

VIRGINIA STATE UNIVERSITY BOARD OF VISITORS
ELECTRONIC EXECUTIVE COMMITTEE MEETING
Via Cisco Web Ex
Thursday, March 18, 2021; 9:00 a.m.

AGENDA
(No Public Comment Period Scheduled)

- Call to Order Mr. Huron F. Winstead, Rector
- Roll Call
- Invocation (*Rev. Jasmyn Graham, Director of Campus Ministries*)
- Approval of Agenda
- Approval of Previous Meeting Minutes
- President’s Remarks Dr. Makola M. Abdullah
- Nomination of 2021-2023 Board Officers..... Mr. Charlie W. Hill, Vice Rector
- Reaffirmation of Board Documents
 - Board Bylaws, revised & approved 5/21/20
 - Code of Ethics
 - Statement of Governance
 - FOIA Rights and Responsibilities
- Proposed Board Meeting Schedule for 2021-2022
- Reports and Recommendations
 - Board Assessment Mr. Glenn D. Sessoms, Chair,
Personnel, Compensation & Governance Committee
- Other Business
- Adjournment

***All start times for committees are approximate only. Meetings may begin either before or after the listed approximate start time as committee members are ready to proceed.*

**VIRGINIA STATE UNIVERSITY BOARD OF VISITORS
ELECTRONIC EXECUTIVE COMMITTEE MEETING MINUTES
March 18, 2021**

CALL TO ORDER

Mr. Huron Winstead, Rector and Committee Chair, called the meeting of the Executive Committee to order at approximately 9:00 a.m. The meeting was held via Cisco WebEx and livestreamed to the public via Live Events at vsu.edu.

ROLL CALL

A quorum was present.

Executive Committee Members Present:

Mr. Huron F. Winstead, Rector
Mr. Charlie W. Hill, Vice Rector
Ms. Thursa Crittenden, Secretary
Dr. Valerie Brown
Ms. Pamela A. Currey
Dr. Christine M. Darden
Mr. Xavier Richardson
Mr. Glenn Sessoms

Other Board Members:

Mr. Michael Flemming (*absent*)
Ms. Shavonne Gordon
Mr. Raul Herrera
Mr. William L. Murray (*absent*)
Mr. James J.L. Stegmaier (*absent*)
Mr. Wayne Turnage (*absent*)
Mr. Gregory Whirley

Administration Present:

Dr. Makola Abdullah, President
Dr. Donald Palm, Provost/Sr. Vice President for Academic Affairs
Dr. Robert Corley, Director, VSU COVID-19 Response
Hubert Harris, Chief of Staff
Eldon Burton, Director of Government Relations
Shawri King-Casey, Senior Advisor to President for Ethics, Equity, & Compliance
Dr. Annie C. Redd, Special Assistant to the President/Board Liaison

Legal Counsel Present:

Deborah A. Love, Senior Assistant Attorney General and Chief

Other Attendees:

Travis Edmonds, Information Technology
Yourdonus James, Office of Conference Services

OPENING REMARKS

Rector Winstead invited Dr. Robert Corley to offer the invocation.

APPROVAL OF AGENDA

The Committee approved the agenda by roll call vote.

APPROVAL OF PREVIOUS MEETING MINUTES

The Committee approved the minutes from the May 21, 2020, with a revision on page 3. The minutes were approved with the revision by roll call vote.

RECTOR'S REMARKS

None.

PRESIDENT'S REMARKS

President Abdullah introduced Dr. Robert Corley who gave an update on the VSU Covid-19 status. The Covid-19 Response Team provides weekly updates on Covid-19 projects and initiatives, reviews and refines established policies and procedures, and monitors the University dashboard to make informed decisions about the campus community. Dr. Corley also shared updated statistics on the Commonwealth Covid-19 data and the vaccination clinics established at the VSU Multi-purpose Center and operated by the Crater Road Health District (Petersburg, VA) and the state of Virginia. President Abdullah stated that VSU is very proud to be able to assist the community.

President Abdullah stated that there has been a new law passed by the General Assembly that covers Board of Visitors transparency. VSU is currently practicing the regulations outlined in the bill and the staff is studying the bill to determine what impact, if any, the new bill will have on the VSU Board.

The President introduced a new member of the leadership team--Ms. Shawri King-Casey, Special Advisor to the President for Equity, Ethics, & Compliance.

NOMINATION OF 2021-2023 BOARD OFFICERS

Rector Winstead opened the discussion for nominations of 2021-2023 Board officers. Vice Rector Hill stated that he and the Rector reviewed the list of nominations and agreed upon the slate to be presented to the Executive Committee. Vice Rector Hill presented the following slate of officers for 2021-2023 Board officers and stated that it was developed with the purpose of addressing concerns expressed by Board members individually and as a group and primarily driven by comments he had received.

- James Stegmaier, Rector
- Valerie Brown, Vice Rector
- Christine Darden, Secretary
- Pamela Currey, Chair, Academic & Student Affairs Committee
- Gregory Whirley, Chair, Facilities, Finance & Audit Committee
- Shavonne Gordon, Chair, Institutional Advancement Committee
- Glenn Sessoms, Chair, Personnel, Compensation & Governance Committee
- William Murray, Liaison, Real Estate Foundation
- Raul Herrera, Liaison, VSU Foundation

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Rector Winstead called for questions regarding the slate as presented. A Visitor expressed thoughts that the Board was letting go of institutional history and talent by not allowing current officers with one more year in their terms to continue to serve. Committee members discussed the decision process for compiling the slate and expressed concern that several board members had abstained from making nominations and asked for clarification on how the slate was developed for positions with the same number of nominations. A Visitor suggested that the Executive Committee address the issue of members abstaining from the nomination process with the full Board. A Visitor suggested that the Executive Committee also consider establishing a practice or policy to make decisions when there is a tie in nominations for one or more positions. Rector Winstead responded that this forum is the Executive Committee's opportunity to review and critique the slate presented by the Vice Rector. This is a slate compiled by the Vice Rector from the nominations of the Board.

At the request of a Visitor, Vice Rector Hill identified the positions which had a tie in nominations, which were Rector and Chair, Facilities, Finance & Audit. Discussion followed with committee members commenting on the nominations for these positions and suggesting adjustments to the recommended slate. The discussion also included questions to clarify the purpose of this Executive Committee meeting and suggestions to establish a practice or clear guidelines for the Executive Committee to develop the slate of officers in the future. The Rector stated that the process is outlined in the Board Bylaws; the Vice Rector developed the slate, shared it with him, and then the slate was presented to the Executive Committee for consideration. The slate is not a concrete slate. The Executive Committee now has the opportunity to review and exact its opinion about the slate. Whatever slate is developed today by the Executive Committee will be presented to the full Board at the Annual Meeting, and board members will have an opportunity to make nominations for each position from the floor.

Following the discussion, Vice Rector Hill offered a motion to accept the slate of officers as submitted. The motion was properly seconded by Visitor Richardson. The Committee voted by roll call; the motion failed with 3 votes-Yes, 4 votes-No.

The Committee reviewed the list of nominations for each position. Visitor Currey offered a motion to accept a revised slate of officers.

- Valerie Brown, Rector
- Glenn Sessoms, Vice Rector
- Christine Darden, Secretary
- Pamela Currey, Chair, Academic & Student Affairs Committee
- James Stegmaier, Chair, Facilities, Finance & Audit Committee
- Shavonne Gordon, Chair, Institutional Advancement Committee
- Raul Herrera, Chair, Personnel, Compensation & Governance Committee
- William Murray, Liaison, Real Estate Foundation
- Gregory Whirley, Liaison, VSU Foundation

The motion was properly seconded by Dr. Brown and passed by roll call vote with 5 votes-Yes, 2 votes-No. The Rector stated that this revised slate would be presented to the full Board for approval. The

Rector thanked Committee members for their participation, candor, and interest. The Rector also thanked Mr. Hill for his efforts.

REAFFIRMATION OF BOARD DOCUMENTS

The Rector asked for a motion for reaffirmation of board documents--Board Bylaws, Code of Ethics, Statement of Governance, and the Freedom of Information Act (FOIA) Rights and Responsibilities. A motion was made to recommend reaffirmation of all documents to the full Board at the Annual Meeting. The motion unanimously passed by roll call vote.

PROPOSED BOARD MEETING SCHEDULE FOR 2021-2022

The Executive Committee reviewed the proposed Board meeting schedule for 2021-2022 (August 5-6, 2021; September 16-17, 2021; November 18-19, 2021; February 3-4, 2022; and April 21-22, 2022). A motion was made to recommend approval to the full Board. The motion unanimously passed by roll call vote.

REPORTS AND RECOMMENDATIONS

Chair Sessoms reminded the Committee of the President’s Performance Evaluation process which is in progress. Regarding the Committee’s agenda for next year, the plan is to move forward with an Equity Study and a Climate Survey as soon as possible. In addition, the Committee is recommending a workshop on board assessment through the Association of Governing Board (AGB) to be held at the August 2021 Board Retreat. The University will provide financial support for the AGB workshop.

OTHER BUSINESS

ADJOURNMENT

There being no further business, the Rector adjourned the meeting at approximately 10:30 a.m.

Valerie K Brown
Valerie Brown, Rector

Christene M. Darden
Christine Darden, Secretary

9/16/21
Date

9/16/2021
Date