

BOARD OF VISITORS
BOARD MEETING
700 Park Avenue, Norfolk, VA 23504
Student Center Board Room, Suite 301
February 23, 2018

MINUTES

1. Call to Order

Dr. Byron L. Cherry, Rector, called the NSU Board of Visitors meeting to order at approximately 8:13 a.m. A quorum of the Board was established by 9-0 Roll Call vote.

Board Members Present:

Dr. Byron L. Cherry, Sr., Rector
Mr. Bryan D. Cuffee, Vice Rector
Mr. Elwood B. Boone, III, Secretary
Dr. Ann A. Adams
Mrs. Corynne S. Arnett
Mr. Kenneth W. Crowder
Dr. Deborah M. DiCroce
Mr. Larry A. Griffith (*arrived 8:20 a.m.*)
Mr. B. Keith Fulton
Mr. Michael J. Helpinstill

Board Members Absent:

Mr. Devon M. Henry
Ms. Joan G. Wilmer

Student Representative to the Board Present:

Mr. Joshua S. Marshatelli, SGA President

Faculty Senate Representative to the Board Present:

Dr. Lamiaa S. Youssef, Faculty Senate President

Members of the NSU Staff Present:

Dr. Melvin T. Stith, Sr., Interim President
Dr. Leroy Hamilton, Jr., Interim Provost and Vice President, Academic Affairs
Mr. Gerald E. Hunter, Vice President, Finance and Administration
Dr. Michael M. Shackelford, Vice President, Student Affairs and Enrollment Management
Dr. Deborah C. Fontaine, Vice President, University Advancement
Mr. Marty L. Miller, Athletics Director
Mr. Harry Aristakesian, Chief Audit Executive
Mr. Ericke S. Cage, Executive Advisor to the President and Board of Visitors for Policy, Compliance and University Ombudsman
Ms. Stevalynn Adams, Executive Director, Communications and Marketing
Ms. Regina Lightfoot, Senior Communications Specialist

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Members of the NSU Staff Present: (continued):

Ms. Karla Amaya-Gordon, Assistant VP for Finance and Administration/Controller

Mr. Dennis Jones, Executive Director, Planning and Budget

Mr. Joshua Bowerman, Executive Director of Development

Mr. Obie Smith, Operations Manager, OIT

Mr. Rasool Shabazz, Academic Technology Support Technician

Dr. Sasha Johnson-Coleman, Associate Professor, English and Foreign Languages

Ms. Tanya S. White, Executive Assistant to the VP for Finance and Administration

Mrs. Kimberly E. Gaymon, Scheduler/Financial Services Specialist

Mrs. Crystal Square-Williams, Director, University Events

Ms. Kimberly D. Malone, Special Assistant to the VP for Enrollment Management

Mrs. April T. Allbritton, Office Manager/Board Liaison

Counsels Present:

Ms. Pamela F. Boston, University Counsel

Mr. Ronald Forehand, Assistant University Counsel for NSU Board of Visitors

APA

Mr. J. Michael Reinholtz, Project Manager, Auditor of Public Accounts

Mr. Justin Ferrell, Auditor in Charge, Auditor of Public Accounts

Admissions Staff:

(Present at the beginning of the Board meeting at 8:13 a.m. Invited to be recognized by the Rector and excused after their introduction)

Dr. Juan Alexander, Executive Director of Admissions ('96 '98)

Mrs. Meshea Vann, Associate Director of Admissions ('02 and '11)

Mr. Larry Wilson, Associate Director of Admissions

Mr. Ricky Hopkins, Admissions Counselor ('06)

Ms. Jennifer Draper, Admissions Director ('05)

Mr. Royce Ridley, Admissions Counselor (13')

Ms. Dominique Garcia, Admissions Counselor ('14)

Ms. Alexandria Hood, Admissions Counselor ('17)

Ms. Laniece Lawrence, Recruiter ('16)

Faculty Members Present:

(Present for Academic Affairs Committee meeting)

Dr. Belinda C. Anderson, Professor, History and Interdisciplinary Studies

Dr. Ashley N. Haines, Associate Professor, Biology

Dr. Shahrooz Moosavizadeh, Professor/Department Head, Mathematics

Dr. Rasha Morsi, Professor, Engineering and Graduate Program Coordinator

Dr. Martha S. Sharpe, SACSCOC Consultant, Provost Office

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Students Present – Representing the NAACP and invited by the Rector

(Some present for the Student Affairs Committee meeting, Finance and Administration Committee meeting and part of the Audit Committee meeting)

Ms. Jasmine Richmond, Management and Information Systems/Business Management

Ms. Devonna Reynolds, Elementary Education

Ms. Kim Etienne, Kinesiotherapy

Mr. Shelton Chapman, Jr., Political Science

Mrs. Shameeka Price-Cleare, Political Science

Ms. Tytianna Smith

Mr. Deondrae Wiggins

Ms. Erica Baldwin

Mr. Imani Wade

2. Rector's Remarks – The following comments, announcements and introductions were made by the Rector:

- Ms. Wilmer, new Board member, sent an email this morning stating that she became ill last night and had to visit urgent care. She is feeling somewhat better and asked if she could participate by conference call. Dr. Cherry stated that it would be uncomfortable for her to have to try and stay on the line all day. No motion was made.
- Mr. Henry left for Arizona yesterday and will not be present today.
- As the Board has been made aware, Mr. Rodney O. Powell has submitted his resignation from the Board. We wish him our best.
- Members of the Admissions staff, who attended the 18th Annual Alfred Street Baptist Church (ASBC) HBCU College Festival in Maryland on February 10, 2018 were introduced. The Rector named each person and asked him/her to stand and be recognized for an outstanding job during the Festival (see attendees above). The staff interviewed 196 prospective students and admitted 146.

Dr. Stith thanked them as well and the staff were excused from the meeting.

- Mr. Mike Reinholtz and Mr. Justin Ferrell from the APA were welcomed as presenters.

3. President's Remarks – Dr. Stith's comments included:

- Expressed a speedy recovery for Ms. Wilmer and extended thanks for Mr. Powell's service on the Board.
- Appreciated the good dialogue at yesterday's Retreat.
- Extremely grateful for the opportunity to serve his alma mater. Thanked the Board for his appointment.

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- Relayed that Fences was an amazing production and stated that he was approached by a gentlemen from the local theater, who acknowledged that our partnership and the involvement of NSU students has created first-time sell outs for their organization. It is also a first for all of our plays to have sold out on campus. An extra showing of Fences was added for Sunday and there are only seven tickets left for that event. Currently, half of the tickets for the upcoming production of the Color Purple are already gone. **Dr. Stith asked the SGA President to convey to the students how proud we are of their talents and all the things they do to make this a better place.**
- Stated that his senior leadership team is tasked with the mission critical work of moving the university forward on the completion of the Strategic Plan and revision of the Faculty Handbook. Both the Strategic Plan and Faculty Handbook will be ready for the Board's consideration in May.
- Most importantly, is that the university is in the midst of preparing for reaffirmation of accreditation by SACSCOC. Every division, department and unit throughout the university is involved in this work. You will hear an update on our progress in this area during the Academic Affairs Committee meeting. Thanks was extended to everyone that is involved in the process. Feels that we are on target with this item.

4. APA – Remarks from Mr. Reinholtz included:

- Mr. Ferrell and the audit staff from last year have returned so the consistency with staff is a positive.
- Engaged in the 2017 FY audit for the year ending June 30, 2017. Met with staff in December 2017 to discuss the audit and with the President and staff a few weeks ago to discuss the plan and scope of the work.
- The goal is to have the audit completed by the May Board meeting.
- Will provide an opinion for inclusion in the report and APA will issue its own separate report on internal controls.
- Listed the types of work the auditors will perform for the 2017 audit. In addition, APA will perform some work for the first six months of FY 2018 audit. The auditors will be here through May, leave and come back in late July/early August to finish the FY 2018 audit and will have the FY 2018 audit done by October for the SACSCOC accreditation.
- Looking ahead to FY 2018, there will be some new standards regarding retirement that will be administrated by the Department of Human Resource Management. Wanted to put this on the radar for now.

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- Noted that the auditors will follow up on all Information Security recommendations from last year's audit and report on that in May.

Mr. Reinholtz asked the Board if there were any questions, or if there are any risks that you perceive for the university that should be considered for the audit.

Ms. Arnett asked if there are any areas that you see as specific problem areas from audits of other universities that you could share with the Board. Mr. Reinholtz stated that there are none that he is aware of but he could double check. Informed the Board that they are free to contact him, Mr. Ferrell or Internal Audit at any time if there are questions on the audit. He and Mr. Ferrell were excused from the meeting.

5. Closed Session

Mr. Cuffee motioned, seconded by Dr. Dicroce and with a 10-0 Roll Call vote the Board approved to move to adjourn and reconvene in Closed Session as permitted by §§2.2-3711.A.1, 4, 7 and 29 of the Code of Virginia for the purpose of discussing (1) the Internal Auditor's Report regarding the evaluation of performance of university departments or schools where such evaluation will necessarily involve discussion of the performance of specific individuals; (2) current/potential litigation and university legal matters, along with any necessary consultation with legal counsel; (3) personnel matters; and (4) the discussion of the award of a public contract involving the expenditures of public funds where discussion in open session would adversely affect the bargaining position of the university; more specifically, a contract for hiring a search firm.

Dr. Stith was invited to stay for Closed Session with participation from Mr. Aristakesian for a portion of the meeting.

6. Open Session

The Norfolk State University Board of Visitors having reconvened in open session, took an 10-0 Roll Call vote on certification that (i) only public business matters lawfully exempted from open meeting requirements, and (ii) only such public business matters as were identified in the motion by which the Board of Visitors closed meeting was convened were heard, discussed or considered in the meeting by the Board. Any member of the Board who believed that there was a departure from the requirements as stated above was asked to state prior to the vote, indicating the substance of the departure that in his or her judgment has taken place.

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- 7. Audit Committee Meeting** – The Audit Committee met as a Committee of the whole (standalone meeting) with ten Board members present from 11:10 a.m. to 11:36 a.m.

- 8. Concurrent Standing Committee Meetings – 1**

The Academic Affairs Committee met between 11:42 a.m. to 12:25 p.m. and the Student Affairs Committee met between 11:42 a.m. and 12:30 p.m.

- 9. Concurrent Standing Committee Meetings – 2**

The Finance and Administration Committee met between 1:21 p.m. and 2:17 p.m. and the University Advancement Committee met between 1:26 p.m. and 2:15 p.m.

- 10. Rector's Report** - The full Board reconvened at approximately 2:28 p.m. A quorum was established with a 9-0 Roll Call Vote.

Presidential Search Update – This update was provided at the Retreat and not repeated.

Board Budget Report – Mr. Cuffee listed the expenditures for the Board's FY 2017-2018 budget including the cost for lodging/travel, catering, postage and the subscription for BoardEffect. Currently, there is a balance \$14,171.01

The Rector reminded the Board that there is funding available for training. Please contact April or Kim to arrange attendance. Dr. DiCroce stated that AGB is a good source for Board training.

Ratify the Actions of the December 7, 2017 Executive Committee

Dr. DiCroce motioned, seconded by Dr. Adams and with a 9-0 Roll Call Vote approved the ratification of Actions of the December 7, 2017 Executive Committee.

- 11. President's Report** – Dr. Stith stated that his chart of activities lists all the things that he has been doing. He is really enjoying getting out in the community meeting with people.

- 12. BUSINESS**

Academic Affairs – The following update was provided by Mr. Fulton.

A quorum was established at 11:42 a.m. and the minutes were approved with edits. The Committee welcomed Dr. Hamilton as the new Interim Provost. The Committee heard the following as summarized below:

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- The digital course text delivery model, which started out with 49 courses in 2017, saved about a quarter of a million dollars in text book fees for students. The aspiration is by the fall 2018, all courses will be approved for digital access for books and course materials.
- The SACSCOC site visit is scheduled for May 5-7, 2019. NSU will be the first in the class to respond to the new SACSCOC standards. Provost Hamilton feels that we are in a great position and he is working to engage the full campus over the next 26 weeks to include mock visits, several rewrites (currently in rewrite #3) and an internal review team will go through several cycles as test runs. As of right now, competent that about 70% of the work is in good shape. Will have the final draft by June 2, 2018 with the submission due to SACSCOC in September 2018 and a final decision will be made by SACSCOC in December 2019.
- The Good News that was reported included we are in the Top 50 programs for Cybersecurity, will have two Ph.D. graduates in Materials Science for May, our B.S. in Tourism and Hospitality Management is ranked 12th among the Top 20 and the band is ranked 7th by ESPN and remains undefeated.
- Dr. Youssef expressed appreciation for the openness that is coming from the administration, which has led to increased participation and engagement from faculty. Some accomplishments include getting the faculty website back in operation; more collaborative review; and plans for a faculty forum. Faculty also have a voice through the President's Executive Council and have an aspiration that the President's Expanded Cabinet will be revived.

President Stith stated that the university is committed to more collaboration, especially in working with faculty and the community to build the best NSU for students.

With no further business, Mr. Fulton stated that the Academic Affairs meeting was adjourned at 12:25 p.m.

Audit Committee – Mr. Helpinstill stated that no report was necessary because the Board met as a Committee of the whole for this meeting and approved the Internal Audit Charter.

Finance and Administration Committee – Mr. Helpinstill's update included the following:

- Received a legislative update from Mr. Bob Turner. There is a lot of activity in the House and Senate, which is typical within the General Assembly. A number of proposed bills are going to conference that may or may not affect us, as many may fall by the wayside.

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- Mr. Hunter presented the Committee the usual financial review. Nothing of significance to note. On track with the budget with no major concerns for this year.
- Spent a little bit of time looking at the revised forecast based on the enrollment, as this has an impact on the revenue for tuition and fees.
- Biggest concern is looking ahead to the next fiscal year's budget. There are a number of headwinds that we will need to take into account that will drive consideration of proposed tuition and fees for next year. Expect to have a fully informed budget presented at the May meeting for approval.
- We have talked before about the Athletic program, which is one area that continues to be a budgetary challenge. The Presidential Scholars program is also an area of challenge but can be an opportunity for the President to go out and garner funding, which he has stated is his intention.
- Encouraged non-Committee members to take a look at the Strategic Funding Priorities.

Student Affairs – Dr. DiCroce recommended that non-Committee members take a look at the thorough PowerPoint presentation provided in the Student Affairs meeting book. She also recommended that the Board consider a subsequent full Board meeting (possibly after May) just to discuss where we are with enrollment, the strategies and the anticipated growth.

The remainder of the update included the following:

- The fall 2016 headcount was 5,421 compared to fall 2017 of 5,305, a loss of 116. The staff is approaching this as a retention challenge. The attrition rate from the same fall to fall is 27.35% and 30.97%. Strategy: Look for more ways to retain students.
- As of February 16, 2018, the accepted applications are running ahead of last year at 3,528 compared to 2,550. The year before that applications were at 1,760. The Board may need to engage in a discussion with the staff in getting the students to come here.
- Significant increase in the number of Presidential and Provost Scholars. Awarded fall 2016 to fall 2017 (Presidential Scholars 65 and 169; Provost Scholars 141 and 313). We have to get this all down in a dashboard. Need to articulate what we want in the dashboard and this could be part of a full Board discussion. It is not just headcount, we need to look at annualized FTEs. **Dr. Shackelford has been asked to include a slide on FTEs in subsequent reports.**
- Had a group of students to attend the meeting via a request from Rector Cherry. Encouraged them to attend other meetings as well.

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University Advancement Committee – Mr. Cuffee’s report included the following:

- The Annual Fund goal for 2017 was \$3.3M and we raised \$4.4M. This is a 46% year or year increase.
- The 2018 goal is \$7M, which is a big leap.
- The Committee discussed some of the details of the \$4.4M. The Alumni giving is at a rate of 10%, which is good. Our new goal is to increase this between 15% to 20%.
- There were three state distributions that were unexpected and valued at approximately \$350,000.
- Dr. Stith is personally signing every donation letter.
- Discussed some considerations for consistent donors.
- The endowment for the university is currently valued at \$30M. The goal is to reach \$50M by the year 2022.
- Discussed the budget for University Advancement that led to what is the return on the dollars spent in the office and for marketing. This is a return on investment and we may not be spending enough in light of our new goal of \$7M.
- Talked about the biggest untapped resources in the corporate community. Noted that Dean Carrington has created an advisory board of powerful CEOs that will help to improve outreach to the corporate community.
- Crowd funding and online efforts have been productive.
- There were 161 responses to the donor survey. Comments were generally good.
- The new website experienced approximately 1.8M visits, which is a 99% increase over 2016.
- The “Meet the President Reception” tonight for Dr. Stith was discussed as a part of the outreach effort. One hundred and sixty people have RSVP’d. The university has created a brochure that will be shared with guests.

13. Consent Agenda

Dr. DiCroce motioned, seconded by Mr. Fulton and by unanimous vote approved the November 10, 2017 Board Meeting Minutes.

14. Old Business

Mr. Griffith motioned, seconded by Dr. Adams and by unanimous vote approved the Board of Visitors Schedule for 2018-2019 with the dates aligned with the December 2018 and May 2019 Commencements.

15. New Business

Dr. Stith stated that the May 2018 Commencement will be on campus. See April for MEAC tickets.

16. Adjournment

Dr. Cherry extended an invitation for additional remarks from Dr. Youssef and Mr. Marshatelli and there being none entertained a motion to adjourn.

Mr. Griffith motioned, seconded by Mr. Boone and by unanimous vote adjourned the meeting at 2:55 p.m.

Respectfully submitted,

April T. Allbritton, Board Liaison

Elwood B. Boone, III, Secretary
Board of Visitors

NORFOLK STATE UNIVERSITY BOARD OF VISITORS
ROLL CALL VOTE FEBRUARY 23, 2018

Item	Dr. Adams	Ms. Arnett	Mr. Boone	Dr. Cherry	Mr. Crowder	Mr. Cuffee	Dr. DiCroce	Mr. Fulton	Mr. Griffith	Mr. Helpinstill	Mr. Henry	Ms. Wilmer	Totals
Quorum established (approximately 8:13 a.m.)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Absent from vote	Yes	Absent	Absent	9-0
Closed Session Motion	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Absent	Absent	10-0
Closed Session Certification	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Absent	Absent	10-0
Quorum established (approximately 2:28 p.m.)	Yes	Yes	Yes	Yes	Absent from Vote	Yes	Yes	Yes	Yes	Yes	Absent	Absent	9-0
Ratify the Actions of the December 7, 2017 Executive Committee	Yes	Yes	Yes	Yes	Absent from Vote	Yes	Yes	Yes	Yes	Yes	Absent	Absent	9-0

RESOLUTION APPROVED FEBRUARY 23, 2018

NORFOLK STATE UNIVERSITY BOARD OF VISITORS RESOLUTION TO APPROVE THE INTERNAL AUDIT CHARTER

WHEREAS, the Norfolk State University Board of Visitors received a report from the Audit Committee on the recommendations regarding the form and structure of the Internal Audit Department; and

WHEREAS, an independent Internal Audit Department is necessary to ensure that a strong system of financial, operational and informational controls are in place to preserve the integrity of the institution; and

WHEREAS, under the leadership of the Chief Audit Executive, the Internal Audit Department desires to maintain a high level of commitment to the Board through the Audit Committee by monitoring and reporting on the effectiveness of operational risk management and to affirm that governing policies and procedures are followed and enforced university-wide;

THEREFORE, BE IT RESOLVED, that after due consideration and careful review by the Chief Audit Executive, the University President, and by the University Counsel for legal sufficiency, and upon the recommendation of the Audit Committee, the Norfolk State University Board of Visitors approves this resolution to adopt the attached Internal Audit Charter as presented this 23rd day of February, 2018.

RESOLUTION APPROVED FEBRUARY 23, 2018

**RESOLUTION APPROVING THE NORFOLK STATE UNIVERSITY
BOARD OF VISITORS MEETING SCHEDULE
FOR FISCAL YEAR 2018-2019**

WHEREAS, meetings of the Norfolk State University Board of Visitors shall be held no less than four times each year on such dates and in such places as may be set by the Board of Visitors; and

WHEREAS, the Board shall hold an annual Retreat in the Spring of each year and the last meeting of the year shall be the Board's Annual meeting;

THEREFORE, BE IT RESOLVED that the Norfolk State University Board of Visitors approves the following dates as the Board's Meeting Schedule for the 2018-2019 fiscal year:

Board Meeting Date	Friday, September 14, 2018 (all day)
Board Meeting Date	Friday, December 7, 2018 (all day)
Board Retreat Date.....	Thursday, February 28, 2019 (all day)
Board Meeting Date	Friday, March 1, 2019 (all day)
Board Meeting Date (Annual Meeting).....	Friday, May 3, 2019 (all day)

Commencement Dates:
Saturday, December 8, 2018
Saturday, May 4, 2019