

**VIRGINIA STATE UNIVERSITY BOARD OF VISITORS
FULL BOARD MEETING**

*Gateway Dining & Event Center, Second Floor Salons
2804 S. Martin L. King, Jr. Blvd. (On the campus of Virginia State University)*

Friday; November 20, 2020

DRAFT AGENDA

(11/17/2020)

12:30 p.m.

Full Board Meeting Convened

No Public Comment Period

12:30 – 5:00 pm

Rector Huron F. Winstead, Presiding

- Roll Call
- Invocation *(Mr. Rodney Hall)*
- Approval of Agenda
- Rector's Remarks
- President's Remarks

Board Approval(s)

- Full Board Meeting Minutes, September 18, 2020
- Resolutions of Service
 - Dr. Darryl Dance, Board Member 2012-2020
 - Ms. Jennifer Hunter, Board Member 2012-2020

Break (15 minutes)

Committee Reports

- Academic & Student Affairs Committee
 - State Council of Higher Education for Virginia
Guests: Jean Huskey, Tod Massa
 - Approval Item(s): None
 - Information Item(s)
 - Summary of Updates (Academic & Student Affairs, Police & Public Safety)
 - Reports from the Faculty and Student Representatives
 - Dr. Ceslav Ciobanu, Faculty Representative
 - Mr. Kameron Gray, Student Representative
 - Other Remarks
 - Ms. Monica Brown, Chair, Staff Senate

- Facilities, Finance & Audit Committee
 - Approval Item(s)
 - Resolution authorizing the Restructuring of Indebtedness with the Virginia College Building Authority
 - Information Items
 - Summary of Updates (Finance, Internal Audit, & Technology Services)

Break (20 minutes)

- Institutional Advancement Committee
 - Approval Item(s): Affirmation of Naming
 - Information Item(s)
 - Summary of Updates (Sponsored Programs, Government Relations, Communications, & Office of Institutional Advancement)
- Personnel, Compensation & Governance Committee
 - Approval Item(s): None
 - Information Item(s)
 - Summary of Updates from Human Resources
 - Discussion: Board Assessment

Report of Affiliated Foundation(s)

Board Action Plan Follow up

Legal Counsel Update *(if necessary)*

Announcements

Adjournment

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BOARD MEETING MINUTES
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*The Full Board Meeting was held on the 2nd floor of the Gateway Dining Events Center
Salon A, on the campus of Virginia State University*

CALL TO ORDER

Mr. Huron Winstead, Rector, called the meeting of the Virginia State University (VSU) Board of Visitors (Board) to order in Salon A of the Gateway Dining and Events Center at approximately 3:12 p.m.

ROLL CALL

A quorum was present.

Board Members Present:

Mr. Huron F. Winstead, Rector
Mr. Charlie W. Hill, Vice Rector (*electronic communication*)
Ms. Thursa Crittenden, Secretary (*electronic communication*)
Dr. Valerie Brown
Ms. Pamela A. Currey
Dr. Christine M. Darden
Mr. Michael Flemming
Ms. Shavonne Gordon
Mr. Raul Herrera (*electronic communication*)
Mr. William L. Murray
Mr. Xavier Richardson (*electronic communication*)
Mr. Glenn Sessoms (*electronic communication*)
Mr. James J.L. Stegmaier (*electronic communication*)
Mr. Wayne Turnage
Mr. Gregory Whirley
Dr. Ceslav Ciobanu, Faculty Representative to the Board
Mr. Kameron K. Gray, Student Representative to the Board (*electronic communication*)

Administration Present:

Dr. Makola Abdullah, President
Dr. Donald Palm, Provost/Vice President for Academic Affairs
Dr. Annie C. Redd, Special Assistant to the President/Board Liaison
Hubert Harris, Chief of Staff
Charmica Epps Harris, Associate Vice President for Institutional Advancement
Regina Barnett-Tyler, Interim Associate Vice President for Student Success and Engagement
Rodney Hall, Assistant Vice President, Enrollment Management
Sheila Alves, Chief Audit Executive, Internal Audit
Dr. Gwendolyn Dandridge, Communications
Eldon Burton, Director of Government Relations

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Administration Present (continued):

Dr. Tia Minnis, Associate Provost/Executive Dir., Office of Planning & Effectiveness
Tanya Simmons, Director, Human Resources Office
Danika Clemmons, Student Health Center

Legal Counsel Present:

Deborah A. Love, Senior Assistant Attorney General and Chief

Other Attendees:

Ms. Beverly Everson-Jones, VSU Foundation
Adrian Petway, Budget Office
Ben Houck, Finance
Travis Edmonds, Information Technology Services
Yourdonus James, Office of Conference Services
Bonnie Holmes, Office of the Legal Counsel
Monica Brown, Chair, Staff Senate
Danette Johnson, President's Office
Deborah Jefferson, President's Office
Mary Gromovsky, College of Agriculture
Dr. Wondi Mersie, College of Agriculture
Malika Blume, Internal Audit
Tasha Owens, Internal Audit

The following Board members participated by electronic means from remote locations identified below. The Board members participated by Cisco WebEx virtual meeting.

- Mr. Hill located in Hampton, VA; unable to attend due to health reasons.
- Ms. Crittenden located in Suffolk, VA; unable to attend due to health/caregiving reasons.
- Mr. Herrera located in Burke, VA; unable to attend due to reasons related to health and caregiving responsibilities.
- Mr. Richardson located in Fredericksburg, VA; unable to attend due to business and professional reasons relative to corporate policy.
- Mr. Stegmaier located in North Chesterfield, VA; unable to attend due to health reasons.
- Mr. Glenn Sessoms, West Cordova, TN; unable to attend due to health reasons.

OPENING REMARKS

Rector Winstead invited Mr. Rodney Hall to give the invocation.

APPROVAL OF AGENDA

The agenda was approved.

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RECTOR'S REMARKS

Rector Winstead thanked the Board members for their attendance acknowledging the challenges everyone faces with public health and safety related to the COVID 19. The Rector invited President Abdullah to give remarks.

PRESIDENT'S REMARKS

President Abdullah welcomed the board and gave an overview of upcoming reports on the fall 2020 enrollment, spring 2021 campus re-opening plan, and fiscal year 21 state appropriations. The President shared a few highlights from increase in positive media interactions, recognitions of achievements in University rankings, re-accreditation, and selection for funding initiatives. Major achievements included the College of Education awarded an "A" rating for its teacher preparation, selection of VSU to participate in IBM \$100M initiative for HBCUs, and VSU being named to the list of the south's "Best Bang for Your Buck" universities.

BOARD APPROVALS

Minutes from the September 18, 2020 Full Board meeting (APPROVED). Mr. Flemming and Mr. Herrera were not present for the vote.

Resolutions of Service for Dr. Daryl Cumber Dance and Ms. Jennifer L. Hunter who both served on the Board 8 years (2012-2020) (APPROVED). Mr. Flemming and Mr. Herrera were not present for the vote.

Resolution Authorizing the Restructuring of Indebtedness with the Virginia College Building Authority (Approved). Mr. Flemming and Mr. Herrera were not present for the vote.

Resolution to affirm the Naming of the John Mercer Langston African American Political Leadership Institute. Mr. Flemming and Mr. Herrera were not present for the vote.

COMMITTEE REPORTS

Academic & Student Affairs Committee

Ms. Pamela Currey, Chair, introduced Ms. Jean Huskey and Tod Massa from the State Council of Higher Education for Virginia. Ms. Huskey and Mr. Massa addressed the recent SCHEV report on Academic Performance Measures for VSU and answered questions from board members.

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Ms. Currey presented an overview of the committee meeting held on November 19, 2020. The Committee heard updates on the following items: Spring 2021 Reopening Plan, SCHEV Performance Measures and Virginia State University Performance Result, Enrollment, Retention Rates and Retention Efforts, New Programs, The Division of Student Success and Engagement.

Mrs. Danika Clemmons, Director of the Health Center, provided the Academic and Student Affairs Committee an update on the spring 2021 reopening plan. The Virginia State University Campus Reopening Plan addresses the requirements detailed in the state guidance document, "[Higher Education Reopening Guidance](#)" and aligns with the Governor's four areas of focus. The four areas of focus are: Repopulation of the Campus; Monitoring Health Conditions to Detect Infection; Containment to Prevent the Spread of COVID-19 when detected; Shut Down Considerations if necessitated by severe conditions and/or public health guidance.

In summary, Virginia State University will begin Spring classes on Monday, February 1, 2021. The last day of classes are scheduled for May 7th with finals ending on May 17th. While Spring-Break will be cancelled, the university will observe a few wellness days throughout the semester. Prior to opening faculty, staff, students and administrators will be required to complete COVID-19 training and encouraged to use the VDH COVID-19 self-check tool for prescreening as a part of their daily monitoring protocol. To adhere to social distancing guidelines, has prepared for reduced on-campus student population of 1,570. Students will repopulate the campus using a staggered scheduled check-in process beginning January 15, 2021. The staggered check-in process will afford testing for all students using both the Rapid Antigen (BinaxNow- Point of Care Testing and the Thermo-Fischer RT-PCR test. Students will be housed in single rooms with Whiting Hall designated as isolation and quarantine space with a capacity of 55 single rooms. Faculty, Staff and Students will follow the Mandatory Social Distancing and Face-Mask policies/rules in accordance with Governor Northam's Executive Order 63. In addition, faculty and staff are encouraged to test for COVID-19 on a regular basis and will have access to COVID-19 testing on campus or they can use their personal care provider. The university will use surveillance testing and implement hands-free temperature screening stations in high traffic areas to monitor health conditions and to assist with detection and containment. The latter will also support containment through contact tracing in collaboration with the Virginia recommended COVIDWISE APP. Decisions regarding shutdowns will be made in consultation with local and state public officials.

Dr. Palm provided an update on the SCHEV Academic Performance Measures. The Appropriation Act of 2020-22 (Chapter 1289) outlines the assessment process and lists the six education-related measures and the financial and administrative standards in § 4-9.01. The Council assesses institutional performance to determine certification for eligibility for certain financial benefits as described in § 23.1-1002. The years under review for these measures for the 2020 Biennial

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Assessment are 2017-18 and 2018-19 academic years. The institution is evaluated on six (6) Performance Measures (PM). Performance Measures 1-4 are based on institutional established targets, and 5-6 are based on average comparisons. Targets for PM 1-4 are submitted in advance as a prediction and reviewed biennially. Targets are approved by SCHEV and must meet at least 95% of the approved projections.

Results for the six measures indicate that Virginia State University had deficiencies in five areas. Dr. Palm presented Virginia State University performance results and identified corrective actions to address deficiencies in the measures. Virginia State University will continue to work closely with SCHEV in developing a remediation plan to address more accurate projections and improve performance areas identified with deficiencies. The remediation plan will align with the 2020 – 2025 Strategic Plan and will include leveraging data analytics to engage in strategic efforts focused on overall enrollment, retention, progression and graduation.

Dr. Brooks-Walter, Executive Director for Academic Center for Excellence, provided a comprehensive overview of retention efforts at Virginia State University. The six strategies that have been implemented are the following: Entry and Transition, Community Building, Learning and Academic Support, Counseling and Advising, Data and Communications, College Specific Retention Efforts.

New Degree program updates includes the MSW in Social Work. This program was approved by the Virginia State University Board of Visitors and was submitted to SCHEV in the summer of 2020 and approved in October 2020. The program will launch in the fall of 2021 in addition to four (4) other programs: MBA in Business Administration and Management; MS Data Analytics Engineering; and Ed.S. Education Specialist; BS in Sports Management. These programs were approved by the Virginia State University Board of Visitors and recently submitted to SCHEV on September 1, 2020 as New Program Announcements. Proposal for these new programs are due to SCHEV on December 15, 2020. Pending May 2021 approval by SCHEV, programs will also launch fall 2021. Mrs. Regina Barnett-Tyler provided an update on Student Success and Engagement activities during the fall and in relation to planning for the campus to re-open in spring 2021.

Remarks from Faculty and Staff Representatives

Dr. Ceslav Ciobanu, new Faculty Representative, brought greetings and remarks on behalf of the Faculty Senate. Kameron K. Gray, Student Representative presented an update on Student Government Association activities and student leading concerns. Ms. Currey invited Ms. Monica Brown, Staff Senate President, to bring greetings and to give remarks on behalf of the Staff Senate.

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Facilities, Finance & Audit (FFA) Committee

On behalf of the Committee, Dr. Valerie Brown, chair presented an overview of the committee meeting held earlier in the day. The Committee met in a closed session to discuss an audit issue. Mr. Michael Reinholtz, APA Audit Manager, presented the APA findings to the Committee.

Mr. Kevin Davenport presented the Division of Finance report which included a comparative cash and reserve balance as of September 30th; auxiliary reserve balances as of June 30th; recommended auxiliary reserves for fiscal year 2020-2021; budget to actual finance statements as of September 30th; actual to actual finance statements as of September 30th; and financial and administrative standards for accounts receivables.

Ms. Sheila Alves presented the internal audit status report which focused on the Office of the State Inspector General hotline review; the university corrective action plan report by risk category; internal audit case workload for hotline and special investigations; an update on the audit plan status; and a review of completed audits and their findings.

Mr. Hubert Harris presented the Technology Services status report, which included a review of the Technology Stipend program and the business case that supported the stipend program.

Institutional Advancement Committee

On behalf of the Committee, Mr. Xavier Richardson presented the Resolution to Affirm the Naming of the John Langston Hughes African American Political Leadership Institute. Mr. Richardson also presented an overview of the Institutional Advancement Committee meeting held on November 19th.

Dr. M. Omar Faison provided a summary of grant submissions and grant-related financial activity for fiscal year 2020 in Sponsored Programs. Dr. Faison also shared information regarding quarter 1 of fiscal year 2021. Proposal submission rate is high this quarter with 28 proposals over \$26.8 million submitted. The number of grants in the portfolio, 83, is stable. However, grants related expenditures (\$6.04 million) and indirect costs recovered (\$285,120) trail the first quarters of the last two years.

Mr. Eldon Burton discussed government activity on the federal and state levels. The 2020 Special Session concluded with the General Assembly (GA) restoring VSU's previously unallotted fiscal year (FY) 21 funding into the state's budget. This includes nearly \$8M for operations as well as all of VSU's previously approved capital projects. VSU will also receive \$1.7M from the state's \$60M appropriation designated to support public colleges and universities in maintaining affordable access to their institutions. In addition, over \$9.3M will be awarded to VSU as part of a new allocation in federal Coronavirus Aid, Recovery, and Economic Security (CARES) Act dollars to support Virginia's institutions of higher education. Consistent with the GA's recently advanced budget, the funding will be distributed to public universities to support telework and distance learning infrastructure, personal protective equipment, sanitization and cleaning, and testing for students, staff, and faculty.

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Both the House Appropriations and the Senate Finance Retreats will take place in November and the Governor will announce his recommendations to the GA for FY22 funding in December. VSU has already submitted budget request to the Governor's office to restore all of the allotted funds previously approved for FY22 along with a \$2M request to fund the Student Persistence and Academic Recovery (SPAR) Program. In addition, Agency 212 submitted capital request to construct the Becoming Outstanding Leaders of Tomorrow (BOLT) Leadership Center for Social Responsibility, construct an addition onto Johnston Memorial Library, improve heating, air conditioning and ventilation campus wide for infectious aerosol control, and to renovate Virginia Hall. Agency 234 requested renovations to L. Douglas Wilder Cooperative Extension Building and to replace heating, ventilation, air-conditioning and controls in the M.T. Carter Building. The 2021 GA Session is scheduled to begin in mid-January.

Dr. Gwendolyn Dandridge shared recent media coverage of the university, both local and national and social media engagement and impressions. VSU remains consistent with telling our story through local, regional and national news headlines. Local and national headline topics include: VSU John Mercer Langston Institute, VSU Decision to Return to campus in Spring 2021, Virtual Homecoming, Grow with Google, and the Small Farms Program. In addition, we are intentional as it relates to getting the VSU faculty serving as noted experts on topics of local and national interest. We are also working to continue to increase our presence on social media.

Ms. Charmica Epps Harris provided an update on staffing in the Advancement Office and the fundraising dashboard for fiscal year (FY) 21. Fundraising totals for fiscal year 2021 as of November 8, 2020 are \$1,063,181 from 1,173 donors. Compared to fiscal year 2020 year-to-date this is an increase in both donors (FY20 1,060) and dollars (FY20 \$1,000,507). An increase in funding from alumni, as well as foundations and corporations, continues with the most recent announcements coming from Atlantic Union Bank, Truist Foundation and Idealliance. The office also sponsored a virtual alumni homecoming weekend and concluded with a virtual halftime show and Rogers Stadium Virtual Sell Out, which raised \$47K for tuition assistance. Plans are being made to participate in the global day of giving, Giving Tuesday scheduled for December 1, 2020.

Personnel, Compensation, and Governance Committee

Mr. Glenn Sessoms presented an overview of the Committee meeting held on November 19th. The Office of Human Resources (HR) has taken full advantage of the global pandemic to initiate and implement needed process improvements necessary to maintain "Business as Usual".

- Virtual New Hire Orientation (Virtual Onboarding) for faculty and staff.
- Moved the human resource transactional forms from paper to an electronic platform.
- Partnered with other areas to assist with creating fillable forms with digital signature requirements to enhance their internal process.
- In partnership with the Provost office, HR moved faculty contract administration from paper to an online platform with digital signatures. Processed a little over 340 faculty contracts from paper to a letter format that requires a digital signature versus an original signature.

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- Moved the I-9 (Employment Verification) from a paper filing system to an all-electronic filing system.
- In the testing phase to move the University Clearance Process from paper to a Share Point platform where the form will be routed to authorized users to confirm that a separating employee has cleared the University without any debt.

HR received the honor of being named in the Department of Human Resource Management (DHRM) Best Practices Guide towards Succession and Workforce Planning for its workforce plan. The Climate Survey and the Pay Equity Study have been postponed until some normalcy returns to campus.

The Commonwealth (Department of Accounts and Department of Human Resource Management) will implement a large scale human resource, payroll, time and attendance system. VSU is scheduled for Release 2 (October 2021). Release 1 is March 2021. The system is called Cardinal Human Capital Management or Cardinal HCM. Cardinal will replace the statewide legacy system that has been in existence since the 1980's.

The Committee discussed the Board's goal to develop a formal assessment tool. This committee will discuss and formulate the board assessment tool with AGB guidance as the Board moves forward to adopt a tool at its annual retreat in August.

REPORT OF AFFILIATED FOUNDATION

Ms. Everson-Jones acknowledged her opportunity to attend the meeting to understand the challenges that the University faces. The VSU Foundation will present a formal report at the next Board meeting to share its strategic plan initiatives to support the University.

ADJOURNMENT

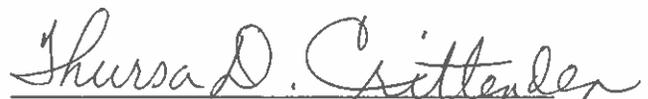
There being no other business, the Rector adjourned the meeting at approximately 4:30 p.m.



Huron F. Winstead

11.20.20

Date



Thursa D. Crittenden

11.20.20

Date

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*The Full Board Meeting was held on the 2nd floor of the Gateway Dining Events Center
Salon A, on the campus of Virginia State University*

CALL TO ORDER

Mr. Huron Winstead, Rector, called the meeting of the Virginia State University (VSU) Board of Visitors (Board) to order in Salon A of the Gateway Dining and Events Center at approximately 2:13 p.m.

ROLL CALL

A quorum was present.

Board Members Present:

Mr. Huron F. Winstead, Rector
Mr. Charlie W. Hill, Vice Rector (*electronic communication*)
Ms. Thursa Crittenden, Secretary (*electronic communication*)
Dr. Valerie Brown
Ms. Pamela A. Currey
Dr. Christine M. Darden
Mr. Michael Flemming
Ms. Shavonne Gordon
Mr. Raul Herrera (*electronic communication*)
Mr. William L. Murray
Mr. Xavier Richardson (*electronic communication*)
Mr. Glenn Sessoms (*electronic communication*)
Mr. James J.L. Stegmaier (*electronic communication*)
Mr. Wayne Turnage
Mr. Gregory Whirley
Dr. Zoe Spencer, Faculty Representative to the Board
Mr. Kameron K. Gray, Student Representative to the Board (*electronic communication*)

Administration Present:

Dr. Makola Abdullah, President
Dr. Donald Palm, Provost/Vice President for Academic Affairs
Dr. Annie C. Redd, Special Assistant to the President/Board Liaison
Hubert Harris, Chief of Staff
Charmica Epps Harris, Associate Vice President for Institutional Advancement
Regina Barnett-Tyler, Interim Associate Vice President for Student Success and Engagement
Rodney Hall, Assistant Vice President, Enrollment Management
Sheila Alves, Chief Audit Executive, Internal Audit
Dr. Gwendolyn Dandridge, Communications
Eldon Burton, Director of Government Relations

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Administration Present (continued):

Dr. Tia Minnis, Associate Provost/Executive Dir., Office of Planning & Effectiveness
Tanya Simmons, Director, Human Resources Office

Legal Counsel Present:

Deborah A. Love, Senior Assistant Attorney General and Chief

Other Attendees:

Ms. Beverly Everson-Jones, VSU Foundation
Dr. Cheryl Mango, History Department
Dr. Maxine Sample, Faculty Senate
Adrian Petway, Budget Office
Ben Houck, Finance
Travis Edmonds, Information Technology Services
Dr. Carlton Edwards, Mass Communications
David Bragg, VSU Police Department
Charles Baskerville, VSU Police Department
Yourdonus James, Office of Conference Services
Bonnie Holmes, Office of the Legal Counsel
Monica Brown, Chair, Staff Senate
Sylvia Jones, Staff Senate (representing the Chair, Staff Senate)
Danette Johnson, President's Office
Deborah Jefferson, President's Office
Mary Gromovsky, College of Agriculture
Dr. M. Ray McKinnie, College of Agriculture
Dr. Wondi Mersie, College of Agriculture
Danika Clemons, Student Health Center
Christy Johnson-Oliver, Student Health Center
Pat Raines, Student Accounts

The following Board members participated by electronic means from remote locations identified below. The Board members participated by Cisco WebEx virtual meeting.

- Mr. Hill located in Hampton, VA; unable to attend due to medical reasons.
- Ms. Crittenden located in Suffolk, VA; unable to attend due to health and personal reasons related to the care of her mother.
- Mr. Herrera located in Burke, VA; unable to attend due to personal reasons related to the care of his mother.
- Mr. Richardson located in Fredericksburg, VA; unable to attend due to business and professional reasons relative to corporate policy.

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- Mr. Stegmaier located in North Chesterfield, VA; unable to attend due to medical reasons related to the COVID-19 and family risks.
- Mr. Glenn Sessoms, West Cordova, TN; unable to attend due to medical reasons.

OPENING REMARKS

Rector Winstead invited Mr. Rodney Hall to give the invocation.

APPROVAL OF AGENDA

The Rector announced a change to the agenda wherein the Board would consider items listed under Board approvals first, and Dr. Mango would give her presentation later in the meeting. The Board approved the agenda by roll call vote.

RECTOR'S REMARKS

The Rector offered opening remarks addressing the challenges of the current times and commended the President Abdullah for his leadership in the midst of the present challenges.

PRESIDENT'S REMARKS

Dr. Abdullah thanked the Rector for his availability throughout all the challenges and changes as of late. The President also thanked the Board for its dedicated oversight.

BOARD APPROVALS

Action on the August 6th New Board Member Orientation Minutes (APPROVED). The roll call vote was unanimous.

Action on the August 6th Full Board Meeting Minutes (APPROVED). The roll call vote was unanimous.

Action on committee appointments for new Board members (APPROVED). The roll call vote was unanimous.

- Academic and Student Affairs: Dr. Christine Darden (selected as Vice Chair) and William Murray;
- Institutional Advancement: Dr. Christine Darden and Shavonne Gordon (selected as Vice Chair);
- Facilities, Finance & Audit Committee: William Murray;
- Personnel, Compensation & Governance: Shavonne Gordon.

Action on the Resolution Authorizing the Revised Operating Budget for fiscal year 2020-2021 (APPROVED). The roll call vote was unanimous.

Action on the Resolution for approval of the Post Tenure Review Process Policy (APPROVED). The roll call vote was unanimous.

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COMMITTEE REPORTS

Facilities, Finance & Audit (FFA) Committee

Dr. Valerie Brown, Committee Chair, brought forth one item for approval from the FFA Committee (the Resolution Authorizing the Budget) with changed language (from approval of "expenditures" to "budget"). A motion was accepted for approval for FY20-21 Operating Budget. The Committee Chair also provided an update from the committee's session which included approving the revised budget and extensive discussion of the NIFA matter. Mr. Kevin Davenport, Vice President for Finance and Chief Financial Officer, presented an update of the university budget resulting from a change from face-to-face instruction to remote instruction. Mr. Davenport presented the budget impact to the Committee.

Ms. Sheila Alves, Chief Audit Executive, presented a summary report on internal audit operating metrics including planned audits, special investigations, and hotlines. Ms. Alves also introduced the Internal Audit staff.

Due to time constraints, Mr. Hubert Harris, Chief of Staff, did not present a report. His presentation is available in the Board materials. In summary, Mr. Harris' report is an update on technology projects undertaken because of COVID. Mr. Harris will present to the FFA Committee at the November Board meeting.

Academic & Student Affairs Committee

Ms. Pamela Currey, Committee Chair, provided an update from the committee meeting including the Committee's recommendation to approve the post tenure review policy.

The Committee Chair gave an overview of information items discussed in the meeting such as the impact of the decision to open campus online only, update on enrollment, the extended validation process, and the challenges of completing students' financial aid packages remotely. The Committee Chair summarized discussions from the Committee regarding how retention rate and graduation rates are calculated, noting increases in both of these rates and citing increase in summer course offering and work of the Academic Center for Excellence as the major drivers of these increases. The chair cited some recent innovations at VSU including turning courses into virtual in a matter of months that would have typically taken a decade to convert. The Chair highlighted several new degree programs and their expected launch dates including the MBA, the MS in Data Analytics, and the EDS Education Specialist. The Chair discussed the rising star program and the star program.

Mr. Hubert Harris provided a brief update on public safety, citing some key advances that have been completed such as mobile computers in police vehicles and replacement of the vehicle registration system.

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Visitor(s) mentioned a letter they received from a group identified as concerned alumni of VSU. The letter expressed the group's concern about enrollment, retention and graduation. Dr. Abdullah shared that the University had held a town hall in August with alumni to address questions and concerns. He stated that he responded to the letter and offered another opportunity for the group to meet with him and the administration if they desired to do so.

The Committee Chair invited Dr. Cheryl Mango to give a presentation on the new HBCU History course. Dr. Zoe Spencer, Faculty Senate Chair, offered congratulations to Dr. Mango for the positive press her work has garnered for VSU and HBCUs in general, expressing that through her work we are making, living, and leading history. Dr. Spencer noted Dr. Mango's ground-breaking course on HBCU history stating that we are a part of the transformation and her vision is to keep building upon her success. She cited national and international headlines relating to Dr. Mango's work thus far and stated that all of us collectively are leading this conversation.

Dr. Mango presented an overview of her course on HBCU history and its genesis, noting that it pays special attention to topics such as art, funding sources, campus culture, and past present and future challenges. She outlined the personal history that inspired her to create this course, including the profound impact that HBCUs had in her life through obtaining her undergraduate and PhD degrees from HBCUs. She also outlined profound impact that HBCU education had for her family members in setting their lives on successful trajectories such as entrepreneurship and services that would not have likely been possible otherwise. She emphasized the need for institutionalized systems of HBCU analysis from the ground up. She further elaborated on the idea of HBCUs coming together and creating their own analysis, also citing the need for a new degree program in HBCU studies. Dr. Mango emphasized the need for serious study of the contributions of HBCUs and the importance of leveraging the network that is already in place.

The Committee Chair recognized Dr. Abdullah who thanked Dr. Mango for her work stating that she is an example of what happens when passion and purpose are married. He further thanked her for showing the Board what happens in the classroom – inspiring people.

Dr. Spencer, the Faculty Representative to the Board, gave remarks that provided closure for her time as faculty representative, highlighting some of the priorities during her tenure such as working collectively to advance interests of faculty and holding focus groups with colleagues to explore the areas of fund raising, enrollment, and graduation and retention rates. She thanked the Board for passing the tenure review policy and stated that she will pass the handbook revisions and the sabbatical leave policy, which are in progress, on to her successor. She touched on other issues such as a climate survey and her transition plan. She emphasized the importance of candor in this position, noting her continued advocacy for providing quality instruction to students, even in the face of financial issues. She provided words of thanks for several of her colleagues and members of the administration. Dr. Spencer closed by encouraging Visitors to embrace the difficult dialogues that are necessary to solve challenges and charged the administration to continue their efforts to understand and employ shared governance and consensus building.

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Dr. Spencer relinquished her seat to Dr. Maxine Sample who served as the Vice Chair of the Faculty Senate. Dr. Sample thanked Dr. Spencer for the outstanding leadership she has given to the Faculty Senate over the past two years, citing her courage to initiate difficult dialogues and build the trust of the faculty. She praised the Board for its diversity of opinions and also stressed the need to fill vacant faculty positions. She thanked Dr. Abdullah and the leadership team for understanding shared governance and working hard to build consensus. She announced that she will be retiring in December after 18 years with VSU.

Dr. Abdullah thanked Dr. Sample for her work and stated that since COVID-19 the level of interaction and commitment during times of crisis has risen to a whole new level. He emphasized that during this time the Faculty Senate has almost functioned as a part of the administration.

The Committee Chair recognized Mr. Kameron Gray, the Student Representative to the Board. Mr. Gray delivered a presentation covering key SGA accomplishments such as technology assistance, a career expo, and the HBCU Marketplace. He offered remarks on student culture and the objective to listen to students and promote their passions and interests. He cited accomplishments such as building stronger connections with the campus police, enhancing partnerships with alumni, and implementation of a student concerns forum. He touched on some of the issues and challenges.

Dr. Abdullah thanked Mr. Gray for his leadership and stated that whether or not there is a residential experience, it has been important through this process to speak with him.

The Committee Chair also recognized Ms. Monica Brown, who serves as the Staff Senate Chair. Ms. Sylvia Jones, secretary of the Staff Senate, representing Ms. Brown provided an update stating that they had a successful virtual meeting, noting some priority projects, and touching on the objectives of transparency and staff morale.

Institutional Advancement Committee

Mr. Xavier Richardson, Committee Chair, provided an update on the committee meeting citing some key takeaways such as Dr. Faison's report on positive trends in the grant portfolio, updates in the government relations area from Mr. Burton and Mr. Braithwaite, analysis of some of the proposed virus relief packages aimed at providing relief to HBCUs. The Committee Chair noted that Dr. Abdullah has been engaged with congressional leaders and summarized other key updates with respect to public relations. They also provided an update on fund raising numbers.

Personnel and Compensation Committee

The Personnel and Compensation Committee had no report.

**VIRGINIA STATE UNIVERSITY BOARD OF VISITORS
BOARD MEETING MINUTES
September 18, 2020
Page 7**

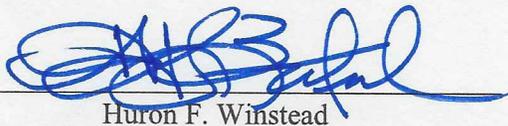
REPORT OF AFFILIATED FOUNDATIONS

Ms. Beverly Everson-Jones, Chair of the VSU Foundation, provided an update touching on border objectives of the Foundation. The Foundation's objectives focus on thinking forward and aligning itself with the plan that the university has in place, doing a better job of telling our story, making sure that the relationship is good and mission is clear, managing financial contributions that come to the Foundation, and supporting the fund raising of the university. She cited that social capital held by the Board members of the Foundation, emphasizing that they want to make sure they are partnering with Dr. Abdullah and his team. She stated that the Foundation is preparing to launch a Fellows program and also amending its bylaws to allow a student representative to serve on its Board. Ms. Everson-Jones stated the importance of making sure people understand the link between the university and foundation and the importance of working collaboratively.

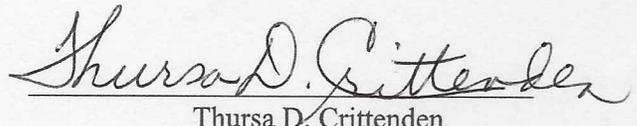
Dr. Abdullah thanked the Foundation, Beverly Everson Jones, and Dr. Bob Turner for their support and involvement during these challenging times.

ADJOURNMENT

There being no other business, the Rector adjourned the meeting at approximately 4:14 p.m.



Huron F. Winstead



Thursa D. Crittenden

11.20.20

Date

11.20.20

Date

**VIRGINIA STATE UNIVERSITY
BOARD OF VISITORS**

**RESOLUTION AFFIRMING THE NAMING OF THE AFRICAN AMERICAN
POLITICAL LEADERSHIP INSTITUTE AFTER JOHN MERCER LANGSTON**

November 20, 2020

WHEREAS, John Mercer Langston was the first African American Congressman from Virginia and the first President of Virginia State University; and

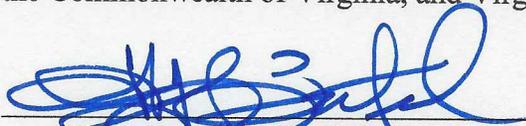
WHEREAS, he was one of the first Black elected officials in the country, serving as the township clerk in Brownhelm, Ohio, in 1855, and was the first Black man to represent Virginia in the U.S. House of Representatives; and

WHEREAS, in 1867, President Langston served as Inspector General of the Freedman's Bureau, touring the postwar South and encouraging freedmen to seek educational opportunities; and

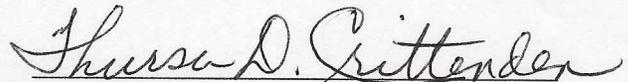
WHEREAS, in 1868, he established the law department at Howard University, a new college founded to educate African Americans. In the early 1870s, Senator Charles Sumner of Massachusetts sought Langston's aid in drafting his Civil Rights Bill. In 1871, Langston received an appointment from President Ulysses S. Grant to the District of Columbia Board of Health. In 1877, President Rutherford B. Hayes appointed Langston as resident minister to Haiti; and

WHEREAS, President Langston used his educational and political prowess to fight for equitable policy, petitioned the high courts to ensure that Black people were treated equitably, and mobilized and organized Black people across the country.

NOW, THEREFORE, BE IT RESOLVED THAT, the Board of Visitors of Virginia State University affirms the naming of the African American Political Leadership Institute after President Langston, which expresses appreciation of his service and leadership to this country, the Commonwealth of Virginia, and Virginia State University.


Nuron F. Winstead, Rector

11.20.20
Date


Thursa D. Crittenden, Secretary

11.20.20
Date

**RESOLUTION OF THE BOARD OF VISITORS OF
VIRGINIA STATE UNIVERSITY AUTHORIZING THE RESTRUCTURING OF
INDEBTEDNESS WITH THE VIRGINIA COLLEGE BUILDING AUTHORITY**

WHEREAS, Virginia State University, in furtherance of its educational purposes, has borrowed funds from the Virginia College Building Authority (the “Authority”) through the Authority’s Public Higher Education Financing Program; and

WHEREAS, the Governor of the Commonwealth of Virginia (the “Commonwealth”) has recognized that the COVID-19 pandemic has had, and continues to have, a tremendous adverse impact on higher education, including the fiscal health of the Commonwealth’s colleges and universities, and in response to financial conditions created by the pandemic, the Governor has proposed a debt restructuring plan for debt-funded capital projects of higher educational institutions which will defer debt service payments on certain indebtedness obtained through or with the assistance of the Commonwealth, including debt obtained through the Authority (the “Debt Restructuring Program”); and

WHEREAS, the Board of Visitors (the “Board”) of Virginia State University (the “Institution”) desires to participate in the Debt Restructuring Program to restructure all or a portion of its indebtedness to the Authority (the “Authority Debt”) and desires to delegate to certain officers of the Institution the authority (i) to select the Authority Debt to be restructured and to establish and agree to the terms of such restructuring, (ii) to approve the forms of, and execute and deliver, any and all, documents, instruments and agreements required by the Authority in connection therewith, including any modifications or amendments of loan or other documentation evidencing the Authority Debt (the “Restructuring Documents”), and (iii) to take any and all other action required to effect and implement such debt restructuring, including any post-issuance or post-closing monitoring or compliance requirements.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD:

Section 1. The Institution is authorized to participate in the Debt Restructuring Program and, accordingly, the Vice President for Finance and Administration (the “Authorized Officer”) is hereby delegated and invested with full power and authority, subject to the provisions of Section 2 hereof, (i) to select the Authority Debt to be restructured and to establish and agree to the terms of such restructuring, including extending the term of payment and the modification of other terms thereof, (ii) to pledge as required by the Authority the general revenues of the Institution as security to the extent not prohibited by law or otherwise restricted, (iii) to approve the forms of the Restructuring Documents required by the Authority and any subsequent amendments thereto, (iv) to execute and deliver, on behalf of the Institution such Restructuring Documents, with approval of the terms thereof being evidenced conclusively by the execution and delivery thereof, and (v) to do and perform such other acts, and execute and deliver such other documents and agreements as may be necessary or appropriate to carry out the intent of this Resolution.

Section 2. In connection with the authorization herein provided, the Authorized Officers may, in connection with any debt restructuring obligation, provide for (i) the funding of reserves if required, and (ii) the funding of issuance costs and other financing expenses related to

such restructuring; provided (a) the principal amount of any such obligation shall not exceed the amount required to cover the principal of and interest on the indebtedness to be restructured plus amounts permitted by clauses (i) and (ii) above, (b) the interest rate on any such obligation shall be as determined by the Authority, and (c) the restructuring terms, including the rate of interest on any such obligation or method of determining such rate, shall be approved by the Treasury Board of the Commonwealth.

Section 3. If it is determined by the Authority in connection with any Authority Debt restructuring that the Institution is subject to continuing disclosure obligations under Rule 15c2-12 of the federal Securities and Exchange Commission an Authorized Officer is hereby authorized and directed to, enter into a continuing disclosure undertaking in form and substance reasonably satisfactory to the Authority, and the Institution will comply with the provisions and disclosure obligations contained therein.

Section 4. The Board designates the Vice President for Finance and Administration to be responsible for implementing procedures to monitor post-issuance compliance with covenants in any Restructuring Document and any amendments thereto, if required in connection with federal tax law or federal securities law requirements.

Section 5. This resolution shall take effect immediately upon its adoption.

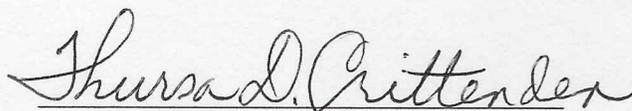
Adopted: November 20, 2020



Huron F. Winstead, Rector

11.20.20

Date



Thursa D. Crittenden, Secretary

11.20.20

Date

*Resolution of Exemplary Service
Demonstrated by*

Dr. Daryl Cumber Dance

*Member, Board of Visitors
Virginia State University*

Whereas Dr. Daryl Cumber Dance was appointed to the Virginia State University Board of Visitors by Governor Bob McDonnell, Governor of the Commonwealth of Virginia, in July 2012, and re-appointed by Governor Terry McAuliffe in July 2016, and

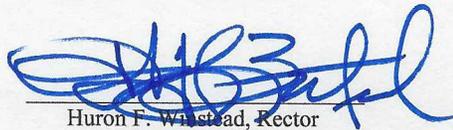
Whereas, she served on the Virginia State University Board of Visitors with distinction for eight years, and owing to her broad knowledge and expertise in higher education, the Humanities, and community service, served as a member of the Institutional Advancement Committee and the Academic and Student Affairs 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: Therefore, Be It

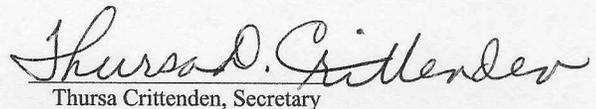
Resolved that the Virginia State University Board of Visitors acknowledges Dr. Daryl C. Dance, for her loyal and dedicated service to the University and the Commonwealth of Virginia and publicly and officially gives recognition and expresses appreciation to her by adopting this Resolution and directing that it becomes a permanent record of its proceedings as of the 19th day of November 2020; and be it

Resolved further, that the Secretary of the Board of Visitors presents to Dr. Daryl C. Dance 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.


Huron F. Winstead, Rector

11.20.20
Date


Thursa Crittenden, Secretary

11.20.20
Date

*Resolution of Exemplary Service
Demonstrated by*

Jennifer L. Hunter

*Member, Board of Visitors
Virginia State University*

Whereas Ms. Jennifer L. Hunter was appointed to the Virginia State University Board of Visitors by Governor Bob McDonnell, Governor of the Commonwealth of Virginia, in July 2012, and re-appointed by Governor Terry McAuliffe in July 2016, 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, philanthropy and community service, served as a member and chair of the Institutional Advancement Committee and a member of the Personnel and Compensation 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: Therefore, Be It

Resolved that the Virginia State University Board of Visitors acknowledges Ms. Jennifer L. Hunter, 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 19th day of November 2020; and be it

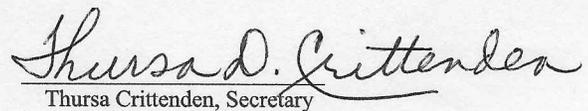
Resolved further, that the Secretary of the Board of Visitors presents to Ms. Jennifer L. Hunter this Resolution as an expression of the high esteem accorded her by this body, the Commonwealth of Virginia, faculty, staff, students, alumni, and friends of Virginia State University; and be it

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



Huron F. Winslead, Rector

11.20.20
Date



Thursa Crittenden, Secretary

11.20.20
Date