

**VIRGINIA STATE UNIVERSITY BOARD OF VISITORS
FULL BOARD MEETING
11:00 A.M., FRIDAY, NOVEMBER 19, 2021
The Gateway Dining & Event Center
(on the campus of Virginia State University)
(No Public Comment Period Scheduled)**

**DRAFT AGENDA
(as of 11.17.21)**

11:00 a.m.

**FULL BOARD MEETING CONVENED
(No Public Comment Period Scheduled)**

Rector Valerie K. Brown, Presiding

- Roll Call (*Dr. Christine Darden, Board Secretary*)
- Invocation (*Pastor Jasmyn Graham*)
- Approval of Agenda
- Rector's Remarks
- President's Remarks Dr. Makola M. Abdullah

BOARD APPROVALS

- Full Board Meeting Minutes, September 17, 2021

CLOSED SESSION(S)

- Discussion of the President's Compensation Package
- Discussion of Personnel Matters/Consultation with Legal Counsel

COMMITTEE REPORTS

- **Executive Committee**
 - **Information Item(s):**
- **Facilities, Finance & Audit Committee**
 - **Information Item:**
 - Summary of Updates the Division of Finance, Internal Audit, Technology Services
- **Academic & Student Affairs Committee**
 - **Approval Item:**
 - Resolution for the Approval to Sell Police Officer Firearm

COMMITTEE REPORTS (Continued)

- **Academic & Student Affairs Committee**
 - **Information Item:**
 - Summary of Updates from 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 Y. Thomas, Chair

- **Institutional Advancement Committee**
 - **Information Item:**
 - Summary of Updates (Government Relations, Office of Communications, Office of Institutional Advancement)

- **Personnel, Compensation & Governance Committee**
 - **Information Item(s):**
 - Board Matrix Update
 - President's Compensation Package Update

Report of Affiliated Foundation(s)

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

Legal Counsel Update (if any)

Announcements

Adjournment

**VIRGINIA STATE UNIVERSITY BOARD OF VISITORS
BOARD MEETING MINUTES
November 19, 2021**

*The Full Board Meeting was held in the Gateway Dining & Event center
on the campus of Virginia State University*

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 11:00 a.m.

ROLL CALL

A quorum was present.

Board Members Present:

Dr. Valerie Brown, Rector
Mr. Glenn D. Sessoms, Vice Rector (*electronic communication*)
Dr. Christine M. Darden, Secretary
Ms. Thursa Crittenden (*absent*)
Ms. Pamela A. Currey
Mr. Michael Flemming
Ms. Shavonne Gordon
Mr. Raul Herrera
Mr. Charlie W. Hill (*electronic communication*)
Mr. Jon Moore
Mr. William L. Murray
Mr. Edward Owens
Mr. Xavier Richardson
Mr. James J.L. Stegmaier (*absent*)
Mr. Wayne Turnage
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/Senior Vice President for Academic Affairs
Kevin Davenport, Vice President, Finance & Administrative
Shawri King-Casey, Senior Advisor, Institutional Ethics, Equity, and Compliance
Hubert Harris, Chief of Staff
Dr. Annie C. Redd, Special Assistant to the President/Board Liaison
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
Maurion Edwards, Chief Information Officer/Technology Services
Chief David Bragg, Associate Vice President, VSU Police Department
Tanya Simmons, Associate Vice President, Human Resources
William C. Sawyer, Institutional Advancement

Administration Present (continued)

Franklin Johnson, Jr., Alumni Relations/Institutional Advancement
Adrian Petway, Associate Vice President/Finance/Budget
Dr. Tia Minnis, Vice Provost for Academic Success, Planning & Institutional Effectiveness

Legal Counsel Present:

Cynthia Norwood, Assistant State Attorney General
Deborah A. Love, Senior Assistant Attorney General and Chief

Other Attendees:

Pastor Jasmyn Graham, Director of Campus Ministries
Yourdonus James, Office of Conference Services
Danette Johnson, President's Office
Debbie Jefferson, President's Office
Ri'Shawn Bassette, Office of Communications
Tasha Owens, Internal Audit
Tiffany Gullins, Alumni Relations
Theodore Reynolds, VSU DPPS
Marlo Green, Division of Finance
Gabriel Miles, Men's Cross-Country Team
Jalen Brownice, Men's Cross-Country Team
Chris Henry, Asst. Coach, Men's Cross-Country Team
Bryce Jordan, Men's Cross-Country Team
Darcell Dyson, II; Men's Cross-Country Team
Patrick Lewis, Men's Cross-Country Team
Joseph Lyons, Student Success & Engagement
Danny T. Giles, Staff Senate

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 personal reasons because of a conflict.
- Mr. Sessoms located in Cordova, VA; unable to attend due to personal reasons because of a conflict.

INVOCATION

Rector Brown invited Pastor Jasmyn Graham, Director of Campus Ministries, to offer the invocation.

APPROVAL OF AGENDA

The Board approved the agenda.

APPROVAL OF MINUTES

The Board approved the minutes from the September 17, 2021.

RECTOR'S REMARKS

The Rector opened the meeting by expressing gratitude to board committee chairs and the VSU staff for the work they're doing at the committee level. The Rector has received comments from board members who are really happy and comfortable with the level of information being shared. The Rector encouraged everyone to be good stewards and make wise decisions to set the pace and direction where VSU will go in the years to come.

PRESIDENT'S REMARKS

President Abdullah presented members of the VSU Men's Cross-Country Team to the Board which congratulated the team for winning the CIAA 2021 Championship. The President provided updates to the Board on enrollment retention, COVID-19, Homecoming 2021, recent elections, Commencement Fall 2021, Athletics, and *Telling the VSU Story*. The highlights included the exciting news that the enrollment data for fall 2020 and fall 2021 showed a 7% increase in the total number of students. In addition, the VSU retention rate is 76 percent, which is the highest retention rate at VSU in more than 20 years. To date, the total tested campus positivity rate and self-reports is below 1%. Homecoming 2021 was well attended with no incidents, no uptick in COVID numbers, and a victory on the football field.

CLOSED SESSION

The Rector asked for a motion to convene a closed session at approximately 11:22 a.m. for (1) consultation with legal counsel employed, or retained by public body regarding specific legal matters which require provision of legal advice by such counsel pursuant to Virginia code section 2.2-3711 (A)(8), and (2) personnel matters related to the employment, assignment, appointment or performance of specific employees, pursuant to Section 2.2-3711(A)(1) specifically relating to: 1) specific senior and administrative staff members and 2) the President's performance. The motion was made and properly seconded. The motion passed by voice vote. The Rector invited President Abdullah, Cynthia Norwood, Assistant Attorney General, Deborah Love, Senior Assistant Attorney General, and Dr. Annie C. Redd to remain for the closed session.

The Board re-convened in opened session with a roll call of voting members 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 motions by which the closed meeting was convened.

BOARD APPROVALS

Action on the minutes from the September 17, 2021 Full Board meeting (APPROVED). The motion was properly seconded and unanimously approved by voice vote.

Action on the approval of the Resolution for the sale of retired police officer firearm (APPROVED). The motion was properly seconded and unanimously approved by voice vote.

COMMITTEE REPORTS

Executive Committee

Rector Valerie Brown, Committee Chair, stated that Ms. Grindley Johnson, Secretary of Administration, was scheduled to attend the committee meeting for an informational session regarding Level II. The Secretary could not attend due to illness, so the discussion will be rescheduled for another meeting.

Facilities, Finance and Audit Committee

Mr. William Murray, the Vice Chair indicated that the committee received informational items from the Finance staff; there were no action items for approval other than meeting minutes. He wanted to make the Board aware that the University will bring forward a proposal to increase mandatory fees, specifically the technology fee, at the February 2022 meeting. The current technology fee is \$200; the proposed fee would be \$729. The detailed financial information shared by the CFO showed a strong year end cash position. The CFO also presented strong total enrollment and on campus enrollment which vindicated the administration's approach for very conservative budgeting and estimates. The Vice Chair also noted the update from Mike Reinholtz, the APA Manager was overall positive. Although APA has not completed the VSU audit, they expect to give an unqualified audit. The Interim Chief Audit Executive noted that there are no new OSIG hotlines. She presented an update and breakdown on special investigations. She explained that the primary focus has been on clearing corrective action plan items and that all audits have been placed on hold to help facilitate this prioritization.

The Rector added that the Committee used Mr. Reinholtz's expertise yesterday in seeking his opinions as the Board starts the process to fill the position of Internal Chief Audit Executive. As part of the discussion, the committee talked about breaking out the audit function from the FFA Committee as well as the Board directing the focus of the VSU internal audit. The Rector asked for comments from board members on the idea of a temporary FFA Adhoc committee to take the lead in reviewing internal audit practices/processes, the VSU charter and job description, and bringing back a recommendation. After discussion, the Rector announced that she will serve on the committee and appoint Mr. James Stegmaier, Jon Moore, Mr. William Murray. The staff liaison will be Ms. Shawri King- Casey.

Academic and Student Affairs Committee

Ms. Pamela Currey, Chair, presented one action item on the approval of the Resolution for the sale of retired police officer firearm to (Retired) Lt. Charles Baskerville. The Chair also recognized Mr. Hubert Harris on his pending retirement and thanked him for his service.

The Chair shared information about the newly established Division of Global Leadership and Civic Engagement and again congratulated the two student presenters on their accomplishments. The committee commended the campus community on its 89% COVID compliance vaccination rate. The Committee receives regular updates from the Provost on the Strategic Plan; the data presented at the November 18th meeting demonstrated areas of progress for fall 2021 such as the enrollment of 4300 and a 76% retention rate. The Committee received a summary of grant submission and grant related financial activity through the end of the first quarter of the fiscal 2022 and a comprehensive overview from the Division of Student Success and Engagement. Mr. Maurion Edwards, Chief Information Officer, shared a 60-day assessment of Technology Services with the AASA committee because of the

significant impact of technology services on academic affairs. Due to time constraints, the Chair asked Chief David Bragg to hold his report until the February 2022 meeting.

Reports from the Faculty and Student Representatives

Dr. Ceslav Ciobanu presented remarks on behalf of the Faculty Senate. Dr. Ciobanu indicated that the fall 2021 semester has been challenging but the framework of shared governance at VSU is on the highest level. He shared faculty concerns such as COVID-19 policies and in-person teaching, academic policy requirements/standards, climate and pay equity surveys, faculty engagement, and technology. Kameron Gray presented updates and highlights of academic policy requirements activities from the Student Government Association. Discussion followed related to concerns which included mandating booster vaccinations and the pass/fail grading option. The Chair also invited Mr. Danny Giles, Treasurer, to offer remarks on behalf of the Staff Senate.

Institutional Advancement Committee

Ms. Shavonne Gordon, Chair, stated that VSU continues to engage its local, state, and federal leaders with candidates and current legislators visiting the campus and meeting with our students or joining us for homecoming festivities. In the upcoming General Assembly session, we anticipate a good amount of funding as SCHEV approved a \$700 million budget recommendation which includes \$209 million in financial aid programs to improve student success and funding for low-and middle-income students. The SCHEV announced that VSU has satisfactorily met the performance standards of the VA Higher Opportunity Act and Appropriation Act and sent a recommendation to the Governor and General Assembly for our removal from probation status.

The Office of Communications continues to generate positive media, community, and social media interactions for VSU. The staff also continues to pursue ways to promote our new brand slogan, *Greater Happens Here*, through presentations to faculty, staff, and student representatives who are heartily embracing it. The Chair thanked Mr. Franklin Johnson and William Sawyer for stepping in to lead the Office of Institutional Advancement while Ms. Tonya Hall is on medical leave. The team provided a fundraising dashboard update which is evidence they have successfully continued donor and corporate fund-raising opportunities.

Personnel, Compensation, and Governance Committee

Mr. Raul Herrera, Chair, informed the Board that the President's contract has been signed. The Chair indicated that 100% percent of the Board voluntarily completed the Board Matrix and the committee reviewed the results. There is solid expertise on the board, although areas that could be reinforced or added include agriculture, technology, and real estate. The Rector will send the final matrix as part of a recommendation to the new Governor for his consideration of skills and expertise for future appointments. He noted that three members of the Board whose second terms will end as of June 30, 2022; and the committee is taking the suggestion to omit reference to the expertise of these members to have an accurate view of the current skills-set of this Board. There are two board members whose first terms will expire as June 30, 2022; they are eligible for reappointment. We will highlight the skills that they bring to the Board on the matrix.

President Abdullah acknowledged Mr. Hubert Harris, Chief of Staff, who will retire in December 2021. Mr. Harris served in several roles at VSU under three presidents for 11 years. The President and the Board congratulated and thanked Mr. Harris for his service to VSU.

Report from the VSU Foundation

Ms. Stith-Finch, Chair of the VSU Foundation, presented information on the Foundation’s investment portfolio highlights: the market value of the portfolio is \$28.7M as of October 31, 2021 compared to \$21.4M as of December 31, 2020. As compared to foundations under \$50M, VSU Foundation’s portfolio performance is in the 25th percentile for 1 year, 3 year, and 5-year timeframes. The amount of student scholarship and awards for 2020-21 was up from 2019-2020 with an increase of \$183,605. The Chair shared Bank of America’s commitment to diversity and inclusion as it looks to include VSU in a program to prepare minority/underserved high school students in Petersburg and the surrounding areas. She also acknowledged Bank of America for its work with our Reginald F. Lewis College of Business.

Visitor Jon Moore, the Liaison to the VSU Foundation, stated that the administration’s decision to have the Foundation manage \$4M of the Mackenzie Scott funds was a great decision which is reaffirmed by how well the fund is being managed. He was very pleased to hear a presentation from the Minority Small Business Center about the work it is doing in the Richmond region. Visitor Moore also commended Mr. Davenport, the VSU staff representative, for being a strong CFO and able to respond to the questions asked at the Foundation meeting. The Rector thanked Ms. Stith-Finch and the Foundation for the fantastic work they are doing in support of VSU.

LEGAL COUNSEL

There were no updates from Legal Counsel.

ADJOURNMENT

There being no further business, the Rector adjourned the meeting at approximately 2:30 p.m.

VALERIE K. BROWN

CHRISTINE M. DARDEN

Dr. Valerie K. Brown, Rector

Dr. Christine M. Darden, Secretary

2/4/2022

2/4/2022

Date

Date