

**VIRGINIA STATE UNIVERSITY
BOARD OF VISITORS
Petersburg, Virginia 23806**

**MINUTES
Thursday, January 21, 2010**

CALL TO ORDER

Mr. Earnest J. Edwards, Rector, called the meeting of the Virginia State University Board of Visitors ("Board") to order in the King George meeting room in the Wyndham Virginia Crossings Hotel and Conference Center, Glen Allen, Virginia at 8:33 a.m.

ROLL CALL

A quorum was present.

Board Members Present:

Mr. Earnest J. Edwards, Rector
Brigadier General (RET) Alfred J. Cade, Vice Rector
Ms. Katherine Elam Busser, Secretary (*absent*)
Mr. Jerry B. Bias (*absent*)
Ms. Erika T. Davis
Mr. Felix Davis, Jr.
Dr. Mary Hatwood Futrell
Mr. Christopher H. Holden (*absent*)
Mr. Richard D. Legon (*absent*)
Ms. Maureen D. Massey
Mr. E. Ray Murphy
Ms. Daphne M. Reid
Mr. James H. Starkey, III
Ms. Barbara Steverson
Mr. Spencer L. Timm
Dr. Ben U. Nwoke, Faculty Member Representative
Ms. Cassandra Campbell, SGA Representative

Administration Present:

Dr. Eddie N. Moore, Jr., President
Dr. W. Weldon Hill, Interim Vice President for Academic Affairs
Dr. Robert L. Turner, Jr., Vice President for Development
Dr. Michael M. Shackelford, Vice President for Student Affairs
Mr. David J. Meadows, Vice President for Administration and Finance
Mr. Cortez K. Dial, Chief of Staff
Dr. Elliott L. Wheelan, Jr., Associate Vice President for Compliance

Board of Visitors
MINUTES
Page 2

Ms. Mona Adkins-Easley, Associate Vice President for Human Resources
Ms. Joanne Curtis Taylor, Chief Audit Executive
Ms. Stephanie W. Hayes, Financial Policy Advisor to the President
Ms. Gwen Williams Dandridge, Administrative Policy Advisor to the President

Legal Counsel Present:

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

Other Attendees

Mr. Ronald C. Forehand, Senior Assistant Attorney General, Chief, Education Section
Office of the Attorney General of Virginia
Dr. Wondi Mersie, Associate Dean and Director of Research, Agriculture Research Station
Mr. Kenneth Jackson, Advance Facilitator, The Oak Group
Ms. Gail Brooks, Advance Facilitator, The Oak Group
Mr. Travis Edmonds, Information Technology

OPENING REMARKS

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

Mr. Edwards introduced to the Board Mr. Kenneth Jackson and Ms. Gail Brooks of The Oak Group, who were to serve as the facilitators for the Board's Advance.

PRESIDENT'S STATEMENT

President Moore expressed his gratitude to the current Board as well as past Board members that he had the pleasure of working with over the last 17 years. He reflected on the supportiveness of the Board to the administration and its efforts.

President Moore highlighted the University's Budget, possible solutions, and the impact of those solutions.

The President discussed: Dr. Keith T. Miller's recent visit, the Richmond Times Dispatch's article on university presidential salaries, and the faculty's response to the article.

President Moore asked Dr. Wondi Mersie, Principal Investigator for the Parthenium Project, to discuss the University's efforts in Ethiopia. The University has been very active internationally in the last 17 years, and completed several projects and many volunteer assignments. Dr. Mersie spoke on seeking funding to allow VSU students the opportunity to partake in an independent study program.

President Moore discussed his conversations with the Faculty Senate and the Business School regarding supporting the appointment of Dr. W. Weldon Hill as Provost, Vice President of Academic Affairs, and Dr. Mirta Martin as the Dean of the School of Business. Both appointments received overwhelming endorsements from the faculty.

The Rector adjourned the meeting of the Board at 9:23 a.m. for concurrent committee sessions.

The meeting of the Board reconvened in the King George meeting room in the Wyndham Virginia Crossings Hotel and Conference Center, Glen Allen, Virginia at 1:41 p.m. BG (RET) Cade conducted the roll call confirming the attendance of all members present in the first segment of the Board meeting.

APPROVAL OF MINUTES

Mr. Edwards called for approval of the minutes of the Board meeting held November 4, 2009. A motion for their approval was made by Mr. Timm, seconded by Ms. Massey, and the minutes were approved by voice vote. Mr. Edwards called for approval of the minutes of the special board meeting held November 30, 2009. A motion for their approval was made by Dr. Futrell, seconded by Ms. Massey, and the minutes were approved by voice vote.

COMMITTEE REPORTS

Academic and Student Affairs

Dr. Mary Hatwood Futrell, Chair of the **Academic and Student Affairs Committee**, asked that Dr. Hill give an executive summary of the committee report. The committee discussed reshaping the academic enterprise, taking into account possible budgetary restrictions, to allow for more efficiency. The process includes program review and restructuring, reorganization of all academic units, as well as some new accountability measures.

On behalf of the committee, Dr. Futrell presented and moved for approval the award of tenure to Drs. Mirta Martin and John Moore. The motion carried by voice vote.

On behalf of the committee, Dr. Futrell presented and moved for approval the Masters of Arts (M.A.) in History with a Concentration in Military History. The motion carried by voice vote.

Ms. Campbell stated that Virginia 21 composed a letter to be sent to Governor McDonnell addressing the 18.8 million dollar (20%) cut from auxiliary funding, and requesting restoration of the 18.8 million dollar reduction.

Dr. Futrell stated that the faculty expressed dissatisfaction with the Presidential selection process. Discussion ensued.

Facilities, Finance, and Audit Committee

Mr. Meadows gave an executive summary of the committee report and discussed: the impact of Governor Kaine's proposal on the biennial budget, stimulus funding, the transfer and reduction in auxiliary balances, the evaluation and assessment of renovation needs to the Presidential residence, property acquisitions, property demolition, and continuing Gateway issues. Discussion ensued.

On behalf of the committee, BG (RET) Cade moved for approval of the resolution Authorizing the President to Sign the Letter to the Secretary of Finance certifying the University's compliance with the Board approved debt management policy. The motion carried by voice vote.

Ms. Joanne Curtis Taylor reported that Internal Audit is executing the audit plan as approved by the Board.

Mr. Edwards presented for approval the authorization of the President to take the necessary measures to renovate, in accordance with State policy, the Presidential residence to make it inhabitable for the incoming President. A motion for approval was made by BG (RET) Cade, seconded by Mr. Davis, and the motion carried by voice vote.

BG (RET) Cade moved to approve the authorization for President Moore to reside off-campus not to exceed 45 days for the renovation of the Presidential residence. The motion was seconded by Mr. Davis and carried by voice vote.

Mr. Edwards moved to approve the reimbursement of travel expenses for Dr. Miller related to occasional business travel associated with the transition, in accordance with State policy. The motion was seconded by Mr. Davis, and carried by voice vote.

Development Committee

Mr. James H. Starkey, Chair of the **Development Committee**, discussed the progress of the Capital Campaign and strategies for moving forward. On behalf of the committee, Mr. Starkey presented and moved for approval the public announcement at the April 3, 2010 Gala of: the new campaign goal of 33 million dollars, over 20 million dollars successfully raised during the quiet phase, and the expression of appreciation to President Moore for his efforts in raising the largest amount of capital in VSU history. The motion carried by voice vote. The Development office will retain a new campaign consultant in the spring to assist with the remaining stages of the campaign.

On behalf of the committee, Mr. Starkey presented and moved for approval the CJW Medical Center Endowed Fund. The motion carried by voice vote.

On behalf of the committee, Mr. Starkey presented and moved for approval the establishment of the Manufacturing Engineering Endowed Chair. The motion carried by voice vote.

On behalf of the committee, Mr. Starkey presented and moved for approval the Erika T. and John R. Davis Endowed Scholarship Fund. The motion carried by voice vote.

On behalf of the committee, Mr. Starkey presented and moved for approval the Fundraising Initiative. The motion carried by voice vote. Discussion ensued.

The committee will take a look at the alumni giving structure at the University. Discussion ensued. Further discussion will be held at the April 2010 Board meeting. The committee also plans on taking a look at the campus development structure and the VSU Foundation.

Mr. Timm expressed his gratitude to the Board for its 100 percent participation in the Capital Campaign.

Resource and Governance Committee

On behalf of the **Resource and Governance Committee**, Mr. Felix Davis reported the absence of a quorum; therefore, no official action was taken. He briefly discussed the University's records management system and efforts in that area to move forward quickly with document retention and destruction consistent with the policies of the Library of Virginia.

Transition Committee

Ms. Maureen Massey provided an update on behalf of the **Transition Committee**. Ms. Massey highlighted the accomplishments of the committee, the mission of the committee, and committee tasks. Research and information gathering is currently underway.

The committee would like the Board to focus on the University's transition budget as the University moves forward with what it would like to do during the transition. Discussion ensued.

Miscellaneous

Mr. Edwards requested that a letter be sent from the University Counsel's office to Dr. Miller highlighting the State Travel Regulations.

CLOSED SESSION

In accordance with §§ 2.2-3711(A)(1)(7)(29) of the *Code of Virginia*, the Board convened in closed session at 3:40 p.m. to discuss personnel matters, public contracts, and for legal consultation. The motion provided that Roscoe C. Roberts, Ronald C. Forehand, and Eddie N. Moore, Jr., attend the closed meeting as their presence was deemed necessary to aid the Board in its deliberations.

The Board reconvened in open session at 5:42 p.m., in accordance with § 2.2-3712(D) of the *Code of Virginia*. BG (RET) Cade conducted the poll in which all Board members certified that the Board

only discussed personnel matters, public contracts, and consulted with legal counsel, as authorized by law. All Board members present certified compliance with the Freedom of Information Act.

BG (RET) Cade moved to authorize the Rector to negotiate amendments to President Moore's contract consistent with the Board's discussions in closed session. The motion was seconded by Mr. Edwards and carried by voice vote.

Mr. Murphy moved for approval the personnel action items discussed in closed session. The motion was seconded by Ms. Reid and carried by voice vote.

There being no further business, the Rector adjourned the meeting of the Board at 5:52 p.m.

Board Advance Friday, January 22, 2010

CALL TO ORDER

Mr. Earnest J. Edwards, Rector, called the meeting of the Virginia State University Board of Visitors ("Board") to order in the King George meeting room in the Wyndham Virginia Crossings Hotel and Conference Center, Glen Allen, Virginia at 9:00 a.m.

ROLL CALL

A quorum was present.

Board Members Present:

Mr. Earnest J. Edwards, Rector
Brigadier General (RET) Alfred J. Cade, Vice Rector
Ms. Katherine Elam Busser, Secretary (*absent*)
Mr. Jerry B. Bias (*absent*)
Ms. Erika T. Davis
Mr. Felix Davis, Jr.
Dr. Mary Hatwood Futrell
Mr. Christopher H. Holden (*absent*)
Mr. Richard D. Legon (*absent*)
Ms. Maureen D. Massey
Mr. E. Ray Murphy
Ms. Daphne M. Reid
Mr. James H. Starkey, III
Ms. Barbara Steverson
Mr. Spencer L. Timm

Administration Present:

Dr. Eddie N. Moore, Jr., President
Dr. W. Weldon Hill, Interim Vice President for Academic Affairs
Dr. Robert L. Turner, Jr., Vice President for Development
Dr. Michael M. Shackelford, Vice President for Student Affairs
Mr. David J. Meadows, Vice President for Administration and Finance
Ms. Stephanie W. Hayes, Financial Policy Advisor to the President
Ms. Gwen Williams Dandridge, Administrative Policy Advisor to the President

Legal Counsel Present:

Mr. Roscoe C. Roberts, University Counsel
Ms. Christy G. Brown, Paralegal, University Counsel

Other Attendees

Mr. Kenneth Jackson, Advance Facilitator, The Oak Group
Ms. Gail Brooks, Advance Facilitator, The Oak Group
Mr. Travis Edmonds, Information Technology

OPENING REMARKS

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

Mr. Edwards discussed: the purpose of the advance, strategic planning, self assessment, and enhancement of the 2020 Vision Plan.

Mr. Kenneth Jackson and Ms. Gail Brooks of The Oak Group, served as facilitators for the Board's Advance.

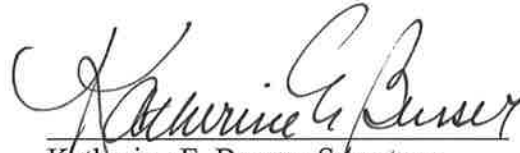
Action Item

Mr. Starkey presented and moved for approval the recommendation that the administration analyze the academic quality and the fiscal feasibility of the academic programs at the University and report back to the Board by the April 2010 Board meeting. The motion was seconded by Ms. Steverson, and carried by voice vote.

There being no further business, the Rector adjourned the meeting of the Board at 3:00 p.m.



Ernest J. Edwards, Rector



Katherine E. Busser, Secretary

April 16, 2010

Date

April 16, 2010

Date

**Virginia State University
Petersburg, Virginia**

**Resolution of
The Board of Visitors of
Virginia State University
to
Confirm the Acceptance of the
CJW Medical Center Endowed Fund**

WHEREAS, on November 9, 2009, Virginia State University received a gift of \$40,000 from CJW Medical Center for the establishment of the CJW Endowed Medical Center; and

WHEREAS, CJW Medical Center is a comprehensive medical facility with two campuses located in Richmond, Virginia, that recognizes the need to support the formal education and training of nursing care professionals and is desirous of establishing an endowment at Virginia State University to facilitate this goal; and

WHEREAS, the fund is solely for the purpose of attracting and providing financial awards for students enrolled and matriculating in the nursing program at Virginia State University; and

WHEREAS, § 23-170 of the *Code of Virginia* states that “[t]he board shall have power to take, hold, receive and enjoy any gift, grant, devise or bequest to the Visitors of Virginia State University or to or for the benefit of the University. Any such gift, grant, devise or bequest shall be used for the purposes designated by the donor, if any, or if no purposes are so designated, for the general purposes of the board.”

NOW, THEREFORE, BE IT RESOLVED, that the Board of Visitors of Virginia State University confirms President Eddie N. Moore, Jr.’s actions to receive and accept on behalf of the Board of Visitors the specific gift noted and filed with the permanent records in the Development Office; and be it

FURTHER RESOLVED, that this gift will be invested with Virginia State University for the establishment of the CJW Endowed Scholarship Fund.



Earnest J. Edwards, Rector

1-21-2010

Date



Katherine E. Busser, Secretary

1-21-2010

Date

**Virginia State University
Petersburg, Virginia**

**Resolution of
The Board of Visitors of
Virginia State University
to
Establish the Manufacturing Engineering Endowed Chair**

WHEREAS, in the fiscal year 2009-2010, the Commonwealth of Virginia budget for Virginia State University included an appropriation of \$500,000 for the establishment of the Manufacturing Engineering Endowed Chair; and

WHEREAS, the Manufacturing Engineering Endowed Chair is solely for the purpose of providing financial support for said program at Virginia State University; and

WHEREAS, § 23-170 of the *Code of Virginia* states that “[t]he board shall have power to take, hold, receive and enjoy any gift, grant, devise or bequest to the Visitors of Virginia State University or to or for the benefit of the University. Any such gift, grant, devise or bequest shall be used for the purposes designated by the donor, if any, or if no purposes are so designated, for the general purposes of the board.”

NOW, THEREFORE, BE IT RESOLVED, that the Board of Visitors of Virginia State University confirms President Eddie N. Moore Jr.’s actions to receive and accept on behalf of the Board of Visitors the specific appropriation noted and filed with the permanent records in the Development Office; and be it

FURTHER RESOLVED, that this gift will be invested with Virginia State University for the establishment of the Manufacturing Engineering Endowed Chair.



Earnest J. Edwards, Rector

1-21-2010
Date



Katherine E. Busser, Secretary

1-21-2010
Date

Petersburg, Virginia

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

to

**Confirm the Acceptance of the
Erika T. and John R. Davis Endowed Scholarship Fund**

WHEREAS, Virginia State University has received funds totaling \$10,000 for the establishment of the Erika T. and John R. Davis Endowed Scholarship Fund; and

WHEREAS, Mrs. Erika T. Davis is passionate about higher education and is adamant in her belief that education is the key to equipping young people to become future leaders; and

WHEREAS, the fund is solely for the purpose of attracting and providing financial awards for students enrolled and matriculating at Virginia State University; and

WHEREAS, § 23-170 of the *Code of Virginia* states that “[t]he board shall have power to take, hold, receive and enjoy any gift, grant, devise or bequest to the Visitors of Virginia State University or to or for the benefit of the University. Any such gift, grant, devise or bequest shall be used for the purposes designated by the donor, if any, or if no purposes are so designated, for the general purposes of the board.”

NOW, THEREFORE, BE IT RESOLVED, that the Board of Visitors of Virginia State University confirms President Eddie N. Moore, Jr.’s actions to receive and accept on behalf of the Board of Visitors the specific gift noted and filed with the permanent records in the Development Office; and be it

FURTHER RESOLVED, that this gift will be invested with Virginia State University for the establishment of the Erika T. and John R. David Endowed Scholarship Fund.



Earnest J. Edwards, Rector

1-21-2010
Date



Katherine E. Busser, Secretary

1-21-2010
Date

**Virginia State University
Petersburg, Virginia**

**Resolution of
The Board of Visitors of
Virginia State University
to
Approve a Fundraising Initiative**

WHEREAS, in order to promote and encourage the continuing growth of and private support of Virginia State University, and to further enhance its fundraising initiatives, the University's Development Office, in cooperation with other units of the campus; will be hosting a farewell event to celebrate the retirement of President Eddie N. Moore, Jr., as the President of Virginia State University. The event will be held on Saturday, April 3, 2010, at the Richmond Marriott Hotel; and

WHEREAS, the purpose of the event is to celebrate the retirement of Eddie N. Moore, Jr., as the President of Virginia State University; and

WHEREAS, the goal of the fund-raising initiative is to assist the University's efforts to increase educational opportunities for students with all net funds collected being directed toward the Elisia and Eddie N. Moore, Jr., Endowed Scholarship Fund; and

WHEREAS, in compliance with the Board of Visitors' policy, all fundraising initiatives with a goal of \$25,000.00 or more, must receive Board approval.

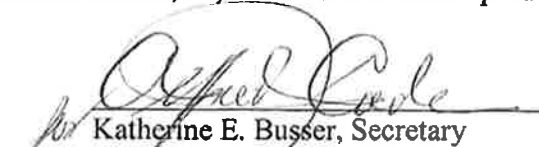
THEREFORE, BE IT RESOLVED, that the Board of Visitors of Virginia State University endorses this initiative and authorizes all fund-raising efforts necessary to promote and present the farewell celebration.

BE IT FINALLY RESOLVED, that proceeds from this effort will be invested with Virginia State University in the Elisia and Eddie N. Moore, Jr., Endowed Scholarship Fund.



Earnest J. Edwards, Rector

1-21-2010
Date



for Katherine E. Busser, Secretary

1-21-2010
Date