

**VIRGINIA STATE UNIVERSITY BOARD OF
VISITORS FULL BOARD MEETING
12:30 P.M., FRIDAY, FEBRUARY 10, 2023
The Gateway Dining & Events Center
(on the campus of Virginia State University)
(No Public Comment Period Scheduled)**

AGENDA

12:30 p.m. FULL BOARD MEETING CONVENED

Rector Valerie K. Brown, Presiding

- Roll Call (*Dr. Annie C. Redd*)
- Invocation (*Pastor Graham*)
- Rector's Remarks
- Approval of Agenda
- Board Approvals
 - Minutes from Previous Meetings:
 - *November 18, 2022 Full Board Minutes*
 - *Revised Board Bylaws, November 11, 2022*
- President's Remarks and Presentation..... Dr. Makola M. Abdullah
- **CLOSED SESSION (if any)**
- *Lunch break*
- **COMMITTEE REPORTS**

Executive Committee

- Call for Nominations of Candidates for Board Office, 2023-2025
 - Election of officers will be conducted at the Annual Board Meeting on April 21, 2023

Academic & Student Affairs Committee

- **Approval Item(s):**
- **Information Item(s):**
 - Summary of Updates (Enrollment Management, Academic & Student Affairs Division)
 - Reports from the Faculty and Student Representatives
 - Dr. Leonard Githinji, Chair, Faculty Senate
 - Ms. Yania Campbell, President, Student Government Association
 - Remarks from the Staff Senate
 - Ms. Fran Thomas, Chair

**FULL BOARD MEETING
FRIDAY, FEBRUARY 10, 2023
PAGE 2**

- **COMMITTEE REPORTS** *(continued)*

- **Institutional Advancement Committee**

- **Approval Item: None**

- **Information Item:**

- Summary of Updates (Communications, Government Relations, Institutional Advancement)

- **Audit & Compliance Committee**

- **Approval Item: None**

- **Information Item:**

- Summary of Updates (Office of Compliance, Office of Internal Audit)

- **Facilities, Finance & Audit Committee**

- **Approval Items:**

- Resolution Authorizing the Tuition and Fees for Academic Year 2023-2024

- **Information Item:**

- Summary of Updates (Division of Finance/Administration, Technology Services)

- **Personnel, Compensation & Governance Committee**

- **Approval Item: None**

- **Information Items:**

- President's Annual Performance Evaluation

- **REPORT OF AFFILIATED FOUNDATION(S)**
- **LEGAL COUNSEL UPDATE (IF ANY)**
- **BOARD SELF-ASSESSMENT OF ITS PERFORMANCE**
- **ANNOUNCEMENTS**
- **ADJOURNMENT**

**VIRGINIA STATE UNIVERSITY BOARD OF VISITORS
FULL BOARD MEETING
FEBRUARY 10, 2023
Minutes**

CALL TO ORDER

Dr. Valerie K. Brown, Rector, called the meeting of the Virginia State University (VSU) Board of Visitors (Board) to order in the Gateway Dining and Events Center on the campus of Virginia State University at approximately 12:30 p.m.

The Rector informed the Board and others present that this meeting was being livestreamed in accordance with the Commonwealth of Virginia open meeting laws and conducted in compliance with the Americans with Disabilities Act and Section 508 of the Rehabilitation Act of 1973. The Rector informed viewers that we have a Board Member participating by electronic means, Mr. Wayne Turnage. The Rector also informed viewers how to contact the VSU Helpdesk if there was technical interruption in the livestream.

ROLL CALL

A quorum was present

Board Members Present:

Dr. Valerie Brown, Rector
Mr. Glenn D. Sessoms, Vice Rector
Dr. Christine M. Darden, Secretary (*absent*)
Mr. Victor Branch

Mr. Thomas Cosgrove
Ms. Pamela A. Currey
Dr. Robert Denton, Jr.
Mr. Michael Flemming (*absent*)
Ms. Shavonne Gordon
Dr. Harold Green, Jr.
Dr. Leonard Haynes, III
Mr. Jon Moore
Mr. William Murray
Mr. Edward Owens (*absent*)
Mr. Wayne Turnage (*participated by electronic means*)

Dr. Leonard Githinji, Faculty Representative to Board
Ms. Yania Campbell, Student Representative to the Board

Administration Present:

Dr. Makola M. Abdullah, President
Dr. Donald Palm, Provost/Executive Vice President for Academic and Student Affairs
Kevin Davenport, Senior Vice President for Finance & Administration/Chief Financial Officer
Shawri King-Casey, Vice President for Integrity & Compliance
Tonya Hall, Vice President for External Relations
Dr. Annie Redd, Chief of Staff/Director, Board Operations and Relations

**FULL BOARD MEETING
FEBRUARY 10, 2023
PAGE 4**

Rodney Hall, Deputy Chief of Staff
Maurion Edwards, Chief Information Officer/Technology Services
Chief David Bragg, Associate Vice President, Chief/VSU Police Department
Dr. Alexis Brooks-Walter, Vice President for Enrollment Management
Regina Barnett-Tyler, Assoc. Vice Provost/Student Success & Engagement
Dr. Gwendolyn Williams Dandridge, Asst. Vice President/Director, Communications
Eldon Burton, Asst. Vice President/Director of Government Relations
Dr. Tia Minnis, Vice Provost for Academic Success, Planning & Institutional Effectiveness
Dr. Kawachi Clemons, Vice Provost, Office of the Provost
Dr. Omar Faison, Assistant Vice President/Research & Economic Development

Legal Counsel Present:

Cynthia Marquez, Senior Assistant Attorney General

Other Attendees:

Pastor Jasmyn Graham, Campus Ministries
Derrick Jennings, Technology Services
Franklin Antonio, Technology Services
Yourdonus James, Office of Conference Services
Danette Johnson, President's Office
Debbie Jefferson, President's Office
Marjorie Muse, President's Office
Kendra White, Office of Compliance
Joseph Lyons, Student Success & Engagement
Kendrick Mason, Office of Institutional Advancement
Robert Phillips, Office of Procurement
Franklin Johnson-Norwood, Office of Institutional Advancement

INVOCATION

Rector Brown invited Pastor Graham to offer the invocation.

RECTOR'S OPENING REMARKS

The Rector and Vice Rector asked the Committee to join them in celebrating Dr. Redd for her committed diligence and great work. Dr. Brown thanked the Committee Chairs for their outstanding work and board members for their attendance, and staff for their participation and support. She expressed excitement about the forward thinking of the Board meetings today and the improvements she has seen in areas of operations as well as the President's leadership and the staff in their individual areas of concern and focus which continue to make VSU a better University.

APPROVAL OF THE AGENDA

The Rector called for approval of the agenda, which was approved by voice vote.

BOARD APPROVALS

The Rector called for a motion to approve minutes from the November 18, 2022 Full Board meeting. A motion was received to approve minutes and properly seconded. The Board approved the minutes by voice vote.

**FULL BOARD MEETING
FEBRUARY 10, 2023
PAGE 5**

The Rector called for a motion to accept the revised Board Bylaws. The Rector reminded the Board that the Vice Rector presented the revised Board of Visitors Bylaws at the November 18, 2022 Board meeting. The revised bylaws along with a chart identifying the proposed revisions were made available to board members in the November 2022 and the February 2023 Diligent Board Book. Each board member was asked to review the revised bylaws and the chart of revision between the November meeting and the February Board meeting and to be prepared to discuss and vote on the revised bylaws at today's Full Board meeting. As a reminder, the primary purpose of revising the bylaws was to align them with the new Virginia Code statutes 2.2-3708.2 and 2.2-3708.3 regarding Emergency and Electronic Meetings which became effective September 1, 2022. The motion to accept the revised Board Bylaws was properly seconded and the Board voted by roll call. Mr. Michael Flemming, Dr. Christine Darden, and Mr. Edward Owens were not present for the vote.

PRESIDENT'S REMARKS

The President thanked Rector Brown and Board members for their service and the VSU teams for their diligence and hard work. President Abdullah gave updates on the Payment Assistance Program specifically designed to encourage VSU employees to buy homes and live in Ettrick and Petersburg.

The President shared information that VSU 2023 Spring enrollment, which is predicted to total about 4250 students, is larger than it was for the spring of 2022. He expressed gratitude to Dr. Brooks-Walter and Dr. Palm for their work.

The President gave an overview on the Compensation and Salary Equity Study which was inspired by the Faculty Senate. The President shared that the Board has expressed their commitment to complete and reach the finish line on this project. The President gave acknowledgment to Dr. Palm and Ms. Simmons for their incredible work at looking at the faculty and staff salaries for improvement at VSU.

The President referred to the Facilities and Finance Committee's discussion about the proposed increase in VSU tuition and fees, which includes an increase in out of state tuition and fees but not in-state tuition. A hard increase in student enrollment could represent a hardship.

The President also acknowledged the Division of Institutional Advancement for their work in alumni engagement and fund raising, Government Relations for state appropriation/awards, and the Office of Communications for media relations and branding. President Abdullah made comments about the status of VSU as it waits for the 2021 Audit of Public Accounts (APA) report while beginning the next APA audit cycle for 2022.

The President then gave updates on the Big Dipper Summit that occurred in January 2023 which was in conjunction with Freedom Classic, a basketball game between VSU and Virginia Union University. The President mentioned that the Summit highlighted the great work of the great Dr. Martin Luther King, Jr. A VSU alum and business associate in Richmond, Ken Johnson worked with VSU to create an environment to talk about issues in the community.

President Abdullah also recognized Rector Valerié Brown as being the first black woman to serve as Rector at VSU. Rector Brown was also recognized by the Virginia General Assembly for her work as Executive Pastor of the Mount Global Fellowship of Churches, Chesapeake, VA.

**FULL BOARD MEETING
FEBRUARY 10, 2023
PAGE 6**

**COMMITTEE REPORTS
EXECUTIVE COMMITTEE**

On behalf of the Committee, Rector Valerie Brown reminded the Board this is an election year for board offices and the Committee is calling for nomination of candidates for 2023-2025. Dr. Redd will send out a written call for nominations along with appropriate documents by email. Rector Brown asked board members to be prepared to vote at the Board Meeting on April 21, 2023.

ACADEMIC & STUDENT AFFAIRS COMMITTEE

On behalf of the Committee, Chair Pamela Currey reported there were no action items to be recommended. Chair Currey presented a summary of information items discussed in the committee meeting. She also reported the spring 2023 validation numbers are 24% higher over last years.

Yania Campbell, Student Representative, presented a report on the Student Government Association's (SGA) activities and student concerns; the full report is available in Diligent Board Books. Dr. Leonard Githinji, Faculty Representative, gave remarks on behalf of the Faculty Senate which included issues and concerns. He also shared that the Faculty Senate has started on a high note for the year 2023.

Ms. Fran Thomas, Staff Senate Representative, thanked President Abdullah and Dr. Palm, and the Administrative team for allowing the Staff Senate to operate and supporting activities that were presented to them. Ms. Thomas gave an overview of the Staff Senate's accomplishments and thanked Dr. Palm for creating the Provost Scholarship Award for staff to attend the Gracie Harris Leadership Institute for the 2023 Higher Ground Women's Leadership Development Program.

INSTITUTIONAL ADVANCEMENT COMMITTEE

On behalf of the Committee, Chair Shavonne Gordon gave a summary of information items presented to the Committee. The IA Committee received information from the Office of Communications that the University was ranked #1 on Twitter, #2 on Facebook and ranked #1 on Instagram among all HBCUs. VSU also received numerous positive media mentions to include a feature story in the Chronicle of Higher Education. We are grateful to our federal representatives, including the late Congressman Donald McEachin, Senator Warner and Senator Kaine for their efforts in securing \$2.2 million in federal funding to expand broadband access across the campus.

As shown by the Fiscal Year to Date (FYTD) dashboard, philanthropic support to VSU totals \$3,443,525.45. This data represents a \$184,458.24 or 6% increase over the previous year, which can be attributed to philanthropic support from corporate, foundations, and organizations. To date, support from this area totals \$2,353,738.47, an 18% increase over the previous year. Philanthropic support for Tuition Assistance remains strong. As the current FYTD dashboard reflects, \$408,347.00 is 73% of the last year's total. Chair Gordon also mentioned that as we continue to move forward with our strategies and initiatives in FY23, we are excited about our two remaining match challenges (Founder's Day 1882 Match Challenge March 22nd to March 23rd, and All in for State May 11th to May 14th) for the fiscal year. We are confident that this, along with other Alumni engagement initiatives, will continue to grow our base of philanthropic support.

**FULL BOARD MEETING
FEBRUARY 10, 2023
PAGE 7**

AUDIT AND COMPLIANCE

On behalf of the Committee, Chair Jon Moore gave an overview of the information presented to the Committee. Mr. George Strudgeon attended the meeting and gave an overview of the 2021 Draft Audit Report and when the final report will be available to VSU. Ms. Shawri King-Casey and Ms. Nanette Williams, Internal Chief Audit, provided a findings analysis and action plan in response to the APA Report.

FACILITIES AND FINANCE COMMITTEE

On behalf of the Committee, Chair William Murray gave a brief summary of the Technology Services update. Chair Murray asked for a more Cyber security focus to be presented at the next board meeting. The Committee vetted the tuition and fees and the proposed increase. Finance displayed a strong cash position as to endowment; the Variance is positive in support and enrollment. On behalf of the Committee, Chair Murray presented a motion for the Full Board to authorize the Executive Committee to vote or make decisions regarding real estate transactions necessary related to housing for students. The motion was properly seconded and approved by roll call vote. Mr. Michael Flemming, Dr. Christine Darden, and Mr. Edward Owens were not present for the vote.

PERSONNEL, COMPENSATION & GOVERNANCE

On behalf of the Committee, Chair Glenn Sessoms gave an overview of Client survey and Compensation review. VSU conducted both a climate survey and salary study simultaneously. He recommended that the University conducts the studies in 3 years. Mr. Sessoms informed the Board of the President's Evaluation Process and timeline and that Dr. Redd would send out the assessment and appropriate documents for the President Abdullah's annual performance evaluation.

REPORT OF AFFILIATED FOUNDATION(S)

Rector Brown recognized Vice Chair of the VSU Foundation Board, Dr. Valerie Jones. The VSU Foundation did not present a report.

LEGAL COUNSEL UPDATE (IF ANY) – Legal Counsel did not have any updates.

BOARD SELF-ASSESSMENT OF ITS PERFORMANCE

Mr. Sessoms asked board members to comment on the Board's performance at this meeting.

ADJOURNMENT

There being no further business, Rector Brown called for a motion to adjourn the meeting. The motion was received, properly seconded, and the committee voted by voice vote. The Chair adjourned the meeting at approximately 2:00 p.m.

Dr. Valerie Brown
Dr. Valerie Brown, Rector

Christine M. Darden
Dr. Christine M. Darden, Secretary

4/21/23
Date

4/21/23
Date