its impact on rankings is directly correlated with the ability of DUHS to enhance historical levels of financial support.
- Management is addressing longer-term structural issues with the university's financial model; cost reduction targets are being communicated to deans, units, and departments.
- Controlling personnel growth across the university will be key to addressing the projected operating deficit modeled in the five-year plan.
- OIT has innovated new approaches to support public safety of faculty, students, staff during the pandemic - SymMon integrates door access systems and group management tools, enables testing automation and provides analytics tools.
- New construction projects are on indefinite hold, except for those related to safety, repairs, infrastructure, virus research and obligations to new faculty.

What actions were taken?

- The committee recommended to the board to approve:
 - Employees' Retirement Plan Board
 - Utility Site #1 Thermal Plant construction and the financing plan
 - Central Generator Plant #4 construction and the financing plan
 - Withdrawal from the Thomas Lord Engineering Unrestricted Quasi Fund and Establishment of Two Quasi Endowment Funds
 - Withdrawal from the Pall Family Quasi Endowment Fund for Neuroscience Research
 - Chilled Water Storage Tank construction and the financing plan
 - Namings
- The committee approved Chilled Water Storage Tank project design

What are the next steps to be taken?

- Provide progress updates towards reaching cost reduction goals.
- A better understanding of the SOM financial model and the school's goals for right-sizing.
- Develop lead indicators to monitor future growth of faculty and staff, including a hiring timeline for tenure track faculty.

Meeting Summary of the Undergraduate Education Committee

September 25, 2020

What were the major topics discussed?

- Agreed that the disruption and upheaval we are experiencing may offer an opportunity to implement change in undergraduate education, in order to build a living and learning community that is healthier, more inclusive, and more intellectually vibrant.
- Previewed how the committee workplan addresses key strategic questions around this goal and calls for deep dives into admissions, career advising, and financial aid.
- Discussed implementation of Next Generation Living & Learning Experience (NGLLE) recommendations; educational and financial disruption caused by COVID-19 and the campus response; racial reckoning both at Duke and across higher education and actions in response; and introduction to the Abolish Greek Life movement at Duke and across higher education.

What were the major insights shared?

- Tangible steps taken from Hate & Bias Working Group; Office of Undergraduate Education and Student Affairs joint Climate committee to enhance partnerships with students, identity centers, and departments; renaming and repopulating the Hate & Bias Incident response team.
- Extent and impact of selectivity in Greek and selective living groups on campus climate.
- Dual pandemic provides critical opportunity to act on revitalizing residential system.
- Details of plan to establish NGLLE 2.0 Implementation Committee of stakeholders, including the charge to and framework for the committee.

What actions were taken?

The committee strongly endorsed a multi-step NGLLE 2.0 Implementation Committee charge to build a 4-year cohesive residential model that is distinctly Duke. Vice Provosts Gary Bennett and Mary Pat McMahon described the framework within which the committee will be charged to work, which included key recommendations from the NGLLE task force report as well as administrative policies designed to de-emphasize selectivity in the housing process, particularly during the freshman-sophomore transition. The committee commended the plan to carry forward the NGLLE goal of creating an intentional residential model with well-being, personal growth, and inclusive community at its core and agreed to offer its more formal endorsement after the meeting.

What are the next steps to be taken?

- Staying focused on preserving campus safety and improving the campus climate, while also moving forward with reforms to residential living and learning.

Meeting Summary of the Climate Change and Sustainability Strategic Task Force

September 25, 2020

What were the major topics discussed?

- Ways to incorporate a “Total Societal Impact” approach and centering justice, equity, diversity, and inclusion (JEDI) in task force recommendations.
- Overview of Duke’s operations, Climate Action Plan, and Sustainability Strategic Plan.
- Overview of Duke’s curricular/co-curricular offerings and broad student literacy as they related to climate change and sustainability.
- How Duke could leverage its mission and academic and research strengths to inspire the next generation of leaders to address climate change and incorporate a sustainability-based framework in all aspects of their futures?
- Overview of how Duke, peer universities, and major corporations have outlined their progress via sustainability reports and how can Duke improve its reporting.

What were the major insights shared?

- Duke wants to be known as the workforce/change agents in this arena. The task force is interested in developing visionary goals/recommendations that inspire students, faculty, staff, and community members while also leading to increase, positive societal impact.
- Duke has done many things related to climate change and sustainability, but has not necessarily told the story in a unified voice. How can Duke become better at sharing its story?
- Students are knowledgeable about climate change and sustainability and the task force should look for ways to inspire action by demonstrating ways to make a difference on local and global climate change impacts
- If we think of Duke’s strengths – they include – team base work and problem focused solutions. How do we harness and bring this together in creating campus “Jedi knights” of climate & sustainability?
- Infusing the topics of climate change and sustainability into student and faculty teaching, learning, and researching is more desirable than developing new general education requirements.
- Within the lens of whatever the student is studying, how do we equip them to move into the world to make a difference on climate change? We want to inform, inspire and take action with impact.
- We need to prepare students for pre-climate careers akin to pre-med or pre-law careers. We can demonstrate pathways to climate careers by highlighting previous graduates’ successes.
- We need to meet students where they are and find the front doors they want to walk through (e.g. arts, affinity groups, other courses outside Nicholas).
- We will need to offer capacity building to faculty; train the trainer model across all schools. For faculty it needs to be invitational rather than directive.
- Higher education is not focused on social metrics in sustainability reporting; this could be an opportunity for Duke to lead.
- We cannot lose sight of equity considerations and the fight for environmental/climate justice.
- The task force discussed the benefits of doing a materiality assessment that provides opportunity for the Duke and local communities to help the task force better identify priorities.

What actions were taken?

- N/A

What are the next steps to be taken?

- Convene a task force working group to develop an approach to gather internal and external stakeholder input and feedback

Meeting Summary of Duke's Centennial Celebration Strategic Task Force
September 25, 2020

What were the major topics discussed?

- The two objectives for the meeting were to review and finalize the draft strategic questions and to create the stakeholder list for conducting interviews, both of which will inform the scope of work of the task force.
- The task force members used smaller breakout sessions to review, discuss and endorse the draft strategic questions, and explore their potential impact and inspiration.

What were the major insights shared?

- The main themes that emerged from the breakout discussions about the strategic questions were: a) the centennial is first and foremost, a celebration and joyous event; b) Duke must embrace looking forward as well as looking at the past, and strike the right balance between the two; c) Duke is a visual institution and as such, should use visuals to tell the story; d) institutional aspirations are also about the society we serve, its obligation and goal to serve society and be a responsible leader; and e) Duke should celebrate the youth of the institution and how much has been accomplished.
- The task force as a whole discussed, and created in real-time, a stakeholder list to include potential topics and themes, as well as specific individuals to interview regarding the significance and meaning of Duke's Centennial. There was a consensus of opinion that with the length of the list, the task force would not be able to interview everyone but would interview a sampling. The list would serve as a valuable resource for continued planning.

What are the next steps to be taken?

- Stakeholder interviews will be conducted by task force members before the next meeting on December 4th.
- Sub-groups will be created by theme to help facilitate the work of the task force

Meeting Summary of the Duke and Durham Today and Tomorrow Strategic Task Force

September 25, 2020

What were the major topics discussed?

- The major topic for the meeting focused on the university's mission and the key strategic question: How might the university achieve a greater strategic focus, advancing fewer but more consequential initiatives in relation to Durham?
- The task force heard from three guest presenters who shared their expertise on the national landscape of university-community partnerships, the current state of civic engagement at Duke, and Durham data for meaningful engagement.
- The task force had a thorough discussion with the presenters about community engagement models of peer institutions and civic engagement at Duke.
- The chair and vice chair spent the second part of the meeting discussing the plan for the work of the task force and gave an overview of the December work plan. The chair indicated that the task force would utilize committees that align with the key strategic questions in the charge in order to carry out the work. The vice chair presented a structure of three committees: Meaningful Engagement, Internal Coordination, and Measurable Impact on Quality of Life.
- The task force had a thorough discussion on planning for the committees.

What were the major insights shared?

- Major insights shared by task force members were a) community involvement voices in decision-making; b) socioeconomic challenges in Durham; c) peer institution community programs in comparison to Duke; and d) how the university could best use its strengths to effectively approach community challenges.
- The task force had a robust discussion with the presenters on civic engagement at the university, community involvement, and meaningful engagement—noted as multifaceted topics with many variables. As such, the importance of focusing on the charge to provide strategic direction on the university's collaboration and partnership with Durham was emphasized.

What actions were taken?

- No action items for this meeting

What are the next steps to be taken?

- Committees to schedule meeting in preparation for December meeting