

VCU Board of Visitors

V i r g i n i a C o m m o n w e a l t h U n i v e r s i t y

February 22, 2007 A Regular Meeting of the Board of Visitors

Minutes

A regular meeting of the Board of Visitors of Virginia Commonwealth University was held on Thursday, February 22, 2007, at 9 a.m. in the Richmond Salons located in the University Student Commons at 907 Floyd Avenue.

Present were Drs. Bersoff, Broaddus, Doswell, Romano and Shapiro; Messrs. Hurtado, Jackson, Robertson, Rosenthal, Sherman, Siegel and Snead; and Mesdames Lambert and Rhodes. Messrs. Axselle and Baldacci were absent. Also present were Drs. Trani, Gottfredson, Hampton, Huff, Macrina, Moriarty, Retchin, Rhone and Strauss; Messrs. Bennett, Bunce, Gehring, Jez, Ohlinger, Ross and Wyeth; and Mesdames Atkinson, Balmer, Buckley, Chinnici and Messmer. Philip Yeager, student representative to the Board, Ashley Bacon-Ward, alternate student representative to the Board and Kathryn Murphy-Judy, faculty representative to the Board, were also present.

Dr. Bersoff called the meeting to order. Mr. Hurtado gave a brief overview of a visit to the University of Guadalajara as part of the VCU International Partnership with Mexico. Mr. Hurtado was part of the delegation visiting Guadalajara on December 2-6, 2006. The Delegation met with the Dean for Economic and Administrative Sciences, the Dean of Architecture and Design, the Rector for the Center for Health Sciences, a representative for the Center for Exact Sciences and Engineering, the General Coordinator for Cooperation and Internationalization and the Director for the Center for Foreign Studies.

The President's Report followed. An International Update Summary, an update on VCU 2020 Strategic Plan, an Update on the School of Medicine Research Plan and an update on the 2007-08 budget were presented for information. Also presented was an update on the co-head coaches for the VCU Rams Women's Soccer Program, an update on the Board of Visitors' Retreat being held on April 12 and 13, 2007 and a "Save the Date" reminder for the School of Nursing events on April 26 and 27, 2007.

The Level III Management Agreement: Resolution was presented. Section 23-38.97 of the Code of Virginia requires that an institution requesting governance by a management agreement include two Board-approved items with the request (1) a resolution approved by at least two thirds of the full Board expressing its sense that the institution is qualified to be and should be governed by a management agreement, and (2) certification that the institution's governing body has adopted performance and accountability standards against which implementation of additional management agreement authority can be measured. The standards are in addition to performance benchmarks required of all colleges and universities by the Restructuring Act as listed in the State Appropriation Act.

APPROVAL TO NEGOTIATE WITH THE GOVERNOR TO DEVELOP A MANAGEMENT AGREEMENT UNDER THE RESTRUCTURED HIGHER EDUCATION FINANCIAL AND ADMINISTRATIVE OPERATIONS ACT OF 2005

WHEREAS, the 2005 Session of the General Assembly enacted Chapters 933 and 945, Acts of Assembly, known as the Restructured Higher Education Financial and Administrative Operations Act (the "Act"), now codified at Chapter 4.10 of Title 23, Sections 23-88, et seq., of the Code of Virginia (1950), as amended; and

WHEREAS, by separate resolution approved on August 1, 2005, the Board of Visitors committed to meet the Commonwealth's higher education goals as specified in Section 23-38.88 B. of the Act; and

WHEREAS, the Act includes a provision titled Subchapter 3, Alternative Authority for Covered Institutions, which sets out the requirements for a public university or college of the Commonwealth to gain the greatest degree of authority over financial and administrative operations, subject to certain accountability, audit and reporting measures; and

WHEREAS, it is the sense of the Board of Visitors of Virginia Commonwealth University that Virginia Commonwealth University is qualified to be, and should be, governed by the authorizations and requirements set forth in Subchapter 3 and as otherwise may be prescribed by applicable law;

NOW, THEREFORE, BE IT RESOLVED, that the Board of Visitors of Virginia Commonwealth University attests to the ability of Virginia Commonwealth University (the "University") to manage successfully its administrative and financial operations while maintaining its financial integrity and stability; and, accordingly, authorizes the President of the University to submit to the Governor a written request for the University to be governed by Subchapter 3 of the Act, providing a copy of such written request to the Chairpersons of the House Committee on Appropriations, the House Committee on

Education, the Senate Committee on Finance, and the Senate Committee on Education and Health. The University's request shall be supported by documentation called for by Section 23-38.97 of the Act, including documenting the University's expertise and resources to perform successfully its public educational mission and setting forth its performance and accountability standards; and

BE IT FURTHER RESOLVED, that the President of the University and its Senior Vice President for Finance and Administration are authorized to enter into negotiations with the Cabinet Secretaries designated by the Governor to develop a management agreement with the Commonwealth as provided for in the Act that will grant the greatest degree of financial and managerial autonomy to the University as provided in Subchapter 3 of the Act, which management agreement shall be submitted to the Board of Visitors for its review and approval.

This resolution shall take effect immediately upon its adoption.

On motion made and seconded, and following a roll call vote, the above resolution was approved by unanimous vote by the Board members present.

Mr. Rosenthal reported for the Academic and Health Affairs Policy Committee. The VCU Center on Human Needs was presented. The mission of the VCU Center on Human Needs would be to gather data on the prevalence of hunger, homelessness, poor health, inadequate education, and poverty in the U. S. population. Based on the information, the Center would provide annual and special reports on current trends; would clarify how estimates vary depending on data sources and definitions; and would answer inquiries and provide consultation for policymakers, researchers, and decision-making bodies. Ancillary functions would include a program on intramural methodology research and fellowship training. The Academic and Health Affairs Policy Committee recommended to the full Board the approval of the VCU Center on Human Needs.

The Proposal to Establish an International Program in Addiction Studies (IPAS) leading to a Master of Addiction Studies (M.A.S.) degree was presented. The proposed Master of Addiction Studies Program is a new international online program that involves collaboration with King's College London and the University of Adelaide. The three universities are among the top leading research institutions in the field of addictions. The program is designed to be the leading international graduate program in addiction studies and to attract a range of students from Virginia, the United States and around the world. The program's particular emphasis on translation of research into practice and substance abuse policy, as compared with a treatment focus, makes the program unique among masters programs offered elsewhere, whether within Virginia, the United States or internationally. The Academic and Health Affairs Policy Committee recommended to the full Board the approval of the Proposal to Establish an International Program in Addiction Studies (IPAS) leading to a Master of Addiction Studies (M.A.S.) degree.

The Revision of the VCU School of Medicine's Faculty Appointment and Compensation Policy was presented. The School of Medicine requests that the VCU Board of Visitors approve the proposed revisions to the Faculty Appointment and Compensation Policy to recognize and incorporate various VCU policy changes that have occurred since the last revision in 2000. The Academic and Health Affairs Policy Committee recommended to the full Board the approval of the Revision of the VCU School of Medicine's Faculty Appointment and Compensation Policy.

The Proposal to Establish a Textbook Sales Policy was presented. In accordance with the Code of Virginia 23-4.3:1, Virginia Commonwealth University encourages efforts to minimize the cost of textbooks for students while maintaining the quality of education and academic freedom. Pursuant to Chapter 561, 2006 Acts of Assembly, an act to amend the reenact 23-4.3:1 of the Code of Virginia, no employee at Virginia Commonwealth University shall demand or receive any payment, loan, subscription, advance, deposit of money, services or anything, present or promised, as an inducement for requiring students to purchase a specific textbook required for coursework or instruction; with the exception that the employee may receive (i) sample copies, instructors copies, or instructional material, not to be sold; and (ii) royalties or other compensation from sales of textbooks that include such instructor's own writing or work. The Academic and Health Affairs Policy Committee recommended to the full Board the approval of the Proposal to Establish a Textbook Sales Policy.

The Policy Proposal Regarding Staff Representation to the Board of Visitors of Virginia Commonwealth University was presented. The Academic and Health Affairs Policy Committee recommended to the full Board the approval of the Policy Proposal Regarding Staff Representation to the Board of Visitors of Virginia Commonwealth University.

The following items were presented for information: Report of the Provost and Vice President for Academic Affairs; an Update on VCU 2020 Strategic Plan; an Update – Cairo Entrepreneurial Program Tuition Agreement; a Report on the School of Pharmacy; an Update on the School of Medicine Research Plan; a report on the Center for Clinical and Translational Research; and the Virginia Commonwealth University Health System Financial Statement Summary Fiscal Year 2007 – Five Months Ending November 30, 2006.

Dr. Doswell reported for the Audit Committee. The Auditor of Public Accounts: Report for the Fiscal Year Ended June 30, 2006 was presented. The State Auditor of Public Accounts, Mr. Walter J. Kucharski, presented to the Audit Committee the external audit report for the fiscal year ended June 30, 2006. Mr. Kucharski reported that the financial statements are fairly presented in all material respects and there were no material weaknesses in the University's control system. The report contained three recommendations to strengthen the University's control procedures in the areas of small purchase charge cards, cash reconciliations, and utility payments, and management presented its business plans to address the state auditor's recommendations.

The Proposed 2007 Compliance Workplan was presented. The University Compliance Officer presented the 2007 University Compliance Workplan and reviewed the underlying risk assessment used to develop the plan. An update on other efforts underway to implement the University Compliance Program was also presented.

Mr. Robertson reported for the External Relations Committee. The following items were presented for information: the Government Relations and Health Policy Report, the Marketing and Media Report, and the Advancement Division Reports.

Mrs. Rhodes reported for the Finance, Investment and Property Committee. The Acceptance and Administration of Contributions Policy Revision was presented. The Policy governs the establishment and overall administration of unrestricted and restricted funds and identifies what University monies may be transferred to affiliated Foundations for investment purposes. Separate University policies, procedures, and guidelines govern the solicitation of funds. The Finance, Investment and Property Committee recommended to the full Board the approval of the Acceptance and Administration of Contributions Policy Revision.

The Easement for the Inger and Walter Rice Center for Environmental Life Sciences was presented. A new pole, underground electrical lines, transformer, and related equipment will be installed on the Inger and Walter Rice Center for Environmental Life Sciences (Rice Center) property in Charles City County, Virginia, to service the Commonwealth of Virginia Department of Game and Inland Fisheries Region I Headquarters site at 3801 John Tyler Memorial Highway. The Finance, Investment and Property Committee recommended to the full Board the approval of the Easement for the Inger and Walter Rice Center for Environmental Life Sciences.

The Request for Proposals for the Intercampus Network Backbone - Northern Loop was presented. VCU is seeking approval to solicit a Request for Proposals (RFP) from qualified vendors to design and build conduit and fiber optic cable infrastructure between the Monroe Park Campus and the MCV Campus. The project will replace the current MCV-Monroe Park Campus fiber backbone, which is inadequate for current and future needs and is not under the management or control of the University. The new fiber backbone will provide high-quality and cost-effective voice, video, and data communications services for the University for the foreseeable future. The Finance, Investment and Property Committee recommended to the full Board the approval of the Request for Proposals for the Intercampus Network Backbone - Northern Loop.

The following items were presented for information:

- 2007-08 Budget Update
- University Quarterly Budget Performance Report: December 31, 2006
- University's Financial Statements for the Year Ended June 30, 2006
- Virginia Commonwealth University Health System Financial Statement Summary
- Fiscal Year 2007 – Five Months Ending November 30, 2006
- Notification of Contract Awards
 - Mobile Computing Initiative
 - Cabell Library Fourth Floor Renovation
 - Franklin Terrace Renovation
 - Sanger Hall Lab Renovations Project 3: Third Floor Research Lab Renovation
 - VCU Adcenter
- Foundation Annual Reports
- VCU Intellectual Property Foundation
- VCU School of Business Foundation
- Virginia Biotechnology Research Park Authority Summary of Actual and Planned Occupancy
- Capital Projects Status Report

Dr. Romano reported for the Student Affairs Committee. The following items were presented for information: Result of Recent Student Surveys and Future Plans; Response – Issues Raised by Students; a Safety Update; and an Admissions Report.

On motion made and seconded, and following a roll call vote, the following Consent Agenda Action Items were approved:

Board of Visitors

- Minutes of a Meeting held November 16, 2006

Academic and Health Affairs Policy Committee

- Minutes of a Meeting held November 15, 2006
- The VCU Center on Human Needs
- Proposal to Establish an International Program in Addiction Studies (IPAS) leading to a Master of Addiction Studies (M.A.S.) Degree
- Medical School Faculty Appointment and Compensation Policy
- Proposal to Establish a Textbook Sales Policy
- Policy Proposal Regarding Staff Representative to the Board of Visitors of Virginia Commonwealth University

Audit Committee

- Minutes of a Meeting held November 16, 2006

External Relations

- Minutes of a Meeting held November 15, 2006

Finance, Investment and Property Committee

- Minutes of a Meeting held November 15, 2006
- Level III Management Agreement: Resolution and Performance Measures
- Acceptance and Administration of Contributions Policy – Revision
- Easement: Inger and Walter Rice Center for Environmental Life Sciences
- Request for Proposals: Intercampus Network Backbone – Northern Loop

Student Affairs Committee

- Minutes of a Meeting held November 15, 2006

On motion made and seconded, the Consent Agenda Information Items were accepted.

Dr. Bersoff appointed the following Board members to serve on the Board Nominating Committee for Rector: Dr. Bersoff (chair), Mesdames Lambert and Rhodes, and Messrs. Axselle and Snead.

On motion made and seconded, the Board convened into closed session to discuss certain personnel matters and matters relating to the performance of identifiable employees and faculty of VCU and to discuss the performance of departments or schools of VCU where such matters regarding such individuals might be affected by such evaluations including the Faculty Appointments and Changes in Status and other Personnel Actions; to discuss the acquisition or use of real property for public purpose, or of the disposition of publicly held property, or of plans for the future of a state institution of higher education which could affect the value of property owned or desirable for ownership by such institution including the acquisition of property on or adjacent to the Monroe Park Campus; and to consult with legal counsel pertaining to actual and probable litigation, and other specific legal matters requiring the provision of legal advice by counsel, including the Report of the General Counsel; to discuss matters relating to gifts, bequests, and fundraising activities and grants and contracts for services or work to be performed by such institution, including the approval of the Named Funds Report and Facility Naming Recommendations, and an update on the development activities, and to discuss matters relating to honorary degrees and special awards, including the Report of the Student Affairs Committee as authorized by Section 2.2-3711 A(1), A(3), A(6), A(7), A(8) and A(10) of the Virginia Freedom of Information Act.

Following closed session, on motion made and seconded, the following resolution was approved by roll call vote: Virginia Commonwealth University hereby certifies that, to the best of each member's knowledge, (i) only public business matters lawfully exempted from open meeting requirements by Virginia law were discussed in the closed session meeting to which this certification resolution applies, and (ii) only such public business matters as were identified in the motion convening the closed session meeting were heard, discussed or considered by the Board of Visitors of Virginia Commonwealth University.

Roll Call Vote	Ayes	Nays
Dr. Edward H. Bersoff, Rector	X	
Mr. Ralph L. "Bill" Axselle, Jr.	Absent	
Mr. David G. Baldacci	Absent	
Dr. J. Alfred Broaddus, Jr.	Left before voting	
Dr. John C. Doswell II	X	
Mr. Arthur D. Hurtado	X	
Mr. Brian K. Jackson	X	
Ms. Lillian L. Lambert	X	
Mrs. Anne J. G. "Panny" Rhodes	X	
Mr. Richard T. Robertson	X	
Dr. Michele A. Romano	X	
Mr. Thomas G. Rosenthal	X	
Dr. Carol S. Shapiro	X	
Mr. John Sherman, Jr.	X	
Mr. Stuart C. Siegel	X	
Mr. Thomas G. Snead, Jr.	X	

Total votes

Ayes: 13

Nays: 0

ABSENT DURING MEETING: 2

ABSENT DURING VOTING: 3

On motion made and seconded, the Board accepted the Report of the President; approved the Faculty Appointments and Changes in Status and other personnel actions as amended; approved the Named Funds Report and Facility Naming Recommendations;; approved the Acquisition of Property Adjacent to the Monroe Park Campus; accepted the Closed Session Committee Reports; approved the Recommendations of the Student Affairs Committee for the Board of Visitors Award Selection; and accepted the Report of the General Counsel.

The meeting was adjourned at 12:50 p.m.