



Minutes

Date: September 18, 2014
Time: 12:30 p.m. – 4:00 p.m.
Location: Student Commons, Richmond Salons I and II, 907 Floyd Avenue, Richmond, VA

Present: Mr. William M. Ginther, Rector
Mr. William A. Royall, Jr., Vice Rector
Ms. Jacquelyn E. Stone, Secretary
Ms. Teresa H. Carlson
Ms. Nancy C. Everett
Mr. Michael D. Fraizer
Mr. Franklin Hall
Dr. Robert H. Holsworth
Ms. Colette W. McEachin
Mr. John A. Luke, Jr.
Mr. Alexander B. McMurtrie, Jr.
Mr. Sudhakar Shenoy
Dr. John W. Snow
Mr. G. Richard Wagoner, Jr.
Mr. Steve Worley
Dr. Michael Rao
Ms. Madelyn Wessel
Ms. Lisa Jackson
Mr. David Fauri
Staff from VCU and VCUHS
Members of the press

Unavailable: Mr. Thomas F. Farrell II

The meeting was called to order at 1:14 p.m. The Rector recognized members of the press present and welcomed the board to our first official meeting of the academic year. The Rector welcomed our two new members, Ms. Colette McEachin and the Honorable Franklin Hall. The Rector also briefly spoke about the recent faculty and board event at the Depot and thanked members and staff for their participation. Dr. Rao spoke on the anticipated state budget cuts and the possible impact to VCU. Dr. Rao reminded members that the anticipated budget challenges for VCU emphasized the importance to pursue a new budget model. Dr. Rao

highlighted innovation and announced Dr. Frank Macrina's new title as vice president for Research *and Innovation*. Dr. Rao reported that he recently signed a joint declaration to work together to aggressively combat sexual violence on campuses, which is an important initiative supported by Governor McAuliffe. Dr. Rao reminded members that our new mandatory online training for students is in support of that initiative. Dr. Rao asked Dr. Wiencek to introduce two new members of senior leadership; Dr. Barry L. Falk, Honors College, Dean and Dr. Melissa Exum, Vice Provost of Student Affairs.

Ms. Stone reported for the Academic and Health Affairs Committee. The Academic and Health Affairs Committee recommended to the full Board approval of the following consent agenda action items:

- Minutes of a Meeting held May 9, 2014
- Proposal to Establish New MS and PhD Degree Programs in Oral Health Research
- Proposal to Revise the Master of Science in Rehabilitation Counseling Curriculum from 48 to 60 Credit Hours and to Change the Name of the Degree Program from the Master of Science in Rehabilitation Counseling to the Master of Science in Rehabilitation and Mental Health Counseling

Mr. Luke reported for the Audit, Integrity and Compliance Committee. The Audit, Integrity and Compliance Committee recommended to the full Board the approval of the following consent agenda action items:

- Minutes of a Meeting held May 9, 2014
- Department of Assurance Services Charter – Annual Update

Mr. McMurtrie reported for the Finance, Budget and Investment Committee. The Finance, Budget and Investment Committee recommended to the full Board the approval of the following consent agenda action items:

- Minutes of a Meeting held May 9, 2014
- Finance, Budget and Investment Committee Charter and Planner
- Project Plans
 - Sanger Hall Renovations, Phase 2
 - Sanger Hall, First Floor
 - Harrison/Grace & Broad/Ryland Housing
 - Police Headquarters
- Financial Assumptions in Six-Year Plan

Mr. Royall reported for the Governance and Compensation Committee. The Governance and Compensation Committee recommended to the full Board the approval of the following consent agenda action items:

- Minutes of a Meeting held May 9, 2014

- Statement of Board’s Role in Governance
- Qualifications and Competencies for Membership on the Board of Visitors

Ms. Carlson reported for the University Resources Committee. The University Resources Committee recommended to the full Board the approval of the following consent agenda action item:

- Minutes of a Meeting held May 9, 2014

On motion made and seconded the Committee Reports, consent agenda items 1 – 16 were approved including:

Board of Visitors

- Minutes of a Meeting held May 9, 2014

Presidential Evaluation and Compensation Committee

- Minutes of a Meeting held June 30, 2014

Executive Committee

- Minutes of a Meeting held June 30, 2014

On motion made and seconded, the Board approved the following priority action items:

- Board Appointments:
 - a. Appointment of Non-voting Student Representative and Alternate to the Board of Visitors;
 - i. Lisa Jackson, BOV Student Representative
 - ii. Dylan Halpern, Alternate BOV Student Representative
 - b. Appointment of Members of the Board of Visitors to Foundation Boards, Revised
 - i. William M. Ginther, VCU Foundation and MCV Foundation
 - ii. John A. Luke, Jr., VCU School of Engineering Foundation
 - iii. Nancy C. Everett, VCU School of Business Foundation
 - iv. Michael D. Fraizer, VCU Intellectual Property Foundation
 - v. William A. Royall, Jr., VCU Real Estate Foundation

Dr. Macrina provided an innovation update and Ms. Roth provided a brief overview about her role on the Biotech Authority board.

On motion made and seconded, the Board convened into closed session to discuss certain confidential personnel matters or the performance of specific individuals; to discuss the acquisition or disposition of real property where discussion in an open session would adversely

affect the bargaining position or negotiating strategy of VCU; to consult with legal counsel regarding legal matters; and/or to discuss confidential matters relating to gifts, bequests, and fund-raising activities, including the Report of the Vice President, the Development Report, and the consideration of the Named Funds Report Recommendations, as authorized by Section 2.2-3711 A(1), A(3), A(7) and A(8) 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.

<u>Roll Call Vote</u>	<u>Ayes</u>	<u>Nays</u>
Mr. William M. Ginther	X	
Ms. Teresa Carlson	X	
Ms. Colette E. McEachin	X	
Ms. Nancy C. Everett	X	
Mr. Thomas F. Farrell II	Absent	
Mr. Michael D. Fraizer	X	
Dr. Robert H. Holsworth	X	
Mr. Franklin Hall	X	
Mr. John A. Luke, Jr.	X	
Mr. Alexander B. McMurtrie, Jr.	X	
Mr. William A. Royall, Jr.	X	
Mr. Sudhakar V. Shenoy	X	
Dr. John W. Snow	X	
Ms. Jacquelyn E. Stone	X	
Mr. G. Richard Wagoner	X	
Mr. Steve Worley	X	

Vote:

Ayes: 15	ABSENT DURING MEETING:	1
Nays: 0	ABSENT DURING VOTING:	1

On motion made and seconded, the following items were approved:

- APPROVE personnel actions as detailed in the Faculty Appointments and Changes in Status report and;
- APPROVE nominations for Presidential Medallions and;
- APPROVE the naming requests as detailed in the Named Fund Report and;
- APPROVE the acquisition of property on or adjacent to the Monroe Park Campus and;
- ACCEPT CLOSED SESSION COMMITTEE REPORTS.

The meeting was adjourned at 4:04 p.m.