BOARD OF VISITORS GOVERNANCE COMMITTEE MEETING February 6, 2024 MINUTES

1. Call to Order

The Governance Committee Meeting was called to order at approximately 2:45 p.m. A quorum was established with a 4-0 Roll Call Vote.

Committee Members Present

Mr. BK Fulton Dr. Katrina Chase

Other Board Members Present

Mr. Jay Jamison Mr. Conrad Mercer Hall

Committee Members Virtual

Ms. Heidi Abbott, Chair Mr. Mike Andrews Mr. Gilbert Bland Mr. Delbert Parks

Committee Members Absent

Mr. Devon M. Henry, Rector

NSU Administrators and Staff Present

Dr. Javaune Adams-Gaston, President
Ms. Pamela F. Boston, University Counsel and Senior Assistant Attorney General
Mr. Eric Claville, Executive Advisor to the President for Government Relations
Dr. DoVeanna Fulton, Provost/Vice President for Academic Affairs
Dr. Leonard Brown, Vice President for Student Affairs
Dr. Justin L. Moses, Vice President for Operations and Chief Strategist for Institutional
Effectiveness
Dr. Gerald Ellsworth Hunter, Vice President and Chief Financial Officer, Finance and Administration
Mr. Clifford Porter, Vice President, University Advancement
Ms. Melody Webb, Athletics Director
Dr. Tanya White, Chief of Staff
Ms. Sher're Dozier, Clerk to the University President for the Board of Visitors
Mr. Christopher Gregory, Office of Information Technology

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2. Recommend Approval of Electronic Participation

Mrs. Heidi Abbott, Chair, Mr. Mike Andrews, and Mr. Delbert Parks provided their reasons for Electronic Participation. Mr. BK Fulton motioned, seconded by Dr. Chase, and with a 4-0 Roll Call vote, the Committee unanimously approved the virtual participation of Board Chair Heidi Abbott and Board Members Mr. Mike Andrews, and Mr. Delbert Parks.

3. Recommend Approval of the November 16, 2023, Governance Committee Minutes

The Committee voted and unanimously approved with a 4-0 Roll Call Vote, the Minutes for the November 16, 2023, Committee Meeting motioned by Mr. Fulton and seconded by Dr. Chase.

4. Board of Visitors Policies and Procedures Update

-Review of Board of Visitors Position:

- The Board of Visitors Policies are up for review and renewal as of March of 2024. Mrs. Abbott and Mr. Claville are working together to determine the policies that will need additional discussion prior to providing to the Committee, in the Full Board Meeting; for renewal.
- The University "Free Speech Policy" is currently undergoing review and possibly revamping, due to a Free Speech Summitt at UVA. A complete list is forthcoming for discussion with the Committee for input.

5. Discussion of other Items

Mr. Gilbert Bland joined virtually and provided his reasons for Electronic Participation. Motioned by Dr. Katrina Chase seconded by Mr. BK Fulton, and with a 4-0 Roll Call vote, the Committee unanimously approved the virtual participation of Mr. Gilbert Bland.

- There were no other items of discussion

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6. Closed Meeting – Pursuant to 2.2-3711A.1 and 8, Code of Virginia

Dr. Katrina Chase read the following motion, seconded by Mr. BK Fulton, and with a 4-0 Roll Call Vote the Board unanimously approved.

Motion by Dr. Katrina Chase

Pursuant to Section 2.2-3711(A).1 and 8 of the Code of Virginia, I move that this Norfolk State University Board of Visitors go into Closed Session for the purpose of discussion of Board of Visitors business, including candidates for officers, and for the purpose of consultation and briefing by staff members. Further, that the following remain for or attend when called to the Closed Meeting – Eric Claville and the President, and that any member of the NSU Board of Visitors be permitted to attend virtually or by phone to listen in to the Closed Meeting or in person.

7. Reconvene in Open Meeting

Mrs. Abbott read the following motion, and with a 4-0 Roll Call Vote the Board unanimously approved.

Having reconvened in open session, we will now take a roll call vote so that each member of this Governance Committee can certify that the actions taken by this committee in closed session were pursuant to §2.2-3711A.1 and 8, Code of Virginia, were (1) only public business matters lawfully exempted from open meeting requirements, and (2) only such public business matters as were identified in the motion by which the closed meeting was convened were heard, discussed or considered in the meeting by the Board. Any member of the Board who believes that there was a departure from the requirements as stated above, shall so state prior to the vote, indicating the substance of the departure that in his, or her judgment, has taken place.

8. Approval of Actions Discussed in Closed Session

None

9. Adjournment

There being no further business, Ms. Heidi Abbott adjourned the meeting at 3:30 p.m. With a motion to close, with a 4-0 Roll Call Vote. The Committee unanimously agreed.

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Respectfully submitted,

Heidi Abbot, Chair Governance Committee

Sher're S. Dozier, Clerk to the University President for the Board of Visitors

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NSU BOV GOVERNANCE COMMITTEE ROLL CALL VOTE February 6, 2024

ltem	Mrs. Heidi Abbot (Virtual)	Mr. Conrad Hall	Mr. BK Fulton	Mr. Delbert Parks (Virtual)	Dr. Katrina Chase	Mr. Jay Jamison	Mr. Mike Andrews	Mr. Gilbert Bland (Virtual)	Totals
Quorum	-	Yes	Yes	-	Yes	Yes	-	-	4-0
Recommend Approval of Electronic Participation	-	Yes	Yes	-	Yes	Yes	-	-	4-0
Approval of the Minutes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	4-0
Motion to go into Closed Meeting Pursuant to 2.2- 3711A.1, 7 and 8, Code of Virginia	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	4-0
Motion for Open Meeting	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	4-0
Adjournment	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	4-0