

**VIRGINIA STATE UNIVERSITY BOARD OF VISITORS  
FULL BOARD MEETING  
11:00 A.M., FRIDAY, NOVEMBER 17, 2023  
The Gateway Dining & Events Center  
(on the campus of Virginia State University)  
(No Public Comment Period Scheduled)**

**AGENDA**

**Rector Valerie K. Brown, Presiding**

- Roll Call (*Ms. Pamela Currey, Secretary*)
- Invocation (*Pastor Seth Ahmad-McQueen, Director of Campus Ministries*)
- Rector’s Remarks
- Approval of Agenda
- Board Approvals
  - o Minutes from Previous Meeting: September 15, 2023
  
- President’s Remarks and Presentation..... Dr. Makola M. Abdullah
  
- Closed Session (*if any*)
  
- Committee Reports

**Executive Committee Information**

**Items:**

- Approval of Resolution of Exemplary Service: Dr. Christine M. Darden

**Academic & Student Affairs Committee**

**Action Item:**

- Virginia State University Six-Year Plan

o **Information Item(s):**

- Summary of Updates (Division of Academic Affairs, Division of Student Affairs)
- Reports from the Faculty and Student Representatives
  - o Dr. Leonard Githinji, Chair, Faculty Senate
  - o Ms. Kailyn Haye, President, Student Government Association
- Remarks from the Staff Senate
  - o Ms. Fran Thomas, Chair

Audit & Compliance Committee

o **Action Items:** None

**Information Item(s):**

- Summary of Updates (Institutional Integrity and Compliance; Internal Audit)

Institutional Advancement Committee

o **Action Item:** None

o **Information Item(s):**

- Summary of Updates (Communications, Government Relations, Alumni Engagement, Institutional Advancement)

Facilities, Finance & Audit Committee

o **Approval Item:** None

o **Information Item(s):**

- Summary of Updates (Division of Finance/Administration)

Personnel, Compensation & Governance Committee

o **Approval Item:** None

o **Information Item(s):**

- Summary of Updates (Office of Human Resources)

- Report of Affiliated Foundation(s)
  - Legal Counsel Update (if any)
  - Board Self-Assessment of its Performance
  - Announcements
  - Adjournment
-

**VIRGINIA STATE UNIVERSITY BOARD OF VISITORS  
FULL BOARD MEETING MINUTES  
November 17, 2023**

**CALL TO ORDER**

Rector Valerie Brown called the meeting of the Virginia State University (VSU) Board of Visitors (Board) to order in the Gateway Dining and Events Center on the Virginia State University campus at approximately 11:00 a.m. The Rector informed the Board and others present that this meeting was being live-streamed per the Commonwealth of Virginia open meeting laws and conducted in compliance with the Americans with Disabilities Act and Section 508 of the Rehabilitation Act of 1973. The Rector also informed viewers how to contact the VSU Helpdesk if there was a technical interruption in the live stream.

**ROLL CALL**

A quorum was present.

***Board Members Present:***

Dr. Valerie Brown  
Mr. Victor Branch Dr.  
Joseph A.F. Chase, Jr.  
Mr. Thomas Cosgrove  
Ms. Pam Currey Dr.  
Robert Denton, Jr.  
Ms. Shavonne Gordon  
Dr. Harold Green, Jr. (*arrived 12:28 p.m.*)  
Dr. Leonard Haynes, III  
Ms. Daphne Meeks  
Mr. Jon Moore (*absent*)  
Mr. William Murray (*absent*)  
Mr. Edward Owens  
Mr. Kishore S. Thota  
Gen. Dennis L. Via (US Army, Ret) (*absent*)

Mr. Thomas Cosgrove participated by electronic communication from Fairfax, VA, due to personal reasons.

***Board Appointments:***

Dr. Leonard Githinji, Faculty Representative  
Ms. Kailyn Haye, Student Representative

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***Administration Present:***

Dr. Makola M. Abdullah, President  
Dr. Tia Minnis, Interim Provost/Vice President for Academic and Student Affairs  
Kevin Davenport, Senior Vice President for Finance & Administration/Chief Financial Officer Shawri King-Casey, Vice President for Integrity & Compliance  
Tonya S. Hall, Vice President for Advancement and External Engagement  
Dr. Alexis Brooks-Walter, Vice President for Student Affairs/Enrollment Management  
Dr. Annie Redd, Chief of Staff/Director, Board Operations and Relations  
Ms. Tanya Simmons, Associate Vice President, Office of Human Resources

***Legal Counsel Present:***

Cynthia Marquez, Senior Assistant Attorney General/Education Section Chief

**INVOCATION**

Rector Brown invited Pastor Seth Ahmad-McQueen to offer the invocation.

**RECTOR'S OPENING REMARKS**

Rector Brown expressed her gratitude to Vice-Rector Gordon for filling in at the September meeting as she welcomed a new family member. Rector Brown announced that she participated on a panel at the SCHEV Board member orientation, which Dr. Redd and President Abdullah also attended. The subject of the panel was "Relationships between the Rector and the Board members as well as the President."

**APPROVAL OF THE AGENDA**

The Rector called for approval of the agenda with one modification. The action item listed under the Executive Committee would be moved to the *Board Approvals* section. The motion was received, properly seconded, and approved by voice vote.

**APPROVAL OF PREVIOUS MINUTES**

The Rector called for approval of the previous minutes from the September 15, 2023, Full Board Meeting; the motion was received, properly seconded, and approved by roll call vote.

**BOARD APPROVAL(S)**

Rector Brown presented a resolution for approval to express appreciation to Dr. Christine Darden for her service on the VSU Board of Visitors. A motion to approve a Resolution for Exemplary Service to Dr. Darden was received, second, and approved by roll call vote. Visitors Harold Green, William Murray, Jon Moore, and Dennis Via were not present for the vote.

**PRESIDENT'S REMARKS AND PRESENTATION**

Dr. Abdullah thanked everyone for their dedication.

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**CLOSED SESSION**

The Rector requested a motion to enter a Closed Session for Discussion or consideration of information pursuant to 2.2-3711 (A) (3) relating to the acquisition of real property for a public purpose where discussion in an open meeting would affect the bargaining position or negotiating strategy of the public body. This discussion is pertaining to the leasing and/or purchase of private properties; and

- o pursuant to 2.2-3711 (A) subsections (6)(9), discussion or consideration of the investment of public funds where competition or bargaining is involved, where, if made public initially, the financial interest of the governmental unit would be adversely affected; discussion or consideration by governing boards of public institutions of higher education of matters relating to gifts, bequests and fund raising activities, and of grants and contracts for service or work to be performed by such institutions; and
- o pursuant to 2.2-3711 (A) (1)(4)(19), relating to the discussion, consideration or interviews of prospective candidates for employment; assignment, appointment, promotion, performance, demotion, salaries, disciplining, or resignation of specific public officers, appointees, or employees of any public body and evaluation of performance of departments or schools of public institutions of higher education where such evaluation will necessarily involve discussion of the performance of specific individuals. Additionally, there is discussion of the protection of privacy of individuals in personal matters, not related to public business.

The motion was received, properly second, and passed by voice vote. Other attendees included Dr. Makola Abdullah, the VSU senior leadership team and cabinet members, the faculty and student representatives to the Board, and Cynthia Marquez, the Legal Counsel. After discussion, the Rector requested a motion to return to open Session. The motion was received, properly second, and passed by voice vote.

The Rector read a statement to certify that during its closed meeting, the Committee discussed only public business matters lawfully exempted from open meeting requirements under the Virginia Freedom of Information Act, and only those public business matters identified in the motion convening the Committee in closed Session. The Committee certified the closed Session by roll call vote.

**COMMITTEE REPORTS**

**Academic Affairs Committee-**

Ms. Peggy Davis, Associate VP for Intercollegiate Athletics, introduced the women's soccer team and the men's and women's lacrosse teams. Dr. Brooks-Walter presented a report on enrollment management, and Dr. Robert Corley provided an overview of the College of Agriculture. Mr. Lyons provided a quick update on career services after Dr. Barley provided an update on professional studies and extended education. Representatives from the faculty and students presented reports. On behalf of the Committee, Chair Haynes presented the Resolution for Approval of the VSU Six-Year Plan.

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The motion was received, properly seconded, and approved by roll call vote. Visitors William Murray, Jon Moore, and Dennis L. Via were absent for the vote.

Dr. Leonard Githinji gave remarks on behalf of the Faculty Senate. Kailyn Haye presented a report on the Student Government's activities, issues, and concerns. Ms. Sylvia Jones brought greetings and remarks on behalf of the Staff Senate.

**Audit and Compliance Committee-**

The Audit & Compliance Committee gave a brief overview of the results of the fiscal year 2022(FY22) audit and all required communications. Ms. King-Casey emphasized that collaboration, concurrence, and corrective action were the keys to the audit's success, as demonstrated through regular meetings with the APA, the immediate escalation of issues, designation of ownership of issues, and oversight of remedial measures. Ms. Williams discussed the status of ongoing audits and informed the Committee that the financial statement review is the next project for her office. The review will begin on November 20, 2023, and be guided by the financial statement checklist that the APA uses during its review.

**Institutional Advancement**

Mr. Burton gave an overview of the revamped Town and Gown style of meetings, which included a recent meeting with Chesterfield County and Petersburg. Dr. Faison presented information on a new division within his office that will grow the portfolio of proposals, which also included a statistics counseling center. Dr. Dandridge gave an overview of the new advertising strategies, specifically those that have successfully attracted new students to VSU. Mr. Johnson-Norwood presented an overview of Homecoming activities and the successes of changing a few alumni traditions. Ms. Hall gave an overview of the current giving dashboard, which shows we are trending up in alumni donors.

**Facilities and Finance**

Spider Management LLC, Truist Foundations and Endowments Specialty Practice gave investment updates. Dwight Snead Construction also gave a Harris Hall Project update. Mr. Davenport presented the tuition and fee proposal for FY24-25, a report on Statement of Sources and Uses for Year Ending September 30, 2023, and Comparative Cash and Reserves for Year Ending September 30, 2023. He outlined a three percent proposed increase for in-state and out-of-state tuition and fees.

**Personnel, Compensation & Governance**

Ms. Tanya Simmons of the Office of Human Resources gave a brief update on the implementation of various projects aimed at improving operational effectiveness, increasing and diversifying financial resources, maintaining academic excellence, and aligning with strategic priorities. She also summarized the completed projects, including the Employee Referral program, criminal background checks, E-verify, employment eligibility (I-9), and staffing of positions.

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The Chair presented documents (timeline and evaluation tool) used in the President's Performance Evaluation process. The Committee will consider feedback on the President's evaluation tools and discuss the President's compensation at the next meeting.

**REPORT OF AFFILIATED FOUNDATION(S) – No Report**


**LEGAL COUNSEL UPDATE (IF ANY)** – Ms. Marquez announced that she retires at the end of November, so this is her last board meeting. The Rector thanked Ms. Marquez for her service, and President Abdullah presented her with VSU gifts.

**BOARD SELF-ASSESSMENT OF ITS PERFORMANCE**

Mr. Victor Branch, Chair of the Personnel, Compensation & Governance Committee, asked board members to share their reflections on the November meeting.

**ADJOURNMENT**

There being no further business, Rector Brown called for a motion to adjourn the meeting. The motion was received, properly seconded, and the Committee voted by voice vote. The Chair adjourned the meeting at approximately 2:00 p.m.

  
\_\_\_\_\_  
Valerie Brown, Rector

  
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Pamela A. Currey, Secretary

                    2/8/24                      
Date

                    2-8-2024                      
Date

**VIRGINIA STATE UNIVERSITY BOARD OF VISITORS  
RESOLUTION DECLARING THE INTENTION TO  
REIMBURSE THE COST OF CERTAIN CAPITAL EXPENDITURES**

**February 8, 2024**

**WHEREAS**, Virginia Code § 23.1-1301(A)(2) grants to the Virginia State University Board of Visitors (“Board of Visitors”) the authority to “manage the funds of the institution and approve an annual budget;” and

**WHEREAS**, Virginia State University (“University”) has begun the construction of new housing (“the Project”); and

**WHEREAS**, the University has made or will make expenditures (“Expenditures”) in connection with the Project; and

**WHEREAS**, the University may determine that the funds advanced and to be advanced to pay Expenditures will be reimbursed to the University from the proceeds of one or more obligations to be issued by or on behalf of the University (the “Indebtedness”); and

**WHEREAS**, the Board of Visitors will exercise the authority granted by Virginia Code § 23.1-1301(A)(2), in its efforts to receive reimbursement of Virginia State University (“University”) for Expenditures associated with the Project; and

**WHEREAS**, the Board of Visitors will abide by the provisions of Title 26 of the Code of Federal Regulations § 1.150-2 (“26 CFR § 1.150-2”) and its pertinent sections in the reimbursement of the University for Expenditures associated with the Project; and

**NOW, THEREFORE, BE IT RESOLVED THAT**, the Board of Visitors of the University hereby adopts this declaration of official intent pursuant to the authority granted in Virginia Code § 23.1-1301(A)(2) to “manage the funds of the institution and approve an annual budget” and in accordance with provisions outlined in 26 CFR § 1.150-2; and

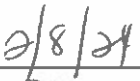
**BE IT FURTHER RESOLVED THAT**, the Board of Visitors declares that the University intends to reimburse itself, in accordance with 26 CFR § 1.150-2, with the proceeds of Indebtedness for Expenditures made on, after or within 60 days prior to the date of the adoption of this Resolution with respect to the Project; and

**BE IT FURTHER RESOLVED THAT**, an exception exists for Expenditures made more than 60 days prior to the date hereof allowing that those Expenditures may be reimbursed as to certain *de minimis* or preliminary Expenditures described in 26 CFR § 1.150-2(f) and as to other expenditures permitted under applicable Treasury Regulations.

**BE IT FURTHER RESOLVED THAT**, the maximum principal amount of Indebtedness expected to be issued for the Project is \$95,465,000; and

**BE IT FURTHER RESOLVED THAT**, this Resolution shall take effect immediately upon its adoption.

  
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Valerie K. Brown, Rector

  
\_\_\_\_\_  
Date

  
\_\_\_\_\_  
Pamela Currey, Secretary

  
\_\_\_\_\_  
Date



**VIRGINIA STATE UNIVERSITY BOARD OF VISITORS  
RESOLUTION AUTHORIZING THE SIX-YEAR STRATEGIC PLAN  
FOR FISCAL YEARS 2024-2029**

**November 17, 2023**

**WHEREAS**, §23.1-306 of the *Code of Virginia* requires that “[t]he governing board of each public institution of higher education shall (i) develop and adopt biennially and amend or affirm annually, a six-year plan for the institution...”; and


**WHEREAS**, every biennium, Virginia State University must submit a six-year plan for consideration by the State Counsel of Higher Education for Virginia (SCHEV), the General Assembly, the Governor, and the respective chairs of the House Committee on Appropriations, the House Committee on Education, the Senate Committee on Education and Health and the Senate Committee on Finance; and

**WHEREAS**, each plan must address the institution’s academic, financial and enrollment plans and be aligned with the institution’s six-year enrollment projections; and

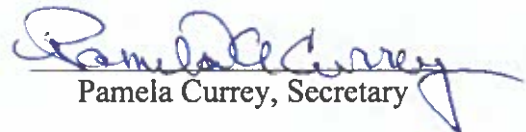
**WHEREAS**, Virginia State University’s six-year plan is the culmination of the University’s long-range planning process that encompasses several critical components of academic effectiveness operational and fiscal efficiencies;

**WHEREAS**, the Board of Visitors support the Strategic Initiatives reflected in the 2024 six-year plan.

**NOW, THEREFORE BE IT RESOLVED** that the Board of Visitors of Virginia State University hereby approves the six-year plan covering the fiscal years 2024-2029.

  
\_\_\_\_\_  
Dr. Valerie K. Brown, Rector

\_\_\_\_\_  
Date 11/17/23

  
\_\_\_\_\_  
Pamela Currey, Secretary

\_\_\_\_\_  
Date 11/17/23

*Resolution of Exemplary Service  
Demonstrated by*

# Christine M. Darden

*Member, Board of Visitors  
Virginia State University*

Whereas Dr. Christine M. Darden was appointed to the Virginia State University Board of Visitors by the Honorable Ralph K. Northam in July 2020; and

Whereas she served on the Virginia State University Board of Visitors with distinction for three years as a member of the Academic & Student Affairs Committee, the Institutional Advancement Committee, and as the Board Secretary from 2021-2023,

Whereas her outstanding and enthusiastic support of Virginia State University, its students, faculty, administration and staff are testaments of her sincere commitment and dedication to the welfare of the University. Now, therefore, be it

Resolved, that the Virginia State University Board of Visitors acknowledges Christine M. Darden for her loyal and dedicated service to the University and the Commonwealth of Virginia and publicly and officially gives recognition and expresses appreciation to her by adopting this Resolution and directing that it becomes a permanent record of its proceedings as of the 17th day of November 2023; and be it

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

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



Valerie K. Brown, Rector

11/17/23

Date



Pamela A. Currey, Secretary

11/17/23

Date