

VIRGINIA STATE UNIVERSITY
BOARD OF VISITORS
Petersburg, Virginia 23806

MINUTES
Annual Meeting
Thursday, April 16, 2009

CALL TO ORDER

Mr. Earnest J. Edwards, Rector, called the meeting of the Virginia State University Board of Visitors ("Board") to order in the Board Room in Virginia Hall at 1:05 p.m.

ROLL CALL

A quorum was present.

Board Members Present:

Mr. Earnest J. Edwards, Rector
Dr. Albert W. Thweatt, Vice Rector
Ms. Katherine Elam Busser, Secretary
Mr. Jerry B. Bias (*absent*)
Brigadier General (RET) Alfred J. Cade
Ms. Erika T. Davis
Mr. Felix Davis, Jr.
Dr. Mary Hatwood Futrell (*absent*)
Mr. Christopher H. Holden (*absent*)
Mr. Richard D. Legon
Ms. Maureen D. Massey (*absent*)
Mr. E. Ray Murphy
Ms. Daphne M. Reid
Mr. James H. Starkey
Mr. Spencer L. Timm
Dr. Deborah Goodwyn, Faculty Member Representative
Ms. Bianca Brodie, SGA Representative

Administration Present:

Dr. Eddie N. Moore, Jr., President
Dr. W. Weldon Hill, Interim Vice President for Academic Affairs
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. James E. Hunter, Vice Provost for Academic Affairs
Dr. Elliott L. Wheelan, Jr., Associate Vice President for Compliance

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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:

Dr. David Bejou, Dean, School of Business
Mr. Craig Curwood, Attorney at Law
Ms. Kellie Milner, Court Reporter

OPENING REMARKS

Mr. Earnest J. Edwards, Rector, asked all present to pause for a moment of silence in honor of those who lost their lives on this date two years ago when at Virginia Tech, students and faculty were gunned down by a disturbed Virginia Tech student.

CLOSED SESSION

In accordance with § 2.2-3711(A)(7) of the *Code of Virginia*, the Board convened in closed session at 1:15 p.m. for consultation with legal counsel. The motion provided that Roscoe C. Roberts, University Counsel, and Joanne Curtis Taylor, Chief Audit Executive, attend the closed meeting as their presence was deemed necessary to aid the Board in its deliberations.

The Board reconvened in open session at 2:40 p.m., in accordance with § 2.2-3712(D) of the *Code of Virginia*. Ms. Busser conducted the roll call of the Board members in which all certified that the Board heard, discussed and considered only such public business lawfully exempted from open meeting requirements, and that the Board considered only such public business matters as were identified in the motion for which the closed meeting was convened. All Board members present certified compliance with the Freedom of Information Act.

The Board next turned to the matter of a hearing to afford a senior member of the University's Administration, Dr. David Bejou, Dean of the School of Business, the opportunity to be heard concerning a complaint about his conduct while serving as Dean. The Facilities, Finance, and Audit Committee of the Board conducted the hearing. The Committee's Chair, Ms. Katherine Busser, conducted the hearing with a quorum of the full Board present, and the hearing was

conducted as a meeting of the full Board, with the express approval of the Rector of the Board. At the request of Dr. Bejou, and in accordance with §§ 2.2-3711(A)(1) and (7) of the *Code of Virginia*, the Board convened in closed session at 2:55 p.m. for consideration of the complaint and Dr. Bejou's explanations and defenses with Counsel present. The motion provided that Roscoe C. Roberts, University Counsel, Dr. Bejou, Mr. Craig Curwood, Dr. Bejou's Counsel, and Ms. Kellie Milner, Court Reporter, attend the closed meeting as their presence was deemed necessary to aid the Board in its deliberations. Board member Thweatt asked the Rector for permission to recuse himself because his adult son was employed as a faculty member in the Business School. Dr. Thweatt was excused by the Rector.

The Board reconvened in open session at 6:15 p.m. in accordance with § 2.2-3712(D) of the *Code of Virginia*. Ms. Busser conducted the roll call of the Board members, during which all certified that the Board heard, discussed and considered only such public business lawfully exempted from open meeting requirements, and that the Board considered only such public business matters as were identified in the motion by which the closed meeting was convened. All Board members present certified compliance with the Freedom of Information Act.

The Rector adjourned the meeting of the full Board at 6:28 p.m.

Friday, April 17, 2009

CALL TO ORDER

Mr. Earnest J. Edwards, Rector, called the meeting of the Virginia State University Board of Visitors ("Board") to order in the Board Room in Virginia Hall at 8:03 a.m.

ROLL CALL

A quorum was present.

Board Members Present:

Mr. Earnest J. Edwards, Rector
Dr. Albert W. Thweatt, Vice Rector (*arrived 8:15 a.m.*)
Ms. Katherine Elam Busser, Secretary (*arrived 8:10 a.m.*)
Mr. Jerry B. Bias (*absent*)
Brigadier General (RET) Alfred J. Cade
Ms. Erika T. Davis
Mr. Felix Davis, Jr.

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Dr. Mary Hatwood Futrell
Mr. Christopher H. Holden
Mr. Richard D. Legon (*absent*)
Ms. Maureen D. Massey (*absent*)
Mr. E. Ray Murphy
Ms. Daphne M. Reid
Mr. James H. Starkey
Mr. Spencer L. Timm (*departed 12:45 p.m.*)
Dr. Deborah Goodwyn, Faculty Member Representative
Ms. Bianca Brodie, SGA Representative

Administration Present:

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

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:

Ms. Cassandra Campbell, SGA President Elect
Mr. Dominique Way, SGA Vice President for Student Affairs
Ms. Ashley Winfield
Mr. Janak Gada, User Services Manager
Ms. Peggy Davis, Athletic Director
Mr. George White, Men's Basketball Coach
Lieutenant Colonel Jeffrey Garland, ROTC
Master Sergeant Dencil Harrison, ROTC
Cadet Lemija Allen, ROTC

Cadet Hadiyah Espinosa, ROTC
Cadet Sherica Jackson, ROTC
Cadet Godfrey Gaskins, ROTC
Cadet Algernon Evans, ROTC

PRESENTATIONS

Dr. Eddie N. Moore, Jr., Presidential Statement
Ms. Bianca Brodie, SGA Representative
Lieutenant Colonel Jeffrey Garland, Battalion Commander, ROTC

OPENING REMARKS

Mr. Earnest J. Edwards, Rector, asked all present to pause for a moment of reverent silence. The Rector ordered an amendment to the agenda to incorporate abbreviated committee meeting reports into the full Board meeting.

APPROVAL OF MINUTES

Mr. Edwards called for approval of the minutes of the Board's meeting held January 15-16, 2009, and the Executive Committee meeting held February 13, 2009. A motion for their approval was made by Ms. Reid, seconded by Mr. Timm, and the minutes were approved by voice vote.

SGA STUDENT REPRESENTATIVE'S PRESENTATION

Ms. Bianca Brodie, Student Government Association (SGA) President and Student Representative to the Board of Visitors, expressed her sincere appreciation to the Board for allowing her to serve as the SGA Representative. She introduced the incoming SGA officers: Ms. Cassandra Campbell, President; Mr. Dominique Way, Vice President for Student Affairs; and Ms. Ashley Winfield.

FACULTY REPRESENTATIVE'S PRESENTATION

Dr. Deborah Goodwyn, Faculty Member Representative to the Board of Visitors, conveyed her sincere gratitude to the Board for allowing her to serve as the Faculty Representative. She stated that the faculty of Virginia State University is very fortunate to have a Board of Visitors and an Administration that is willing to listen to faculty concerns and suggestions.

PRESIDENT'S STATEMENT

President Moore discussed the following: the University's 2.5 million dollar budget reduction due to revenue short falls in the Commonwealth; the University's receipt of 1.3 million dollars as part of the Federal Stimulus Plan; and the University's strategic utilization and reallocation of

funding, and the anticipated effect on various University departments. The American Recovery and Reinvestment Act of 2009 (ARRA) has restored 2.5 million of the University's initial 3.8 million dollar reduction for fiscal year 2010. Further budget cuts, however, are anticipated because of the decline in revenue to support the operations of State government. Adjustments to the University's budget is continuous and ongoing and positions are constantly being evaluated.

President Moore expressed his sincere gratitude to departing Board member Dr. Albert Thweatt, as well as to the faculty and student representatives on the Board of Visitors. He noted that they rendered extraordinary service to the Board and the University community during their tenure on the Board. He highlighted institutional advancements that occurred during their tenure.

President Moore expressed his gratitude to the Board for its service and support of the Administration's efforts as he reflected on his 16 year tenure with the University.

Upcoming University events: Spring Commencement, Richmond Coliseum, May 17, 2009.

COMMITTEE REPORTS

Facilities, Finance, and Audit Committee

Mr. David J. Meadows, Vice President for Administration and Finance, highlighted the proposed schedule of tuition and fees for academic year 2009-2010: \$271 increase for resident undergraduates (4.6%); \$270 increase for resident graduates (3.8%); \$490 increase for nonresident undergraduates (3.5%); \$420 increase for nonresident graduates (2.8%); and a \$178 increase in University housing (4.0%). Discussion ensued. Ms. Busser moved to approve the resolution for Tuition and Fees for Academic Year 2009-2010. The motion was seconded by Mr. Timm, and carried by voice vote.

Mr. Meadows discussed the proposed University Operating Budget for fiscal year 2009-2010 totaling 136.7 million dollars. This represents an increase of 7.3 million dollars (5.7%) over fiscal year 2009.

The University will be using 2.1 million dollars of the housing cash reserve to fund the first payment in fiscal year 2010 for the Howard Quad debt service. The original completion date was August 2009, which has been pushed back to August 2010; work is expected to begin in May 2009. The delay was due to difficulties experienced with the Gateway project. A number of resources were diverted to the Gateway project to ensure that the Gateway residence hall did not fall further behind schedule. The one year delay was also due to the fact that Howard Quad was the first process undertaken where the University utilized a different construction process, known as Construction Management at Risk (CM at Risk). Typically the University has done a Design Build process. CM at Risk is a process where the construction manager and the architect/engineer assume a greater responsibility to complete the project within the Guaranteed Maximum Price (GMP). University representatives were very novice in their understanding of

how the process worked, and had to work with the Bureau of Capital Outlay Management (BCOM) and other State agencies to get up to speed on this construction method. The Gateway project did not go as well as anticipated. Significant and substantial problems with the developer and construction contractor were experienced throughout construction, including considerable time off the job over contractual disputes among contractor (Maxam Construction Company), and the project developer (Student Suites, LLC of Virginia), and the Virginia State University Real Estate Foundation.

President Moore indicated that he authorized two new project manager positions, one for auxiliary projects and one for educational and general projects, to minimize the possibility of future delays on capital construction projects.

Ms. Busser moved to approve the University's Operating Budget for fiscal year 2009-2010. The motion was seconded by Mr. Timm, and carried by voice vote.

Ms. Busser moved to approve the Resolution Adopting the Red Flag Identity Theft Policy. The motion was seconded by Dr. Thweatt, and carried by voice vote.

Development Committee

Mr. James H. Starkey, Chair of the **Development Committee**, discussed and moved for approval the resolution to establish a Policy on Naming Opportunities of Campus Facilities. The motion was seconded by Dr. Futrell, and carried by voice vote.

Mr. Starkey presented and moved for approval the resolution confirming the Acceptance of the Angela L. Avant, CPA Endowed Scholarship Fund. The motion was seconded by Dr. Thweatt, and carried by voice vote.

Academic and Student Affairs

Dr. Mary Hatwood Futrell, Chair of the **Academic and Student Affairs Committee**, moved that the Honorary Degree, Doctor of Humane Letters be conferred upon The Honorable Julian Bond, commencement speaker, and the 2009 Alumnus of the Year Award awarded to Dr. Mildred Fitzgerald Johnson. The motion was seconded by Mr. Starkey, and carried by voice vote.

Dr. Futrell presented, and moved for approval, the applications presented to the Committee for promotion and/or tenure. The following faculty were recommended: Giti Javidi, promotion; Xue Bai, promotion; Sheikh Kamarah, promotion; Justina O. Osa, promotion; Dirk Philipsen, promotion; Serena Reese, promotion; Shahid Shahidullah, promotion; Sueng Yang, promotion; Cheryl Adeyemi, tenure; Diana Purdue, tenure; Cheryl Stampley, tenure; Aurile Townsel, promotion and tenure; Ceslav Ciobanu, promotion and tenure; Douglas Fiore, promotion and tenure; James Hodgson, promotion and tenure; Julius W. Malcan, promotion and tenure; Bennis M. Blue, promotion and tenure; Kimberly P. Boyd, promotion and tenure; Richard S. Chew,

promotion and tenure; Milton O. Faison, promotion and tenure; Yoon Kim, promotion and tenure; James D. Phillips, promotion and tenure; Ehsan O. Sheybani, promotion and tenure; and Victor H. Vilchiz, promotion and tenure. The motion was seconded by Dr. Thweatt, and carried by voice vote.

Dr. Futrell presented and moved for approval the sabbatical leave requests of Drs. Donatus Amaram, Xue Bai and Dirk Philippsen. The motion was seconded by BG (RET) Cade, and carried by voice vote.

Resource and Governance Committee

Ms. Erika T. Davis, Chair of the **Resource and Governance Committee**, presented and moved for approval Board Officer and Committee composition recommendations: Mr. Edwards, Rector; BG (RET) Cade, Vice Rector; Ms. Busser, Secretary; Dr. Futrell, Chair, Academic and Student Affairs Committee; Mr. Starkey, Chair, Development Committee; Ms. Busser, Chair, Facilities Finance and Audit Committee; Mr. Holden, Chair, Resource and Governance Committee; Ms. Massey, VSU Foundation Liaison; and Mr. Murphy, VSU Real Estate Foundation Liaison. The motion was seconded by Dr. Futrell, and carried by voice vote with an effective date of July 1, 2009.

Ms. Davis presented and moved for approval the 2009 (Fall 2009 and Spring 2010) Board meeting schedule as presented in the Board's meeting materials. The motion was seconded by Mr. Starkey, and carried by voice vote.

Miscellaneous

President Moore spoke on the University's Reserve Officer Training Course (ROTC), and for the second year in a row the University has been cited as the number one ranked ROTC program among HBCU's. The University placed third in the Ranger Challenge and was awarded the Bronze Medal. President Moore opened the floor to Lieutenant Colonel Jeffrey Garland, Battalion Commander, and Master Sergeant Dencil Harrison, Noncommissioned Officer in Charge, who introduced five of the ROTC's senior class and outstanding performers: Cadet Lemija Allen, Cadet Hadiyah Espinosa, Cadet Sherica Jackson, Cadet Algernon Evans and Cadet Godfrey Gaskins.

On behalf of the Athletic Department, Ms. Peggy Davis, Athletic Director, presented President Moore with a token of sincere appreciation and gratitude for his support of the department throughout the years. Ms. Davis next introduced to the Board the new Men's Basketball Coach, Mr. George White, selected to become the 18th head coach of the basketball team. White comes to VSU after spending the past season as an assistant coach with the Colorado 17ers of the NBA Development League (D-League). The team recently finished with the best regular-season record in the NBA D-League, winning the Southwest Division with a 34-16 record. The 14ers then won the NBA D-League Championship, sweeping Utah in the championship series. White spent the

previous two seasons as the Director of External Relations for the men's basketball staff at Stanford University in Stanford California. White came to Stanford from Rider University, where he served as an assistant coach in 2005-2006. Before his stint at Rider, White spent two seasons as an assistant coach at Metropolitan State College in Denver, Colorado, helping guide the Roadrunners to a No. 1 national ranking while reaching the NCAA Division II Final Four in 2004 and Elite Eight in 2005. White also served as the Head Coach at Ursinus College from 1995 to 2000, where he led the Bears to two consecutive playoff appearances. In his six seasons at the helm, four players scored over 1,000 career points, one earned All-America honors and all of his four-year players graduated. White worked with the Denver Nuggets organization as Assistant to the President and scouted college players for the team. A 1983 graduate of Harvard University, White was a four-year letterwinner for the Crimson and served as team captain during his senior year. A two-year starter, White was named Harvard's Top Defensive Player. A native of Philadelphia, Pa., White also served as an assistant coach at St. Joseph's University. White and his wife Barbara have three children. Mr. White thanked the University for the opportunity to lead the men's basketball program.

On behalf of the Board, Mr. Edwards expressed sincere thanks to Dr. Thweatt for his outstanding and dedicated service to the Board and the University. Mr. Edwards moved for approval the drafting of a resolution honoring Dr. Thweatt's service. The motion was seconded by Ms. Busser, and carried by unanimous roll call voice vote. Members applauded Dr. Thweatt in recognition of his distinguished and collegial participation and contribution as a member of the University's Board of Visitors.

Presidential Search Committee

Mr. Edwards discussed and presented for approval the Presidential Search Committee Charge:

The Virginia State University Board of Visitors charges the Presidential Search Committee to work on its behalf to identify and recommend a list of three (3) to five (5) candidates who are well qualified to lead Virginia State University as its next President.

The motion was seconded by Mr. Timm and carried by voice vote.

Mr. Edwards proposed an Executive Committee meeting to solidify some outstanding issues associated with the Presidential Search. Discussion ensued.

Mr. Felix Davis, Chair, **Presidential Search Committee**, stated that the committee had a great meeting and discussed a major concern of the committee: the low response to the Request for Proposal (RFP). With consideration to the limited responses to the RFP, the committee decided to proceed with the process and move aggressively to get through the assessment. The committee felt that the Board's input would be imperative in building the foundation for the things that should be articulated to the various constituents. Discussion ensued.

Miscellaneous

President Moore summarized the status of the American Association of University Professors (AAUP) censure. The Board's Academic and Student Affairs Committee will take up the issue and the Board will revisit the censure at a subsequent meeting.

Dr. Thweatt moved for approval the Board's review of the Presidential Report and Evaluation for fiscal year 2009-2010 at the upcoming Executive Committee meeting. The motion was seconded by Ms. Reid, and carried by voice vote.

Dr. Futrell moved for approval the drafting of resolutions recognizing Dr. Goodwyn and Ms. Brodie for their service to the Board. The motion was seconded by Mr. Timm, and carried by voice vote.

CLOSED SESSION

In accordance with §§ 2.2-3711(A)(1) and (7) of the *Code of Virginia*, the Board convened in closed session at 10:45 a.m. to discuss personnel matters and to consult with legal counsel. The motion provided that Roscoe C. Roberts, University Counsel, attend the closed meeting as his presence was deemed necessary to aid the Board in its deliberations.

The Board reconvened in open session at 12:45 p.m., in accordance with § 2.2-3712(D) of the *Code of Virginia*. Ms. Busser conducted the poll in which all certified that the Board only discussed personnel matters and consulted with legal counsel, as provided by law. All Board members present certified compliance with the Freedom of Information Act.

Ms. Busser presented and moved for approval a motion for the review and development of document and record retention policies for the University as follows: :

As a part of the VSU Board's ongoing efforts to strengthen and streamline governance, the Board

- a. Instructs University Counsel to develop an Information Retention Policy for the University's Board of Visitors meetings by the May Executive Committee Meeting and bring to the Board for adoption.*
- b. Instructs the Chair of the Resource and Governance Committee to work with the President and his staff on an Information Retention Policy for VSU by the September Board meeting.*

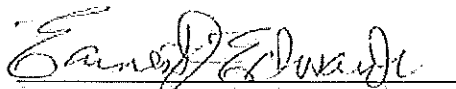
The motion was seconded by Mr. Starkey, and carried by unanimous roll call voice vote.

Ms. Busser moved to approve the personnel action recommended by the Facilities, Finance, and Audit Committee to the full Board in closed session involving Dr. Bejou on Thursday, April 16,


2009. The recommendation was that Dr. Bejou not be reappointed Dean of the Business School. The motion was seconded by BG (RET) Cade and carried by roll call voice vote; Dr. Futrell and Mr. Holden abstained as they were not present during the closed Board session on April 16, 2009. Dr. Thweatt and Mr. Timm had departed by the time this motion was placed on the floor.

Dr. Futrell moved for approval the Presidential recommendations for Vice Presidents and Deans of Schools as presented by the President. The motion was seconded by Ms. Reid, and carried by roll call voice vote. Dr. Thweatt and Mr. Timm had departed by the time this motion was placed on the floor.

There being no further business, the Rector adjourned the meeting of the Board at 12:55 p.m.



Earnest J. Edwards, Rector



Katherine E. Busser, Secretary

9/11/09

Date

9/11/09

Date