

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

**Board Retreat**  
**MINUTES**  
**Thursday, January 17, 2013**

**CALL TO ORDER**

Ms. Katherine Busser, Rector, called the meeting of the Virginia State University (“VSU”) Board of Visitors (“Board”) to order in Room C of the Gateway Dining Event Center at 1:15 p.m.

**ROLL CALL**

A quorum was present.

*Board Members Present:*

Ms. Katherine E. Busser, Rector  
Mr. Harry Black, Vice Rector  
Ms. Barbara Steverson, Secretary  
Mr. George K. Anas, II  
Dr. William C. Boshier  
Mr. Allyn Myles Carnam  
Mr. Felix Davis, Jr. (*absent*)  
Dr. Robert E. Denton, Jr.  
Ms. Catherine H. Gillespie (*absent*)  
Mr. Terone B. Green  
Ms. Jennifer Hunter  
Mr. E. Ray Murphy  
Mr. Willie C. Randall  
Ms. Daphne M. Reid  
Mr. James H. Starkey, III  
Dr. Emmanuel Omojokun, Faculty Member Representative  
Mr. Brandon Randleman, Student Government Association Representative

*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  
Mr. James Tyson, Vice President for Institutional Advancement  
Mr. Cortez K. Dial, Chief of Staff  
Dr. Elliott L. Wheelan, Associate Vice President for Human Resources  
Ms. Joanne Curtis Taylor, Chief Audit Executive  
Mr. Jesse Vaughan, Special Assistant to the President

*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:*

Dr. Robert L. Turner, Executive Director, VSU Foundation  
Dr. Jewel Hairston, Dean, College of Agriculture  
Dr. Keith Williamson, Dean, College of Engineering  
Dr. Andrew J. Kanu, Dean, College of Liberal Arts and Education  
Dr. Larry Brown, Dean, College of Natural Health and Sciences  
Dr. Delores Greene, Associate Dean, College of Education  
Dr. Cheryl Mitchem, Associate Dean, School of Business  
Dr. Isis Walton, Associate Professor, Sociology, Social Work and Criminal Justice  
Ms. Nicolle Parsons-Pollard, Associate Professor, Sociology, Social Work and Criminal Justice  
Mr. Conaway Haskins, Executive Director, Government and External Affairs  
Mr. Kevin Spivey, Senior Videographer, Editor, Producer  
Mr. Travis Edmonds, Office of Information Technology

**OPENING REMARKS**

The Board began its retreat with a riding tour of the Virginia State University campus highlighting the Six-year Capital Plan and toured several on-campus buildings. Retreat objectives included: strategic assets, the strategic vision, the strategic plan, and focus areas for the Board.

**Board Meeting  
MINUTES  
Friday, January 18, 2013**

**CALL TO ORDER**

Ms. Katherine Busser, Rector, called the meeting of the Virginia State University (“VSU”) Board of Visitors (“Board”) to order in Room A of the Gateway Dining Event Center at 10:34 a.m. The Board convened later than scheduled due to inclement weather. The reports of matters considered by the Board committees are set forth in these minutes.

**ROLL CALL**

A quorum was present.

*Board Members Present:*

Ms. Katherine E. Busser, Rector  
Mr. Harry Black, Vice Rector  
Ms. Barbara Steverson, Secretary  
Mr. George K. Anas, II  
Dr. William C. Boshier (*arrived 11:03 a.m.*)  
Mr. Allyn Myles Carnam  
Mr. Felix Davis, Jr. (*absent*)  
Dr. Robert E. Denton, Jr.  
Ms. Catherine H. Gillespie (*absent*)  
Mr. Terone B. Green  
Ms. Jennifer Hunter  
Mr. E. Ray Murphy  
Mr. Willie C. Randall  
Ms. Daphne M. Reid  
Mr. James H. Starkey, III  
Dr. Emmanuel Omojokun, Faculty Member Representative  
Mr. Brandon Randleman, Student Government Association Representative

*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

Mr. James Tyson, Vice President for Institutional Advancement  
Mr. Cortez K. Dial, Chief of Staff  
Dr. Elliott L. Wheelan, Associate Vice President for Human Resources  
Ms. Joanne Curtis Taylor, Chief Audit Executive  
Mr. Jesse Vaughan, Special Assistant to the President

*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:*

Dr. Robert L. Turner, Executive Director, VSU Foundation  
Dr. Keith Williamson, Dean, College of Engineering  
Dr. Maxine Sample, Professor and Director of International Education  
Dr. Kenneth Bernard, Professor, Mathematics and Computer Science  
Dr. Zoe Spencer, Professor, Sociology, Social Work, and Criminal Justice  
Dr. Milton O. Faison, Assistant Professor, Biology  
Dr. Isis Walton, Associate Professor, Sociology, Social Work and Criminal Justice  
Ms. Nicolle Parsons-Pollard, Associate Professor, Sociology, Social Work and Criminal Justice  
Ms. Evelina Davis, Executive Director, University College  
Mr. Conaway Haskins, Director, Government Relations  
Ms. Jennifer Schreck, Project Manager, Auditor of Public Accounts  
Mr. Travis Edmonds, Office of Information Technology  
Ms. Ali Bailer  
Mr. Kevin Stoudt  
Mr. Ceasar Jackson

**RECTOR'S REMARKS**

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

The Rector presented the revised agenda, due to the inclement weather.

**AFTERNOON SESSION**

Following committee sessions, Rector Busser reconvened the meeting of the full Board in Room A of the Gateway Dining Event Center at 1:15 p.m. The reports of matters considered by the committees are set forth below.

Ms. Busser thanked the Board, the Administration and the Faculty for their participation in the robust and strategic planning discussions that took place during Thursday's retreat, involving the on-going developments at Virginia State University, which indicated an exciting future in university life. She emphasized the exciting engagement, interaction and open discussions that took place between the students, faculty, administration and the Board regarding the direction of Virginia State University.

Rector Busser discussed the benefit of the December 2012 Executive Committee planning session, and looks to recommend and incorporate additional committee meetings and planning sessions into the existing and upcoming board meeting schedule. Ms. Busser also discussed amending the current board schedule to include an additional half-day strategic planning session to take place the Thursday before the April 19, 2013 board meeting.

On behalf of the Board, Ms. Busser wished the Virginia State University basketball team the very best as they take on Virginia Union in the 2013 Freedom Classic Festival in Richmond.

### **APPROVAL OF MINUTES**

Rector Busser called for approval the minutes of the Board meeting held November 9, 2012 and the Executive Committee meeting held December 7, 2012. A motion for their approval was made by Mr. Green, seconded by Mr. Randall, and the minutes were approved by voice vote.

### **PRESIDENT'S REMARKS**

President Miller highlighted: the history and legacy of Virginia State University and the University's efforts in educating a broad range of students; the student acceptance procedure with consideration to Standard Aptitude Test (SAT) scores and Grade Point Averages (GPAs); growth of the University's honor program (increase of approximately 8% over the last year); challenges with student financial aid funding; challenges surrounding acquiring and keeping the best faculty and staff, and salary issues; addressing the needs of students that may be less prepared and maintaining the University's attractiveness to others; and strategies for moving the institution forward and meeting the needs of the Commonwealth.

Discussion ensued regarding the state of higher education.

Rector Busser expressed the desire to increase the use of the electronic board book for information sharing; discussion ensued.

### **Academic and Student Affairs**

Ms. Barbara Steverson, Chair of the **Academic and Student Affairs Committee**, discussed the report of Dr. Omojokun, Faculty Representative to the Board, and Mr. Brandon Randleman, Student Representative to the Board, highlighting faculty salary equity, student organizations and activity

funding. (*Committee members present were: Steverson, Busser, Green, Murphy, Bosher, Denton, Omojokun, Randleman.*)

### **Resource and Governance Committee**

Ms. Busser charged the Resource and Governance Committee with making the formal call for nominations for officers of the Board, and the presentation of its recommendations to the Board for election of officers at the April 2013 Annual Board Meeting.

Mr. Harry Black, Chair of the **Resource and Governance Committee**, highlighted: the proposed 2013-2014 board meeting schedule, the Board committees, and the committee's discussion of the process for electing officers of the Board. Mr. Black made the formal call for nominations. The written formal call for nominations followed. (*Committee members present were: Black, Anas, Carnam, Starkey, Reid, Hunter, Randall.*)

### **Facilities, Finance and Audit Committee**

On behalf of the committee, Mr. E. Ray Murphy, Chair of the **Facilities, Finance and Audit Committee**, discussed: the audit report; the audit plan; the increased number of hotline cases and the effect they are having on the audit department, creating challenges in meeting objectives; changes resulting from the move of the Audit Inspector General, hotline processing, and better use of resources. (*Committee members present were: Murphy, Black, Busser, Carnam, Green, Steverson, Randall.*)

On behalf of the committee, Mr. Murphy presented and moved for approval the resolution authorizing the President to provide the certification to the Department of Planning and Budget in accordance with the debt management policy. Consistent with § 23-9.6:1.01 of the *Code of Virginia*, education-related, financial and administrative management measures shall be the basis on which the State Council of Higher Education shall annually assess and certify institutional performance. Such certification shall be completed and forwarded in writing to the Governor and the General Assembly no later than June 1 of each year. The motion carried by roll call voice vote.

On behalf of the committee, Mr. Murphy presented and moved for approval the resolution authorizing the University's six-year plan covering the fiscal years 2014-2020 as required by the *Code of Virginia*. The motion carried by roll call voice vote.

Mr. Murphy highlighted the University's Enterprise Risk Management Program, lead by Mr. David Meadows, Vice President for Administration and Finance. He also discussed the Governor's amended biennial budget for 2012-2014, which proposed spending cuts of \$524.3 million and additional spending initiatives of \$735.7 million.

Mr. Murphy introduced Ms. Jennifer Schreck, Project Manager, Auditor of Public Accounts. Ms. Schreck conducted a brief entrance conference, reviewing: audit objectives, the audit plan and audit

roles. She looks to report the audit findings to the Board at the April 2013 meeting. Discussion ensued.

### **Institutional Advancement**

Mr. James H. Starkey, III, Chair of the **Institutional Advancement Committee**, provided an update on Spider Management. The endowment is currently at \$24.7 million with the 2012 return to be an estimated 10%. The committee will review the current investment policy and present the revised policy to the Board during the April 2013 meeting for approval. Upon review, the committee will also recommend decreasing the spend rate. (*Committee members present were: Starkey, Anas, Reid, Boshier, Denton, Hunter.*)

Mr. Starkey highlighted: the ongoing strategic plan development work; Strengths Weaknesses, Opportunities and Threats (SWOT) analysis; continued board engagement in the strategic planning process; the Chesterfield Avenue development project; and budget initiatives going before the General Assembly. Mr. Starkey commended the work of the strategic planning committee and the progress and evolution of the strategic planning document.

### **CLOSED SESSION**

In accordance with §§ 2.2-3711(A)(1) and (7) of the *Code of Virginia*, the Board convened in closed session at 3:20 p.m. to discuss personnel matters and consultation with Legal Counsel. The motion provided that President Miller, Dr. Hill, Attorney Roberts, Mr. Dial, and Ms. Degen attend the closed meeting as their presence was deemed necessary to aid the Board in its deliberations.

The Board reconvened in open session at 4:40 p.m. in accordance with § 2.2-3712(D) of the *Code of Virginia*. Ms. Steverson conducted the poll in which all Board members certified that the Board only discussed personnel matters and consulted with Legal Counsel as authorized by law. All Board members present certified compliance with the Freedom of Information Act.

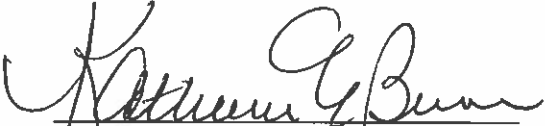
Dr. Boshier presented and moved for approval the recommendation that all amendments to the faculty handbook be submitted to the Board for review by the April 2013 board meeting; the Board will consider final approval of the handbook by the September 2013 board meeting. If the recommended amendments are not received by the April 2013 board meeting, the Board will consider suspending the faculty handbook until the process is complete. Rector Busser requested a friendly amendment to the motion, in which she requested that President Miller and Provost Hill provide all available resources requested by the faculty to assist in achieving the Board's request. She also requested that all references in the faculty handbook to board involvement be reviewed for board comment. The motion and amendments were seconded by Mr. Green and carried by roll call voice vote.

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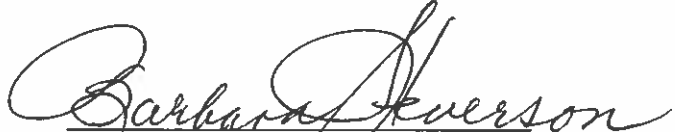
Mr. Starkey presented and moved for approval the personnel matter involving the contract of the University's Football Coach discussed during closed session. The motion was seconded by Mr. Murphy and carried by roll call voice vote. Mr. Carnam voted no and Ms. Reid abstained.

The Board welcomed Mr. Latrell Scott, the new head football coach. Mr. Scott shared highlights of his career; his local, regional, and national philosophy; and what he looks to do for Virginia State University and the University's football program.

There being no further business, the Rector adjourned the meeting of the Board at 4:51 p.m.

  
Katherine E. Busser, Rector

4-19-13  
Date

  
Barbara Steverson, Secretary

April 19, 2013  
Date