

VIRGINIA STATE UNIVERSITY BOARD OF VISITORS
BOARD MEETING MINUTES
FRIDAY, FEBRUARY 7, 2020
(APPROVED 5.21.2020)

*The Full Board Meeting was held on the 2nd floor of the Gateway Dining Events Center
Salon A, on the campus of Virginia State University*

CALL TO ORDER

Mr. Huron Winstead, Rector, called the meeting of the Virginia State University (VSU) Board of Visitors (Board) to order in Salon A of the Gateway Dining and Events Center at approximately 9:00 a.m.

ROLL CALL

A quorum was present.

Board Members Present:

Mr. Huron F. Winstead, Rector
Mr. Charlie W. Hill, Vice Rector
Ms. Thursa Crittenden, Secretary
Dr. Valerie Brown
Ms. Pamela A. Currey
Dr. Daryl C. Dance
Mr. Michael Flemming
Mr. Raul Herrera
Ms. Jennifer Hunter *(arrived approximately 12:15 p.m.)*
Mr. Xavier Richardson
Mr. Glenn Sessoms
Mr. James J.L. Stegmaier
Mr. Wayne Turnage
Mr. Gregory Whirley
Dr. Maxine Sample *(sat in for the Faculty Representative to the Board)*
Mr. Joshua Hines, Student Representative to the Board

Administration Present:

Dr. Makola Abdullah, President
Dr. Donald Palm, Provost/Vice President for Academic Affairs
Dr. Annie C. Redd, Special Assistant to the President/Board Liaison
Hubert Harris, Vice President for Administration
Reshunda Mahone, Vice President for Institutional Advancement
Dr. G. Dale Wesson, Vice President for Research and Economic Development
Dr. Jame'l Hodges, Associate Vice President for Student Success and Engagement
Rodney Hall, Assistant Vice President, Enrollment Management
Sheila Alves, Chief Audit Executive, Internal Audit
Dr. Gwendolyn Dandridge, Communications
Eldon Burton, Director of Government Relations

Tanya Simmons, Director, Human Resources

Legal Counsel Present:

Deborah A. Love, Senior Assistant Attorney General and Chief

Ramona Taylor, University Legal Counsel

Bonnie N. Holmes, Legal Assistant, University Legal Counsel

Other Attendees:

Travis Edmonds, Information Technology

Yourdonus James, Office of Conference Services

Dr. Zoe Spencer, President, Faculty Senate

Paula McCapes, Staff Senate

Joyce E. Henderson, VSU Real Estate Foundation

Malika Blume, Internal Audit

Marlo Green, Internal Audit

Tasha Owens, Internal Audit

Krisnan Agrawal, Mathematics Dept.

Cassandra Price, Athletics Dept.

Walter Williams, Athletics Dept.

Tazjia Harris-Paiva, Institutional Advancement

Adrian Petway, Budget Office

Charmica Epps, Institutional Advancement

Ben Houck, Finance

Danette Johnson, President's Office

Franklin Johnson, Jr., VSU Alumni Association

Dr. Cynthia Ellison, Counseling Center

Dr. Sabin Duncan, Student Success & Engagement

Hani Abdille, student

Mikaela Quick, student

Jamari Blakeneu, student

Nia'Laine George, student

Jocelyn Brown, student

Philomena W., student

DaJour Strother, student

Susan Moenig, Institutional Advancement

Chris Bennard, Institutional Advancement

Dr. Wes Bellamy, Political Science

Corey King, IT

Torres Moore, IT

OPENING REMARKS

Rector Winstead invited Mr. Rodney Hall to give the invocation.

RECTOR'S REMARKS

Rector Winstead acknowledged the resignation of Mr. Paul Koonce from the VSU Board of Visitors. Mr. Koonce retired from his position at Dominion Energy. The Governor's Office is

working to fill the vacancy as soon as possible. The Rector announced the Founder's Day events on March 12th and the 2020 VSU Foundation/VSU Alumni Association Black Tie Gala on April 4th and encouraged Board members to attend both events.

PRESIDENT'S REMARKS

President Makola M. Abdullah discussed his visioning for the University—a) to develop a convincing narrative that talks about VSU as a positive investment opportunity (Social Media, Access and Completion), and b) to develop programs and/or opportunities that place VSU at the forefront of a national conversation. President Abdullah also shared faculty achievements, spotlighted recent graduates, and recognized the Athletics Dept. Student Advisory Council which recently received the top NCAA Community Service Award. The President also discussed a 2005 article on Academic Freedom and Tenure at VSU published by the American Association of University Professors (AAUP) with the Board.

COMMITTEE REPORTS/BOARD APPROVAL/ACTIONS

Facilities, Finance and Audit Committee

(Committee Members Present: Flemming, Brown, Herrera, Hill, Stegmaier, Turnage, Whirley, Winstead)

Mr. Hubert Harris presented updates on technology issues such as the recruitment, network modernization project, and the single-sign on/multifactor authentication. The University continues to recruit for several positions in IT; however, recruiting top IT talent is an elusive goal. The network modernization project has achieved goals such as new network devices in academic buildings, administration buildings, and residence halls; network resiliency for academic/staff network; and new firewall devices deployed to secure perimeter locations. Visitors asked about continuity of operations, such as a catastrophic event or a successful DDOS attack. Mr. Harris discussed the role of laptops and MiFi units with respect to continuity of operations, also mentioning that major systems are hosted on the cloud. He also stressed the importance of departments adhering to the COOP plans that are in place.

Mr. Davenport presented an enrollment update for spring 2020, summarizing the breakdown between out-of-state and in-state, graduate and undergraduate, and showing how these numbers translate into revenues. Visitors asked follow up questions about year over year enrollment trends. Visitors asked if University leadership is aligning with the Strategic Plan with respect to enrollment. Visitors also inquired about enrollment targets at the department level. Dr. Palm discussed specific work at the department level to develop plans to meet their respective enrollment targets.

Mr. Davenport presented two action items for approval. First, he provided an overview of the presentation of the Appomattox River Trail Grant discussed during the January 30th Facilities, Finance, and Audit Committee meeting. He presented the resolution for approval supporting regional trails which permitted the University's participation in a Smartscale funding application to construct the Ashland-Petersburg Trail on campus property. Second, Mr. Davenport presented a correction to the previously approved Resolution for the Use of Non-Utilized Local Funds. This proposed correction was discussed during the January 30th Facilities, Finance, and Audit

Committee meetings. The Chair provided further explanation that the previously executed version of the Resolution erroneously included a reference to the Internal Auditor.

Mr. Davenport presented the Composite Financial Index (CFI) and its four component ratios, explaining the broad drivers of year to year movement in the index, including state capital receipts. Visitors asked how the University's viability ratio compares to its peers. Dr. Abdullah cited the Higher Education Comparative Report, which is produced by the Auditor of Public Accounts and compares financial ratios of the public higher education institutions across the Commonwealth. Visitors asked follow up questions about the viability ratio and level of debt. Mr. Davenport stated that it is typical for higher education institutions to maintain an amount of debt close to the amount permissible in their respective policies. He also referred visitors to the Board Report on Debt Management for specific information on the university outstanding debt. Visitors also offered perspective regarding the use of the CFI in a broader context as opposed to a granular interpretation. Visitors inquired why capital receipts are included in the computation. Dr. Abdullah provided context for the inclusion of the State's capital support – including the notion of how vastly important State support is to the overall value of the University.

Mr. Davenport presented the Budget to Actual and Actual to Actual Reports, explaining the variances categories of note. Mr. Davenport then presented materials highlighting potential cost increases for FY 2020-21. He discussed how student fees could be impacted under various scenarios in order to cover the increased costs. Mr. Davenport reviewed cost increases for the major student-fee categories to include Tuition, Food Service, Residential Life, Comprehensive Fee and Campus Improvement Fee. Mr. Davenport fielded several questions from Visitors. Visitors asked about tuition moderation. Dr. Abdullah responded saying that there are some at the State that are interested in providing a tuition moderation package similar to last year. He also stated that the General Assembly is considering a 3% raise for faculty and staff but this hasn't been approved. Visitors asked about additional capital requests, such as the Bolt Building. Dr. Abdullah provided follow up about recent conversation with the Governor about these matters.

Visitors asked further questions about tuition moderation and specifically how the public hearing would function. Dr. Abdullah stated that this is the first hearing that the University has conducted for a proposed tuition raise, and the exact timeline is still being ironed out. He stated the priority of practicing transparency in educating the constituency and making sure students see every number that University leadership sees. Visitors asked follow up questions on how a tuition increase would impact financial aid. Mr. Davenport responded to these questions and highlighted that the analysis is done net of the additional aid that would need to be provided so that it keeps pace with the amount that is currently being provided.

Visitors inquired about seeing proposed increases translated to the actual rates that a student would see on the tuition and fees bill. Mr. Davenport stated that this information on the student level will be provided. Visitors asked about impact on out-of-state students in the possible instance where tuition moderation is approved and only out-of-state students pay an increase. Mr. Davenport stressed the importance of trying to keep financial packages consistent and emphasized the increasing amounts of financial aid that the university has provided. Dr.

Abdullah elaborated on various schools of thought for keeping tuition predictable, including various benefits and drawbacks. Visitors engaged in further discussion regarding possible tuition and fee increases with respect to the overall objectives of the university success as access and affordability.

Ms. Sheila Alves presented a breakdown of hotlines and special investigations. She also presented an Audit Plan update, stating that Internal Audit is getting close to completing its audit of Capital Outlay, and is currently working on its audit of Grants. Ms. Alves presented a Corrective Action Plan status update. Ensuing discussion of the audit point regarding the reconciliation of donor accounts came to the conclusion that this comment would remain open. Ms. Alves commented on what risk still remains in the environment. Visitors expressed concern over the reconciliations not being completed, including a possible adverse effect with donors if records are not accurate. Mr. Davenport indicated that reconciliations would be completed.

Ms. Alves stated the purchase card items have not been cleared. She recapped a visit from Department of General Services that had the objective of appraising what would be needed to elevate VSU to Level II. She emphasized the importance of making changes in the purchase card area with respect to attaining Level II. Ms. Alves responded to questions from Visitors about the nature of the findings in the purchase card area. Mr. Davenport provided some context regarding some of the staffing challenges that he has faced in the purchase card area.

Ms. Alves introduced Ms. Tasha Owens, who has recently joined her staff as IT Auditor. Ms. Alves announced that Internal Audit provided consulting services to the offices of Human Resources, Bursar, and Finance/Procurement in the areas of automating forms, process improvement, and allocations and budget, respectively. Ms. Alves also shared that she would serve as the president of the College and University Auditors of Virginia for 2020-2022.

Academic and Student Affairs Committee

(Committee Members Present: Currey, Dance, Hill, Richardson, Turnage, Whirley, Winstead, Hines, Sample)

Mr. Rodney Hall reported that spring 2020 enrollment numbers, which include admissions and validations, are lower than fall 2019 which is typical. Fall 2020 admissions including transfer numbers are ahead of last year with full-time enrollment on target. Mr. Hall discussed future enrollment trends which are forecast to be flat with an uptick in 2024 and after that, sharply decline. He reported that seven Virginia institutions had decreases in enrollment of new first-time in college students, however, VSU had the second largest proportional increase, 13.5%. Mr. Hall shared the avenues which produced opportunities to increase enrollment.

Dr. Alexis Brooks-Walter, Interim Sr. Executive Director ACE Operations and Student Success Initiatives, and Dr. Sabin Duncan, Executive Director Student Success Initiatives, provided an update and explained the student success initiatives implemented through the Academic Center for Excellence (ACE) to enhance retention, persistence, and graduation strategies.

Dr. Cynthia Ellison, Director of the University Counseling Center, presented information and data on the mental health issues and behavioral health concerns (anxiety, depression, grief, substance, other) at VSU. Dr. Jame'l Hodges, Associate Vice President for Student Success and Engagement, presented a demonstration on how the various division initiatives and programs work in partnership to enhance student engagement as well as align with the 2020-2025 Strategic Plan.

Reports of Faculty and Student Representatives to the Board

Joshua Hines, Student Representative to the Board, gave updates on Student Government Association initiatives and activities. Dr. Maxine Sample, Vice Chair of the Faculty Senate, shared information on issues being addressed by the Faculty Senate.

Institutional Advancement Committee

(Committee Members Present: Hunter, Brown, Crittenden, Currey, Dance, Flemming, Herrera, Richardson, Sessoms, Winstead)

Dr. G. Dale Wesson, Vice President for Research and Economic Development, presented information on the fiscal year 2019-2020 statistics on expenditures and indirect costs, technology and research initiatives, economic development, and spotlighted research awards and proposals. Dr. Wesson reviewed economic development initiatives which included the Rural Virginia Initiative, Data Science for the Public Good, Summerseat Development, Small Farmer USDA Grant, and Dominion Energy Forum.

Eldon Burton, Director of Government Relations, presented updates on the Future Act along with seat changes and new leadership in the Virginia General Assembly. Mr. Burton presented a summary on the General Assembly budget development and deliberation process and discussed specific items in the VSU budget request.

Ms. Mahone presented updates and summary of discussions from the committee meeting held Thursday, February 6, 2020. The IA Committee would not recommend approval of an endowed fund fee at this time. Ms. Mahone presented policies and the Naming Opportunities list as required for the annual review by the Board; i.e., Policy 4010-Policy Governing the Accepting, Recording, and Naming of Gifts; and Policy 4100-Policy on the Solicitation and Recognition of Gifts.

Personnel and Compensation Committee

(Committee Members Present: Sessoms, Crittenden, Hunter, Stegmaier, Winstead)

Glenn Sessoms, Committee Chair, reviewed the timeline and process for the President's Performance Evaluation. Mr. Sessoms encouraged full participation by the Board in the review process.

The Executive Committee

(Committee Members Present: Winstead, Hill, Crittenden, Currey, Flemming, Hunter, Sessoms)

Rector Winstead presented the Board By-Laws revisions which would grant governance duties to the Personnel and Compensation Committee. The Rector also recommended a change in committee assignments to move Board members Flemming and Herrera from the Institutional Advancement Committee to the Personnel and Compensation Committee. The Board then reviewed the timeline for the nomination of officers. The call for nominations would be sent via email by the Board Liaison who will collect the nominations and forward them to the Vice Rector. The date for the Board's Public Comment Period on any proposed undergraduate tuition increase is still pending; the Board would be notified by email.

BOARD APPROVALS

Action on the minutes from the November 13, 2019 Executive Committee meeting (APPROVED). The motion was unanimously approved.

Action on the minutes from the November 14, 2019 Board meeting (APPROVED). The motion was unanimously approved.

Action on the minutes from the November 15, 2019 Board meeting (APPROVED). The motion was unanimously approved.

Action on the revisions to the Board By-Laws enabling the Personnel and Compensation Committee to perform governance duties (APPROVED). The motion was unanimously approved.

Action on the Resolution to approve Supporting Regional Trails (APPROVED). The motion was unanimously approved.

Action on the Resolution to approve Use of Non-Utilized Local Funds (revised) (APPROVED). The motion was unanimously approved.

Reports of Faculty and Student Representatives to the Board

Dr. Maxine Sample, Vice Chair of the Faculty Senate, presented a report to the Board on behalf of the faculty. Joshua Hines, Student Representative to the Board, presented a report on behalf of the student body.

CLOSED SESSION

The Board convened a closed session at 4:23 p.m. pursuant to Section 2.2-3711(A)(1) and 2.2-3711(A)(8) of the Code of Virginia involving the discussion of personnel matters and consultation with legal counsel regarding specific legal matters requiring provision of legal advice. More specifically, discussion about National Institute of Food and Agriculture (NIFA) audit and compliance. The motion called for President Makola Abdullah; Kevin Davenport, VP for Finance/CFO; Sheila Alves, Chief Audit Executive; Deborah Love, Senior Asst. Attorney General & Chief, Education Division; Ramona Taylor, University Legal Counsel; and Dr. Annie C. Redd, Board Liaison, to attend the closed meeting because (1) their presence in the closed

meeting was deemed necessary; and or their presence would aid the Board in its consideration of this matter.

The Board convened a closed session pursuant to 2.2-3711(A)(1) and 2.2-3711(A)(7) of the Code of Virginia involving the discussion of performance of departments of the University where such discussion will necessarily involve the performance of individual employees. Additionally, this information directly pertains to the preliminary investigative notes, correspondence, and information furnished to the University's Internal Audit department, which is protected under 2.2-3705.3(7) of the Code of Virginia and may require consultation with legal counsel. The motion called for President Makola Abdullah; Donald Palm, Sr. VP/Provost; Hubert Harris, VP for Administration; Kevin Davenport, VP for Finance/CFO; Sheila Alves, Chief Audit Executive; Deborah Love, Senior Asst. Attorney General & Chief, Education Division; Ramona Taylor, University Legal Counsel; and Dr. Annie C. Redd, Board Liaison, to attend the closed meeting because (1) their presence in the closed meeting was deemed necessary; and or their presence would aid the Board in its consideration of this matter.

The Board convened a closed session pursuant to 2.2-3711(A)(1) of the Code of Virginia for discussion and consideration of staff performance/personnel matters, and consultation with legal counsel regarding specific legal matters requiring provision of legal advice regarding an update on a pending investigation. The motion called for President Makola Abdullah; Ramona L. Taylor, University Legal Counsel; Deborah Love, Senior Asst. Attorney General & Chief, Education, and Dr. Annie C. Redd, Board Liaison attend the closed meeting because their presence in the closed meeting is deemed necessary; and/or their presence will aid the Board in its consideration of this matter.

The Board convened a closed session pursuant to 2.2-3711(A)(1) of the Code of Virginia for discussion and consideration of personnel matters regarding staff performance. The motion called for President Makola Abdullah; Deborah Love, Senior Asst. Attorney General & Chief, Education, and Dr. Annie C. Redd, Board Liaison attend the closed meeting because their presence in the closed meeting is deemed necessary; and/or their presence will aid the Board in its consideration of this matter.

The Board re-convened in opened session at 6:06 p.m. with a roll call that the Committee discussed or considered only those public business matters lawfully exempted from open meeting requirements under the Virginia Freedom of Information Act and only such public business matters as were identified in the motions by which the closed meeting was convened.

BOARD ACTION PLAN FOLLOW-UP

The Board did not conduct the Board Action Plan discussion due to time constraints.

ANNOUNCEMENTS

The Rector shared announcements during his opening remarks. There were no other announcements.

ADJOURNMENT

There being no further business, the Rector adjourned the meeting at approximately 6:15 p.m.

Huron Winstead, Rector

Thursa D. Crittenden, Secretary

Date

Date