



January 7, 2023

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Re: Annual Executive Summary of the Interim Activity and Work of the Board of Visitors of Virginia Commonwealth University Board of Visitors pursuant to Section 23.1-1303(B)(12) of the Code of Virginia

To whom it may concern:

Pursuant to Section 23.1-1303(B)(12) of the Code of Virginia, on behalf of the Virginia Commonwealth University Board of Visitors I am herewith enclosing the Annual Executive Summary of the Board of Visitors of Virginia Commonwealth University pursuant to §23.1-1303(B)(12) of the Code of Virginia for filing.

Contact information for this report is as follows:

Name: Chelsea R. Gray  
Executive Director for Board and Executive Operations  
Telephone Number: 804-828- 9213  
Email address: [cgray8@vcu.edu](mailto:cgray8@vcu.edu)

Should we be required to pay printing costs we acknowledge that responsibility.

Very truly yours,

A handwritten signature in cursive script that reads "Chelsea R. Gray".

Chelsea R. Gray  
Executive Director for Board and Executive Operations  
Assistant Secretary and Board Liaison – Virginia Commonwealth University Board of Visitors

**Document Title**

Annual Executive Summary of the interim activity and work of the Board of Visitors of Virginia Commonwealth University for calendar year 2022 pursuant to § 23.1-1303(B)(12) of the Code of Virginia

**Author**

Virginia Commonwealth University

**Enabling Authority**

Title 23.1, Chapter 13, Section 23.1-1303 (B) (12) requires that the governing board of each public institution of higher education shall submit to the General Assembly and the Governor an annual executive summary of its interim activity and work no later than the first day of each regular session of the General Assembly. The executive summary shall be submitted as provided in the procedures of the Division of Legislative Automated Systems for the processing of legislative documents and reports and shall be posted on the General Assembly's website.

**Executive Summary**

Annual Executive Summary of the interim activity and work of the Board of Visitors during calendar year 2021 in accordance §23.1-1303(B) (12). Questions regarding the Executive Summary can be addressed to Chelsea R. Gray, Executive Assistant to the President and the Assistant Secretary and Board Liaison to the Board of Visitors at [cgray8@vcu.edu](mailto:cgray8@vcu.edu) or via phone at 804-828- 9213.

**I. Members of the Board of Visitors of Virginia Commonwealth University**

Current members and their term expiration dates:

1. Mr. Anthony Bedell (Term expires: June 30, 2023)
2. Ms. Carolina Espinal (Term expires: June 30, 2023)
3. Ms. Alexis Swann (Term expires: June 30, 2023)
4. Dr. Shantaram Talegaonkar (Term expires: June 30, 2023)
5. Mr. Keith Parker (Term expires: June 30, 2024)
6. Mr. H. Benson Dendy III (Term expires: June 30, 2024)
7. Ambassador Carmen Lomellin (Term expires: June 30, 2024)
8. Dr. Tonya Parris-Wilkins (Term expires: June 30, 2024)
9. Mr. Andy Florance (Term expires: June 30, 2025)
10. Mr. Todd Haymore (Term expires: June 30, 2025)
11. Rev. Tyrone Nelson (Term expires: June 30, 2025)
12. Mr. Edward McCoy (Term expires: June 30, 2025)
13. Mr. Peter Farrell (Term expires: June 30, 2026)
14. Ms. Ellen Fitzsimmons (Term expires: June 30, 2026)
15. Dr. Clifton Peay (Term expires: June 30, 2026)
16. Dr. Vernon Dale Jones (Term expires: June 30, 2026)

## II. Section 23.1-1303 (B) (1). Requirement of Transparency for all Board Actions.

The goal of the Board of Visitors of Virginia Commonwealth University is to operate in a transparent manner as contemplated in Section 23.1-1303 (B) (1) and in accordance with the Virginia Freedom of Information Act (Section 2.2-3700 et. seq), including Sections 2.2-3707; 2.2-3707(1); and 2.2-3711 concerning public access to information, as evidenced by the following:

- 1) Held Quarterly Board Meetings on the following dates all of which were open to the public, notice was provided pursuant to §2.2-3707 of the Code of Virginia, and the agendas and minutes were published pursuant to state law: March 21, 2022; May 13, 2022; September 16, 2022; and December 19, 2022.

Any business that was conducted in a closed session was done pursuant to the Virginia Freedom of Information Act (Section 2.2-3700 et seq.). Minutes of the meetings can be found at <https://bov.vcu.edu/meetings/minutes/>.

In addition, an attorney from the Office of the Attorney General was invited to attend the meetings.

- 2) The Budget Workshop, a special meeting of the Board of Visitors, was held on March 22, 2022, was open to the public, notice was provided pursuant to §2.2-3707 of the Code of Virginia, and whose agenda and minutes were published pursuant to state law.

Any business that was conducted in a closed session was done pursuant to the Virginia Freedom of Information Act (Section 2.2-3700 et seq.). Minutes of the meetings can be found at <https://bov.vcu.edu/meetings/minutes/>.

In addition, an attorney from the Office of the Attorney General was invited to attend the Budget Workshop.

- 3) Held a Board of Visitors Orientation on September 8, 2022, which was held in-person and open to the public, notice was provided pursuant to §2.2-3707 of the Code of Virginia, and whose agenda and minutes were published pursuant to state law.

Any business that was conducted in a closed session was done pursuant to the Virginia Freedom of Information Act (Section 2.2-3700 et seq.). Minutes of the meetings can be found at <https://bov.vcu.edu/meetings/minutes/>.

In addition, an attorney from the Office of the Attorney General was invited to attend this Board of Visitors Orientation.

- 4) Held a Board Retreat on October 21, 2022, which was held in-person and open to the public, notice was provided pursuant to §2.2-3707 of the Code of Virginia, and whose agenda and minutes were published pursuant to state law.

Any business that was conducted in a closed session was done pursuant to the Virginia Freedom of Information Act (Section 2.2-3700 et seq.). Minutes of the meetings can be found at <https://bov.vcu.edu/meetings/minutes/>.

In addition, an attorney from the Office of the Attorney General was invited to attend this Board Retreat.

- 5) Held joint meetings of the VCU Board of Visitors and the VCU Health Systems Board of Visitors on March 22, 2022 and November 3, 2022 and open to the public, notice was provided pursuant to §2.2-3707 of the Code of Virginia, and whose agenda and minutes were published pursuant to state law.

Any business that was conducted in a closed session was done pursuant to the Virginia Freedom of Information Act (Section 2.2-3700 et seq.). Minutes of the meetings can be found at <https://bov.vcu.edu/meetings/minutes/>.

In addition, an attorney from the Office of the Attorney General was invited to attend this meeting.

- 6) Held a special Board of Visitors meeting on June 24, 2022 and open to the public, notice was provided pursuant to §2.2-3707 of the Code of Virginia, and whose agenda and minutes were published pursuant to state law.

Any business that was conducted in a closed session was done pursuant to the Virginia Freedom of Information Act (Section 2.2-3700 et seq.). Minutes of the meetings can be found at <https://bov.vcu.edu/meetings/minutes/>.

- 7) Held Quarterly Committee Meetings of the following committees on the dates set forth:

Academic and Health Affairs Committee meetings held: March 21, 2022; May 12, 2022; September 15, 2022; December 8, 2022

Audit, Integrity and Compliance Committee meetings held: March 21, 2022; May 12, 2022; September 15, 2022; December 8, 2022

Finance, Budget and Investment Committee<sup>1</sup> meetings held: March 21, 2022; May 12, 2022; September 16, 2022; December 9, 2022

Governance and Compensation Committee meetings held: March 21, 2022; May 12, 2022; June 13, 2022; June 20, 2022; September 16, 2022; October 21, 2022; December 9, 2022

Intercollegiate Athletics Committee meetings held: March 21, 2022; April 13, 2022; April 22, 2022; May 12, 2022; September 15, 2022; December 8, 2022

University Resources Committee<sup>2</sup> meetings held: March 21, 2022; May 12, 2022

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<sup>1</sup> The Finance, Budget and Investment Committee changed to the Finance and University Resources Committee effective July 1, 2022.

<sup>2</sup> The University Resources Committee was removed effective July 1, 2022. All subjects were moved to the Finance and University Resources Committee.

Administration Committee meetings held: September 16, 2022 and December 9, 2022

All other committees met on the following dates:

Executive Committee meetings held: February 17, 2022

Nominating Committee meeting held: March 21, 2022

Strategic Task Force of the Board of Visitors meetings held: February 17, 2022;  
April 22, 2022; August 24, 2022

Any business that was conducted in a closed session was done pursuant to the Virginia Freedom of Information Act (Section 2.2-3700 et seq.).

Minutes of the meetings can be found at <https://bov.vcu.edu/meetings/minutes/>.

In addition, an attorney from the Office of the Attorney General was invited to attend each Committee meeting.

### **III. Actions taken in compliance with §23.1-1303(B)(1) Boards of Visitors; Bylaws.**

Pursuant to §23.1-1303(B)(1) of the Code of Virginia the Bylaws of the Virginia Commonwealth University Board of Visitors has adopted Bylaws which include provisions set forth in section 23.1-1306. The Bylaws are posted on Virginia Commonwealth University's website at <https://bov.vcu.edu/bylaws/>.

### **IV. Actions taken in compliance with §23.1-1303(B)(8) Boards of Visitors; Annual meeting with the president of the institution**

Pursuant to §23.1-1303(B)(8) and in accordance with the Bylaws of the Board of Visitors of Virginia Commonwealth University, the Board does meet annually with the President concerning his review. This was done at the June 24, 2022 Board meeting.

### **V. Actions taken in compliance with §23.1-1306. Boards of Visitors; Executive Committee**

Pursuant to §23.1-1306 of the Code of Virginia, the Bylaws of the Virginia Commonwealth University Board of Visitors include the duties that the Executive Committee must perform pursuant to this section. In addition, the Board has always conducted periodic reviews of its Bylaws and has made amendments as were required by that review, the latest being the amendments made in May 2022. The Bylaws of the Virginia Commonwealth University's Board of Visitors can be found on Virginia Commonwealth University's website at <https://bov.vcu.edu/bylaws/>.

The Board in 2013 had adopted a new policy entitled Board of Visitor's Ethical Leadership Code. A copy of this policy can be found at <https://bov.vcu.edu/bylaws/>.

The Board receives periodic training on the Virginia Freedom of Information Act, the latest being at the Board Member Orientation held on September 8, 2022. In addition, each member of the Board of Visitors takes the Virginia Conflict of Interest Training every two years.

Virginia Commonwealth University and the members of its Board of Visitors are members of the Association of Governing Boards for Universities and Colleges (AGB), and have access to all AGB materials including the AGB website, webinars and other AGB programs.