

§ 116-350.10. Board of Directors.

- (a) The Board shall be composed of 25 members as follows:
 - (1) Five ex officio members as follows:
 - a. The President of The University of North Carolina or the President's designee.
 - b. The Chief Executive Officer of the University of North Carolina Health Care System.
 - c. The Chancellor of the University of North Carolina at Chapel Hill.
 - d. Two individuals designated by the Chief Executive Officer who meet the following criteria:
 - 1. Both designees must be members of the executive staff of the University of North Carolina Health Care System.
 - 2. At least one of the two designees must be a permanent member of the faculty of the School of Medicine of the University of North Carolina at Chapel Hill.
 - 3. One of the designees must have primary responsibility for hospital leadership.
 - 4. One of the designees must have primary responsibility for physician leadership.
 - (2) Eight members at large shall be appointed by the General Assembly as follows:
 - a. One member shall be appointed by the General Assembly upon recommendation of the Speaker of the House of Representatives annually.
 - b. One member shall be appointed by the General Assembly upon recommendation of the President Pro Tempore of the Senate annually.
 - (3) Twelve members at large shall be appointed by the President of The University of North Carolina and confirmed by the Board of Governors. The President shall appoint a slate of three members annually for confirmation by the Board of Governors.
 - (4) All at-large positions shall serve four-year terms beginning November 1 of the year of appointment. At-large positions shall be filled by the appointment of persons from the business and professional public at large who have special competence in business management, hospital administration, health care delivery, or medical practice or who otherwise have demonstrated dedication to the improvement of health care in North Carolina. At-large positions shall not be filled by any of the following:
 - a. Members of the Board of Governors.
 - b. Members of the board of trustees of a constituent institution of The University of North Carolina.
 - c. Officers or employees of the State.
 - d. Individuals required by Chapter 120C of the General Statutes to register as lobbyists on or during any of the following:
 - 1. The two years immediately preceding the effective date of appointment.
 - 2. The effective date of the appointment.
 - 3. At any point during the term of appointment.
 - (5) No member may be appointed to more than two full four-year terms in succession.

- (6) Any vacancy in an unexpired term shall be filled by the appointing authority for the remainder of the unexpired term. Vacancies for members appointed by the General Assembly shall be filled as provided in G.S. 120-122. Vacancies for members appointed by the President of The University of North Carolina shall be confirmed by the Board of Governors.
- (7) Whenever an at-large member shall fail, for any reason other than ill health or service in the interest of the State or nation, to be present for three successive regular meetings of the Board of Directors, that at-large member's place as a member shall be deemed vacant.

(b) The Board, with each ex officio and at-large member having a vote, shall elect a chair only from among the at-large members for a term of two years. Notwithstanding the foregoing limitation, the Chancellor of the University of North Carolina at Chapel Hill may serve as chair. No person shall be eligible to serve as chair for more than three terms in succession.

(c) The Board shall meet at least four times each year and may hold special meetings at any time and place within the State at the call of the chair. Board members, other than ex officio members, shall receive the same per diem and reimbursement for travel expenses as members of the State boards and commissions generally.

(d) The Board's action on matters within its jurisdiction is final, except that appeals may be made, in writing, to the Board of Governors with a copy of the appeal to the Chancellor of the University of North Carolina at Chapel Hill. The Board shall keep the Board of Governors and the board of trustees of the University of North Carolina at Chapel Hill fully informed about health care policy and recommend changes necessary to maintain adequate health care delivery, education, and research for improvement of the health of the citizens of North Carolina. (2023-134, s. 4.10(b); 2024-1, s. 1.7(c).)