

VIRGINIA STATE UNIVERSITY
BOARD OF VISITORS
Virginia State University, Virginia 23806

BOARD MEETING
MINUTES
Thursday, April 10, 2014

CALL TO ORDER

Mr. Harry Black, Rector, called the meeting of the Virginia State University (“VSU”) Board of Visitors (“Board”) to order in the Board room of Virginia Hall, on the campus of Virginia State University at 1:15 p.m.

ROLL CALL

A quorum was present.

Board Members Present:

Mr. Harry Black, Rector
Mr. Willie C. Randall, Vice Rector
Ms. Daphne M. Reid, Secretary (*absent*)
Mr. George K. Anas, II (*absent*)
Dr. William C. Boshier
Mr. Allyn Myles Carnam
Mr. Felix Davis, Jr.
Dr. Robert E. Denton, Jr.
Mr. Frederick S. Humphries, Jr. (*absent*)
Ms. Catherine H. Gillespie
Mr. Terone B. Green
Ms. Jennifer Hunter
Mr. E. Ray Murphy
Mr. James H. Starkey, III
Mr. Huron Winstead
Dr. Rodney Gaines, Faculty Member Representative
Mr. Jahliel Thurman, Student Government Association Representative (*absent*)

Administration Present:

Dr. Keith T. Miller, President
Dr. W. Weldon Hill, Vice President for Academic Affairs
Dr. Michael M. Shackelford, Vice President for Student Affairs
Mr. David J. Meadows, Vice President for Administration and Finance
Ms. Adrienne Whitaker, Interim Vice President for Institutional Advancement
Dr. Elliott L. Wheelan, Associate Vice President for Human Resources

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Mr. Cortez K. Dial, Chief of Staff
Ms. Joanne Curtis Taylor, Chief Audit Executive

Legal Counsel Present:

Mr. Roscoe C. Roberts, University Legal Counsel
Ms. Bonnie N. Degen, Legal Assistant, University Legal Counsel
Ms. Christy G. Brown, Paralegal, University Legal Counsel

Other Attendees:

Mr. L. A. Brockett, VSU Foundation
Dr. Deborah Goodwyn, Associate Professor, Language and Literature
Mr. Travis Edmonds, Office of Information Technology
Dr. Joyce Edwards, Associate Professor, Sociology, Social Work and Criminal Justice
Dr. Milton O. Faison, Assistant Professor, Biology
Mr. Hubert Harris, VSU Chief Information Officer
Ms. Michaela Hatcher, Internal Audit
Ms. Joyce Henderson, Executive Director, VSU Real Estate Foundation
Mr. Rossie Johnson, VSU Military Affairs
Mr. Frank Jones, President, VSU Foundation
Ms. Karin Kapsidelis, The Richmond Times Dispatch
Mr. Ernest Miller, VSU Institutional Advancement
Dr. Nicolle Parsons-Pollard, Associate Professor, Sociology, Social Work and Criminal Justice
Dr. Zoe Spencer, Professor, Sociology, Social Work, and Criminal Justice
Dr. Robert L. Turner, Executive Director, VSU Foundation
Dr. Isis Walton, Associate Professor, Sociology, Social Work and Criminal Justice

OPENING REMARKS

The Rector amended the agenda to include a Resource Committee item.

President Miller thanked the board members for their work and support in moving the University forward and highlighted current events taking place on campus.

The Rector recessed the meeting of the full Board at 1:22 p.m. to allow for concurrent Board Committee meetings. The reports of matters considered by the committees are included in the minutes of the Board's meeting held Friday, April 11, 2014.

**BOARD MEETING
MINUTES
Friday, April 11, 2014**

CALL TO ORDER

Mr. Harry Black, Rector, called the meeting of the Virginia State University (“VSU”) Board of Visitors (“Board”) to order in the Board room of Virginia Hall, on the campus of Virginia State University at 8:10 a.m.

ROLL CALL

A quorum was present.

Board Members Present:

Mr. Harry Black, Rector
Mr. Willie C. Randall, Vice Rector
Ms. Daphne M. Reid, Secretary (*absent*)
Mr. George K. Anas, II
Dr. William C. Boshier (*arrived 12:05 pm*)
Mr. Allyn Myles Carnam
Mr. Felix Davis, Jr.
Dr. Robert E. Denton, Jr.
Mr. Frederick S. Humphries, Jr. (*absent*)
Ms. Catherine H. Gillespie (*arrived 8:15 am*)
Mr. Terone B. Green (*arrived 8:15 am*)
Ms. Jennifer Hunter
Mr. E. Ray Murphy
Mr. James H. Starkey, III
Mr. Huron Winstead
Dr. Rodney Gaines, Faculty Member Representative
Mr. Jahliel Thurman, Student Government Association Representative (*absent*)

Administration Present:

Dr. Keith T. Miller, President
Dr. W. Weldon Hill, Vice President for Academic Affairs
Dr. Michael M. Shackelford, Vice President for Student Affairs
Mr. David J. Meadows, Vice President for Administration and Finance
Ms. Adrienne Whitaker, Interim Vice President for Institutional Advancement
Dr. Elliott L. Wheelan, Associate Vice President for Human Resources

Mr. Cortez K. Dial, Chief of Staff
Ms. Joanne Curtis Taylor, Chief Audit Executive

Legal Counsel Present:

Mr. Roscoe C. Roberts, University Legal Counsel
Ms. Bonnie N. Degen, Legal Assistant, University Legal Counsel
Ms. Christy G. Brown, Paralegal, University Legal Counsel

Other Attendees:

Ms. Charity Bickcum, VSU Athletics
Mr. L. A. Brockett, VSU Foundation
Ms. Rebecca Clements, VSU Athletics
Dr. Joyce Edwards, Associate Professor, Sociology, Social Work and Criminal Justice
Dr. Deborah Goodwyn, Associate Professor, Language and Literature
Mr. Hubert Harris, VSU Chief Information Officer
Ms. Michaela Hatcher, Internal Audit
Ms. Karen Helderman, Auditor of Public Accounts
Ms. Joyce Henderson, Executive Director, VSU Real Estate Foundation
Mr. Rossie Johnson, Military Affairs
Mr. Ivan Monacan, VSU Student
Dr. Nicolle Parsons-Pollard, Associate Professor, Sociology, Social Work and Criminal Justice
Ms. Kiara Reaford, VSU Athletics
Ms. Amber Seay, VSU Athletics
Dr. Zoe Spencer, Associate Professor, Sociology, Social Work, and Criminal Justice
Dr. Robert L. Turner, Executive Director, VSU Foundation

OPENING REMARKS

The Rector acknowledged the challenges and adversities of the past year, to which the University community effectively rose.

The Rector asked all present to pause for a moment of reverent silence.

APPROVAL OF MINUTES

Rector Black called for approval the minutes of the Board meeting held January 15-16, 2014, and the Executive Committee Meeting held March 13, 2014. A motion for their approval was made by Mr. Randall, seconded by Dr. Denton and the minutes were approved by voice vote.

PRESIDENT'S REMARKS

President Miller highlighted: partnerships with Interlink Alliance, Nigerian University, South African Youth Program, Richard Bland College and Genedge Alliance; distance education and digital course material usage; the University's mission from 1973-2007; global education, maintenance reserve and student financial aid; and continuous improvements, external relations and points of pride.

The President introduced Mr. Ivan Monacan, senior, Biology major. Mr. Monacan provided a brief overview as to why he selected Virginia State University, his extensive travel abroad research and overall excellent educational experience as a VSU student.

Executive Committee

The Board reviewed the current Virginia State University Code of Ethics. Mr. Anas presented and moved for approval the current Virginia State University Code of Ethics. The motion was seconded by Mr. Randall and carried by roll call voice vote.

The Board reviewed the current Virginia State University Freedom of Information Act Rights and Responsibilities statement. Mr. Winstead presented and moved for approval the current Virginia State University Freedom of Information Act Rights and Responsibilities statement. The motion was seconded by Mr. Randall and carried by roll call voice vote.

The Board reviewed the current Virginia State University Statement of Governance. Mr. Carnam presented and moved for approval the revised Virginia State University Statement of Governance with revisions reflecting consistency with the current board bylaws. The motion was seconded by Mr. Winstead and carried by roll call voice vote.

The Board reviewed the current Virginia State University Board of Visitors Bylaws. The following amendments were recommended by the Executive Committee: 1) the addition of a proposed student and faculty representative appointment process; 2) removal of officer limitations on simultaneous committee chairs appointments; 3) extend officer terms to two years, with unlimited terms; and 4) designation within the bylaws that the month of April will serve as the "Annual Meeting." Mr. Green presented and moved for approval the amended board bylaws. The motion was seconded by Mr. Randall and carried by roll call voice vote.

Rector Black called for approval the 2014-2015 Virginia State University Board of Visitors' meeting schedule. The motion for approval was made by Mr. Anas, Mr. Randall offered a friendly amendment to include a board retreat to take place prior to the first meeting of the year. The motion was seconded by Mr. Randall, and the meeting schedule was approved by voice vote.

Mr. Randall presented and moved for approval the 2014-2015 board officers, committee and liaison recommendations with an effective date of July 1, 2014. Board officer recommendations: Mr. Black, Rector; Mr. Randall, Vice Rector; Ms. Reid, Secretary. Board committee recommendations: Executive Committee, Mr. Black, Mr. Randall, Ms. Reid, Mr. Winstead, Dr. Denton and Ms. Hunter; Board Committee Chairs: Mr. Winstead, Chair, Facilities, Finance and Audit; Dr. Denton, Chair, Academic and Student Affairs; Mr. Randall, Chair, Resource; and Ms. Hunter, Chair, Institutional Advancement. Board liaisons: Mr. Green, Real Estate Foundation; Mr. Anas, VSU Foundation; Dr. Denton, VSU Research Foundation; Mr. Humphries, Reginald F. Lewis College of Business Foundation. The motion was seconded by Mr. Anas and carried by roll call voice vote.

COMMITTEE REPORTS

Institutional Advancement

(Committee members present: Starkey, Boshier, Anas, Denton, Gillespie, Hunter)

Mr. James Starkey, III, Chair of the **Institutional Advancement Committee**, gave a highlight of board giving for fiscal year 2014 and major gifts received through March 28, 2014.

Ms. Whitaker discussed: the reintroduction of the VSU magazine, which will be published twice annually; issuance of endowment statements; improvements to the stewardship program; and the Virginia State University Brick Campaign.

Facilities, Finance and Audit Committee

(Committee members present were: Murphy, Black, Carnam, Green, Randall, Winstead)

Mr. E. Ray Murphy, Chair of the **Facilities, Finance and Audit Committee**, asked that Mr. Meadows provide an overview of the proposed schedule of tuition and fees for academic year 2014-2015: \$218 increase for resident undergraduates (2.8%); \$796 increase for resident graduates (8.4%); \$646 increase for nonresident undergraduates (3.8%); \$1,216 increase for nonresident graduates (6.6%). On behalf of the committee, Mr. Murphy presented and moved for approval the resolution for Tuition and Fees for Academic Year 2014-2015. The motion carried by roll call voice vote.

On behalf of the committee, Mr. Murphy presented and moved for approval, the balanced Operating Budget for fiscal year 2014-2015, as certified by the Vice President of Administration and Finance, contingent upon legislative approval. The motion carried by roll call voice vote.

On behalf of the committee, Mr. Murphy presented and moved for approval, the resolution Authorizing Approval of Real Estate Authority, which authorizes the President and Vice President for Administration and Finance to approve and execute all easements to be acquired or conveyed by the University. The motion carried by roll call voice vote.

On behalf of the committee, Mr. Murphy presented and moved for approval, the resolution for conveyance to Chesterfield County, without financial remuneration, university property consisting of 3.931 acres for the Ettrick-Matoaca Library. The motion carried by roll call voice vote.

On behalf of the committee, Mr. Murphy presented and moved for approval, the resolution Authorizing Ratification of a Memorandum of Understanding with Chesterfield County for Water and Wastewater Service, Granting of Easements and Authorization to Execute a Memorandum of Understanding Amendment. The motion carried by roll call voice vote.

Mr. Meadows discussed the sublease agreement for an off campus extension facility with Oak Street African Methodist Episcopal Zion Church. Mr. Green disclosed a potential interest in the transaction and abstained from discussion and voting. On behalf of the committee, Mr. Murphy presented and moved for approval, the resolution Authorizing for Sublease Agreement for Off Campus Extension Facility with Oak Street African Methodist Episcopal Zion Church. The motion carried by roll call voice vote.

On behalf of the committee, Mr. Murphy presented and moved for approval, four resolutions Authorizing Grants of Easement for: Dominion Virginia Power and Columbia Gas; Dominion Virginia Power; Columbia Gas; and the Multipurpose Center Institutional Connector Road. The motion carried by roll call voice vote.

On behalf of the committee, Mr. Murphy presented and moved for approval, the resolution Authorizing Lease for Surplus Property and Storage Lease. The motion carried by roll call voice vote.

Mr. Meadows discussed the conveyance of Chesterfield Avenue property to the Trojan Development Company. Mr. Green disclosed a potential interest in the transaction and abstained from discussion and voting, but was available to answer questions. Extensive board discussion ensued. On behalf of the committee, Mr. Murphy presented and moved for approval, the resolution for conveyance of Chesterfield Avenue property to the Trojan Development Company, LLC. The motion carried by roll call voice vote.

Mr. Murphy briefly highlighted audit activities through March 2014, which included: 11 hotline issues, a departmental new hire; a departmental departure; and the University contract audit compliance review.

Ms. Karen Helderman, Project Manager, Auditor of Public Accounts, conducted a brief exit conference in which the University received an unqualified opinion on its financial statements for the year ending June 30, 2013. For the fiscal year 2013, there is one noted noncompliance issue regarding missing university equipment. The Auditor advised the Board that the Administration failed to notify APA and the State Police about the missing equipment. Discussion ensued. The Rector requested that the President consult with the Internal Auditor and provide the Board with

background on the situation, an after action report, a corrective action plan that will address any policy and procedure shortfalls, and identify how the Administration will pursue redress in the matter within the next 30 days.

The Auditor also discussed issues with state employees working for the VSU Foundation and the need for VSU to be reimbursed for time spent on VSU Foundation work.

Academic and Student Affairs

(Committee members present were: Boshier, Davis, Denton, Gillespie, Green, Murphy)

Dr. Robert Denton, Chair of the **Academic and Student Affairs Committee**, asked that Dr. Hill provide an update on: the Southern Association of Colleges and Schools (SACS) accreditation; SACS Board of Visitors core requirements; US News and World Report rankings; Wireless Technology Certificate program; the Faculty Handbook updates and revisions; Military Student Priority Registration Policy; fall 2014 enrollment; and enrollment management.

On behalf of the committee, Dr. Denton presented and moved for approval the Wireless Technology Certificate Program. The motion carried by roll call voice vote.

On behalf of the committee, Dr. Denton presented and moved for approval, the Military Student Priority Registration Policy. The motion carried by roll call voice vote.

Dr. Michael Shackleford provided a brief update on student health care and the Anti-hazing Task Force.

On behalf of the student body, Dr. Shackleford presented Mr. Carnam with a plaque as a token of appreciation for his support of the student body's community outreach efforts.

Dr. Gaines provided an update on: faculty bringing in keynote speakers to speak on various topics affecting the student body; Faculty Handbook revisions; classroom sizes, overloads and caps on classes; teaching hours and research; budget effects on sabbatical leave; faculty pursuing research grants; tenure and promotion schedule; faculty research recognition; faculty accomplishments; and academic dishonesty and technology in the classroom. Rector Black requested an update on the evolution of technology in the classroom and best practices.

Dr. Shackleford provided a brief update on campus security. A Management Plan has been developed which has allowed significant funding to address campus security issues.

On behalf of the Institutional Advancement Committee, Mr. Starkey presented and moved for approval the Board Policy on University-Related Foundations. The motion carried by roll call voice vote.

On behalf of the Institutional Advancement Committee, Mr. Starkey presented and moved for approval the Memorandum of Understanding (MOU) between Virginia State University and the Reginald F. Lewis College of Business. The motion carried by roll call voice vote.

CLOSED SESSION

In accordance with §§ 2.2-3711(A)(1)(7) and (10) of the *Code of Virginia*, Mr. Murphy moved to go into closed session at 1:49 p.m. for a discussion of personnel matters, honorary degrees and special awards, and consultation with legal counsel. The motion provided that President Miller, Dr. Hill, Attorney Roberts, Ms. Taylor and Ms. Hatcher attend the closed meeting as their presence was deemed necessary to aid the Board in its deliberations. The motion was seconded by Mr. Winstead, and carried by voice vote.

The Board reconvened in open session at 4:23 p.m. in accordance with § 2.2-3712(D) of the *Code of Virginia*. Mr. Murphy conducted the poll in which all board members certified that the Board only discussed personnel matters, honorary degrees and special awards, and consulted with legal counsel. All board members present certified compliance with the Virginia Freedom of Information Act.

Mr. Randall presented and moved for approval the President's recommendation on the acting Associate Vice President for Institutional Advancement's employment contract. The motion was seconded by Mr. Murphy and carried by roll call voice vote.

Mr. Randall presented and moved for approval the President's recommendations on annual employment contracts. The motion was seconded by Mr. Starkey and carried by roll call voice vote.

Mr. Randall presented and moved for approval the Presidential Medal recipient and commencement speaker. The motion was seconded by Mr. Murphy and carried by roll call voice vote.

Mr. Randall presented and moved for approval the resolution for the Estate of Pearly M. Edwards. The motion was seconded by Mr. Murphy and carried by roll call voice vote.

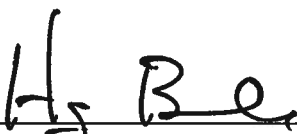
Mr. Randall presented and moved for approval the leave request for Dr. Lisa Edwards-Burrs. The motion was seconded by Mr. Starkey and carried by roll call voice vote.

Mr. Randall presented and moved for approval promotion and/or tenure for the following faculty members: Gwendolyn Thornton, tenure; Benita Brown, promotion to Full Professor; Jae-Kwang Hwang, promotion to Full Professor; Manying Qiu, promotion to Full Professor; Jewel Hairston, tenure; Laban K. Rutto, promotion to Associate Professor with tenure; Robert Wieman, promotion to Associate Professor with tenure; David Walter, promotion to Associate Professor with tenure; Byron Greenberg, promotion to Associate Professor with tenure; Karen Faison,

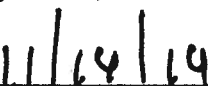
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Promotion to Full Professor; Ju Wang, promotion to Associate Professor with tenure. The motion was seconded by Mr. Murphy and carried by roll call voice vote.

There being no further business, the Rector adjourned the meeting of the Board at 4:37 p.m.



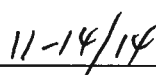
Harry Black, Rector



Date



Daphne Maxwell Reid, Secretary



Date

**VIRGINIA STATE UNIVERSITY
BOARD OF VISITORS**

**RESOLUTION FOR
TUITION AND FEES FOR ACADEMIC YEAR 2014-2015**

April 11, 2014

WHEREAS, the Commonwealth of Virginia funding policies and the impact of the economic forecast for the foreseeable future contained in the 2014-2016 Biennium Appropriations Act ("Act"); and

WHEREAS, the Act requires each institution to communicate its tuition and fee policy, as approved by the Board of Visitors to the Secretary of Education, the State Council of Higher Education for Virginia ("SCHEV"), and the Chairs of the House Appropriations and Senate Finance Committee by May 15 of each fiscal year; and

WHEREAS, the Board of Visitors has considered the proposed schedule of tuition, room, board, comprehensive, and miscellaneous fees, identified as Schedules A, B, C, D and E (attached); and

WHEREAS, the rates set for tuition, room, board, comprehensive, and miscellaneous fees, together with administrative actions to control costs, are intended to provide adequate coverage for basic instructional activities, related administrative support, other program and operating costs, and adequate debt service reserves for past and future construction projects utilizing bonded funds.

NOW, THEREFORE, BE IT RESOLVED THAT, the Board of Visitors of Virginia State University approves the tuition, room, board, comprehensive, and miscellaneous fees, found on Schedules A, B, C, D, and E, to be charged to students during the 2014-2015 academic year.

BE IT FURTHER RESOLVED THAT, the President shall monitor any subsequent actions of the General Assembly between now and the beginning of Fiscal Year 2015 for legislative impact on the tuition and fee policy and related funding, and shall implement timely changes required by such legislation, and shall report such action to the Board of Visitors at its next regularly scheduled meeting; and

BE IT FURTHER RESOLVED THAT, the President is authorized to establish miscellaneous fees for items not listed in Schedule D, in response to emerging needs and changing circumstances.




Harry Black, Rector



Date



Daphne Maxwell Reid, Secretary



Date

**VIRGINIA STATE UNIVERSITY
BOARD OF VISITORS**

**RESOLUTION AUTHORIZING THE OPERATING BUDGET FOR
FISCAL YEAR 2014-2015**

APRIL 11, 2014

WHEREAS, the Board of Visitors, has today given consideration and approved tuition and fee rates for Fiscal Year 2014-2015, within the limits set by the Commonwealth of Virginia as proposed by the Governor, based on the latest information available to the University for what it is believed to become the 2014-2016 Biennium Appropriation Act (Act), once the Governor has signed the final bill; and

WHEREAS, the tuition and fee rates approved for Fiscal Year 2014-2015 as presented by the Administration are deemed reasonable and consistent with past Appropriation Acts; and

WHEREAS, the appropriations to the University, which authorize the state funding and spending authority for the University, including the Cooperative Extension and Agricultural Research Services budget, but not including local University or VSU Foundation funding, are limited to the amounts and conditions in the Act; and

WHEREAS, the University has forecast revenue collections from all sources for Fiscal Year 2014-2015, based on conservatively anticipated enrollment levels; and

NOW, THEREFORE, BE IT RESOLVED the Board of Visitors approves the Proposed Operating Budget appearing on the attached Table I; and

BE IT FURTHER RESOLVED THAT, the Board of Visitors approves the Educational and General (E&G) Budget appearing on the attached Schedule I; and

BE IT FURTHER RESOLVED THAT, the Board of Visitors approves the budgeted amounts for the Auxiliary Enterprise programs as appearing on Schedule II; and

BE IT FURTHER RESOLVED THAT, the Board of Visitors approves the State Student Financial Assistance budget which equals the University's appropriation and noted E&G transfers as appearing on Table I; and

BE IT FURTHER RESOLVED THAT, the Board of Visitors approves expenditures in support of Sponsored Programs that have been properly awarded to the University and up to the amounts for which cash will be made available during the course of Fiscal Year 2014-2015 or as appearing in Table I; and


BE IT FURTHER RESOLVED THAT, the Board of Visitors approves the projected budget for local University and VSU Foundation funding, as presented on Table I; and

BE IT FURTHER RESOLVED THAT, the Board of Visitors authorizes the President to allocate and cause to be expended tuition, room, board, comprehensive and other fees collected beyond base projections, up to the amount appropriated and adjustments required and allowed by language in the Act, any additional General Fund Appropriation which may be incorporated in the final Appropriation Act and also to reallocate and expend all unexpended fiscal year 2013-2014 Educational and General and Auxiliary Enterprise funding that may be re-appropriated for use in fiscal year 2014-2015 and to expend local funds available to the University should the need arise; and

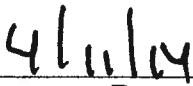
BE IT FURTHER RESOLVED THAT, the University President shall provide to the Board, at its next regularly scheduled board meeting, a presentation of the actual budget distribution.



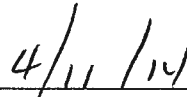
Harry Black, Rector



Daphne Maxwell Reid, Secretary



Date



Date

**RESOLUTION OF THE
VIRGINIA STATE UNIVERSITY BOARD OF VISITORS
AUTHORIZING APPROVAL OF REAL ESTATE AUTHORITY**

WHEREAS, Section 23-4.1 of the *Code of Virginia* authorizes the boards of visitors or trustees of all State educational institutions to grant easements for roads, streets, sewers, waterlines, electric and other utility lines or other purposes on any property now owned or hereafter acquired by such boards of visitors or trustees, when, in the discretion of such visitors or trustees it is deemed proper to grant such easements; and

WHEREAS, Section 23-38.88 of the *Code of Virginia* authorizes eligible institutions of higher education to convey an easement pertaining to any property such institution owns or controls as provided in subsection C of § 2.2-1150 of the *Code of Virginia* and to acquire easements as provided in subdivision 4 of § 2.2-1149 of the *Code of Virginia*; and

WHEREAS, the bylaws of the Board of Visitors for Virginia State University grant the President or the Vice President for Administration and Chief Financial Officer the authority to execute all legal documents, after review by legal counsel, relating to the granting of easements.

BE IT RESOLVED, that the President of the University or the Vice President for Administration and Chief Financial Officer have further authority to approve and execute, on behalf of the University, after review by legal counsel and after proper due diligence has been performed to ensure compliance with approved guidelines and applicable laws, all easements to be acquired or conveyed for the benefit of the Commonwealth.


NOW, THEREFORE, BE IT RESOLVED THAT, that the Board of Visitors of Virginia State University does hereby authorize and direct the President and/or his designee to approve, execute and deliver all documents and to take such other action as may be necessary or appropriate to properly effectuate the aforementioned easements.



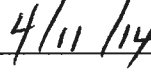
Harry Black, Rector



Date



Daphne Maxwell Reid, Secretary



Date

**RESOLUTION OF THE
VIRGINIA STATE UNIVERSITY BOARD OF VISITORS**

WHEREAS, § 2.2-1150(A)(1) of the *Code of Virginia* provides that, when it is deemed to be in the public interest, property owned by the Commonwealth of Virginia may be sold, leased, or other interests therein conveyed to political subdivisions, public authorities, or the federal government, for such consideration as is deemed proper; and

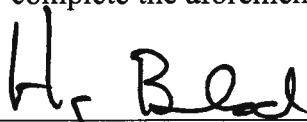
WHEREAS, the County of Chesterfield (the "County") and Virginia State University (the "University") entered into a ground lease in 1973 for the purpose of the County to construct and operate the Ettrick Library on 2.127 acres owned by the University; and

WHEREAS, the County seeks to expand the Ettrick Library outside of the area under the ground lease; and

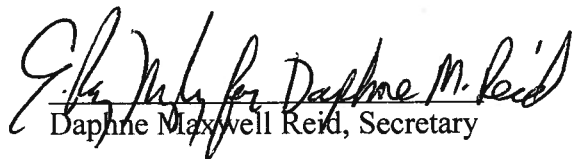
WHEREAS, the County and University, in recognition of the permanency of the Ettrick Library, deem it to be in the public interest for the County to own the site of the Ettrick Library.

NOW, THEREFORE, BE IT RESOLVED THAT, subject to the approval of the Governor, the Board of Visitors of Virginia State University does hereby deem it to be in the public interest and proper to authorize and does hereby authorize the conveyance to the County, without financial remuneration and subject to such reverter or other restrictions or rights as deemed appropriate by the President and/or the Vice President for Administration and Chief Financial Officer, of the University's real property consisting of approximately 3.931 acres, as substantially shown on the plat prepared by Timmons Group, and entitled "Plat Showing Ettrick-Matoaca Library Site, Matoaca District, Chesterfield, Virginia," dated September 6, 2013, last revised March 25, 2014, attached hereto as Exhibit A.

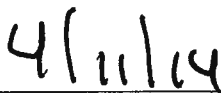
AND, BE IT FURTHER RESOLVED THAT, the Board of Visitors of Virginia State University does hereby authorize and direct the President and/or his designee to execute and deliver all documents and to take such other action as may be necessary or appropriate to properly complete the aforementioned conveyance of University real property.



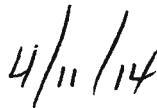
Harry Black, Rector



Daphne Maxwell Reid, Secretary



Date



Date

**RESOLUTION OF THE
VIRGINIA STATE UNIVERSITY BOARD OF VISITORS**

**AUTHORIZING RATIFICATION OF A MEMORANDUM OF UNDERSTANDING
WITH CHESTERFIELD COUNTY FOR WATER AND WASTEWATER SERVICE,
GRANTING OF EASEMENTS AND AUTHORIZATION TO EXECUTE A
MEMORANDUM OF UNDERSTANDING AMENDMENT**

WHEREAS, Section 2.2-1150(A)(1) of the *Code of Virginia* provides that, when it is deemed to be in the public interest, property owned by the Commonwealth of Virginia may be sold, leased or other interests therein conveyed to political subdivisions, public authorities, or the federal government, for such consideration as is deemed proper; and

WHEREAS, Section 23-4.1 of the *Code of Virginia* authorizes the boards of visitors or trustees of all State educational institutions to lease or sell and convey whatever interest they may have in real property that has been or may hereafter be acquired by purchase, will or deed of gift; and

WHEREAS, Section 23-4.1 of the *Code of Virginia* further authorizes the boards of visitors or trustees of all State educational institutions to grant easements for roads, streets, sewers, waterlines, electric and other utility lines or other purposes on any property now owned or hereafter acquired by such boards of visitors or trustees, when, in the discretion of such visitors or trustees it is deemed proper to grant such easements; and

WHEREAS, the existing water storage capacity at Virginia State University is not adequate to supply firefighting water to new and existing facilities; and

WHEREAS, an afore-approved Memorandum of Understanding with Chesterfield County for water and wastewater service is mutually advantageous; and

WHEREAS, the Board of Visitors supports the ratification of the afore-approved Memorandum of Understanding and its amendment and the granting of easements to Chesterfield County.

NOW, THEREFORE, BE IT RESOLVED THAT, the Board of Visitors of Virginia State University does hereby deem it to be in the public interest and proper to approve and does hereby approve:

1. Ratification of the approved Memorandum of Understanding with Chesterfield County for water and wastewater services (a copy of which is attached hereto as Exhibit A) and of all actions previously taken by or on behalf of Virginia State University with respect to the Memorandum of Understanding.
2. Ratification of the grant by Virginia State University of permanent utility easements to the County of Chesterfield, Virginia, for the tank and waterlines on University property; of the execution, delivery recordation of the Water Easement Agreement (a

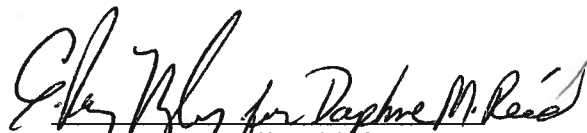
copy of which is attached hereto as Exhibit B); and of all actions previously taken by or on behalf of Virginia State University with respect to such easements.

3. Authorization to amend and restate the Memorandum of Understanding with Chesterfield County for water and wastewater services to include, without limitation, (i) placement of the Virginia State University logo on two sides of the new tank; (ii) establishment of cost sharing of any revenue generated from the tank, including cellular carriers; (iii) governance of the Commonwealth of Virginia when working on Virginia State University property; (iv) acknowledgement of known historic resources at Randolph Farm; and (v) cap on annual rate increases.
4. Approval of working drawings for construction of Phases 1 and 2 prepared by Chesterfield County, copies of which have been provided to the Board of Visitors.

AND, BE IT FURTHER RESOLVED THAT, the Board of Visitors of Virginia State University does hereby authorize and direct the President and/or his designee to take any and all actions as may be necessary or appropriate to properly complete the aforementioned transactions, including without limitation, executing and delivering any and all amendments, restatements, easements, instruments, consents, agreements, and/or documents in furtherance thereof.



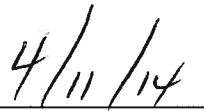
Harry Black, Rector



Daphne Maxwell Reid, Secretary



Date



Date

**RESOLUTION OF THE
VIRGINIA STATE UNIVERSITY BOARD OF VISITORS**

**AUTHORIZATION FOR SUBLEASE AGREEMENT FOR OFF CAMPUS EXTENSION
FACILITY WITH OAK STREET AFRICAN METHODIST EPISCOPAL ZION
CHURCH**

WHEREAS, Section 23-38.88 of the *Code of Virginia* authorizes public institutions of higher education to enter into operating leases; and

WHEREAS, the University has been awarded a Grant from the U.S. Department of Agriculture for the purpose of developing a year round sustainable food production and training center in the heart of Historic Petersburg; and


WHEREAS, a suitable facility has been identified and is available through a sublease with Oak Street African Methodist Episcopal Zion Church; and

WHEREAS, Oak Street African Methodist Episcopal Zion Church has leased the property from the City of Petersburg through a master lease which specifically identifies Virginia State University Agriculture Department as a potential subtenant to the master lease; and

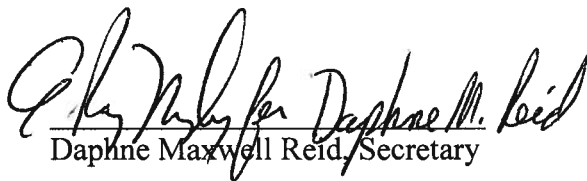
WHEREAS, the proposed sublease has been reviewed, along with the Master Lease, by the Virginia Department of General Services, Division of Real Estate Services; and

NOW, THEREFORE, BE IT RESOLVED THAT, the Board of Visitors of Virginia State University hereby authorizes execution of a sublease agreement with Oak Street African Methodist Episcopal Zion Church upon the terms and conditions deemed appropriate by the President and/or his designee, who are further authorized to approve and to take any and all actions as may be necessary or appropriate to properly complete the aforementioned transactions, including without limitation, executing and delivering any and all amendments, restatements, instruments, consents, agreements, and/or documents in furtherance thereof.

AND, BE IT FURTHER RESOLVED THAT, all actions previously taken by or on behalf of Virginia State University with respect to this sublease are hereby ratified and approved.



Harry Black, Rector



Daphne Maxwell Reid, Secretary

4/11/14

Date

4/11/14

Date

**RESOLUTION OF THE
VIRGINIA STATE UNIVERSITY BOARD OF VISITORS**

AUTHORIZING GRANT OF EASEMENTS

WHEREAS, Section 23-4.1 of the *Code of Virginia* authorizes the boards of visitors or trustees of all State educational institutions to grant easements for roads, streets, sewers, waterlines, electric and other utility lines or other purposes on any property owned or acquired by such boards of visitors or trustees, when, in the discretion of such visitors or trustees it is deemed proper to grant such easements; and

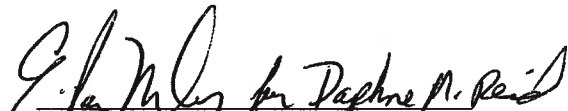
WHEREAS, the Lockett Hall renovation project at Virginia State University requires electrical service and gas pipeline infrastructure, and it is therefore necessary to grant easements as substantially depicted in the approximate locations shown on the attached Exhibits A and B.

NOW, THEREFORE, BE IT RESOLVED THAT, the Board of Visitors of Virginia State University hereby authorizes the granting of the aforementioned easements to Dominion Virginia Power and Columbia Gas of Virginia, Inc.;

AND, BE IT FURTHER RESOLVED THAT, the Board of Visitors of Virginia State University does hereby authorize and direct the President and/or his designee to execute and deliver all documents and to take such other action as may be necessary or appropriate to properly complete the aforementioned easements.



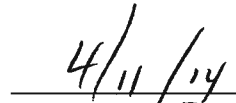
Harry Black, Rector



Daphne Maxwell Reid, Secretary



Date



Date

**RESOLUTION OF THE
VIRGINIA STATE UNIVERSITY BOARD OF VISITORS
AUTHORIZING GRANT OF EASEMENTS**

WHEREAS, Section 23-4.1 of the *Code of Virginia* authorizes the boards of visitors or trustees of all State educational institutions to grant easements for roads, streets, sewers, waterlines, electric and other utility lines or other purposes on any property owned or acquired by such boards of visitors or trustees, when, in the discretion of such visitors or trustees it is deemed proper to grant such easements; and

WHEREAS, the Multipurpose Center at Virginia State University requires electrical service and it is therefore necessary to grant an easement as substantially shown on the attached Exhibit A.

NOW, THEREFORE, BE IT RESOLVED THAT, the Board of Visitors of Virginia State University hereby authorizes the granting of the aforementioned easement to Dominion Virginia Power;

AND, BE IT FURTHER RESOLVED THAT, the Board of Visitors of Virginia State University does hereby authorize and direct the President and/or his designee to execute and deliver all documents and to take such other action as may be necessary or appropriate to properly complete the aforementioned easement.



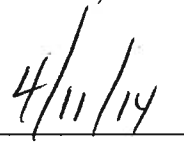
Hans Black, Rector



Daphne Maxwell Reid, Secretary



Date



Date

**RESOLUTION OF THE
VIRGINIA STATE UNIVERSITY BOARD OF VISITORS
AUTHORIZING GRANT OF EASEMENT**

WHEREAS, Section 23-4.1 of the *Code of Virginia* authorizes the boards of visitors or trustees of all State educational institutions to grant easements for roads, streets, sewers, waterlines, electric and other utility lines or other purposes on any property owned or acquired by such boards of visitors or trustees, when, in the discretion of such visitors or trustees it is deemed proper to grant such easements; and


WHEREAS, the Multipurpose Center at Virginia State University requires underground gas service and it is therefore necessary to grant a utility easement to provide such service as shown on the attached Exhibit A.

NOW, THEREFORE, BE IT RESOLVED THAT, the Board of Visitors of Virginia State University hereby authorizes the granting of the aforementioned easement to Columbia Gas of Virginia, Inc.;

AND, BE IT FURTHER RESOLVED THAT, the Board of Visitors of Virginia State University does hereby authorize and direct the President and/or his designee to execute and deliver all documents and to take such other action as may be necessary or appropriate to properly complete the aforementioned easement.



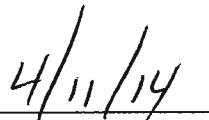
Harry Black, Rector



Daphne Maxwell Reid, Secretary



Date



Date

**RESOLUTION OF THE
VIRGINIA STATE UNIVERSITY BOARD OF VISITORS**

AUTHORIZING MULTIPURPOSE CENTER INSTITUTIONAL CONNECTOR ROAD

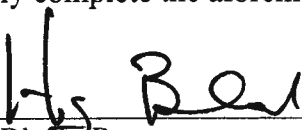
WHEREAS, the Board of Visitors supports the construction of the Multipurpose Center, reflecting the Campus Master Plan and 20/20 Vision Plan and benefitting the University and its own campus expansion development; and

WHEREAS, it is necessary for Virginia State University to establish a connector road to facilitate traffic flow for the Multipurpose Center.

NOW, THEREFORE, BE IT RESOLVED THAT, the Board of Visitors of Virginia State University does hereby deem it to be in the public interest and proper to authorize and does hereby authorize:

1. The new Multipurpose Center site connector road be deemed an institutional road; and
2. The connector road be established and constructed to the standards set forth by the Virginia Department of Transportation; and
3. Submittal of a request to the Virginia Department of Transportation Commissioner of Highways to assume all maintenance, including but not limited to mowing, snow removal and signage where appropriate of the segment of road from Fourth Avenue to Chesterfield Avenue at the new Multipurpose Center Building, as shown on Exhibit A and B dated September 10, 2013, attached hereto, located on the property of Virginia State University; and
4. The University to retain police powers over such road in accordance with Section 33.1-33 of the *Code of Virginia*; and
5. The University to control access to the connector road including the installation of a security gate at Fourth Avenue.


AND, BE IT FURTHER RESOLVED THAT, the Board of Visitors of Virginia State University does hereby authorize and direct the President and/or his designee to execute and deliver all documents and to take such other action as may be necessary or appropriate to properly complete the aforementioned transactions.



Harry Black, Rector

4/11/14

Date



Daphne Maxwell Reid, Secretary

4/11/14

Date

**RESOLUTION OF THE
VIRGINIA STATE UNIVERSITY BOARD OF VISITORS**

AUTHORIZING LEASE FOR SURPLUS PROPERTY AND STORAGE LEASE


WHEREAS, Section 23-38.88 of the *Code of Virginia* authorizes public institutions of higher education to enter into operating leases; and

WHEREAS, a leased warehouse location for storage of surplus property is required to adhere to central agency management and retention policies; and

WHEREAS, the existing lease agreement with Midway, LLC will terminate on July 31, 2014; and

WHEREAS, a search for a warehouse has identified 1711 Midway Avenue, Petersburg, Virginia, as the property most advantageous to the University.

NOW, THEREFORE, BE IT RESOLVED THAT, the Board of Visitors of Virginia State University hereby authorizes execution of a lease agreement with Radcliffe Warehouses LLC upon the terms and conditions deemed appropriate by the President and/or his designee, who are further authorized to approve and execute said lease agreement and such additional documents as may be necessary.



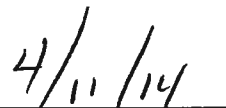
Harry Black, Rector



Daphne Maxwell Reid, Secretary



Date



Date

**RESOLUTION OF THE
VIRGINIA STATE UNIVERSITY
BOARD OF VISITORS**

POLICY ON UNIVERSITY-RELATED FOUNDATIONS

WHEREAS, the Board of Visitors has recognized the need to adopt policies governing its support foundations; and

WHEREAS, the Board of Visitors charged University Legal Counsel with development of a policy that addresses the accountability of affiliated foundations; and

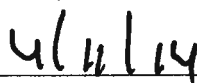
WHEREAS, the Board of Visitors finds that the proposed "Policy on University-Related Foundations" is appropriately designed to ensure efficiency and accountability among, and maintain independence and integrity within, all university foundations that are established and operated for the University's benefit and that use the University's name and resources.

NOW, THEREFORE BE IT RESOLVED THAT, based upon the expressed and implied powers of the Board of Visitors to protect and preserve the University's interests and properties, the "Policy on University-Related Foundations," attached hereto, be and hereby is approved.

BE IT FURTHER RESOLVED THAT, the President be and hereby is delegated the authority to: (1) designate administrative responsibility to ensure sufficient university monitoring of foundation compliance with the policy; (2) adjust the sequence or substance of specific reporting requirements in order to minimize any undue burden on, or otherwise to accommodate the unique circumstances of, particular foundations; and (3) prevail upon the governing boards of the foundations to take prompt action to correct any abuses that adversely affect the foundations or the University.



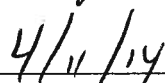
Harry Black, Rector



Date



Daphne Maxwell Reid, Secretary



Date

Virginia State University
Virginia State University, Virginia

Resolution of
The Board of Visitors of
Virginia State University

Contract Continuation/Renewals

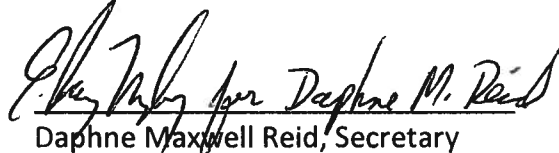
WHEREAS, the Board of Visitors bylaws require the President to prepare a listing of contract continuation/renewals for Assistant Vice Presidents, Associate Vice Presidents, Deans, and Vice Presidents to be presented to the Resource Committee in the April board meeting.


WHEREAS, the Board of Visitors will affirm or not affirm the continuation/renewal of contracts in the April board meeting.

NOW, THEREFORE, BE IT RESOLVED, the Board of Visitors of Virginia State University hereby affirms or not affirms the continuation/renewals of contracts as noted in the attached listing.

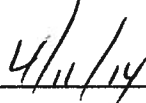


Harry Black, Rector


Daphne Maxwell Reid, Secretary



Date



Date

**Resolution of
The Board of Visitors of
Virginia State University**

Estate of Pearly M. Edwards

WHEREAS, Mrs. Pearly M. Edwards graduated from Virginia State University in 1946 with a Bachelor of Science degree and was active during her entire adult life in University functions and fund raising; and

WHEREAS, Mrs. Edwards was notably recognized as the "Alumnus of the Year for 2002" by the Virginia State University Alumni Association citing her for her distinguished service; and

WHEREAS, Mrs. Edwards, in her Last Will and Testament, dated May 8, 2001, and recorded in the Clerk's Office of the Circuit Court of the City of Chesapeake, Virginia, in Will Book 153 at Page 417, did give, devise and bequeath one percent (1%) of all her real and personal property to Virginia State University (the "University"); and

WHEREAS, the real estate known as 619 Leonard Avenue in the City of Chesapeake, Virginia (the "Property"), was a portion of the aforementioned real and personal property of Pearly M. Edwards at the time of her death; and

WHEREAS, the aforementioned real and personal property of Pearly M. Edwards was determined by the Commissioner of Accounts of the Circuit Court of the City of Chesapeake, Virginia to total \$279,160.83; and

WHEREAS, Virginia State University received as beneficiary under the will of Mrs. Pearly M. Edwards a check in the amount of \$2,791.62 on September 15, 2011, representing its one per cent interest in the value of the estate as specified by said will; and

WHEREAS, the University, having received its one percent share of the Estate of Pearly M. Edwards that was devised and bequeathed by her Last Will and Testament, now wishes to disclaim any right, title and interest in its undivided interest in the Property;

NOW, THEREFORE, the Board of Visitors of Virginia State University does desire to grant, convey, remise, release and QUITCLAIM WITHOUT WARRANTY unto James R. Edwards, in fee simple, the following described Property, to wit:

ALL those certain lots, pieces or parcels of land with the improvements thereon and appurtenances thereunto belonging, situate, lying and being in the City of Chesapeake (formerly South Norfolk), Virginia, known, numbered and designated as Lots Numbered Eleven (11), Twelve (12) and Thirteen (13), in Block "Z", on that certain plat of Oakdale recorded in the Clerk's Office of the Circuit Court of the City of Chesapeake (formerly Norfolk County), Virginia, in Map Book 5 at Page 13. Said lots front 25 feet on the south side of Collingswood Avenue and

extend southwardly between parallel lines. Reference is hereby made to said plat for a full description of said lots.

BEING the same property conveyed to James Edwards and Pearly M. Edwards, husband and wife, as joint tenants by the entireties with right of survivorship, by deed dated July 30, 1960 from Margaret Wilson Cornick, unmarried, Martin Luther Cornick, Jr., and Virginia W. Cornick, his wife, recorded in the Clerk's Office of the City of Chesapeake (formerly South Norfolk) in Deed Book 39 at Page 531. The said James Edwards died on June 27, 1989 and the aforesaid property was vested in Pearly M. Edwards by operation of law. The said Pearly M. Edwards died testate on January 20, 2011, and by her Last Will and Testament recorded in the aforesaid Clerk's Office in Will Book 153 at Page 417, and put to probate in Will Book 153 at Page 420, bequeathed a one percent (1%) undivided interest to the Grantor herein.

The Property shall be conveyed in its "AS IS" condition by deed prepared by the Attorney General of Virginia. This conveyance should be made expressly subject to any and all covenants, easements, conditions, restrictions and agreements as are of record, insofar as they may be lawfully applicable to the Property hereby conveyed. This conveyance should be further subject to any unrecorded utility easements, including any relocated easements for utilities and any relocated utility lines and related facilities, on, under or across the Property.

Harry Black

Harry Black, Rector

4/18/14

Date

Daphne Maxwell Reid

Daphne Maxwell Reid, Secretary

4/18/14

Date