



Minutes

Date: February 12, 2015
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. Nancy C. Everett
Mr. Thomas W. Farrell II
Dr. Robert H. Holsworth
Ms. Colette W. McEachin
Mr. John A. Luke, Jr.
Mr. Alexander B. McMurtrie, Jr.
Dr. John W. Snow
Mr. Steve Worley
Dr. Michael Rao
Ms. Madelyn Wessel
Ms. Lisa Jackson
Dr. David Fauri
Staff from VCU and VCUHS
Members of the press

Unavailable: Ms. Teresa H. Carlson
Mr. Franklin Hall
Mr. Sudhakar Shenoy
Mr. G. Richard Wagoner, Jr.

The meeting was called to order at 12:43 p.m. Bill Ginther presented his Rector's report and Dr. Rao presented his Presidential report to the board.

Ms. Stone reported for the **Academic and Health Affairs Committee** which had no action items for approval.

Mr. Luke reported for the **Audit, Integrity and Compliance Committee**, which had no action items for approval.

Mr. Farrell 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:

- **Amendments to Six Year Plan**
 - **Rhoads Hall Bathroom Renovations** which was to approve the project and add to the University's six year capital plan.

- **Approval of Project Plans** as proposed for items listed below:
 - Biotech One Renovations, Engineering Phase 2b
 - VCU Police Headquarters Relocation Revision
 - D-Parking Deck Restoration

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:

- **Bylaws – Amendments** which included the addition of Section 4.06. Inability of Incapacity of an Officer to Serve. This section was added to the bylaws to provide clarity if an officer cannot continue to serve in their role on the board.

Ms. Everett reported for the **University Resources Committee**. The University Resources Committee had no action items for approval.

On motion made and seconded the Committee Reports, consent agenda items 1 – 9 were approved including:

Board of Visitors

- Minutes of a Meeting held December 12, 2014

Executive Committee

- Minutes of a Meeting held September 24, 2014
- Minutes of a Meeting held January 9, 2015

Special Meetings

- Minutes of a Meeting held December 1, 2014
- Minutes of a Meeting held December 4, 2014
- Minutes of a Meeting held January 16, 2015

Ms. Stone reported for the Nominating Committee that the recommendation to full board for approval is William A. Royall, Jr. for Rector for the 2015/16 academic year. On motion made

and seconded, the **Board of Visitors elected William A. Royall, Jr. Virginia Commonwealth University's Rector for 2015/16 Academic Year.**

Dr. Wiencek and Dr. Mitchell presented a report on **Student and Faculty Mix** and there was general discussion on this item.

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 and to discuss the BOV Scholarships Nominations as authorized by Section 2.2-3711 A(1), A(3), 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.

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

Ms. Jacquelyn E. Stone	X
Mr. G. Richard Wagoner	absent
Mr. Steve Worley	X

Vote:

Ayes: 9

Nays: 0

ABSENT DURING MEETING: 6

ABSENT DURING VOTING: 7

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

- APPROVE the Presidential Medallion nomination and;
- APPROVE personnel actions as detailed in the Revised Faculty Appointments and Changes in Status report and Resolution (full resolution included below);
- APPROVE the naming requests as detailed in the Named Funds Report and;
- APPROVE the selection of the BOV Scholarship Award Recipients and a smaller award for the runner's up from the BOV Fund and;
- ACCEPT CLOSED SESSION COMMITTEE REPORTS.

**VIRGINIA COMMONWEALTH UNIVERSITY
BOARD OF VISITORS/HEALTH SYSTEM BOARD OF DIRECTORS**

**RESOLUTION RE:
Interim Vice President Health Sciences and VCU Health System CEO**

RESOLUTION:

Hereby approve the appointment of Jerome F. Strauss, M.D., Ph.D. as Interim Vice President Health Sciences and VCU Health System CEO at Virginia Commonwealth University effective January 15, 2015.

The meeting was adjourned at 3:14 p.m.