

August 4-5, 2022 New Member Orientation & Full Board Meeting

8/4/2022 12:00:00 AM 09:00 AM - 05:00 PM

8/5/2022 12:00:00 AM 09:00 AM - 05:00 PM



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Orientation Session I – THURSDAY, AUGUST 4, 2022 (continued)

3:00 - 4:00 pm Tour of the Campus/Campus Master Plan Tour (Jane Harris)

4:00 – 5:30 pm Meet and Greet Ice Cream Social and Dessert Bar @ President’s Residence (next to the Front Lawn of Virginia Hall, Hayden Drive)

Orientation, Session II – FRIDAY, AUGUST 5, 2022

8:00 – 8:45 am Breakfast

9:00 am – 12:00 pm (Salons A-B)

- Roll Call
- InvocationPastor Jasmyn Graham
Director, Campus Ministries
- Board Structure: Officers & Committees Rector Valerie Brown
- Functions and current focus of standing committeesCommittee Chairs
 - Ms. Pamela Currey – Chair, Academic & Student Affairs Committee
 - Ms. Shavonne Gordon – Chair, Institutional Advancement Committee
 - Mr. William Murray – Chair, Facilities & Finance Committee
 - Mr. Jon Moore – Chair, Audit & Compliance Committee
 - Mr. Glenn Sessoms – Vice Rector & Chair, Personnel, Compensation & Governance Committee
- Board Governance Documents Rector Valerie Brown
 - Bylaws
 - Code of Ethics
 - Statement of Governance
 - Freedom of Information Act (FOIA) Rights & Responsibilities
- FOIA PresentationMs. Cynthia Harrison Norwood Marquez
Senior Assistant State Attorney General
- Strategic Plan Overview & Update Dr. Donald Palm
Executive Vice President &Provost, Academic & Student Affairs
- *BOV GROUP PHOTO ON “THE GREATER HAPPENS HERE” ROAD, VSU CAMPUS
(WEATHER PERMITTING)*

12:00 – 12:45 pm

**Lunch is Served
Gateway Dining & Event Center**

1:00 – 5:00 pm

**Full Board Convenes
Gateway Dining & Event Center, Salons A-B**

Board of Visitors Code of Ethics Virginia State University

Adopted, 6/14/2013

Integrity is one of the core values of Virginia State University. Thus, we are committed to lawful and ethical behavior in all of the university's activities. At Virginia State University, we insist that all members of the University community – our board members, employees, students, and volunteers – comply with all laws, regulations, policies and ethical norms applicable to them. More generally, we are to be honest, fair, and trustworthy ourselves and to take care that other members of the university community are also.

We, as members of the Virginia State University community, will:

1. Obey the laws, regulations, and policies applicable to our university activities.
2. Protect and preserve university resources and ensure their proper use.
3. Avoid both conflicts of interest and the appearance of such conflicts.
4. Safeguard confidential information.
5. Make procurement decisions impartially and objectively.
6. Maintain effective internal controls to safeguard the regularity and integrity of our activities.
7. Treat other people with dignity and respect, ensuring there is no discrimination or harassment at Virginia State University.
8. Report any illegal or unethical action that comes to our attention, so the university can investigate and take corrective steps.

This Code of Ethics was adopted by the Board of Visitors of Virginia State University on June 14, 2013.

Reaffirmed 4/21/17; 4/27/18; 4/26/19; 5/21/20

Virginia State University Board of Visitors The Virginia Freedom of Information Act Rights & Responsibilities

Adopted June 14, 2013

The Rights of Requesters and the Responsibilities of Virginia State University under the Virginia Freedom of Information Act:

The Virginia Freedom of Information Act (FOIA), § 2.2-3700 et seq. of the *Code of Virginia*, guarantees citizens of the Commonwealth and representatives of the media access to public records held by public bodies, public officials, and public employees.

A public record is any writing or recording - regardless of whether it is a paper record, an electronic file, an audio or video recording, or any other format - that is prepared or owned by, or in the possession of a public body or its officers, employees or agents in the transaction of public business. All public records are presumed to be open, and may only be withheld if a specific, statutory exemption applies.

The policy of FOIA states that the purpose of FOIA is to promote an increased awareness by all persons of governmental activities. In furthering this policy, FOIA requires that the law be interpreted liberally, in favor of access, and that any exemption allowing public records to be withheld must be interpreted narrowly.

Your FOIA Rights

- You have the right to request to inspect or receive copies of public records, or both.
- You have the right to request that any charges for the requested records be estimated in advance.
- If you believe that your FOIA rights have been violated, you may file a petition in district or circuit court to compel compliance with FOIA.

Making a Request for records from Virginia State University

- You may request records by mail, fax, or in person.
- From a practical perspective, it may be helpful to both you and the person receiving your request to put your request in writing. This allows you to create a record of your request. It also gives a clear statement of what records you are requesting, so that there is no misunderstanding over a verbal request.
- Your request must identify the records you are seeking with "reasonable specificity." This is a common-sense standard and it requires that you be specific enough so that we can identify and locate the records that you are seeking.

Reaffirmed by the Board 4.29.2016; 4.21.17; 4.27.18; 4.26.19; 5.21.20

- Your request must ask for existing records or documents. FOIA gives you a right to inspect or copy records; it does not apply to a situation where you are asking general questions about the work of Virginia State University nor does it require Virginia State University to create a record that does not exist.
- If we have questions about your request, please cooperate with staff's efforts to clarify the type of records that you are seeking, or to attempt to reach a reasonable agreement about a response to a large request. Making a FOIA request is not an adversarial process, but we may need to discuss your request with you to ensure that we understand what records you are seeking.

To request records from Virginia State University, you may direct your request to the VSU University Relations office, (804) 524-3085, or e-mail FOIA@vsu.edu.

Virginia State University's Responsibilities in Responding to Your Request

- Virginia State University must respond to your request within five working days of receiving it. "Day One" is considered the day after your request is received. The five-day period does not include weekends or holidays.
- The reason behind your request for public records from Virginia State University is irrelevant, and we cannot ask you why you want the records before we respond to your request. FOIA does, however, allow Virginia State University to ask you to provide your name and legal address.
- FOIA requires that Virginia State University make one of the following responses to your request within the five-day time period:
 1. We provide you with the records that you have requested in their entirety.
 2. We withhold all of the records that you have requested, because all of the records are subject to a specific statutory exemption. If all of the records are being withheld, we must send you a response in writing. That writing must identify the volume and subject matter of the records being withheld, and state the specific section of the Code of Virginia that allows us to withhold the records.
 3. We provide some of the records that you have requested, but withhold other records. We cannot withhold an entire record if only a portion of it is subject to an exemption. In that instance, we may redact the portion of the record that may be withheld, and must provide you with the remainder of the record. We must provide you with a written response stating the specific section of the Code of Virginia that allows portions of the requested records to be withheld.
 4. If it is practically impossible for Virginia State University to respond to your request within the five-day period, we must state this in writing, explaining the conditions that make the response impossible. This will allow us seven additional working days

Reaffirmed by the Board 4.29.2016; 4.21.17; 4.27.18; 4.26.19; 5.21.20

to respond to your request, giving us a total of 12 working days to respond to your request.

If you make a request for a very large number of records, and we feel that we cannot provide the records to you within 12 days without disrupting our other organizational responsibilities, we may petition the court for additional time to respond to your request. However, FOIA requires that we make a reasonable effort to reach an agreement with you concerning the production of the records before we go to court to ask for more time.

Costs

- You may have to pay for the records that you request from Virginia State University. FOIA allows us to charge for the actual costs of responding to FOIA requests. This would include items like staff time spent searching for the requested records, copying costs, or any other costs directly related to supplying the requested records. It cannot include general overhead costs.
- If we estimate that it will cost more than \$200 to respond to your request, we may require you to pay a deposit, not to exceed the amount of the estimate, before proceeding with your request. The five days that we have to respond to your request does not include the time between when we ask for a deposit and when you respond.
- You may request that we estimate in advance the charges for supplying the records that you have requested. This will allow you to know about any costs upfront, or give you the opportunity to modify your request in an attempt to lower the estimated costs.
- If you owe us money from a previous FOIA request that has remained unpaid for more than 30 days, Virginia State University may require payment of the past-due bill before it will respond to your new FOIA request.

Commonly Used Exemptions

The Code of Virginia allows any public body to withhold certain records from public disclosure. Virginia State University commonly withholds records subject to the following exemptions:

- Personnel records (§ 2.2-3705.1 (1) of the *Code of Virginia*)
- Records subject to attorney-client privilege (§ 2.2-3705 .1(2) of the *Code of Virginia*) or attorney work product (§ 2.2-3705.1(3) of the *Code of Virginia*)
- Tests or examinations used, administered or prepared for the purpose of evaluation of any student or any student's performance (§ 2.2-3705.1(4) of the *Code of Virginia*)
- Records recorded in or compiled for use in closed meetings of the Board of Visitors (§ 2.2-3705.1(5) of the *Code of Virginia*)
- Vendor proprietary information (§ 2.2-3705.1(6) of the *Code of Virginia*)
- Computer software developed for the University (§ 2.2-3705.1(7) of the *Code of Virginia*)

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- Records relating to the negotiation and award of a contract, prior to a contract being awarded (§ 2.2-3705.1(12) of the *Code of Virginia*)
- Information that described the design, function, operation or access control features of University security systems (§ 2.2-3705.2(3) of the *Code of Virginia*)
- Scholastic records containing information concerning identifiable individuals, except that such access shall not be denied to the person who is the subject of that information (§ 2.2-3705.4(1) of the *Code of Virginia*)
- Data, records or information of a proprietary nature produced or collected by or for faculty or staff of the University in the conduct of or as a result of study or research on scientific, technical or scholarly issues, where such data, records or information has not been publicly released, published, copyrighted or patented (§ 2.2-3705.4(4) of the *Code of Virginia*)
- Individual health records (§ 2.2-3705.5(1) of the *Code of Virginia*)
- Working papers of the President of the University (§ 2.2-3705.7(2) of the *Code of Virginia*)

Reaffirmed by the Board 4.29.2016; 4.21.17; 4.27.18; 4.26.19; 5.21.20

Bylaws of the Board of Visitors

Virginia State University

Adopted by the Board November 9, 2007, *Revised 9/19/08, 1/20/12, 4/20/12, 6/14/2013, 9/20/13, 4/11/2014, 2/12/2016, 9/16/2016, 09/21/2018, 02/07/2020, and 5.21.20.*

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PREAMBLE



Virginia State University was founded on March 6, 1882, when the legislature passed a bill to charter the Virginia Normal and Collegiate Institute. The bill was sponsored by Delegate Alfred W. Harris, a Black attorney with offices in Petersburg, who lived in and represented Dinwiddie County in the General Assembly. A hostile lawsuit delayed opening day for nineteen months, until October 1, 1883. In 1902, the legislature revised the charter act to curtail the collegiate program and to change the name to Virginia Normal and Industrial Institute. In 1920, the land grant program for Blacks was moved from a private school, Hampton Institute, where it had been since 1872, to Virginia Normal and Industrial Institute. In 1923, the college program was restored, and the name was changed to Virginia State College for Negroes in 1930. The two-year branch in Norfolk was added to the college in 1944; the Norfolk division became a four-year branch in 1956 and gained independence as Norfolk State College in 1969. Meanwhile, the parent school was renamed Virginia State College in 1946. Finally, the legislature enacted a law in 1979 to provide the present name, Virginia State University.

In the first academic year, 1883-84, the University had 126 students and seven faculty (all of them Black), one building, 33 acres, a 200-book library, and a \$20,000 budget.

The University is situated in Chesterfield County at Ettrick, on a bluff across the Appomattox River from the City of Petersburg. It is accessible via Interstate Highways 95 and 85, which meet in Petersburg. The University is only two and a half hours away from Washington, D.C., to the north, and the Raleigh-Durham-Chapel Hill area to the southwest; about one and a half hours away from Charlottesville to the northwest, and Virginia Beach to the southeast.

Virginia State University has a long history of outstanding faculty and administration.

ARTICLE I. **MEETINGS**

- 1.1 Annual Meeting. The Annual Meeting of the Board shall be in April of each fiscal year unless otherwise determined by the Board of Visitors. The Board shall establish its schedule of regular meetings, elect officers, establish committee chairs, elect foundation liaisons, and complete the Board's self-evaluation at the Annual Meeting. The Board shall also approve the annual executive summary of interim activities for submission to the General Assembly and the Governor.
- 1.2 Regular Meetings. Regular meetings of the Board of Visitors shall be held at least four times each year and in accordance with the schedule of meetings approved at the Annual meeting. The Board of Visitors may vote to change the date of any regular meeting. Written notice of regular meetings shall be communicated to board members at least three calendar days prior to the meeting.

The Order of Business at regular meetings of the Board of Visitors shall, unless modified by the Rector of the Board, be as follows:

1. Roll call and quorum count
 2. Approval of minutes of the preceding meeting
 3. Rector's report
 4. President's report
 5. Report of the Executive Committee
 6. Report of Standing Committees
 7. Report of other Committees
 8. Report of Faculty and Student Representatives
 9. Report of Affiliated Foundations
 10. Old Business
 11. New Business
 12. Adjourn
- 1.3 Special Meetings. Special meetings of the Board may be called by the Governor, Rector, or, in his/her absence or disability, by the Vice Rector, or by any three Visitors at such dates, times, and places, with agenda, as may be specified in the call for such meeting. The Rector, under normal, non-emergency circumstances, shall ensure that at least three days' notice of the date, time, location, and agenda is provided for all special meetings. The Rector may in special circumstances waive the requirement of written notice provided that other appropriate public notice is given.
- 1.4 Emergency Meetings. Emergency meetings are special meetings and may be called by giving reasonable notice to all members and the public whenever in the judgment of the Rector, in consultation with the President, there is an emergency. A majority of the voting members shall be sufficient to transact any

business with respect to said emergency, except declarations of fiscal exigency. Declarations of fiscal exigency must be made by an affirmative vote of two-thirds of the voting members.

- 1.5 Conduct of Business. All meetings shall be conducted in accordance with the *Code of Virginia*, these Bylaws, Board Policies and Procedures, and *Robert's Rules of Order Newly Revised*, in order of descending precedence. The Board shall request the presence of the University's legal representative at all open and closed meetings and committee meetings except those where the President is being evaluated or presenting portions of his/her Annual Report dealing with the evaluation of university officers, unless otherwise directed by the Attorney General. At the Board's discretion, it may request the presence of the University's legal representative during evaluations if it is considering: (1) whether the party or parties involved are in breach of his/her contract; or (2) the Board is seeking legal advice about the amounts and methods of compensating the President or other officers involved.

The Board will require transparency, to the extent required by law, in all board discussions and actions. In furtherance of this requirement, the Board and its associated committees will record its meetings. Minutes from these meetings will be prepared and posted on the University's website in accordance with § 2.2-3707(H) and § 2.2-3707.1 of the *Code of Virginia*.

Board meetings will be held open to the general public, except where such discussions or actions are exempted under § 2.2-3711 of the *Code of Virginia*. Meetings from which the general public, except Board members and those interested parties invited by the Board attend, is properly excluded, will be considered a "closed meeting" or "closed session." Any official action taken in a closed meeting or session shall be approved in an open meeting or session before it can have any force or effect, in accordance with § 2.2-3711(B) of the *Code of Virginia*.

- 1.6 Quorum. A quorum for the conduct of business by the Full Board shall consist of a simple majority of the voting members of the Board. A quorum for the Executive Committee and all standing and special committees of the Board shall consist of a majority of the appointed members of the committee, except that in no case shall the number be fewer than three members.
- 1.7 Voting. Votes on substantive matters shall be taken by roll-call vote, conducted by the Secretary, of all voting members supporting, opposing, or abstaining from the matter. Incidental or procedural motions (e.g., adjournment) may be carried or defeated by voice vote; however, all votes taken during electronic communication meetings shall be by roll-call and so recorded in the meeting minutes. No proxies, secret, or written ballots are authorized in any board meeting.
- 1.8 Telephonic or Video Participation. Telephonic or video meetings of the Board or its committees, including those held in Closed Session, may be held as long as public notification and meeting requirements are met in accordance with § 2.2-3708.2 of the *Code of Virginia*. Individual participation due to an emergency or personal matter is limited by law to two meetings and two committee meetings of the public body per member each calendar year. Meetings held in Open Session must be open to the public. Arrangements for telephonic or video meetings must be coordinated with the Board Secretary, or the Secretary's designee and the Office of University Legal Counsel.

- 1.9 Communications to the Board. All communications of an official nature directed to the Board of Visitors shall be channeled through the Office of the President or the Office of University Legal Counsel.
- 1.10 Self-Evaluation. The Board shall conduct a self-evaluation during its annual meeting. The Rector shall determine the forum and procedure for such evaluation subject to approval by the Board.

ARTICLE II. OFFICERS OF THE BOARD OF VISITORS

The Board of Visitors is composed of fifteen members, appointed by the Governor and subject to confirmation by the General Assembly. Term appointments are four-year terms and shall be served in accordance with § 23.1-1300(B) of the *Code of Virginia*. The Officers of the Board of Visitors shall consist of the Rector, Vice Rector and Secretary. The Rector, Vice Rector and Secretary shall be elected from members of the Board of Visitors.

- 2.1 Term of Office. The Officers of the Board shall be elected at the Annual Meeting held in odd-numbered years. The Officers shall serve for a two-year term which shall commence on July 1st following the Annual Meeting or shall serve until their successors are elected.
- 2.2 Removal. The Board shall have the power to remove any elected officer, either with or without cause, by a simple majority vote of the Board. In addition, pursuant to Va. Code § 23.1-1300(F), if any member of the Board fails to attend the meetings of the board for one year without sufficient cause, as determined by a majority vote of the Board, or the educational programs required by Va. Code § 23.1-1304 in his first two years of membership without sufficient cause, as determined by a majority vote of the Board, the remaining members of the Board shall record such failure in the minutes at its next meeting and notify the Governor, and the office of such member shall be vacated. No member of the Board of Visitors who fails to attend the educational programs required by Va. Code § 23.1-1304 during his first four-year term is eligible for reappointment to the Board pursuant to § 23.1-1300(E). Notwithstanding any provision of law to the contrary, the Governor may remove any Board member from office for malfeasance, misfeasance, incompetence, or gross neglect of duty and fill the vacancy resulting from the removal in accordance with Va. Code § 23.1-1300(C).
- 2.3 Resignation. Any elected officer may resign at any time by giving written notice to the Board, the Rector, or the Secretary. Any such resignation shall take effect at the time specified in such notice and the acceptance of such resignation shall not be necessary to make it effective.
- 2.4 Vacancies. A vacancy in the office of Rector, Vice Rector, or Secretary shall be filled by the Board for the unexpired term. If the cause of the vacancy is the expiration of the officer's term as a member of the Board, the vacancy shall be filled at the first regular meeting following such expiration. If the vacancy occurs from any other cause, the vacancy shall be filled at the first regular meeting after such vacancy occurs or at a special meeting called for that purpose.
- 2.5 Visitors Emeriti. In recognition of the invaluable service rendered to the University during their appointment to the Board of Visitors, and the informed counsel they are capable of providing, former members of the Board may be designated Visitors Emeriti by favorable recorded majority vote by current members of the Board.

2.6 Duties and Responsibilities.

2.6.1 Rector. The Rector shall serve as the presiding officer, spokesperson, and designated representative of the Board and shall perform such additional duties as may be required by law or the Board. The Rector shall be a member, ex officio, with vote, of all committees of the Board and shall be counted as a member in determining a quorum. The Rector shall preside at all meetings of the Board and its Executive Committee, and shall work closely with the President in developing the agenda for Board and Executive Committee meetings. As presiding officer, the Rector has an obligation to ensure that all sides of a pending question are heard and, though not required, he/she may voluntarily step aside and have the next senior officer present preside or appoint a temporary chair, if the Rector wishes to enter into the debate. The Rector is the liaison between the Board and the President who works for the entire board. The Rector shall facilitate communications between the Board, the Administration, and external agencies and constituencies. The Rector shall maintain the integrity of board procedures and facilitate a high level of interest, involvement, and activity among the Board members.

2.6.2 Vice Rector. The Vice Rector shall perform the duties of the Rector in the Rector's absence and such other special duties as are assigned by the Rector.

2.6.3 Secretary. The Secretary shall be responsible for over-sight of the preparation of minutes of all meetings of the Board and the Executive Committee, and supervise the issuance of notices of meetings of the Board and Executive Committee in advance of the meeting. The Secretary shall represent the Board and preside at the meetings of the Board and its Executive Committee in the absence of the Rector and Vice Rector, and perform such other duties as are incident to the office or as may from time to time be assigned by the Rector. Any of the enumerated duties of the Secretary may be delegated to an appropriate staff person within the University at the discretion of the Secretary and the Board, but oversight for such duties shall remain with the Secretary.

2.7 Residency.

As required by Va. Code § 23.1-1300(J), the Rector or Vice Rector of the Board of Visitors shall be a resident of the Commonwealth.

ARTICLE III. COMMITTEES

The committee system of the Board shall be composed of the Executive Committee, the Personnel and Compensation Committee, the Facilities, Finance, and Audit Committee, the Institutional Advancement Committee, the Academic and Student Affairs Committee, and special committees. Committee Chairs have the authority to request appropriate Vice Presidents, faculty, staff, and the President to serve in an advisory capacity to the committee. The Chairs of the Committees shall be selected by the Board at the Annual Meeting held in odd-numbered years. The Chairs shall serve for a two-year term which shall commence on July 1st following the Annual Meeting or shall serve until their successors are selected. Additionally, Vice Chairs shall be selected by their respective Committee for a two-year term which shall commence on July 1st following the Annual Meeting held in odd-numbered years or shall serve until their successors are selected.

Standing committees shall meet prior to the regular meeting of the Board. A special meeting of a standing committee to consider specific items of business may be called by the Rector or its Committee Chair, and shall be called at the request of the majority of the members thereof at such time and place and in such form and with reasonable notice, as the Rector may deem appropriate.

The Rector, with consent of the Board, shall have the authority to appoint Board members and other persons to serve the Board in advisory or *ad hoc* capacities to the Board and its committees.

Each year at the Board's discretion, a representative may be appointed by the Board, to the Board from the student body, and the Faculty, as a non-voting, advisory representative, pursuant to statutory authority. The President of the Student Government Association will serve as the student representative, and the Faculty Senate Chair will serve as the faculty representative.

3.1 Executive Committee.

3.1.1 Executive Committee Structure. At each Annual Meeting, the Board shall approve an Executive Committee. The Executive Committee shall consist of the Rector, who shall be the Chair; the Vice Rector; the Secretary; and the chairs of the Board's standing committees elected by the Board at the Annual Meeting. Any vacancy on the Executive Committee shall be filled for the unexpired term at the next regular meeting of the Board.

3.1.2 Executive Committee Meetings. The Executive Committee convenes between Board meetings, on the call of the Rector, on the call of any two members of the Executive Committee, or on the call of the President. It shall consider all governance matters and all matters referred to it by the Rector, the Vice Rector, or the President and shall, in the interim between meetings of the Board, be vested with the powers and authority of the Full Board and shall take such action on all matters that may be referred to it as in its judgment is required. All board members shall be notified of meetings and provided the agenda and any documents distributed for such meeting. Board members may attend meetings of the Executive Committee or send comments in writing prior to the meeting. The Executive Committee members will be the voting members during Executive Committee meetings. All such actions taken by the Executive Committee in the interim between meetings of the Board shall be reported to the Board at the next regular or special meeting and shall, if approval is required, be approved by the Board at that time.

3.1.3 Executive Committee Governance. The Executive Committee shall recommend and the Board shall approve Board members to all standing and special committees. The Committee, in consultation with the Rector and the President, shall recommend the Committee Chairs for each standing committee, liaisons for each of the foundations, and a slate of officers of the Board. These positions will be approved by the Board during the Annual Meeting. Vacancies arising from any cause whatsoever shall be filled in the same manner.

The Executive Committee shall be responsible for the call for nominations for officers from the Board and shall call for nominations by sending written notice to each member of the Board. Nominations shall be submitted in writing to the Vice Rector and shall be due no later than 14 days following the date of the call for nominations. Members of the Board may nominate themselves for an office. Nominees for officers must have more than one year remaining on their terms of appointment or be eligible for reappointment to a second

term. The Executive Committee should give priority to nominating members for office whose terms of appointment on the Board do not expire simultaneously so the Board shall not be without a presiding officer.

The Executive Committee shall meet at least 30 days prior to the election to determine the nominations to be presented to the Board. The recommendations shall be distributed with the announcement of the meeting of the Board of Visitors in which the election of officers is to be held. At the meeting, the Vice Rector shall present one candidate for each office for election. The Rector will call for nominations from the floor prior to a vote on the candidates.

3.1.4. Executive Committee Charter. The Executive Committee may approve, upon the recommendation of the Personnel and Compensation Committee, individuals for appointment to the Board by the Governor. The responsibilities of the Executive Committee shall also include, but not be limited to, the oversight of the following areas:

Strategic Planning

Board Performance

- Board Governance and Bylaws
- Board Code of Ethics
- Board Officers
- Board Committee Structure
- Board Committee Appointments
- Board Committee Chairs
- Board Foundation Liaison Appointments
- Board Meetings and Schedules
- Board Orientation and Training
- Board Qualifications and Competencies
- Board Evaluation
- Board Member Recommendations to the Governor
- Board Annual Executive Summary

3.2 Personnel and Compensation Committee. The Executive Committee shall recommend and the Board shall approve a Personnel and Compensation Committee (formerly known as the Resources Committee) of a minimum of three members of the Board at the Annual Meeting. The Executive Committee, in consultation with the Rector and the President, shall recommend the Personnel and Compensation Committee Chair. The Board shall approve the Committee Chair.

The Personnel and Compensation Committee shall have oversight over all personnel and employment policies of the University. Personnel and employment policies of the University include oversight over all faculty and administrative personnel and employment policies except the Executive Employment Agreement of the President which shall be negotiated with the President by the Rector and the Chair of the Personnel and Compensation Committee. Acceptance or denial of the Executive Employment Agreement of the President requires a majority vote of all board members then in office. This committee shall recommend a successor should the President become unable to serve for any reason, and shall work with the President to develop appropriate delegations of Presidential signature authority.

The Committee shall periodically conduct an evaluation of the Board and its committee structure, including an evaluation of committee procedures and overall performance. All best practice recommendations shall be made to the Executive Committee. In the execution of these reviews, the Personnel and Compensation Committee shall seek feedback from all Board members, the President, and others as it deems appropriate. The Committee shall develop and recommend to the full Board the assessment process to be employed, including whether an external consultant will be retained to assist with or conduct Board and committee evaluations.

The Committee shall assist the Executive Committee and the Governor in the selection of individuals to serve on the Board through the development of a set of qualifications, competencies, professional skills and expertise needed by Board members in order to maintain an effective, productive and exemplary board.

The responsibilities of the Personnel and Compensation Committee shall include, but not be limited to, the oversight of the following areas:

Board Evaluations

Review and Approve University Climate Surveys of Students, Faculty and Staff

Presidential Performance and Compensation Processes

- President's Goals
- President's Evaluation
- President's 360 Feedback
- President's Compensation
- President's Development Plan

Presidential Performance and Compensation Benchmarks

- Presidential Evaluations
- Presidential Compensation

Administration & Faculty Matters

- VP & Dean Evaluation Processes – President to review w/committee
- VP & Dean Appointment Processes – President to review w/committee
- VP & Dean Development Plan Processes – President to review w/committee

Succession Planning

- Presidential Search
- Presidential Onboarding

University Policies

- Human Resources Policies
- Presidential Policies
- Governance Policies

3.3 Facilities, Finance, and Audit Committee. The Executive Committee shall recommend and the Board shall approve a Facilities, Finance, and Audit Committee of a minimum of three members of the Board at the Annual Meeting. The Executive Committee, in consultation with the Rector and the President, shall recommend the Committee Chair. The Board shall approve the Committee Chair. This Committee will also select a Vice Chair from its members and this Vice Chair will serve in the absence of the Committee Chair and under the Committee Chair's delegated authority.

The Facilities, Finance, and Audit Committee shall have control and oversight over all facilities of the University and financial affairs. Financial affairs of the University include budgets, investments, appropriations, grants and contracts, procurement, accounting and internal systems and controls. The Facilities, Finance, and Audit Committee shall employ an internal audit staff and such financial and management consultants as it may deem necessary or desirable. The internal audit staff and consultants so employed shall report directly to the Committee. No material change or amendment, deviation or exception from the University's accounting and internal control procedures shall be made without the approval of the Facilities, Finance, and Audit Committee or the Board, except for those required by GASB, state comptroller, state, or federal regulations.

This committee shall have control and oversight over all financial policies of the University including procurement, contracts, delegation of authority, the facilities of the University including the campus master plan, investment strategies, capital improvements, facilities utilization, computing and information technology services, campus support services, and other related matters as shall be so recognized by the Board.¹

The responsibilities of the Facilities, Finance, and Audit Committee shall include, but not be limited to, the oversight of the following areas:

Financial Management

- Financial Planning
- Financial Statements
- Financial Management
- Budgets
- Capital Planning & Budgeting
- Technology Planning & Budgeting
- Auxiliary Funds Management
- Debt Management
- Debt Ratios
- Fee Structures (Athletic, student, parking, etc.)

Facilities Management

- Campus Master Plan
- Campus Maintenance Plan
- Capital Project Plan
- Computing and Information Technology Services
- Facility Projects
- Property Acquisition
- Property Disposition
- Property Leases
- Energy/Green Policies

¹ The President or the Vice President for Finance shall have the authority to execute all legal documents, after review by legal counsel, relating to the granting of easements and rights of ways for water, sewer, utility, telecommunications and electrical lines as the need arises.

Audit

- Audit Plan
- Audit Results
- Hotline Management
- Public Auditor
- Risk Management
- Compliance Management
- Internal Controls
- Monitoring Reporting

Investments

- Investment Policies
- Investment Strategies

Benchmarks

- Peer Institution Comparisons

Policies

- Financial Policies
- Audit Policies
- Capital Policies
- Debt Policies
- Facilities Policies

3.4 Institutional Advancement Committee. The Executive Committee shall recommend and the Board shall approve an Institutional Advancement Committee of a minimum of three members of the Board at the Annual Meeting. The Executive Committee, in consultation with the Rector and the President, shall recommend the Institutional Advancement Committee Chair. The Board shall approve the Committee Chair. This Committee will also select a Vice Chair from its members and this Vice Chair will serve in the absence of the Committee Chair and under the Committee Chair's delegated authority.

The Institutional Advancement Committee shall have oversight and control over all fund-raising activities undertaken by the University. This includes any foundation, alumni, athletic or other association, campaign committee or other organization seeking to raise funds in the name of or for the benefit of the University and its programs. Monies raised from fund-raising activities undertaken by the University, or on behalf of the University shall be considered "University Funds." The committee shall have oversight over the budgeting and expenditure, the management, the reporting and accounting for, and the internal control of such University Funds.

The Rector, with the consent of the Board, may authorize the Institutional Advancement Committee Chair to appoint non-board members to serve one year terms as ex-officio non-voting members of the Institutional Advancement Committee. Such appointments are limited to key members of the affiliated foundations of the University and require the approval of the full Board.

The responsibilities of the Institutional Advancement Committee shall include, but not be limited to, the oversight of the following areas:

Strategic Planning Processes

- Oversight of University Strategic Plan
- SCHEV Plan
- Strategic Investment Opportunities
- Strategy Offsite for the Board (Board Strategy and Board Goals)

Endowment

- Campaigns
- Naming
- Events

Economic Development & Partnerships

- Partnerships
- Joint Agreements
- Economic Development Relationships

External Relations & Strategies

- Community Relations
- Government Relations
- Public Relations

Brand & Marketing

- Campaigns & Advertising
- National Rankings
- Peer Comparisons

Policies

- Endowment Policy
- Foundation Policy
- Partnership Policy
- Reputation Policy

3.5 Academic and Student Affairs Committee. The Executive Committee shall recommend and the Board shall approve an Academic and Student Affairs Committee of a minimum of three members of the Board at the Annual Meeting. The Executive Committee, in consultation with the Rector and the President, shall recommend the Academic and Student Affairs Committee Chair. The Board shall approve the Committee Chair. This Committee will also select a Vice Chair from its members and this Vice Chair will serve in the absence of the Committee Chair and under the Committee Chair's delegated authority.

The Academic and Student Affairs Committee shall have control and oversight over all academic and student programs and activities. Academic and student programs and activities of the University include curriculum, land-grant, faculty appointments, promotion, tenure and compensation, recruitment, admissions and registration, residence life, health services, cultural affairs, student organizations, athletics, and such other related matters as shall be so recognized by the Board.

The responsibilities of the Academic and Student Affairs Committee shall include, but not be limited to, the oversight of the following areas:

Academic Matters

- Under Graduate and Graduate Programs & Degrees
- Summer & Affiliate Programs
- Accreditations

- Admission Standards & Results
- Enrollment Standards & Results
- Online & Distance Learning

Academic Development & Partnerships

- Affiliations
- Partnerships
- Dual Enrollment w/High Schools
- Community College Agreements

Student Matters

- Student Governance Structure
- Student Handbook
- Student Living
- Student Housing
- Student Food Service
- Student Resources (Textbook, Library, etc.)
- Student Orientation
- Judicial & Honor Systems

Faculty Matters

- Faculty Governance Structure
- Faculty Handbook
- Faculty Credentials (Tenure/Promotion/Research & Publication)
- Faculty Resignation/Retirement
- Faculty Development
- Faculty Salaries & Ratios

Security & Safety

- Security Protocols
- Safety Issues & Statistics
- Crime Issues & Statistics

Athletics

- Programs & Performance
- Intercollegiate Athletics
- NCAA

Policies

- Admission Policies
- Student Policies
- Faculty Policies
- Grade Policies
- Security Policies
- Athletic Policies

ARTICLE IV. POWERS AND DUTIES OF THE BOARD

As public trustees, the members of the Board have the overall responsibility and authority, subject to constitutional and statutory limitations, for the continuing operation and development of the institution. In addition to the powers granted under Va. Code §§ 23.1-1000 through 23.1-1028 and § 23.1-1301.

Examples of the powers and responsibilities of the Board, as set forth in state statutes or as developed through tradition and practice, include, but are not limited to:

1. Election of the President of the University, who shall serve at the pleasure of the Board.
2. Establishment of fees, tuition, and other charges imposed by the University on students.
3. Approval of the University's admission standards.
4. Review and approval of the University's budgets and overview of its financial management.
5. Review and approval of proposed academic degree programs and the general overview of the academic programs of the University.
6. Review and approval of the establishment of new colleges or departments.
7. Approval of the establishment of positions reporting to the President.
8. Confirmation of appointments by the President, including all Vice Presidents, Assistant Vice Presidents, Associate Vice Presidents, Deans and the approval of all contracts of renewal for such administrators.
9. Representation of the University to citizens and officers of the Commonwealth of Virginia, especially in clarifying the purpose and mission of the University.
10. Approval and confirmation of promotions, grants of tenure, and employment of faculty and administrators.²
11. The determination of the salary ranges for all faculty ranks and the establishment of other compensation and benefits.
12. Review and approval of physical plant development of the campus.
13. Review and approval of all naming opportunities, including buildings and other University property, endowments, scholarships, professorships, and endowed chairs.
14. Review, approval, or delegation to the Administration of the power to grant rights-of-way and easements on University property.
15. Review, approval, or delegation to the Administration of the power to approve real property transactions.
16. Review and approval of personnel policies for the faculty and administrators, including the Faculty Handbook.
17. The exercise of other powers conferred on corporations by the provisions of Chapter 10 of Title 13.1 of the *Code of Virginia*.
18. The establishment of policies mandated under the provisions of Title 23.1 of the *Code of Virginia*.
19. The exercise of all powers conferred on the Board in Chapter 27 of Title 23.1 of the *Code of Virginia*.
20. Each Board member is subject to the provisions of the State and Local Government Conflict of Interests Act and must file reports as necessary and required by law.

² In practice, the President and officers of the University make interim appointments that are confirmed by the Board.

ARTICLE V. **FINANCIAL EXIGENCY**

The Board, by vote of two-thirds majority of the Board, at any regular, special, or emergency called meeting may declare a state of financial exigency. Upon declaration of a state of financial exigency, the Board shall direct the President to prepare a revised budget. Such revised budget shall be based on general guidelines as may be provided to the President at the discretion of the Board, including program reduction, program elimination, termination of employment, leave without pay, and other actions as may be necessary to reduce anticipated expenditures. The revised budget shall be subject to approval of the Board.

ARTICLE VI. **THE PRESIDENT**

The President of the University shall be the chief executive and academic officer of the University.

6.1 Election. The President shall be elected by the Board of Visitors and may be removed only by assent of two-thirds of the whole number of Visitors. The President shall attend all meetings of the Board and shall have notice of and the privilege of attending all meetings of its committees.

6.2 Powers and Duties. As the chief executive and academic officer of the University, the President shall have the following powers and duties:

1. The President shall have responsibility for the operation of the University in conformity with the purposes and policies determined by the Board.
2. The President shall act as adviser to the Board and shall have responsibility for recommending those policies and programs that in the opinion of the President will best promote the interests of the University.
3. The President shall recommend to the Board long-range educational goals and programs and the new degrees that may be best suited to attain those goals and programs.
4. The President shall have the power to establish and modify the internal administrative structure of the University. The administrative structure of the University shall be designed to ensure proper management of the University, adequate planning and evaluation of academic programs, and continued improvements of academic programs. The President shall have the authority to appoint all advisory officers except vice presidents, assistant vice presidents, associate vice presidents and deans. The President shall recommend vice presidential, assistant vice presidential, associate vice presidential and dean appointments to the Board for the Board's confirmation.
5. The President shall recommend to the Board of Visitors the election and initial compensation of salaried members of the faculty holding professorial rank or named chairs, promotions of faculty members to the ranks of associate professor, full professor, and professor emeritus, and the removal of faculty members for cause.
6. The President shall be authorized, after consultation with the Provost, Dean, department head, and other affected administrative officers, to suspend any faculty member at anytime for proper cause.
7. The President shall have primary responsibility for the establishment and maintenance of proper relationships with the alumni.

8. The President shall at all times maintain cordial relationships with the students, guarding and protecting their best interests and ensuring that they have an opportunity for a rewarding educational experience.
9. The President shall be responsible for the discipline of students with the power to impose appropriate penalties including expulsion.
10. The President shall recommend to the Board each year an annual budget and financial, operating and staffing plans for the operation of the University for the following fiscal year. The timing of this submission shall be coordinated with the state budgetary planning process and shall be based on priorities that have been previously discussed with and approved by the Board. Upon ratification and approval of the Board, the President shall submit to the Governor a biennial budget request as required by law or regulation.
11. The President shall promote the development of the endowment funds of the University and shall be authorized to accept any gift or grant subject to the approval of the Governor as required, making a report to the Board of such gifts or grants.
12. The President shall perform such other duties as may be required by the Board.

6.3 Evaluation of the President. The Board is responsible for oversight of the President's performance. The President, in open or closed session, as appropriate, at the Annual Meeting of the Board, shall submit his/her annual report on objectives, specific and general, developed by the President and the Rector and agreed to by the Board for the past year. The Board shall subsequently evaluate the President's performance for the past year. Objectives for each ensuing year shall also be presented at the Annual Meeting of the Board for approval.

ARTICLE VII. FACULTY

The faculty and administrators of the University receive recommendations for appointments and renewals by appropriate University officials, and their names, titles and salaries are submitted for approval to the Board of Visitors.

Pursuant to the powers vested in the Board by Va. Code §§ 23.1-1301 through 23.1-1310, § 23.1-2700 and § 23.1-2702, or succeeding provisions, all faculty appointments and contracts are subject to board policy, rule, resolutions, orders, instruction and these bylaws.

Only the Board confers tenure and all rights associated with tenure expire with termination of employment. Tenure cannot be earned *de facto*, regardless of the number of years of service.

ARTICLE VIII. CONSTRUCTION

These bylaws shall be construed to be consistent with enactments of the General Assembly, including but not limited to Title 23.1 of the *Code of Virginia*, the Virginia Freedom of Information Act, the Virginia Public Procurement Act, and the State and Local Government Conflict of Interests Act. Nothing contained in the Bylaws should be interpreted to diminish or alter the common law or statutory powers of the Board.

ARTICLE IX. **AMENDMENTS**

These amended bylaws are hereby adopted and shall be effective this 7th day of February 2020. All former bylaws of the Board are hereby repealed. These bylaws may be changed by majority vote of the Board at any regular or special meeting of the Board.

ARTICLE X. **APPENDIX**

Virginia State University Board of Visitors' Statement of Governance

Virginia State University Board of Visitors' Code of Ethics

Virginia State University Board of Visitors' Freedom of Information Rights and Responsibilities

Statement of Governance

Virginia State University

The Board of Visitors (“BOV”) is the governing body for Virginia State University and is composed of fifteen members appointed by the Governor of the Commonwealth of Virginia and confirmed by the General Assembly. Members of the Board of Visitors serve for terms of four years each, and no member shall serve for more than two consecutive terms.

In executing its duties, the Board will be guided by the laws and policies of the Commonwealth of Virginia. It will strive to preserve the ideals and traditions of the institutions under its jurisdiction. The qualifications, terms, powers and duties of members of the Board are established by law (Va. Code §§ 23.1-1300 through 23.1-1310, and §§ 23.1-2700 through 23.1-2705). Members of the Board may be removed from office by the Governor as provided by law (Va. Code § 23.1-1300C).

From its membership the Board elects the following officers: a Rector of the Board, a Vice Rector of the Board and a Secretary of the Board. The Board appoints the President of Virginia State University and it appoints academic officers, faculties, and other employees essential to the effective operation of all the institutions under its control.

Annually, the Board shall appoint the President of the SGA to the position of a non-voting, advisory representative on the Board of Visitors. Annually, the Board, in consultation with the President, shall appoint a full-time faculty member to the position of a non-voting, advisory representative on the Board of Visitors. Each non-voting, advisory representative will sit with the Board of Visitors during the open sessions of those committee meetings and full meetings of the Board which deal with matters pertaining to Virginia State University.

There are three types of board meetings: the annual meeting, regular meetings and special meetings. The annual meeting is usually held in the spring. At this meeting, the Board elects its officers for the year beginning July 1 of that year. Ordinarily, there are three regular meetings in addition to the annual meeting. Dates of the meetings are established by the Board. Special meetings may be called by the Governor, Rector, or in his/her absence or disability, by the Vice Rector, or by any three visitors. Both standing committees and special committees must have at least three members. Committee members are appointed by the Rector.

Board meetings are usually on the campus of Virginia State University. Dates, times and locations of board meetings are announced publicly at least three days prior to each meeting. All meetings of the Board are open to the public as stipulated in the Virginia Freedom of Information Act (“FOIA”). The Board may go into closed session and exclude the public under certain conditions described in the FOIA.

There are five standing committees of the Board of Visitors: Executive Committee; Academic and Student Affairs Committee; Finance, Facilities and Audit Committee; Institutional Advancement Committee; and Personnel and Compensation Committee. The Chairs of the four standing committees, along with the Rector, the Vice Rector and the Secretary form the Board's Executive Committee. The Rector chairs the Board and the Executive Committee. The Executive Committee may exercise most of the powers of the full Board when the Board is in recess.

*Adopted 6/14/13; revised 4/11/14; 4/29/16; 11/18/16;
Reaffirmed 4/21/17; 4/27/18; 4/26/19; 5/21/20*

Virginia State University

STRATEGIC PLAN OVERVIEW

Preeminence with Purpose

2020- 2025

"Sustaining our Legacy through Access, Leadership and Transformative Excellence"



Greetings Trojan Family,

It is my pleasure to present to you, *Preeminence with Purpose*, VSU's 2020-2025 Strategic Plan. The Strategic Plan is a document that provides direction on how VSU plans to operate in the next five years. The Plan is intentional and strategic and provides guidance that will (1) build upon our innumerable successes of preparing students to become leaders in a global society, (2) solve emerging world issues through research, (3) build on the profound impact of our Land-Grant Mission, (4) continue academic excellence, and (5) ensure the holistic transformative experience of our students.

The challenges of being an institution of higher education have never been greater. The declines in state and federal funding have caused increases in tuition which threaten a student's access and affordability to attend Virginia State University (VSU) and limits the crucial investments needed to grow. Despite these financial challenges, VSU has one of the lowest tuitions in the Commonwealth of Virginia. However, as an Opportunity University providing a quality education and transformative experience to students from a wide range of cultural and socioeconomic backgrounds, it is critical that VSU (1) encourage more philanthropic giving from alumni and corporations to increase endowments needed for scholarships, (2) continue investing in new degree offerings to meet employer demands for talent, (3) work with the Virginia General Assembly on making college more affordable, (4) obtain grant revenue for civic engagement that addresses community issues, and (5) improve enrollment management/marketing.

The challenges listed above come at a defining time in our history and demand an urgent and comprehensive response. Therefore, the Strategic Plan is about sustained excellence (*Preeminence with Purpose*) and outlines the next chapter in our continued growth. The Plan focuses on the following six areas: 1. Increase Student Opportunity and Access to Higher Education; 2. Sustain Academic Excellence; 3. Transform and Support a Holistic Experience for Students; 4. Enhance the Land Grant Mission of the University; 5. Define the VSU Brand; and 6. Increase and Diversify Financial Resources/Operational Effectiveness.

This bold and forward-thinking strategic plan, is the culmination of our principles of shared governance. The planning and structure of this plan considered the voices and visions of our alumni, faculty, local community, staff, students, and various other internal and external stakeholders. Active participation and transparency were ensured through alumni forums, campus meetings, community town halls, and surveys with hundreds of our stakeholders sharing their vision. This exchange of ideas led our strategic planning committee to build this plan; which is inclusive, equitable, and diverse; yet ambitious and forward thinking. While the Strategic Plan has been developed and implementation planning is underway, we understand the need to be nimble and are prepared to adjust to changing conditions. Further, VSU will continue an open dialogue with our valued stakeholders on our progress in implementing and/or revising the Strategic Plan as needed, as we move forward.

In closing, I wish to thank all who helped to set the strategic vision for our beloved VSU. Our successes over the past 137 years would not have been possible without the confidence and support of our dedicated village of educational enthusiasts.

Thank you to each of you for your continued dedication and support of our Virginia State University. Hail State.

Makola M. Abdullah, President
Virginia State University

VIRGINIA STATE UNIVERSITY 2020-2025 Strategic Plan Summary Draft

THE STRATEGIC PLAN

The five-year strategic plan for Virginia State University (VSU) was established through a collaborative effort that included various internal and external stakeholders. This plan, for **sustained excellence**, *Preeminence with Purpose* sets forth the next chapter in our continued growth, focusing on six areas: *Student Opportunity and Access, Academic Excellence, The Holistic Experience for Students, Enhancing the Land Grant Mission of the University, The VSU Brand and Financial/Operational Effectiveness.*

VSU is dedicated to using a holistic approach to academic excellence and student success and engagement. This plan emphasizes leadership and professional development, career planning, and experiential learning. It focuses on developing student leaders who are more engaged with their learning, have the soft skills necessary to be successful in their careers, and are equipped with the knowledge, skills, and disposition to be globally competitive while remaining civically engaged.

This plan is transformative as it considers new opportunities and identifies methods of adapting to the ever-changing landscape of higher education. *As such, the plan identifies new academic programs to prepare our students to be competitive in the growing fields of computer science, cyber security, engineering, food science, military science and health care. In addition, it promotes continuous learning through the creation of a Master of Business Administration (MBA) and a Master of Social Work (MSW) programs and recognizes the need for added infrastructure to support the new programs and the holistic student experience.*

The strategic plan identifies priority area, goals, objectives and strategic actions to grow the university and address the challenges facing the University and our students. Some of the key challenges are as follows:

- Managing declining state and federal funding;
- Increasing philanthropic giving from alumni and corporations to grow endowments needed for student scholarships;
- Implementing new degree offerings that are responsive and innovative through online and/or traditional class room environments;
- Working with the Virginia General Assembly on making college more affordable;
- Communicating the unique challenges that Opportunity Universities and their students must address in financing college tuition and fees;
- Increasing research and grant opportunities to address global and community issue;
- Communicating and advocating solutions to the “student gap funding”(Student gap funding represents the point where student financial aid and scholarships are not enough to fund tuition and fees);
- Improving VSU’s enrollment management/marketing efforts;
- Improving the campus learning infrastructure by working with the General Assembly and corporate donors to replace Harris Hall and continually update the technology infrastructure;
- Communicating with stakeholders by effectively telling the VSU story and establishing OUR brand;
- Partnering with other institutions of higher learning and the corporate community to grow the Commonwealth’s talent pool;
- Obtaining employment/internship opportunities for all students.

THE PROCESS

Initiated by the Board of Visitors (the University’s governing body,) and led by the President (the University’s Chief Executive Officer), the VSU strategic planning process identifies critical performance areas that affect and determine the University’s capacity to achieve its mission and realize its strategic vision. In addition, it identifies steps to address each of the priorities. In developing the Strategic Plan, the University constituents focused on the academic strengths of the University, the Institution’s role as an HBCU, a Land Grant Institution, and the Opportunity University for students of all backgrounds.

The VSU Strategic Plan is designed to accomplish the mission and vision of the University through a collaborative effort of shared governance and strategic alignment of institutional resources. The President, members of the Executive Cabinet, Academic/Administrative Deans, and Department Heads provided oversight for the strategic planning process and are ultimately responsible for the execution, monitoring, and assessment of The Plan. It considered the expressions, input, and visions of *The Strategic Plan Steering Committee*. This cohort collaborated for more than a year to identify the strengths, challenges, opportunities and threats that impact the University. Active participation was encouraged through vision sharing during focus groups, alumni forums, campus meetings, community town halls, and surveys with hundreds of our internal and external patrons and supporters.

IN SUMMARY:

The Strategic Plan has profound implications for those who believe in and support the holistic VSU experience. In summary, it is our five-year blueprint to equip our students to be reformists, critical thinkers, and community activists and leaders. *Preeminence with Purpose* is our roadmap for administrative decision making and sets the path to help us develop and implement aggressive, innovative, and multidisciplinary solutions to authentic personalized real-world learning.

MISSION

Virginia State University, a public, comprehensive 1890 Land Grant institution and historically black college/university, is committed to the preparation of a diverse population of men and women through the advancement of academic programs and services that integrate instruction, research, extension, and outreach. The University endeavors to meet the educational needs of students, graduating lifelong learners who are well equipped to serve their communities as informed citizens, globally competitive leaders, and highly effective, ethical professionals.

VISION

Virginia State University will foster **sustained excellence** as a Preeminent Public Land-Grant university providing access to higher education and a holistic transformative learning experience to produce **world-class leaders** and **scholars** for a diverse state, national and the global workforce.

CORE VALUES

- **Student Centered** – Promoting the intellectual, physical, social, and emotional development of students in all facets of University life.
- **Integrity** – Displaying the highest degree of ethical commitment in the pursuit of knowledge.
- **Engagement** – Developing civically engaged citizens who value all persons and demonstrate the desire to positively impact their immediate surroundings, nation, and world.
- **Customer Service** – Creating an atmosphere of respect, collegiality, and responsiveness to provide excellent service to our internal and external constituents.
- **Excellence** – Utilizing a balanced approach to create a high expectation of achievement, awareness, and intellectual development among our students, faculty, and staff.
- **Scholarly Research** – Conducting scholarly activity is at the forefront of our disciplines and applying translational discoveries and intellectual pursuits to benefit the community.
- **Global** – Preparing globally aware citizens that respect and appreciate cultural differences of all people through service and the dissemination of knowledge to the world.
- **Teaching** – Providing learning environments and activities consistent with best educational practices to create a framework where scholarship is intentional, transformational, and deepens understanding in the preparation of future leaders.

- **Diversity** – Fostering a community that identifies, values, and respects differences of all people by creating an inclusive, culturally responsive and positive experience for students, faculty, staff, and the community.

Staying true to our Mission Vision, and Core Values, the Virginia State University 2020- 2025 Strategic Plan focuses on sustaining our legacy through access, leadership and transformative excellence. The following six (6) priorities have been established to achieve this vision.

STRATEGIC PRIORITIES

PRIORITY 1: Increase Student Opportunity and Access to Higher Education

PRIORITY 2: Sustain Academic Excellence

PRIORITY 3: Provide a Transformative VSU Experience that Supports the Holistic Development of Students

PRIORITY 4: Define the VSU Brand and Tell our Story

PRIORITY 5: Increase and Diversify Financial Resources and Enhance Operational Effectiveness

PRIORITY 6: Enhance the Land Grant Mission of the University

Through the collective efforts of the University constituents, this plan, embraces continuous improvement through an effective and efficient use of resources that support quality academic programs in a student-centered environment, directly aligning with the goals of The Virginia Plan for Higher Education.

ALIGNMENT OF VSU STRATEGIC PLAN WITH GOALS OF THE VIRGINIA PLAN FOR HIGHER EDUCATION				
VSU STRATEGIC PLAN STRATEGIC PRIORITIES	GOALS OF THE VIRGINIA PLAN FOR HIGHER EDUCATION			
	PROVIDE AFFORDABLE ACCESS FOR ALL	OPTIMIZE STUDENT SUCCESS FOR WORK AND LIFE	DRIVE CHANGE AND IMPROVEMENT THROUGH INNOVATION AND INVESTMENT	ADVANCE THE ECONOMIC AND CULTURAL PROSPERITY OF THE COMMONWEALTH AND ITS REGIONS
Priority 1: Increase Student Opportunity and Access to Higher Education	X	X	X	X
Priority 2: Sustain Academic Excellence	X	X	X	X
Priority 3: Provide a Transformative VSU Experience that Supports the Holistic Development of Students	X	X	X	X
Priority 4: Define the VSU Brand and Tell our Story	X	X	X	X
Priority 5: Increase and Diversify Financial Resources and Enhance Operational Effectiveness	X	X	X	X
Priority 6: Enhance the Land Grant Mission of the University	X	X	X	X

STRATEGIC PRIORITY, GOALS, AND OBJECTIVES

PRIORITY 1: INCREASE STUDENT OPPORTUNITY AND ACCESS TO HIGHER EDUCATION

GOAL 1: Become a national model institution offering opportunities for educating students from all backgrounds to attain high academic achievement and employment success rates

OBJECTIVES

1.1 *Ensure affordability and reduce the financial obligation for all students*

Strategic Actions

- 1.1.1 *Educate and seek financial support from the General Assembly, corporate sponsors and alumni to assist with Student Gap Funding*
- 1.1.2 *Develop a sustainable financial support structure for tuition, fees, and room and board*
- 1.1.3 *Develop a comprehensive financially sustainable scholarship award program to support student enrollment, retention, and persistence*

1.2 *Implement a comprehensive enrollment, marketing and management plan to attract, recruit, retain and reclaim students and increase the enrollment yield*

Strategic Actions

- 1.2.1 *Develop, and implement a comprehensive marketing plan to share the VSU story with stakeholders, and the Commonwealth as a leading University committed to solving Commonwealth, national, and world challenges through excellence in education, innovation, and research*
- 1.2.2 *Engage alumni to advance university goals and priorities with marketing and student recruitment*
- 1.2.3 *Engage in active data analysis to identify target markets, student profile, and ideal number of students to achieve desired enrollment*
- 1.2.4 *Develop recruitment packages that market the distinctiveness of the academic programs, and co-curricular services at the University*
- 1.2.5 *Establish a Trojan Degree Completion Program for VSU students who have stopped out*
- 1.2.6 *Increase articulation agreements with two and four year colleges*
- 1.2.7 *Integrate information technology systems to increase the efficiency of applications processing and response time for students*

1.3 *Establish a diverse and inclusive learning environment*

Strategic Actions

- 1.3.1 *Establish a collaborative definition of diversity that represents VSU's brand and campus-wide community*
- 1.3.2 *Integrate culturally responsive pedagogy and practices into the curricula of all programs*
- 1.3.3 *Provide ongoing diversity training and workshops for administration, faculty, staff and students that will create safe spaces for conversations and cultural exchanges*
- 1.3.4 *Identify cultural attributes amongst individuals within recruiting and hiring practices to provide a broader lens of diversity and inclusion amongst the student body and the campus-wide community*

1.4 *Implement a university-wide comprehensive student academic success plan*

Strategic Actions

- 1.4.1 *Implement academic support counselors and graduation specialists in each College*
- 1.4.2 *Conduct annual and periodic reviews of all academic and administrative and educational support programs*
- 1.4.3 *Actively engage all students through a high-tech and high touch tailored services based on profile analysis*
- 1.4.4 *Administer annual surveys of faculty, staff, and students related to attrition issues and student satisfaction*

- 1.4.5 *Implement a Summer Bridge Program for incoming freshmen focused on foundational courses, and assimilation to college and enhance student retention and success*
- 1.4.6 *Develop supplemental instructional programs to support students' academic progress and progression*
- 1.4.7 *Engage in data analytics to identify effective strategies that support student retention, persistence, progression and graduation*

PRIORITY 2: SUSTAIN ACADEMIC EXCELLENCE

GOAL 2: Strategically establish and enhance academic programs to deliver distinctive, responsive and innovative offerings that effectively prepare leaders and scholars to meet the demands of a global society and workforce

OBJECTIVES

2.1 Pursue and implement programs that define our niche and prepare our target population to meet the demands of a global society and workforce

Strategic Actions

- 2.1.1 *Develop new undergraduate and graduate programs responsive to the demands of Virginia and the global workforce (i.e. Military Science (ROTC), Degrees in Nutritional and Food Sciences, Data Analytics, and Nursing, MBA with an entrepreneurial/employment focus; and other advanced degree in Humanities, Agriculture and Science, Technology, Engineering, and Mathematics – Health (STEM-H) disciplines)*
- 2.1.2 *Create new intradepartmental/interdisciplinary majors and concentrations in Food & Agriculture Industry, Marketing and Management across Agriculture, Family and Consumer Sciences and Hospitality Management*
- 2.1.3 *Establish industry based membership for a board of directors in each College to provide holistic feedback on preparing students with the skills needed to become valued and productive employees and future leaders*
- 2.1.4 *Conduct audits to assess the productivity and effectiveness of all current academic programs, and calculate Return on Investment (ROI) with specific metrics*
- 2.1.5 *Review all academic programs to identify opportunities to develop new degrees with our current courses, human and physical resources*
- 2.1.6 *Achieve reaffirmation and/or accreditation of all professional programs*
- 2.1.7 *Develop programs that provide students the opportunity to earn professional certificates and stackable credentials*

2.2 Pursue and implement innovative and non-traditional instructional program methods and content delivery

Strategic Actions

- 2.2.1 *Initiate online degree programs*
- 2.2.2 *Offer certificate programs in traditional, hybrid, and online modalities*
- 2.2.3 *Offer training and support for faculty to employ innovative, and nontraditional pedagogy and andragogy delivery techniques*
- 2.2.4 *Develop formal education and degree programs for major employers in the metropolitan area as a remote educational center with the VSU brand*

2.3 Hire, develop, and retain talented and renowned faculty that cultivate an intellectual environment and demonstrate excellence in teaching, research and service

Strategic Actions

- 2.3.1 *Develop a salary administrative plan for faculty, and allocate financial resources that support the prioritization of maintaining a high-caliber faculty corps*
- 2.3.2 *Conduct an independent organizational review for each College to ensure that staffing, faculty assignment loads, resources and incentives that are aligned to maximize recruitment, teaching, research and service opportunities*

- 2.3.3 *Evaluate and revise the tenure and promotion process to better address retention and recruitment of renowned faculty*
- 2.3.4 *Formalize the tenure and promotion process*
- 2.3.5 *Provide appropriate tenure-track faculty, instructors, and support staff positions to implement new degree offerings.*

- 2.3.6 *Invest in ongoing faculty professional development*
- 2.3.7 *Implement timely hiring procedures to streamline the faculty onboarding process*
- 2.3.8 *Develop a faculty leadership institute to support faculty leadership aspiration beyond the classroom*

2.4 Develop infrastructure to create an environment that supports needs of our students, faculty and staff

Strategic Actions

- 2.4.1 *Enhance the technological infrastructure to support SMART instructional classroom*
- 2.4.2 *Invest in creative and innovative spaces to support students, faculty, and staff development*
- 2.4.3 *Leverage technology use across academic programs*
- 2.4.4 *Upgrade and improve upon the physical infrastructure of existing facilities; while building new facilities, which support and expand the academic, research and extension missions of each College*

2.5 Implement leadership programs that promote civic engagement and prepare globally competitive leaders and scholars

Strategic Actions

- 2.5.1 *Implement VSU's Quality Enhancement Plan- BOLT (Becoming Outstanding Leaders of Tomorrow)*
- 2.5.2 *Engage alumni and industrial partners to establish and advance university goals and priorities with student leadership development programs*
- 2.5.3 *Facilitate, and promote student opportunities to engage in leadership development programs, career readiness programs and impactful internships*
- 2.5.4 *Increase the number of students participating in national, and international internship and experiential learning activities*
- 2.5.5 *Develop leadership minors*
- 2.5.6 *Establish local community partners to collectively identify and address issues of public concern*

2.6 Increase faculty engagement in research and scholarly activity

Strategic Actions

- 2.6.1 *Support development activities to improve research and grant proposal writing*
- 2.6.2 *Provide additional opportunities for faculty-student research collaborations*
- 2.6.3 *Promote interdisciplinary learning, research, and engagement via a world-class collaborative platform while optimizing building space utilization, faculty engagement, and idea exchange.*
- 2.6.4 *Enhance the infrastructure to support grant funded activities*
- 2.6.5 *Evaluate and enhance faculty incentives, including funding, promotion, tenure, and post tenure review, to increase productivity in grantsmanship, research, and scholarly activities*

2.7 Increase internationalization and global learning

Strategic Actions

- 2.7.1 *Develop and implement a plan for internationalizing the curriculum across disciplines and integrating global learning outcomes into academic programs and co-curricular activities*
- 2.7.2 *Schedule periodic faculty and staff professional development workshops, seminars, etc. designed to transform the teaching and learning process to enhance students' global competencies*
- 2.7.3 *Increase faculty and student access to global experiences*

2.8 Offer increased options for life-long learning

Strategic Actions

- 2.8.1** Enhance the Professional Certification and Continuing Education Center to prepare students for professional credentialing and assist other professionals in meeting the continuing education demands of their profession.
- 2.8.2** Develop programs that are responsive to the demands of employers and industry
- 2.8.3** Allocate resources needed to implement continuing education infrastructure implementation of programs

PRIORITY 3: PROVIDE A TRANSFORMATIVE VSU STUDENT EXPERIENCE THAT SUPPORTS THE HOLISTIC DEVELOPMENT OF STUDENTS

GOAL 3: Facilitate and promote leadership development, career readiness and civic engagement programs

OBJECTIVES

3.1 Implement student support and co-curricular programming that fosters student success, civic engagement and a culture of global and servant-leadership

Strategic Actions

- 3.1.1** Engage alumni and industrial partners to financially support student paid internships
- 3.1.2** Develop innovative co-curricular support services and educational activities to support the needs in each academic department
- 3.1.3** Utilize internal and national surveys and other assessment methodology that identify the specific needs of the student population, and identify services that address their needs based upon high impact practices
- 3.1.4** Enhance residential living/learning programs and activities
- 3.1.5** Increase internships, international studies, and study abroad experiences related to academic programs for national and global leadership experience
- 3.1.6** Increase the number of student opportunities for community service, civic engagement, and service learning to foster a culture of servant-leadership among our students
- 3.1.7** Expand the Honors Program to establish a Honors College
- 3.1.8** Leverage Agricultural Research and Cooperative Extension to Expand undergraduate and graduate research opportunities for VSU students

3.2 Implement an inclusive student financial support and advisement infrastructure

Strategic Actions

- 3.2.1** Review and enhance processes for student financial aid awards, registration, and validation to ensure efficiency and effectiveness
- 3.2.2** Offer additional support programs in financial literacy, awareness, and responsibility
- 3.2.3** Integrate increased access to academic advisement through the use of technology
- 3.2.4** Provide professional development for advisors and faculty advisors to support student matriculation

3.3 Develop programs and activities that support student safety, and their physical, mental and emotional health

Strategic Actions

- 3.3.1** Review and enhance a university-wide safety plan
- 3.3.2** Initiate a strong integrated health, counseling, and mentoring support structure
- 3.3.3** Provide faculty and staff training to develop skills necessary to identify and support students' needs

3.4 Improve student physical spaces to support housing, recreation, and co-curricular activities

Strategic Actions

- 3.4.1** *Develop student-centered spaces to support extracurricular and co-curricular activities*
- 3.4.2** *Enhance students' living and learning physical spaces*

PRIORITY 4: DEFINE THE VSU BRAND AND TO TELL OUR STORY

GOAL 4: Effectively demonstrate and communicate the value of Virginia State University

OBJECTIVES

4.1 Define the Virginia State University Brand

Strategic Actions

- 4.1.1** *Initiate a comprehensive review of the University's current branding tools and activities*
- 4.1.2** *Define the "VSU Brand" as an opportunity university producing world-class leaders and scholars*
- 4.1.3** *Effectively communicate the VSU brand to all internal and external constituents*
- 4.1.4** *Implement measures to assess brand penetration*
- 4.1.5** *Leverage our internal constituents (students, faculty, and staff) to effectively communicate the VSU brand to external constituents*
- 4.1.6** *Develop a Brand Use Standard Guide*

4.2 Implement a university-wide marketing plan

Strategic Actions

- 4.2.1** *Initiate a comprehensive review of the University's current marketing and activities*
- 4.2.2** *Engage alumni and industry partners to help develop and advance the university marketing plan*
- 4.2.3** *Leverage our internal constituents (students, faculty, and staff) to effectively communicate and market VSU's value proposition to external constituents*
- 4.2.4** *Enhance the University's web and social media presence, design, and content*

4.3 Enhance VSU's contribution and economic impact to the region

Strategic Actions

- 4.3.1** *Leverage innovation and entrepreneurship to provide talent and to attract new industries and businesses to the region*
- 4.3.2** *Increase access for the region to VSU's facilities and intellectual capital*
- 4.3.3** *Address community identified issues through civic and community engagement*
- 4.3.4** *Expand the programmatic footprint of VSU Cooperative Extension*
- 4.3.5** *Increase research and engagement activities which support protection of the environment and natural resources*
- 4.3.6** *Expand campus engagement and participation in research associated with nutrition and public health*
- 4.3.7** *Create relevant partnerships with private sector companies and organizations to assist with and facilitate research, educational, employment, and developmental needs*
- 4.3.8** *Support small farmers and entrepreneurs via joint and dual capital enterprise development opportunities*

PRIORITY 5: INCREASE AND DIVERSIFY FINANCIAL RESOURCES AND ENHANCE OPERATIONAL EFFECTIVENESS

GOAL 5: Strengthen philanthropic support and ensure university resources and operations to support long-term growth, sustainability and excellence

OBJECTIVES

5.1 Build a portfolio of revenue producing capital projects that complement and support the University's mission

Strategic Actions

- 5.1.1** Partner with Virginia State University Real Estate Foundation (VSUREF) to identify, evaluate, build and manage a portfolio of capital projects that fills an educational need within the university
- 5.1.2** Develop and execute an operating plan that defines the roles and responsibilities of the VSUREF and VSU in identifying and managing potential revenue producing capital projects
- 5.1.1** Identify and explore funding opportunities between corporate and private sponsors that may have existing synergy between proposed revenue producing capital projects and their respective operations

5.2 Increase and diversify funding streams to enhance revenue mix

Strategic Actions

- 5.2.1** Develop a strategic institution-wide fundraising campaign to enhance resources to support academics, athletic programs, endowment and operational needs
- 5.2.2** Increase alumni engagement and giving
- 5.2.3** Increase community and corporate partnerships to increase funding and resources to support the academic, athletic, and operational needs of the University
- 5.2.4** Improve revenue from auxiliaries operations
- 5.2.5** Stimulate research scholarship that leads to the generation of commercialized intellectual property
- 5.2.6** Market intellectual property and develop business incubators
- 5.2.7** Improve the offering of self-supporting cultural and other events to the students and community in the Multipurpose Center
- 5.2.8** Partner with Virginia State University Foundation (VSUF) to identify and evaluate major fund-raising opportunities to support the strategic plan

5.3 Enhance the effectiveness and efficiency of our business operation

Strategic Actions

- 5.3.1** Conduct business process reviews (BPRs) of prioritized operations and programs to ensure services are being delivered efficiently
- 5.3.2** Invest resources to achieve the maximum return on the investment in educational programs, technology, infrastructure, faculty, and staff
- 5.3.3** Align internal policies, processes, and procedures to drive increased efficiencies
- 5.3.4** Invest in innovative technology to improve efficiency and effectiveness of business services
- 5.3.5** Streamline the hiring process for staff and administrators
- 5.3.6** Engage in ongoing planning and assessment for continuous improvement and sustainability
- 5.3.7** Improve customer service throughout the university and overall constituent satisfaction
- 5.3.8** Remove barriers to information sharing

5.4 Allocate resources efficiently to ensure a sound return on investment

Strategic Actions

- 5.4.1** Define financial metrics, and return-on-investment expectations for critical projects

- 5.4.2 *Create a cost effective resource allocation process to integrate planning-based budgeting, and data-driven decision making in all academic and administrative units*
- 5.4.3 *Annually assess the impact of departmental spending and resource allocation*
- 5.4.4 *Establish appropriate reserve funding levels for auxiliary funds*

5.5 Develop university-wide accountability and continuous improvement plan

Strategic Actions

- 5.5.1 *Provide annual planning, budgeting, and assessment training workshops for all faculty, and staff*
- 5.5.2 *Develop standard operating procedures manual for each unit/department within the university*
- 5.5.3 *Refine the annual evaluation process and tools for staff and administrators*
- 5.5.4 *Develop a streamlined communication plan to document all institutional regulatory compliance requirements at the local, state, and federal levels*

5.6 Improve campus facilities to support the needs of our students, faculty, staff and administrators

Strategic Actions

- 5.6.1 *Implement a capital campaign to help upgrade and maintain the campus*
- 5.6.2 *Work with state legislators to plan and build a new Academic Resource, Health Education and Physical Training Center*
- 5.6.3 *Work with the corporate donors to plan and build a Student Union building to replace Foster Hall*
- 5.6.4 *Improve transportation access to campus*

5.7 Evaluate the Athletic Sport Program marketing processes, offerings and level of competitiveness in relation to long-term institutional growth

Strategic Actions

- 5.7.1 *Engage an outside firm to holistically assess the athletics program and the feasibility of changing divisions*
- 5.7.2 *Provide opportunities for alumni and the Athletic Boosters to engage in the feasibility study*

PRIORITY 6: ENHANCE THE LAND GRANT MISSION OF THE UNIVERSITY

GOAL 6: Elevate the Agricultural Research, Cooperative Extension Operations and Agricultural Academic Areas to carry out the land-grant mission for the University throughout the community, the Commonwealth, nationally and globally

OBJECTIVES

6.1 Expand and strengthen the academic opportunities

Strategic Actions

- 6.1.1 *Foster the integration and utilization of Randolph Farm with the College of Agriculture*
- 6.1.2 *Establish Virginia State University as the Commonwealth's Center for Agricultural Teacher Education*
- 6.1.3 *Expand opportunities for VSU student participation in both undergraduate and graduate education internationally via Agricultural Research and Cooperative Extension*

6.2 Create and conduct national and international agricultural research programs

Strategic Actions

- 6.2.1 *Incentivize faculty to obtain additional grant funding opportunities to add capacity within the College of Agriculture*
- 6.2.2 *Evaluate and modify existing indirect cost plans to maximize funding from grants for the College of Agriculture*

- 6.2.3 *Expand College of Agriculture and campus engagement/participation in research associated with nutrition and public health*
- 6.2.4 *Accelerate development of novel and alternative technologies for processing and packaging that improve the value, quality and safety of food*
- 6.2.5 *Expand research opportunities and experimentation into increased production and utilization of renewable biofuels which can provide microeconomic benefits for urban and rural sectors alike*
- 6.2.6 *Increase the probability of higher incomes for farmers through adoption of potentially-profitable alternative crops such as edamame (vegetable soybean), industrial hemp, hops, flax, chickpea, sorghum and teff*
- 6.2.7 *Accelerate the dissemination of research-based information to expand sustainable forage based small-ruminant production in Virginia*
- 6.2.8 *Increase research opportunities to protect the environment and natural resources*
- 6.2.9 *Establish a Center of Excellence to support water and quality of life for rural Virginians*

6.3 Expand the programmatic footprint of VSU Cooperative Extension within Virginia Cooperative Extension, as well as increase university/corporate partnerships and collaborations

Strategic Actions

- 6.3.1 *Develop and implement a vibrant Cooperative Extension program that supports Agriculture and STEM (Science, Technology, Engineering, and Mathematics) initiatives at VSU*
- 6.3.2 *Create a “Healthy Lifestyles” collaborative encompassing Cooperative Extension, Agricultural Research and select VSU Colleges focused on the amelioration of health disparities*
- 6.3.3 *Expand the VSU Cooperative Extension’s ongoing program efforts in the arena of “Sustainable Families and Communities” via the development of strong partnerships and collaborations with federal and state agencies*
- 6.3.4 *Create and deploy four (4) full-time positions within Cooperative Extension; inclusive of food safety, water quality, urban agriculture and forestry, and wildlife to further expand VSU role relative to outreach and engagement*

6.4 Expand university/corporate partnerships and collaboration

Strategic Actions

- 6.4.1 *Review the function and organizational structure of the Center of Agricultural Research and Engagement to enhance its impact on the land-grant mission*
- 6.4.2 *Create relevant partnerships with private-sector companies and organizations to assist with and facilitate research, educational, employment, and developmental needs*
- 6.4.3 *Forge new markets for small farmers via joint/dual venture capital enterprise development opportunities*
- 6.4.4 *Actively engage the College of Agriculture Advisory Committee and stakeholders in program development and implementation*

6.5 Enhance and expand the infrastructure and technological capability of facilities within the College of Agriculture, both on and off campus

Strategic Actions

- 6.5.1 *Upgrade and improve upon the physical infrastructure of existing facilities while building new facilities; which support and expand the academic, research and extension missions of the College*
- 6.5.2 *Promote interdisciplinary learning, research and engagement via a world-class collaborative platform optimizing building space utilization; faculty engagement and idea exchange in student learning; and the expansion of student experiential learning per internships and/or volunteer hours at Randolph Farm*

6.5.3 *Upgrade technologies and technological infrastructure of College of Agriculture facilities in furtherance of improve administrative operations; student learning via smart technologies; and enhanced branding, marketing and communication efforts to external stakeholders and publics*

Cynthia Marquez

Senior Assistant Attorney General

Counsel to the Virginia State University

Board of Visitors

Statutory Duties, FOIA, and COIA

VSU Statutory Authority

Va. Code Sec. 23.1-2700 – 23.1-2705

(as recodified in 2016)

- Board composition and operation; 15 Board members, which means 8 members constitute a quorum.
- The Board appoints all professors, teachers, and agents and fixes their salaries and generally direct VSU's affairs.
- The Board may confer degrees.
- The Board may take, hold, receive, and enjoy any gift, grant, devise, or bequest to the Board or to or for the benefit of VSU. Any such gift, grant, devise, or bequest shall be used for the purposes designated by the donor, or if no purposes are so designated, for the general purposes of the Board.
- VSU shall receive the governmental aid designated in §§ 23.1-2638 (Institutions receiving interest accruing on proceeds of land scrip) and 23.1-2639 (Institutions receiving money allotted to Commonwealth under act of Congress). These funds result from VSU being a land-grant institution.

VSU Statutory Authority cont.

- VSU's curriculum shall include agriculture, business, education, engineering, the liberal arts and sciences, and military science.

Virginia Freedom of Information Act

Va. Code Sec. 2.2-3700 et seq.

Why does FOIA matter?

- Highly scrutinized by many groups: press, public, General Assembly
- First time violations can result in civil penalties from \$500 - \$2,000 and second offenses from \$2,000 to \$5,000.
- Negative publicity for VSU.

Virginia Freedom of Information Act

There are two main categories relating to FOIA: 1) Board of Visitors meeting requirements and 2) document requests.

Meeting Requirements

- All Board meetings must be open to the public, even when going immediately into a closed session.
- FOIA's meeting requirements are triggered any time **three or more** Board members gather (in person, by telephone, over e-mail, on social media, etc.) and discuss VSU business. No discussion of VSU business among three or more Board members outside of noticed meetings is authorized. This includes **emails** among three or more members. Please do not "reply to all" when other Board members are included on an email.
- Notice of a meeting typically must be posted at least three workdays in advance of a meeting.

Virginia Freedom of Information Act

Meeting Requirements

- Board members may attend events without triggering FOIA requirements and may engage in one-on-one discussions about VSU business. If another Board member walks in on the conversation regarding VSU business, please switch immediately to a topic unrelated to VSU business.
- Three or more Board members jointly discussing VSU business outside of a properly held Board meeting creates an unlawful meeting.

Virginia Freedom of Information Act

Electronic Meetings

Board members may participate in a Board meeting by phone or other electronic means from remote locations if:

- A quorum is physically assembled in one location;
- Proper notice to the public, and members of the public are provided a substantially equivalent electronic communication means through which to listen to the meeting;
OR
- The Board member notifies the Rector or Committee Chair and Dr. Redd that he/she has a temporary or permanent medical condition (unlimited per year), the medical condition of a family member requires the Board member's assistance (unlimited per year), or the Board member has a personal matter arise (two times per year) that prevents his/her physical attendance at the meeting, and the Rector or Chair approves the electronic participation. There are several other requirements, so please consult Dr. Redd if this issue arises; **OR**
- Special rules during Governor's state of emergency.

Virginia Freedom of Information Act

Closed Meeting Exceptions

More than 40 exceptions, including:

Personnel – Discussion of specific employees

Students – Discussion or consideration of admission or disciplinary matters or any other matters that would involve the disclosure of information contained in a scholastic record concerning any specific student

Legal advice – Consultation with legal counsel for advice on specific legal matters

Virginia Freedom of Information Act

Closed Meeting Procedures

- A detailed motion to go into closed session that identifies (1) the statutory cite for the exemption; (2) the general topic (e.g. personnel); and (3) the specific subject to be discussed (e.g. the evaluation of the VSU President).
- **Only matters identified in the motion to enter closed session may be discussed during closed session.**
- The Board must reconvene in open session and vote to certify that only those matters identified in the motion to close the meeting were discussed.

Virginia Freedom of Information Act

Closed Meeting Procedures

- Action (votes) as a result of discussions in closed session must be taken once the Board has reconvened in an open meeting.
- The Board can take a non-binding vote, or straw-poll, to get a sense for how a public vote might result; however, Board members are not bound to vote in the open meeting as they indicated they would in the closed session straw-poll.

Virginia Freedom of Information Act

Documents Request

- FOIA request for public records - includes all documents used in VSU business that are in VSU's or a Board member's possession regardless of whether the records were part of meeting materials or notes. This includes text messages about VSU business from your **personal** phone. It can include notes taken on a napkin, etc.
- **Only documents** may be FOIA'd, not information that is not a part of an existing document. The requestor just has to request a document. They do not have to say they are asking pursuant to FOIA!
- If anyone asks you at any time for a document relating to VSU business, please alert Shawri King-Casey and Kendra White as soon as possible. By law, we must reply within 5 workdays after the request is made.

Virginia State and Local Government Conflict of Interests Act

Va. Code Sec. 2.2-3100 et seq.

Why does COIA matter?

A knowing violation constitutes malfeasance subject to forfeiture of the office and may result in invalidation of contracts improperly awarded and forfeiture of anything of value improperly derived. **A knowing violation is a Class 1 Misdemeanor.**

The appearance of impropriety can be as damaging as a technical violation.

Virginia Conflict of Interests Act Gifts

No Board member shall solicit or accept money, service, favor, or other thing of value:

- (1) for services performed within the scope of official duties;
- (2) in exchange for obtaining employment, appointment, or promotion of any person in any governmental agency;
- (3) in exchange for obtaining a contract for any person or corporation with any governmental agency; or
- (4) that reasonably tends to influence the performance of official duties.

Virginia Conflict of Interests Act

Gifts (cont.)

No Board member shall:

(1) Accept a gift from a person who has interests that may be substantially affected by the performance of the Board member's official duties under circumstances when the timing and nature of the gift would cause a reasonable person to question the Board member's impartiality.

(2) accept gifts from sources so frequently as to raise an appearance of the use of public office for private gain.

Virginia Conflict of Interests Act

Personal Interests

If a Board member has a personal interest in a matter that is the subject of action by the Board, or if he/she may realize a reasonably foreseeable direct or indirect benefit or detriment as the result of action on the matter . . .

The Board member must disqualify himself/herself from the Board action.

Virginia Conflict of Interests Act

Personal Interests

A “personal interest” is a financial benefit or liability accruing to a Board member or a member of his/her immediate family, including but not limited to a salary of more than \$5,000 annually, an ownership interest in a business or property that exceeds 3% of the asset value of the business, personal liability incurred or assumed on behalf of a business if the liability exceeds 3% of the asset value of the business, etc.

Virginia Conflict of Interests Act

When in doubt, please verbally ask Shawri King-Casey, who will confer with me to ensure you are protected! Please do not place any such questions in writing, because that document would be FOIAable!

Thank you!

Virginia Conflict of Interests Act

Disclosure Form Filing

- Upon taking office, Board members are required to file a disclosure form of personal interests with the Secretary of the Commonwealth.
- Annual updates are required on or before February 1.

Questions?

VIRGINIA STATE UNIVERSITY BOARD OF VISITORS
DRAFT NEW BOARD MEMBER ORIENTATION & BOARD MEETING
Gateway Dining & Event Center, Salons A-B
(on the campus of Virginia State University)

August 4-5, 2022
1:00 – 5:00 p.m.
(No public comment period scheduled)

As of 8.1.2022

Full Board Meeting – FRIDAY, AUGUST 5, 2022

- Call to Order Rector Valerie Brown
- Roll Call
- Invocation.....Pastor Jasmyn Graham, Director, Campus Ministries
- Rector’s Remarks
- President’s Remarks Dr. Makola M. Abdullah
- Board Approvals
 - Affirmation of Committee Appointments
 - Full Board Meeting Minutes, April 22, 2022
 - Resolution for Exemplary Service – Dr. Charlie Hill
 - Resolution for Exemplary Service – Thursa Crittenden
 - Resolution for Exemplary Service – Xavier Richardson
 - Resolution for Exemplary Service – Raul Herrera
- Discussion
 - Focus on Academics/Enrollment Dr. Donald Palm & Team
 - VSU Initiatives Dr. Makola M. Abdullah
- Wrap Up/Adjournment Rector Valerie Brown

Board Meeting Minutes

**VIRGINIA STATE UNIVERSITY BOARD OF VISITORS
FULL BOARD MEETING
10:30 A.M., FRIDAY, APRIL 22, 2022
The Gateway Dining & Event Center
(on the campus of Virginia State University)
(No Public Comment Period Scheduled)**

DRAFT AGENDA

10:30 a.m. FULL BOARD MEETING CONVENED

Rector Valerie K. Brown, Presiding

- Roll Call (*Dr. Christine Darden, Board Secretary*)
- Invocation (*Pastor Graham*)
- Rector’s Remarks
- Approval of Agenda
 - Resolution to Approve Naming of the Academic Commons Building
 - Groundbreaking Ceremony for the Academic Commons Building

(Lunch is Served)

- President’s Remarks Dr. Makola M. Abdullah

BOARD APPROVALS

- Full Board Meeting Minutes, February 4, 2022
- Affirmation of Board Documents
 - Board Bylaws
 - Board Code of Ethics
 - Board Statement of Governance
 - Board Freedom of Information Act (FOIA) Rights & Responsibilities
- Approval of the Board Meeting Schedule, 2022-2023

(Break for Technology Team Preparations)

CLOSED SESSION(S)

- Consideration of Honorary Degrees, Promotion & Tenure, and other Awards
- Discussion of the President’s Performance Evaluation

(Break for Technology Team Preparations)

FULL BOARD MEETING Friday, April 22, 2022 Page 2

COMMITTEE REPORTS

- ✦ **Academic & Student Affairs Committee** ○ **Action Items(s):**
 - ✦ Candidates Recommended for Promotion & Tenure
 - ✦ Nominees Recommended for Honorary Degrees
 - ✦ Nominee for Faculty Emeritus
 - ✦ Nominee for Distinguished Professor
 - **Information Item(s):**
 - ✦ Summary of Updates (Covid-19 Task Force, Enrollment Management, Academic & Student Affairs Division)
 - ✦ Reports from the Faculty and Student Representatives
 - Dr. Ceslav Ciobanu, Faculty Representative
 - Mr. Kameron Gray, Student Representative
 - ✦ Remarks from the Staff Senate
 - Ms. Fran Thomas, Chair
 - ✦ **Facilities, Finance & Audit Committee** ○ **Approval Items:**
 - ✦ Resolution for Approval of Proposed Operating Budget for 2022-2023
 - ✦ Resolution for Approval of Unfunded Scholarships for 2022-2023
 - ✦ Resolution for Approval of Establishment of Audit, Risk & Compliance Committee
- **Information Item(s):**
 - ✦ Summary of Updates (Division of Finance/Administration, Internal Audit, Office of Compliance, Technology Services)
- **Institutional Advancement Committee** ○ **Action Item:**
 - ✦ Acknowledgement of the Alumna of the Year
- **Information Item:**
 - ✦ Summary of Updates (Government Relations, Communications, Institutional Advancement)
- **Personnel, Compensation & Governance Committee** ○ **Information Item:**
 - ✦ Summary of Updates (Office of Human Resources)

FULL BOARD MEETING Friday, April 22, 2022 Page 3

REPORT OF AFFILIATED FOUNDATION(S)

- VSU Foundation Board Ms.
Brenda Stith-Finch, Chair

LEGAL COUNSEL UPDATE (IF ANY)

ANNOUNCEMENTS

**VIRGINIA STATE UNIVERSITY BOARD OF VISITORS
DRAFT BOARD MEETING MINUTES
APRIL 22, 2022**

CALL TO ORDER

Dr. Valerie Brown, Rector, called the meeting of the Virginia State University (VSU) Board of Visitors (Board) to order in the Gateway Dining and Event Center at approximately 10:30 a.m.

ROLL CALL

A quorum was present.

Board Members Present:

Dr. Valerie Brown, Rector
Mr. Glenn D. Sessoms, Vice Rector
Dr. Christine M. Darden, Secretary
Ms. Thursa Crittenden
Ms. Pamela A. Currey
Mr. Michael Flemming
Ms. Shavonne Gordon
Mr. Raul Herrera
Dr. Charlie W. Hill (*departed approximately 1:45 p.m.*)
Mr. Jon Moore
Mr. William L. Murray
Mr. Edward Owens
Mr. Xavier Richardson
Mr. Wayne Turnage (*arrived approximately 12:53 p.m.*)
Dr. Ceslav Ciobanu, Faculty Representative to the Board
Mr. Kameron Gray, Student Representative to the Board

Administration Present:

Dr. Makola Abdullah, President
Dr. Donald Palm, Provost/Executive Vice President for Academic Affairs
Kevin Davenport, Senior Vice President, Finance & Administrative
Shawri King-Casey, Senior Advisor, Institutional Ethics, Equity, and Compliance
Dr. Annie C. Redd, Special Asst to the President/Director, Board Governance, Operations, & Relations
Maurion Edwards, Chief Information Officer/Technology Services
Chief David Bragg, Associate Vice President, VSU Police Department
Regina Tyler-Barnett, Associate Vice President, Student Success & Engagement
Dr. Alexis Brooks-Walter, Asst. Vice Provost/Enrollment Management
Dr. Gwendolyn Dandridge, Associate Vice President/Director, Communications
Eldon Burton, Director of Government Relations
Dr. Tia Minnis, Vice Provost for Academic Success, Planning & Institutional Effectiveness

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Legal Counsel Present:

Cynthia Norwood, Senior Assistant Attorney General

Other Attendees:

Travis Edmonds, Technology Services

Derrick Jennings, Technology Services

Yourdonus James, Office of Conference Services

Danette Johnson, President's Office

Debbie Jefferson, President's Office

Tasha Owens, Internal Audit

Joseph Lyons, Student Success & Engagement

Danny T. Giles, Staff Senate

INVOCATION

Rector Brown invited Pastor Graham to offer the invocation.

APPROVAL OF AGENDA

Rector Brown announced a change in the agenda wherein the Board would consider a resolution for the renaming of the Academic Commons Building. The meeting was adjourned by the Board to attend the groundbreaking ceremony for the new building. The Board would reconvene the meeting after lunch. The Board approved the agenda by voice vote.

Visitor Shavonne Gordon, Chair of the Institutional Advancement Committee, presented the Resolution to rename the Academic Commons Building the Alfred W. Harris Academic Commons Building. A motion was made and properly seconded. The motion carried by voice vote.

The Rector adjourned the meeting at approximately 10:45 a.m. and the Board members departed for the groundbreaking ceremony.

The Rector re-convened the Full Board meeting at approximately 12:10 p.m.

RECTOR'S REMARKS

Rector Brown acknowledged three board members who were retiring from the Board as of June 30, 2022: Ms. Thursa Crittenden, Dr. Charlie Hill, and Mr. Xavier Richardson. The Rector thanked these members for their two terms of service to the Board and Virginia State University. Rector Brown then invited President Abdullah to present his report to the Board.

PRESIDENT'S REMARKS

President Abdullah shared more about his experience of being named to the U.S. President Board of Advisors on HBCUs. He highlighted several University initiatives and accomplishments including the

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addition of 3 new sports—Women’s Soccer, Women’s LaCrosse, and Men’s LaCrosse in Fall 2022 followed by Men’s Soccer in Fall 2023. President Abdullah gave construction updates on the new Alfred W. Harris Academic Commons Building, Rogers Stadium renovations, and the Admissions Building. He also recognized faculty, staff, and students for their achievements.

The President then welcomed and presented some VSU student leaders which included the 2022-2023 Royal Court and the Charlie Hill Leadership Institute Fellows.

CLOSED SESSION

The Rector called for a motion to enter into a closed session at 12:53 p.m. for the discussion of (1) personnel matters related to the employment, assignment, appointment, promotion, or performance of specific employees pursuant to Va. Code Section 2.2-3711 (A) (1), specifically relating to faculty promotion and tenure and the President’s performance; and for (2) Honorary degrees or special awards pursuant to Va. Code Section 2.2-3711 (A) (11), specifically relating to: discussion and consideration of honorary degrees, faculty emeritus honors, distinguished professor awards and other awards. Cindy Norwood, Senior Assistant Attorney General, and Dr. Annie C. Redd, Special Assistant to the President/Board Liaison, remained in the closed session.

The Committee re-convened in open session at approximately 1:45 p.m. with a roll call vote that the Committee discussed or considered only those public business matters lawfully exempted from open meeting requirements under the Virginia Freedom of Information Act and only such public business matters as were identified in the motion(s) by which the closed meeting was convened.

In open session, the Rector asked for a motion for the Board to empower the Executive Committee to make the decision to extend the President’s contract if certain conditions are met. The Executive Committee will then give the Rector the authority to negotiate and sign the revision. A motion was made and properly seconded; the motion carried by voice vote.

Rector Brown asked for a motion to bypass the chairs’ committee summaries and other scheduled presentations and only consider action items due to time constraints. The motion was made and properly seconded; the motion carried by voice vote.

The Rector acknowledged Dr. Ceslav Ciobanu, Faculty Representative, and Kameron Gray, Student Representative, as this was their last board meeting; she expressed appreciation for their work.

BOARD APPROVALS

The Board approved minutes from the February 4, 2022, meeting by voice vote (APPROVED). Dr. Charlie Hill was not present for the vote.

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The Board affirmed the Board Documents, i.e., Board Bylaws, Board Code of Ethics, Board Statement of Governance, Board FOIA Rights and Responsibilities by voice vote (APPROVED). Dr. Charlie Hill was not present for the vote.

The Board approved the Board Meeting Schedule for 2022-2023 by voice vote (APPROVED). Dr. Charlie Hill was not present for the vote.

The Board approved the recommendation of candidates for honorary degrees, promotion and tenure, professor emeritus, and distinguished professor by voice vote (APPROVED). Dr. Charlie Hill was not present for the vote.

Honorary Degrees: Mr. Huron F. Winstead; Dr. Keith Miller; Dr. Alma Adams

Professor Emeritus and Distinguished Professor

Dr. Cheryl Adeyemi, Mathematics & Economics

Dr. Maxwell Eseonu, Mathematics and Economics

Promotion and Tenure Candidates by department

Agriculture Research Station

Eunice Ndegwa, Tenure and Promotion to Associate Professor

Toktan Taghavi, Tenure and Promotion to Associate Professor

Teaching and Learning Department

Trina Spencer, Promotion to Full Professor

Shandra Claiborne-Payton, Tenure and Promotion to Associate Professor Ayana

Conway, Tenure and Promotion to Associate Professor

Education Leadership

Michael McIntosh, Tenure and Promotion to Associate Professor

Languages and Literature

Pamela Reed, Promotion to Full Professor

Merry Byrd, Promotion to Full Professor

Deanna Mihaly, Tenure and Promotion to Associate Professor

Jemayne King, Tenure and Promotion to Associate Professor

Political Science & Public Administration

Charletta Barringer-Brown, Promotion to Full Professor

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Sociology and Criminal Justice

Ifeoma Okoye, Tenure and Promotion to Associate Professor

Mathematics and Economics

Mulugeta Kahsai, Tenure

Applied Engineering

Heng Li

The Board approved the Resolution for Approval of Proposed Operating Budget for 2022-2023 by voice vote (APPROVED). Dr. Charlie Hill was not present for the vote.

The Board approved the Resolution for Approval of Unfunded Scholarships for 2022-2023 by voice vote (APPROVED). Dr. Charlie Hill was not present for the vote.

The Board approved the Resolution for Approval of Establishment of Audit & Compliance Committee by voice vote (APPROVED). Dr. Charlie Hill was not present for the vote.

The Board voted to acknowledge the Alumna of the Year, Ms. Holly Conrad Jackson by voice vote (APPROVED). Dr. Charlie Hill was not present for the vote.

CLOSING REMARKS

Rector Brown gave closing remarks stating that her first term ends on June 30th and how much she has enjoyed her time on the Board. Mr. Herrera, whose first term also ends June 30th, shared the same sentiments. The Rector indicated that the Governor’s Office will inform the University about next year’s board appointments in the very near future.

ADJOURNMENT

There being no further business, the Rector adjourned the meeting at approximately 2:50 p.m.

Dr. Valerie K. Brown, Rector

Dr. Christine M. Darden, Secretary

Date

Date

2022-2023 Board Committees
As of 7.24.2022

Academic and Student Affairs

Ms. Pamela Currey, Chair

Dr. Christine Darden (Vice Chair)
Mr. Thomas Cosgrove
Dr. Leonard Haynes, III
Mr. Edward Owens
Dr. Valerie Brown, Rector (ex-officio)

Dr. Leonard Githinji (*Faculty Representative*) *
Ms. Yania Campbell (*SGA Representative*) *

Personnel, Compensation & Governance

Mr. Glenn Sessoms, Chair

Mr. Jon Moore (Vice Chair)
Dr. Robert Denton, Jr.
Dr. Harold Green, Jr.
Mr. Michael Flemming
Ms. Shavonne Gordon
Mr. Wayne Turnage
Dr. Valerie Brown, Rector (ex-officio)

Facilities and Finance

Mr. William Murray (Chair)

Mr. Victor Branch
Mr. Thomas Cosgrove
Mr. Michael Flemming
Mr. Wayne Turnage
Dr. Valerie Brown, Rector (ex-officio)

Institutional Advancement

Ms. Shavonne Gordon, Chair

Mr. Edward Owens (Vice Chair)
Mr. Victor Branch
Ms. Pamela Currey
Dr. Christine Darden
Mr. Glenn Sessoms
Ms. Brenda Stith-Finch, (Chair, VSU Foundation)
Dr. Valerie K. Brown, Rector (ex-officio)

Audit & Compliance Committee

Mr. Jon Moore, Chair

Mr. William Murray (Vice Chair)
Dr. Robert Denton, Jr.
Dr. Harold Green, Jr.
Dr. Leonard Haynes, III
Dr. Valerie Brown, Rector (ex-officio)

Executive Committee

Dr. Valerie Brown, Rector
Mr. Glenn Sessoms, Vice Rector & Chair
Dr. Christine Darden, Secretary
Ms. Pamela Currey, Chair
Ms. Shavonne Gordon, Chair
Mr. William Murray, Chair
Mr. Jon Moore, Chair

VSU Foundation Liaison

Mr. Jon Moore

VSU Real Estate Foundation Liaison

Mr. William Murray

*Resolution of Exemplary Service
Demonstrated by*

Charlie W. Hill

*Member, Board of Visitors
Virginia State University*

Whereas Dr. Charlie W. Hill was appointed to the Virginia State University Board of Visitors by Governor Terry McAuliffe, Governor of the Commonwealth of Virginia, in July 2014, and re-appointed by Governor Ralph K. Northam in July 2018; and

Whereas he served on the Virginia State University Board of Visitors with distinction for eight years, and owing to his broad knowledge and expertise in progressive leadership, philanthropy, and community service, served as the Vice Rector, and as a member of the Executive Committee, the Facilities, Finance & Audit Committee, and the Academic & Student Affairs Committee; and

Whereas his outstanding and enthusiastic support of Virginia State University, its students, faculty, administration and staff are testaments of his sincere commitment and dedication to the welfare of the University. His work in board governance and development laid the foundation for this Board to be recognized as a high performing governing board; now, therefore, be it

Resolved, that the Virginia State University Board of Visitors acknowledges Dr. Charlie W. Hill for his loyal and dedicated service to the University and the Commonwealth of Virginia and publicly and officially gives recognition and expresses appreciation to him by adopting this Resolution and directing that it becomes a permanent record of its proceedings as of the 5th day of August 2022; and be it

Resolved further, that the Secretary of the Board of Visitors presents to Dr. Charlie W. Hill this Resolution as an expression of the high esteem accorded him by this body, the Commonwealth of Virginia, faculty, staff, students, alumni, and friends of Virginia State University; and be it

Resolved finally, that a copy of this Resolution be encased and maintained permanently in the Archives of the University.

Valerie K. Brown, Rector

Christine M. Darden, Secretary

Date

Date

*Resolution of Exemplary Service
Demonstrated by*

Raul R. Herrera

*Member, Board of Visitors
Virginia State University*

Whereas Mr. Raul R. Herrera was appointed to the Virginia State University Board of Visitors by Governor Ralph K. Northam in July 2019; and

Whereas he served on the Virginia State University Board of Visitors with distinction for three years, and owing to his broad knowledge and expertise in project finance, international arbitration, and economic development, served as the Chair and member of the Personnel, Compensation & Governance Committee; member of the Executive Committee; member of the Facilities, Finance & Audit Committee; and Liaison to the Virginia State University Foundation;

Whereas his outstanding and enthusiastic support of Virginia State University, its students, faculty, administration and staff are testaments of his sincere commitment and dedication to the welfare of the University now, therefore, be it

Resolved, that the Virginia State University Board of Visitors acknowledges Raul R. Herrera for his loyal and dedicated service to the University and the Commonwealth of Virginia and publicly and officially gives recognition and expresses appreciation to him by adopting this Resolution and directing that it becomes a permanent record of its proceedings as of the 5th day of August 2022; and be it

Resolved further, that the Secretary of the Board of Visitors presents to Raul R. Herrera in this Resolution as an expression of the high esteem accorded him by this body, the Commonwealth of Virginia, faculty, staff, students, alumni, and friends of Virginia State University; and be it

Resolved finally, that a copy of this Resolution be encased and maintained permanently in the Archives of the University.

Valerie K. Brown, Rector

Christine M. Darden, Secretary

Date

Date

*Resolution of Exemplary Service
Demonstrated by*

Thursa D. Crittenden

*Member, Board of Visitors
Virginia State University*

Whereas Ms. Thursa D. Crittenden was appointed to the Virginia State University Board of Visitors by Governor Terry McAuliffe, Governor of the Commonwealth of Virginia, in July 2014, and re-appointed by Governor Ralph K. Northam in July 2018; and

Whereas she served on the Virginia State University Board of Visitors with distinction for eight years, and owing to her broad knowledge and expertise in leadership, community relations, and public affairs, served as the Board Secretary, and as a member of the Executive Committee, the Institutional Advancement Committee and the Personnel, Compensation, and Governance Committee; and

Whereas her outstanding and enthusiastic support of Virginia State University, its students, faculty, administration and staff are testaments of her sincere commitment and dedication to the welfare of the University. Her work in board governance and development laid the foundation for this Board to be recognized today as a high performing governing board; and therefore, be it

Resolved that the Virginia State University Board of Visitors acknowledges Thursa D. Crittenden for her loyal and dedicated service to the University and the Commonwealth of Virginia and publicly and officially gives recognition and expresses appreciation to her by adopting this Resolution and directing that it becomes a permanent record of its proceedings as of the 5th day of August 2022; and be it

Resolved further, that the Secretary of the Board of Visitors presents to Thursa D. Crittenden this Resolution as an expression of the high esteem accorded her by this body, the Commonwealth of Virginia, faculty, staff, students, alumni, and friends of Virginia State University; and be it

Resolved finally, that a copy of this Resolution be encased and maintained permanently in the Archives of the University.

Valerie K. Brown, Rector

Christine M. Darden, Secretary

Date

Date

*Resolution of Exemplary Service
Demonstrated by*

Xavier R. Richardson

*Member, Board of Visitors
Virginia State University*

Whereas Mr. Xavier R. Richardson was appointed to the Virginia State University Board of Visitors by Governor Terry McAuliffe, Governor of the Commonwealth of Virginia, in July 2014, and re-appointed by Governor Ralph K. Northam in July 2018; and

Whereas he served on the Virginia State University Board of Visitors with distinction for eight years, and owing to his broad knowledge and expertise in leadership, fundraising, legislative and community affairs, served as the Chair and member of the Institutional Advancement Committee; and member of the Executive Committee; the Academic & Student Affairs Committee; the Personnel, Compensation & Governance Committee; and Liaison to the Virginia State University Foundation; and

Whereas his outstanding and enthusiastic support of Virginia State University, its students, faculty, administration and staff are testaments of his sincere commitment and dedication to the welfare of the University. His guidance and encouragement ensure that the University participated in opportunities for excellence, whether in crucial discussions or at important occasions, in the Commonwealth of Virginia now, therefore, be it

Resolved, that the Virginia State University Board of Visitors acknowledges Xavier R. Richardson for his loyal and dedicated service to the University and the Commonwealth of Virginia and publicly and officially gives recognition and expresses appreciation to him by adopting this Resolution and directing that it becomes a permanent record of its proceedings as of the 5th day of August 2022; and be it

Resolved further, that the Secretary of the Board of Visitors presents to Xavier R. Richardson this Resolution as an expression of the high esteem accorded him by this body, the Commonwealth of Virginia, faculty, staff, students, alumni, and friends of Virginia State University; and be it

Resolved finally, that a copy of this Resolution be encased and maintained permanently in the Archives of the University.

Valerie K. Brown, Rector

Christine M. Darden, Secretary

Date

Date



STATE COUNCIL OF HIGHER EDUCATION FOR VIRGINIA

Continuing Education for Members of the Governing Boards of the Public Institutions of Higher Education (Effective July 1, 2022)

Regarding the education of public institutions' governing-board members, § [23.1-1304](#) requires:

- Members who have served on their board for less than two years must participate in SCHEV's annual new-member orientation in their first or second year; and
- **Members who have served more than two years must "participate in further training on board governance at least once every two years."** SCHEV is to "develop criteria by which such board members shall demonstrate compliance with this requirement."

Toward the "criteria" described above for demonstrating board members' compliance with their continuing-education requirement, SCHEV provides to public institutions' Board Professionals the six options below to offer to board members in their third/fourth, fifth/six and seventh/eighth years of service. **Such board members need complete only one of these options in any two-year period to comply with the statute.**

While SCHEV defers to each Board Professional the choice of which options fit the needs of individual board members, SCHEV requests that each choice be submitted in advance to the SCHEV Coordinator of Executive and Board Affairs for pre-approval by SCHEV. Such pre-approval is intended to ensure that a board member does not undertake continuing education that SCHEV subsequently deems deficient and/or out of compliance with the requirement.

Options for Continuing Education of Board Members:

1. Attend an annual conference of the Association of Governing Boards (AGB).
2. Attend the SCHEV Boards of Visitors Orientation (for 2022, the dates are October 18-19).
3. Participate as an invited panelist or guest speaker at a SCHEV-led conference.
4. Attend four AGB webinars (from Board Fundamentals) or other online modules from SCHEV or higher education organizations and approved by the board chair.
<https://agb.org/knowledge-center/board-fundamentals/orientation/>
5. Attend a board retreat that includes agenda items coordinated with SCHEV.
6. Any other professional activity approved by both the board chair and SCHEV director.

Monitoring Compliance and Reporting Thereof:

Each Board Professional is responsible for maintaining a record of the continuing-education of each board member and for **submitting to SCHEV annually (or upon request) a single report of all relevant board members' compliance.** Such submissions may be in any format, but: (a) **must indicate clearly how and when each relevant board member fulfilled their requirement;** and (b) **must be reported to SCHEV's Coordinator of Executive and Board Affairs by July 1 for all board members who reached the two-year (third/fourth, fifth/sixth and seventh/eighth) threshold by July 1 of the previous year.**

Code of Virginia
Title 2.2. Administration of Government
Chapter 37. Virginia Freedom of Information Act

This section has more than one version with varying effective dates. Scroll down to see all versions.

§ 2.2-3708.2. (Effective until September 1, 2022) Meetings held through electronic communication means.

A. The following provisions apply to all public bodies:

1. Subject to the requirements of subsection C, all public bodies may conduct any meeting wherein the public business is discussed or transacted through electronic communication means if, on or before the day of a meeting, a member of the public body holding the meeting notifies the chair of the public body that:

a. Such member is unable to attend the meeting due to (i) a temporary or permanent disability or other medical condition that prevents the member's physical attendance or (ii) a family member's medical condition that requires the member to provide care for such family member, thereby preventing the member's physical attendance; or

b. Such member is unable to attend the meeting due to a personal matter and identifies with specificity the nature of the personal matter. Participation by a member pursuant to this subdivision b is limited each calendar year to two meetings or 25 percent of the meetings held per calendar year rounded up to the next whole number, whichever is greater.

2. If participation by a member through electronic communication means is approved pursuant to subdivision 1, the public body holding the meeting shall record in its minutes the remote location from which the member participated; however, the remote location need not be open to the public. If participation is approved pursuant to subdivision 1 a, the public body shall also include in its minutes the fact that the member participated through electronic communication means due to (i) a temporary or permanent disability or other medical condition that prevented the member's physical attendance or (ii) a family member's medical condition that required the member to provide care for such family member, thereby preventing the member's physical attendance. If participation is approved pursuant to subdivision 1 b, the public body shall also include in its minutes the specific nature of the personal matter cited by the member.

If a member's participation from a remote location pursuant to subdivision 1 b is disapproved because such participation would violate the policy adopted pursuant to subsection C, such disapproval shall be recorded in the minutes with specificity.

3. Any public body, or any joint meetings thereof, may meet by electronic communication means without a quorum of the public body physically assembled at one location when the Governor has declared a state of emergency in accordance with § [44-146.17](#) or the locality in which the public body is located has declared a local state of emergency pursuant to § [44-146.21](#), provided that (i) the catastrophic nature of the declared emergency makes it impracticable or unsafe to assemble a quorum in a single location and (ii) the purpose of the meeting is to provide for the continuity of operations of the public body or the discharge of its lawful purposes, duties, and responsibilities. The public body convening a meeting in accordance with this subdivision shall:

a. Give public notice using the best available method given the nature of the emergency, which notice shall be given contemporaneously with the notice provided to members of the public body conducting the meeting;

b. Make arrangements for public access to such meeting through electronic communication means, including videoconferencing if already used by the public body;

- c. Provide the public with the opportunity to comment at those meetings of the public body when public comment is customarily received; and
- d. Otherwise comply with the provisions of this chapter.

The nature of the emergency, the fact that the meeting was held by electronic communication means, and the type of electronic communication means by which the meeting was held shall be stated in the minutes.

The provisions of this subdivision 3 shall be applicable only for the duration of the emergency declared pursuant to § [44-146.17](#) or [44-146.21](#).

B. The following provisions apply to regional public bodies:

1. Subject to the requirements in subsection C, regional public bodies may also conduct any meeting wherein the public business is discussed or transacted through electronic communication means if, on the day of a meeting, a member of a regional public body notifies the chair of the public body that such member's principal residence is more than 60 miles from the meeting location identified in the required notice for such meeting.
2. If participation by a member through electronic communication means is approved pursuant to this subsection, the public body holding the meeting shall record in its minutes the remote location from which the member participated; however, the remote location need not be open to the public.

If a member's participation from a remote location is disapproved because such participation would violate the policy adopted pursuant to subsection C, such disapproval shall be recorded in the minutes with specificity.

C. Participation by a member of a public body in a meeting through electronic communication means pursuant to subdivisions A 1 and 2 and subsection B shall be authorized only if the following conditions are met:

1. The public body has adopted a written policy allowing for and governing participation of its members by electronic communication means, including an approval process for such participation, subject to the express limitations imposed by this section. Once adopted, the policy shall be applied strictly and uniformly, without exception, to the entire membership and without regard to the identity of the member requesting remote participation or the matters that will be considered or voted on at the meeting;
2. A quorum of the public body is physically assembled at one primary or central meeting location; and
3. The public body makes arrangements for the voice of the remote participant to be heard by all persons at the primary or central meeting location.

D. The following provisions apply to state public bodies:

1. Except as provided in subsection D of § [2.2-3707.01](#), state public bodies may also conduct any meeting wherein the public business is discussed or transacted through electronic communication means, provided that (i) a quorum of the public body is physically assembled at one primary or central meeting location, (ii) notice of the meeting has been given in accordance with subdivision 2, and (iii) members of the public are provided a substantially equivalent electronic communication means through which to witness the meeting. For the purposes of this subsection, "witness" means observe or listen.

If a state public body holds a meeting through electronic communication means pursuant to this subsection, it shall also hold at least one meeting annually where members in attendance at the meeting are physically assembled at one location and where no members participate by electronic communication means.

2. Notice of any regular meeting held pursuant to this subsection shall be provided at least three working days in advance of the date scheduled for the meeting. Notice, reasonable under the circumstance, of special, emergency, or continued meetings held pursuant to this section shall be given contemporaneously with the notice provided to

members of the public body conducting the meeting. For the purposes of this subsection, "continued meeting" means a meeting that is continued to address an emergency or to conclude the agenda of a meeting for which proper notice was given.

The notice shall include the date, time, place, and purpose for the meeting; shall identify the primary or central meeting location and any remote locations that are open to the public pursuant to subdivision 4; shall include notice as to the electronic communication means by which members of the public may witness the meeting; and shall include a telephone number that may be used to notify the primary or central meeting location of any interruption in the telephonic or video broadcast of the meeting. Any interruption in the telephonic or video broadcast of the meeting shall result in the suspension of action at the meeting until repairs are made and public access is restored.

3. A copy of the proposed agenda and agenda packets and, unless exempt, all materials that will be distributed to members of a public body for a meeting shall be made available for public inspection at the same time such documents are furnished to the members of the public body conducting the meeting.

4. Public access to the remote locations from which additional members of the public body participate through electronic communication means shall be encouraged but not required. However, if three or more members are gathered at the same remote location, then such remote location shall be open to the public.

5. If access to remote locations is afforded, (i) all persons attending the meeting at any of the remote locations shall be afforded the same opportunity to address the public body as persons attending at the primary or central location and (ii) a copy of the proposed agenda and agenda packets and, unless exempt, all materials that will be distributed to members of the public body for the meeting shall be made available for inspection by members of the public attending the meeting at any of the remote locations at the time of the meeting.

6. The public body shall make available to the public at any meeting conducted in accordance with this subsection a public comment form prepared by the Virginia Freedom of Information Advisory Council in accordance with § [30-179](#).

7. Minutes of all meetings held by electronic communication means shall be recorded as required by § [2.2-3707](#). Votes taken during any meeting conducted through electronic communication means shall be recorded by name in roll-call fashion and included in the minutes. For emergency meetings held by electronic communication means, the nature of the emergency shall be stated in the minutes.

8. Any authorized state public body that meets by electronic communication means pursuant to this subsection shall make a written report of the following to the Virginia Freedom of Information Advisory Council by December 15 of each year:

a. The total number of meetings held that year in which there was participation through electronic communication means;

b. The dates and purposes of each such meeting;

c. A copy of the agenda for each such meeting;

d. The primary or central meeting location of each such meeting;

e. The types of electronic communication means by which each meeting was held;

f. If possible, the number of members of the public who witnessed each meeting through electronic communication means;

g. The identity of the members of the public body recorded as present at each meeting, and whether each member was present at the primary or central meeting location or participated through electronic communication means;

- h. The identity of any members of the public body who were recorded as absent at each meeting and any members who were recorded as absent at a meeting but who monitored the meeting through electronic communication means;
- i. If members of the public were granted access to a remote location from which a member participated in a meeting through electronic communication means, the number of members of the public at each such remote location;
- j. A summary of any public comment received about the process of conducting a meeting through electronic communication means; and
- k. A written summary of the public body's experience conducting meetings through electronic communication means, including its logistical and technical experience.

E. Nothing in this section shall be construed to prohibit the use of interactive audio or video means to expand public participation.

2018, cc. [55](#), [56](#); 2019, c. [359](#); 2021, Sp. Sess. I, cc. [33](#), [490](#).

§ 2.2-3708.2. (Effective September 1, 2022) Meetings held through electronic communication means during declared states of emergency.

Any public body, or any joint meetings thereof, may meet by electronic communication means without a quorum of the public body physically assembled at one location when the Governor has declared a state of emergency in accordance with § [44-146.17](#) or the locality in which the public body is located has declared a local state of emergency pursuant to § [44-146.21](#), provided that (i) the catastrophic nature of the declared emergency makes it impracticable or unsafe to assemble a quorum in a single location and (ii) the purpose of the meeting is to provide for the continuity of operations of the public body or the discharge of its lawful purposes, duties, and responsibilities. The public body convening a meeting in accordance with this section shall:

1. Give public notice using the best available method given the nature of the emergency, which notice shall be given contemporaneously with the notice provided to members of the public body conducting the meeting;
2. Make arrangements for public access to such meeting through electronic communication means, including videoconferencing if already used by the public body;
3. Provide the public with the opportunity to comment at those meetings of the public body when public comment is customarily received; and
4. Otherwise comply with the provisions of this chapter.

The nature of the emergency, the fact that the meeting was held by electronic communication means, and the type of electronic communication means by which the meeting was held shall be stated in the minutes.

The provisions of this section shall be applicable only for the duration of the emergency declared pursuant to § [44-146.17](#) or [44-146.21](#).

2018, cc. [55](#), [56](#); 2019, c. [359](#); 2021, Sp. Sess. I, cc. [33](#), [490](#); 2022, c. [597](#).