BOARD OF TRUSTEES
THE UNIVERSITY OF NORTH CAROLINA AT GREENSBORO

May 5, 2011

ACTION ITEM: Resolution of the Human Environmental Sciences Foundation, Inc. to amend their By-Laws.

WHEREAS, effective July 1, 2011, the University of North Carolina at Greensboro (the “University”) will undertake a restructuring, whereby the School of Human Environmental Sciences and the School of Health and Human Performance will cease to exist, and the University will establish a new School to be known as the School of Health and Human Sciences; and

WHEREAS, in response to the restructuring, the Board of Directors of the University of North Carolina at Greensboro Human Environmental Sciences Foundation, Inc. (the “Foundation”) desires to amend the Foundation’s bylaws (the “Bylaws”); and

WHEREAS, the Bylaws provide that the Board of Directors shall have full authority to alter or amend the Bylaws of the Foundation, except that any change must have the prior approval of the Board of Trustees of The University of North Carolina at Greensboro; and

WHEREAS, to amend the Bylaws as provided below, the Foundation will submit this Resolution to the Board of Trustees of The University of North Carolina at Greensboro for its approval; and now, therefore, it is

RESOLVED, that, contingent upon the approval of the Trustees of The University of North Carolina at Greensboro, the Bylaws of the Foundation are hereby amended as follows:

(i) By deleting the second paragraph of Article II in its entirety and inserting the following therefor:

“The Vice Chancellor of Business Affairs and the Vice Chancellor for University Advancement shall serve, ex officio, as Directors of the Corporation with full voting rights. Additionally, the Board of Directors shall elect two heads of the departments or the center that were housed within the School of Human and Environmental Sciences (“HES School”), immediately prior to its restructuring on July 1, 2011, to serve, ex officio, as Directors of the Corporation with full voting rights (such Directors shall be herein referred to as the “Department Directors”). The departments and the center that were housed within the HES School immediately prior to the restructuring were Consumer Apparel & Retail Studies,
Human Development & Family Studies, Interior Architecture, Nutrition, Social Work, and the Center for New North Carolinians. Each Department Director shall serve a two-year term, except that one of the initial Department Directors shall serve a one-year term so that the service of these Department Directors will be staggered. Pursuant to the restructuring, three of the departments previously housed within the HES School will be housed in the new School of Health and Human Sciences (“HHS School”) and the center and two other departments will not. Therefore, the Department Directors will be elected so that at all times one Department Director will represent a department housed in the HHS School and one Department Director will represent a department or the center housed elsewhere.

Such amendment to the Bylaws shall be effective as of July 1, 2011.

APPROVED, this day of May 5, 2011

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Bonita J. Brown
Assistant Secretary to the Board of Trustees