



VIRGINIA COMMONWEALTH UNIVERSITY

Virginia Commonwealth University

Governance and Compensation Committee of the Board of Visitors
Minutes

Date: May 13, 2016
Time: 9:20 a.m. – 10:50 a.m.
Location: James Cabell Library, 901 Park Avenue, Richmond, VA, Room 311

Present: Ms. Jacquelyn E. Stone, Vice Rector and Chair
Dr. John W. Snow, Vice Chair
Ms. Phoebe P. Hall
Mr. John A. Luke Jr., Rector
Mr. Tyrone E. Nelson
Ms. Elizabeth Brooks
Dr. Michael Rao
Mr. Matthew A. Conrad
Ms. Laurie J. Carter
Staff from VCU and VCUHS

Not available: Mr. Alexander B. McMurtrie, Jr., Secretary
Ms. Teresa H. Carlson
Ms. Colette W. McEachin

The meeting was called to order at 9:33 a.m. and, on motion made and seconded, the Governance and Compensation Committee approved the **minutes from a meeting held on March 23, 2016.**

After presentation by Ms. Carter, on motion made and seconded, the **Revised Bylaws** were approved for recommendation for approval to the full Board of Visitors.

The following items were presented for information and after general discussion follow-up requests were made:

- **Committee dashboard** was reviewed and discussed. Ms. Carter provided an overview and staff is going to continue to work to define goals and clearly identify measures for those goals.
- **Draft orientation agenda for August 2016** was reviewed and discussed. The committee discussed what has been done in the past, what worked well and about



VIRGINIA COMMONWEALTH UNIVERSITY

Virginia Commonwealth University

**Governance and Compensation Committee of the Board of Visitors
Minutes**

the areas that could improve. Staff will develop an orientation based on the feedback received. Committee members were asked to provide any additional feedback to Ms. Carter.

- **Policy Update** was presented and discussed. Dr. Allison facilitated the policy update, which focused on the various relationships, including partnerships, into which members or units of the university enter with external entities. Staff from the Division of Community Engagement shared a presentation and provided a demonstration of new infrastructure and software that is being used to help in this process.

On motion made and seconded, the Governance and Compensation Committee convened into closed session to discuss certain personnel matters involving the performance of identifiable employees or faculty of VCU, and to discuss the evaluation of performance of departments or schools of VCU where such evaluation will necessarily involve discussion of the performance of specific individuals, as authorized by Section 2.2-3711 A (1) of the Virginia Freedom of Information Act.

Following closed session, on motion made and seconded, the following Resolution was approved by acknowledgement of agreement with resolution of certification with a show of hands, all members were in agreement.

The Governance and Compensation Committee of the Board of Visitors of 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 Governance and Compensation Committee of the Board of Visitors of Virginia Commonwealth University.



VIRGINIA COMMONWEALTH UNIVERSITY
Virginia Commonwealth University

**Governance and Compensation Committee of the Board of Visitors
Minutes**

| <u>Vote</u> | <u>Ayes</u> | <u>Nays</u> |
|---|-------------|-------------|
| Ms. Jacquelyn E. Stone, Chair and Vice Rector | X | |
| Dr. John W. Snow, Vice Chair | X | |
| Mr. Alexander B. McMurtrie, Secretary | absent | |
| Ms. Teresa H. Carlson | absent | |
| Ms. Phoebe P. Hall | X | |
| Ms. Colette W. McEachin | absent | |
| Mr. Tyrone E. Nelson | X | |
| Mr. John A. Luke Jr., Rector | X | |

Vote:
Ayes: 5
Nays: 0

ABSENT DURING MEETING: 3
ABSENT DURING VOTING: 3

The meeting was adjourned at 10:29 a.m.