



VIRGINIA STATE UNIVERSITY

BOARD OF VISITORS

P.O. Box 9001
VIRGINIA STATE UNIVERSITY, VA 23806

December 19, 2017

The Honorable Members of the General Assembly
General Assembly Capitol Building
201 North 9th Street
Richmond, VA 23219

The Honorable Terry McAuliffe
Office of the Governor
1111 East Broad Street
Richmond, VA 23219

Subject: Annual Executive Summary – Report from Virginia State University

Dear Governor McAuliffe and Members of the General Assembly:

Section 23.1-1303 (B)(12) (effective October 1, 2016) of the *Code of Virginia* instructs the Virginia State University Board of Visitors to submit an annual executive summary of its interim activity and work to the General Assembly and Governor no later than the first day of each regular session of the General Assembly.

Please accept this report as fulfillment of this responsibility. If you have any questions about this report, do not hesitate to contact Dr. Annie C. Redd, Special Assistant to the President and Board Liaison, at (804) 524-3340 or by email at aredd@vsu.edu.

Sincerely,

Harry Black
Rector

Cc: Laura Wilborn, Division of Legislative Automated Systems
Makola M. Abdullah, Ph.D., President, Virginia State University

**2017 Annual Executive Summary of Interim Activities
Virginia State University
§ 23.1-1304 of the Code of Virginia**

EXECUTIVE SUMMARY

Pursuant to § 23.1-1303 (B)(12) of the *Code of Virginia* (as amended), Virginia State University hereby submits prior to the first day of the General Assembly an annual summary of interim activity of the work of the Board of Visitors.

The University submits as required information as follows:

- Va. Code § 23.1-1301(B)(10) (effective October 1, 2016 - public access to information);
- Va. Code § 23.1-1303(B)(1) (effective October 1, 2016 - adopting bylaws);
- Va. Code § 23.1-1303(B)(8) (effective October 1, 2016 - BOV annual meeting with the president);
- Va. Code § 23.1-1306 (effective October 1, 2016 - duties of the executive committee); and
- Va. Code § 23.1-1300(A)(B)(C)(E)(F) (effective October 1, 2016 - members of governing boards, removal, terms).

The University also provides a narrative summary demonstrating compliance with these sections and a summary of activities for the year.

NARRATIVE SUMMARY

During 2017, the Virginia State University Board of Visitors convened four regular meetings: January 19-20th, April 20-21st, September 14-15th, and November 16-17th. The Board held its Annual meeting on April 20-21st. In addition to the regularly scheduled meetings of the Board, the Board's standing and special committees (Academic and Student Affairs Committee; Facilities, Finance and Audit Committee; Institutional Advancement Committee; and Personnel and Compensation) convened meetings.

The committees met as follows: Academic and Student Affairs Committee – January 25th, April 13th and November 15th; Facilities, Finance and Audit Committee – January 19th, April 12th and November 8th; Institutional Advancement – March 22nd, June 7th and November 17th; Personnel and Compensation – January 26th and November 16th.

On August 10th, the University held an Orientation Session for new Board member, Gregory A. Whirley, on campus. The State Council on Higher Education of Virginia (SCHEV) invited new board members and rectors to attend its 2017 New Board Member Orientation. Mr. Whirley and Huron Winstead, Vice Rector, attended the SCHEV orientation on October 24-25th at the Virginia Historical Society, in Richmond, VA.

The Board held its Annual Retreat on August 11th. During this retreat, the Board participated in an educational session on the reaffirmation process for the Southern Association of Colleges and Schools Commission on Colleges (SACSCOC) presented by Dr. Belle Wheelan, President of SACSCOC. The Board also discussed VSU opportunities for fundraising and received a status report from Bill Donohue, president of GENEDGE, on the University's strategic planning process.

I. Current Members of the Board of Visitors

§ 23.1-1300. Members of governing boards, removal, terms.

Current gubernatorial appointed members, their term numbers, and their respective term expiration dates are as follows:

Name	Term	Appointment Expiration
Harry Black (Rector)	2 nd	June 30, 2018
Thursa Crittenden	1 st	June 30, 2018
Pamela A. Currey	1 st	June 30, 2020
Daryl C. Dance	2 nd	June 30, 2020
Michael Flemming	1 st	June 30, 2019
Charlie Hill	1 st	June 30, 2018
Alma Hobbs	1 st	June 30, 2018
Jennifer Hunter	2 nd	June 30, 2020
Paul Koonce	1 st	June 30, 2020
Xavier Richardson	1 st	June 30, 2018
Glenn Sessoms	1 st	June 30, 2019
James J.L. Stegmaier	1 st	June 30, 2020
Wayne Turnage	1 st	June 30, 2019
Gregory A. Whirley	1 st	June 30, 2021
Huron F. Winstead	2 nd	June 30, 2021

II. Public Access to Information

A. Requirements

§ 23.1-1301(B)(10). Boards of visitors; public access to information.

Notwithstanding § 2.2-4342 and the Virginia Freedom of Information Act (§ 2.2-3700 *et seq.*), the governing board of each public institution of higher education or its designee may conduct closed meetings pursuant to §§ 2.2-3711 and 2.2-3712 and conduct business as a "state public body" for purposes of subsection B of § 2.2-3708.

B. Current Practice and Compliance

The Virginia State University Board of Visitors continues to comply with the Virginia Freedom of Information Act (FOIA) in conducting business as a state public body. Explanation of the compliance follows.

All Board of Visitors meetings, including meetings of its committees and subcommittees, were conducted in a public setting and in accordance with FOIA. Public notices of all Board of Visitors meetings were posted no later than three working days prior to said meeting and these notices indicated meeting times, purpose, and locations. Board of Visitors meeting notices can be found posted on the first and third floor of Virginia Hall on the University's campus, on the University's website under "Announcements" (www.vsu.edu/), on the Board of Visitors webpage (<http://www.vsu.edu/about/leadership/board-of-visitors/index.php>) and on the Commonwealth of Virginia's Commonwealth Calendar (<https://commonwealthcalendar.virginia.gov/>).

All closed sessions of the Virginia State University Board of Visitors were conducted in accordance with the provisions of the FOIA. The Office of the University Legal Counsel ensured that all required FOIA procedural steps were recognized and complied with prior to, during, and following closed sessions.

All electronic meetings and electronic meeting participation of the Virginia State University Board of Visitors were conducted in accordance with FOIA. These electronic meetings also strictly complied with the Act under Va. Code § 2.2-3708.

III. Adoption of Bylaws

A. Requirements

§ 23.1-1303(B)(1). Boards of visitors; bylaws.

The governing board of each public institution of higher education shall adopt bylaws for its own governance. This document shall be posted conspicuously on the board's website **and shall include provisions that:**

1. Establish the requirement of transparency, to the extent required by law, in all board actions;
2. Describe the board's obligations under the Virginia Freedom of Information Act (§ 2.2-3700 *et seq.*), as set forth in § 23.1-1301(B)(10) including the requirements that:
 - a. The board shall record minutes of each open meeting and post the minutes on the board's website, in accordance with subsection I of § 2.2-3707 and § 2.2-3707.1;
 - b. Discussions and actions on any topic not specifically exempted by § 2.2-3711 shall be held in an open meeting;

- c. The board shall give public notice of all meetings, in accordance with subsection C of § 2.2-3707; and
 - d. Any official action taken in a closed meeting shall be Approval of the resolution in an open meeting before it can have any force or effect, in accordance with subsection B of § 2.2-3711.
3. Require that the board notify and invite the Attorney General's appointee or representative to all meetings of the board, executive committee, and board committees.

B. Current Practice and Compliance

The Virginia State University Board of Visitors continues to comply with the Virginia Adoption of Bylaws Code Section. Explanation of the compliance follows.

At its April 21, 2017 meeting, the Board reviewed and affirmed its bylaws. The Board's last and most recent bylaws updates were in September 2016. These bylaws are posted on the University website at www.vsu.edu/files/docs/bov/board-membership/vsu-bylaws.pdf.

IV. Annual Meeting with the President of the Institution

A. Requirements

§ 23.1-1303(B)(8). Boards of visitors; annual meeting with the president of the institution.

In addition to all meetings prescribed in Chapters 14 (§ 23.1-1400 *et seq.*) through 29 (§ 23.1-2900 *et seq.*), the board of visitors of each public institution of higher education shall meet with the president of that institution at least once annually, in a closed meeting pursuant to subdivision A 1 of § 2.2-3711, and deliver an evaluation of the president's performance. Any change to the president's employment contract during any such meeting or any other meeting of the board shall be made only by a vote of the majority of the board's members.

B. Current Practice and Compliance

The Virginia State University Board of Visitors continues to comply with the requirement of holding an annual meeting with the University's President. Explanation of the compliance follows.

On February 1, 2016, Dr. Makola M. Abdullah joined Virginia State University as its 14th president. In March 2017, the Board conducted its evaluation of President Abdullah's performance and delivered the evaluation results to the president in a closed session at its April 21, 2017 meeting.

V. Duties of the Executive Committee

A. Requirements

§ 23.1-1306. Boards of visitors; executive committee.

The executive committee of the governing board of each public institution of higher education shall (i) organize the working processes of the board and (ii) recommend best practices for board governance.

The committee shall:

1. Develop and recommend to the board a statement of governance setting out the board's role;
2. Periodically review the board's bylaws and recommend amendments;
3. Provide advice to the board on committee structure, appointments, and meetings;
4. Develop an orientation and continuing education process for visitors that includes training on the Virginia Freedom of Information Act (§ 2.2-3700 *et seq.*);
5. Create, monitor, oversee, and review compliance with a code of ethics for visitors; and
6. Develop a set of qualifications and competencies for membership on the board for approval by the board and recommendation to the Governor.

B. Current Practice and Compliance

The Virginia State University Board of Visitors continues to comply with the *Code of Virginia* provisions governing the duties of the Executive Committee. Explanation of the compliance follows.

The Board's Statement of Governance was adopted June 14, 2013. The Board reviewed and affirmed the Statement of Governance on April 21, 2017. See www.vsu.edu/about/leadership/board-of-visitors/state-governance.php.

The Board's Code of Ethics was adopted June 14, 2013. The Board reviewed the Code of Ethics and reaffirmed the current version, without revision, on April 21, 2017. See <http://www.vsu.edu/about/leadership/board-of-visitors/code-ethics.php>.

In August 2017, new board members received an initial on-campus VSU orientation, which included FOIA information. The University Legal Counsel also provided information on FOIA and on the legal duties and obligations of the Board of Visitors to all board members.

VI. Summary of Activities for 2017

The following actions were taken by the Board during 2017:

- Approval of the resolution for second extension of the land reversion deed to the Trojan Development Company for 11 months
- Approval of the resolution to waive the 3% consideration fee to VSU in connection with the extension.
- Approval of the resolution authorizing use of bond proceeds for residence facilities.
- Approval of the resolution to grant Faculty Emeritus status to Dr. Paulette Walker Johnson.
- Reviewed and reaffirmed the VSU Board's Statement of Governance.
- Reviewed and reaffirmed the VSU Board's Code of Ethics.
- Reviewed and reaffirmed the VSU Board's FOIA Rights and Responsibilities.
- Reaffirmed the VSU Board's Executive Committee.
- Approved the Board's meeting schedule for 2017-2018.
- Approval of the resolution to grant 11 candidates for tenure and/or promotion.
 - Tenure and Promotion to Associate Professor
 - Marcus Comer, College of Agriculture
 - Shedrick D. McCall, College of Natural and Health Sciences
 - Yonglin Lu, College of Engineering and Technology
 - Vitalis W. Temu, College of Agriculture
 - Promotion to Full Professor
 - Coray Davis, College of Engineering and Technology
 - Ghyasuddin Ahmed, College of Humanities and Social Sciences
 - Isis Walton, College of Humanities and Social Sciences
 - Zoe Spencer, College of Humanities and Social Sciences
 - Yan G. Zhong, College of Agriculture
 - Patricia Aldridge, College of Education
 - Tenure and Promotion to Full Professor
 - Ade Ola, College of Business
- Approval of the resolution to grant 3 candidates for tenure upon hire.
 - Dr. M. Ray McKinnie, Dean, College of Agriculture
 - Dr. Kawachi Clemmons, Special Assistant to the Provost, College of Education/Education Leadership
 - Dr. Jewel H. Bronaugh, Executive Director of the Center of Agriculture Research and Outreach, College of Agriculture
- Approval of the resolution to grant request for sabbatical leave for Professor Retta Brown.
- Approval of the resolution to establish honorary doctoral degree guidelines.
- Approval of the resolution for sale of firearm to retired Department of Police and Public Safety, Eddie Perry.
- Approval of the resolution to establish Student Athlete Discipline Policy.
- Approval of the resolution for Fiscal Year 2017-18 Operating Budget.
- Approval of the resolution for Tuition, Fees, Room and Board for 2017-2018.
- Approval of the resolution for the demolition of Simms Hall.

- Approval of the resolution for the revised Investment Policy 1900.
- Approval of the resolution for the revised Fiscal Year 2017 Internal Audit Plan.
- Approval of the resolution for revision of the Audit Committee Charter.
- Approval of the resolution for revision of the Internal Audit Charter.
- Approval of the resolution for revisions to Policy 4010 – Policy on Accepting, Recording, and Naming of Gifts.
- Approval of the resolution for revisions to Policy 4100: Policy on the Solicitation and Recognition of Gifts.
- Approval of the resolution to approve VSU Alumni Association of the Year Award to Lt. Colonel (ret.) Wesley Sharp, Sr.
- Approval of the motion to remove the University’s support from the Trojan Development Company, request that the Foundation cease and desist from further actions moving it forward, and request the VSU administration to take appropriate action with the Attorney General’s Office and the Department of General Services.
- Approval of the resolution of Exemplary Service for former Board member Frederick Humphries, Jr.
- Approval of the resolution for the Six-Year Capital Plan for 2018-2024.
- Approval of the resolution for 2017 Master Plan.
- Approval of the resolution for the revised Debt Management Policy.
- Approval of the resolution for Information Technology Strategic Plan.
- Approval of the resolution for Delegation of Approval for Information Technology Policies.
- Approval of the resolution for the Six-Year (academic) Plan.
- Ratified action by the President to promote Rodney Hall to the position of Assistant Vice President for Enrollment Management.
- Approval of the resolution for the Firearms and Weapons on Campus Regulation.
- Approval of the resolutions to grant status of Professor Emeritus to Dr. Kenneth Barnard and to Dr. James E. Hunter.