

**SPECIAL MEETING**  
**BOARD OF REGENTS**  
**NEVADA SYSTEM OF HIGHER EDUCATION**  
System Administration, Las Vegas  
4300 South Maryland Parkway, Board Room

Thursday, February 17, 2022

Video 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

Members Present

Mrs. Carol Del Carlo, Chair Pro Tem

Ms. Amy J. Carvalho, Vice Chair

Mr. Jair (m) Bos (ra) Del (p) J-Mihal

Faculty senate chairs in attendance were: Ms. Shannon Sumpter, UNLV; and Dr. Amy Pason, UNR. Student body presidents in attendance were: Ms. Caren Yap, CSUN President, UNLV; Ms. Nicole Thomas, GPSA Vice President, UNLV; and Mr. Austin Brown, ASUN President, UNR.

Deputy Attorney General Rosalie M. Bordelove was also in attendance.

Chair Pro Tem Del Carlo called the meeting to order at 9:00 a.m. with all members present. Regent Brooks led the Pledge of Allegiance, and Chair Pro Tem Del Carlo provided the Land Acknowledgement.

1. Information Only – Public Comment

The Nevada Faculty Alliance provided a Petition to Reinstate NSHE Masking Requirements signed by faculty, staff, students, and family members of the Nevada System of Higher Education. *Petition*

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2. Action Taken – Conclusion of Internal Complaint Investigation – (Continued)

we can't consider those facts in which we have to take action on it. And the one thing I want to point out and it's kind of a question, the advice we got yesterday from our Deputy General Counsel that seven of us would have to abstain because we are named in the complaint, I just find incredible. I don't know if you can just name people in complaints, and then they are no longer allowed to vote on issues without there being any fact or definition of what is going on there. And with that, I do want to ask a question of our Deputy Counsel because she stated in that memo that did get leaked and shouldn't have gotten leaked, but it did, that the seven of us couldn't vote today, but when I go down to Nevada Revised Statutes 281A.420 discussion disclosure they, the Legislature and the law says that as publicly elected officials, we have to vote unless there is a firm conflict that keeps us from voting. And each one of us, the seven of us were told that we had to abstain mean I represent more than 230,000 citizens of Nevada...and if you tell seven of us we have to abstain, you are talking about 2.2 billion citizens of Nevada that aren't represented in today's debate and discussion. And I just find that...it's unsatisfactory to me that we would just exclude representation from everybody based on that opinion. And the question for Deputy Counsel, and then I'll wrap up Madam Chair was when I go down to NRS 281A.420, again it says we have to vote and the only reason to abstain from voting is that: a) the public officer's acceptance of a gift or loan; b) the public officer's significant pecuniary interest or c) the public officer's commitments in a private capacity to the interests of another person. And nowhere in the complaint or in the opinion, and in my personal case, I can't speak for the other six that were listed, there is nothing that I have done that violates any of those three provisions, and that's why I am not abstaining, and I am going to vote, and with that, I would move approval of agenda item number ~~two~~.

Regent Geddes moved approval to acknowledge the conclusion of the internal complaint investigation to effectuate the action taken by the Board at its November 12, 2021, meeting and to return Regent Cathy McAdoo and Regent Patrick R. Carter to their respective positions as Chair and Vice Chair of the Board. Regent Boylan seconded.

Regent Brooks stated he would not abstain from the vote for the reasons already explained by Regent Geddes. ~~She~~ is unaware of anything that needs to be added to the investigation concerning the complaint, nor is he aware of any items in the complaint that haven't been addressed. He acknowledged that outside System Counsel Scott Abbott hired Fenmore Craig to investigate the claims. Mr. Abbott pointed to a recommendation from the Attorney General's Office that an agenda item be framed calling the Board to action to declare the internal investigation concluded and restore prior leadership in accordance with the action taken at the November 12, 2021, special meeting. Additionally, Fenmore Craig uses the language concluded in the report several times and specifically titled a section as "conclusion."

2. Action Taken – Conclusion of Internal Complaint Investigation– (Continued)

Regent Geddes requested verbatim comments): I just would like to request that all of my remarks are included verbatim into the minutes to fully disclose why I'm not abstaining today and my reasoning. I would like that to be included there. But I just want to circle back because it was actually a question for Deputy Counsel was when I looked at NRS 281A.420, 3a, b, and c, the three reasons we should abstain, I cannot find any of those three reasons in the complaint or why any of us would abstain. And I would just like Deputy Counsel Nevarez-Goodson to say on the record why, without any of those three conditions, why any of us should abstain cause, as I did email her yesterday and told her I was gonna complain about this, but I see no reason for us to abstain, so I know she's had time to do homework and kick me because I am a chemist and not a lawyer, but I would just like her to address that issue before we get to a vote. Thank you.

Deputy General Counsel Nevarez Goodson stated abstention and disclosure should be tied to a conflict of interest which the ethics law defines as pecuniary interest a commitment in a private capacity to the interest of others, or the acceptance of a gift or a loan. Her advice for disclosure and abstention was based upon the issues and the nature of the agenda item that when a person is named in an investigation and subsequently investigated, it affects their personal and pecuniary interests. Specifically, she noted that a regent has a pecuniary interest in the position they hold as a regent as well as any potential liability that may result as a matter of such an investigation. The nature of the agenda item is whether the Board feels the investigation should be concluded, so it would be self-serving to vote to conclude an investigation in which one is personally named. Regent Geddes is correct that the ethics law calls out a provision where it does want to encourage and not require public officials to vote, so they do not divest their constituents of their representative voice in government. But the law is clear that such encouragement to vote is only true where there is no conflict of interest. To avoid a possible

2. Action Taken – Conclusion of Internal Complaint Investigation (Continued)

Regent Moran also agreed with Vice Chair Pro Tem Carvalho's comments. Unfortunately, the Board is now in a position where its time is being taken up by things that do not move the System forward. In addition, there is a communication gap between the Board, Chancellor Rose, and the Chancellor's Cabinet. Therefore, Regent Moran stated he could not support the motion and was disappointed in his colleagues.

Regent Boylan noted he was also named in the investigation. He takes the advice of Counsel seriously, but he will vote on the matter.

Regent Brooks left the meeting.

Chair Pro Tem Del Carlo commented that she was comfortable concluding the report with the possible ethics violations noted in the report. Board leadership is being restored before a plan is crafted to move forward. This action precludes the Board from deciding whether any additional investigation is needed. Stakeholders are watching the Board, especially the students, staff, and faculty. The whole reason the Board is elected is to advance higher education and research in Nevada. There is an opportunity to come together as a Board. She is disappointed that her colleagues are not taking the advice of Counsel. She will not support the motion.

Regent Brooks entered the meeting.

Regent Moran left the meeting.

Motion carried via a roll call vote. Regents Arrascada, Boylan, Brooks, Carter, Doubrava, Geddes, McAdoo, Perkins, and Tarkanian voted yes. Chair Pro Tem Del Carlo, Vice Chair Pro Tem Carvalho, and Regent McMichael voted no. Regent Moran was absent.

3. Information Only – New Business

Regent Geddes said he appreciated the work of Chair Pro Tem Del Carlo and Vice Chair Pro Tem Carvalho and hoped they would work with Board leadership and the Chancellor to address many of the issues.

Regent Geddes requested that Board leadership hire temporary outside legal counsel for the Board until the Chief of Staff and Special Counsel to the Board Search is complete.

Regent Geddes requested that vaccine and mask mandates be revisited. In addition, he asked that the Task Force design policy standards based on CDC recommendations related to mandatory vaccine and mask mandates.

Vice Chair Pro Tem Carvalho requested a discussion to create a governance committee. She also asked for a discussion related to the possible violations of the Board bylaws.



3. Information Only – New Business – (Continued)

Regent Brooks appreciated that authorization was given to conceal carry in the System office after substantial threat assessments were recognized by the Southern Command. As a Veteran, he took an oath to protect and defend the constitution and the public, including fellow Regents, staff, and the Chancellor. Regent Brooks asked that an agenda item be brought forward in support of the Board of Regents waiving privilege regarding the closed meeting on December 30, 2021, to release the video to the public.

Regent McMichael requested a reinstatement of the ~~mas~~ date.

Chair Pro Tem Del Carlo

Approved by the Board of Regents at its April 22, 2022, meeting.