

NSU BOARD OF VISITORS
AD-HOC NSUF BUDGET ADVISORY COMMITTEE MEETING

700 Park Avenue, Norfolk, VA 23504
Harrison B. Wilson Hall, President's Conference Room, Suite 530
June 17, 2009

MINUTES

1. Establish Quorum/Call to Order

Mr. Willie L. Brown, Chair, called the meeting to order at 10:05 a.m. and established that a quorum was present.

Ad-Hoc NSUF Budget Advisory Committee Members Present:

Mr. Willie L. Brown

Mr. Edward L. Hamm, Jr.

Mr. Bobby Norris Vassar, Rector (*via Alternate Site Conference Call Location*)

Alternate Site Conference Call Location:

B370B Rayburn House Office Building

Corner of Independence Avenue and South Capitol Street, SW

Washington, DC 20515

Members of the NSU Staff Present:

Dr. Carolyn W. Meyers, President

Mr. Phillip D. Adams, Vice President, Univ. Advancement/NSUF Executive Director

Mr. Mary L. Weaver, Assistant Vice Pres., Univ. Advancement/Fiscal Officer Foundations

Ms. Pamela F. Boston, University Counsel

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

Members of the Norfolk State University Foundation (NSUF) Present:

Yvonne T. Allmond, President, NSUF

David R. Kenerson, Jr., Member, NSUF Executive Committee

2. Opening

Mr. Brown stated that there is only one agenda item for discussion. He stated that this Ad Hoc Committee was appointed by the Rector to work on the budget proposed by the University to the NSU Foundation. He asked for a motion to go into Closed Session.

3. Closed Session

Mr. Hamm motioned, seconded by Mr. Vassar and unanimously voted by the Committee to adjourn and reconvene in Closed Session for the purpose of discussing gifts and bequests and the disposition of same, as permitted by § 2.2-3711.A.8 of the Code of Virginia.

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4. Open Session

The Ad Hoc NSUF Budget Advisory Committee having reconvened in Open Session took a roll call vote on certification that (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 Committee. Any member of the Committee 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.

Brownyes
Hammyes
Vassaryes

Mr. Vassar stated that he is very grateful to Ms. Allmond and Mr. Kenerson for being present and for the information provided. He stated that it was a very fruitful discussion which helped to provide a mutual understanding between the parties.

Mr. Brown also thanked Ms. Allmond, Mr. Kenerson and the NSU Foundation Board for having considered the requests of the University and for providing details that were needed for the discussion. He stated that the details will help us to move forward for what can be done in 2009 and 2010. Mr. Brown stated that he would make the same comment at the NSU Foundation Board meeting tomorrow.

Mr. Hamm stated that he would make an announcement at the Foundation Board meeting tomorrow that he is resigning from the NSU Foundation Board, in light of his election as Rector of the NSU Board of Visitors effective July 1, 2009. He stated that this is at the advice of the University Counsel that he should at least resign from the NSU Foundation Board as a voting member.

Ms. Allmond stated that the position of Rector for the NSU Board of Visitors serves as an *ex-officio* of the NSU Foundation Board. There was a discussion whether the Rector was a voting or non-voting member of the Foundation. Mr. Adams stated that in the Board's policy on University Related Foundations, the Rector is a non-voting member on the NSU Foundation Board. Mr. Brown stated that it is also stated in the Memorandum of Understanding (MOU) under the section "Relationships and Partnerships" that the Rector is a non-voting member.

Mr. Vassar stated that he appoints/designates a Board of Visitors member to the NSU Foundation Board that is a voting member. He stated that Mr. Brown is currently serving in this capacity and also as a member of the Foundation Liaison Committee.

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Ms. Allmond asked if Mr. Hamm remained as a member of the Foundation Board would the Foundation have to adhere to the public announcement requirement as three NSU Board of Visitors members would be present. Ms. Boston stated that she would have to verify; however, Mr. Hamm would not be on the Foundation Board doing Board of Visitors business. Ms. Boston stated that it would possibly be a conflict of interest for Mr. Hamm when he becomes Rector because the lines must be kept separate.

Mr. Vassar stated that this why the Rector is a *ex-officio* of the Foundation Board, so when Mr. Hamm becomes Rector there will only be two members of the NSU Board of Visitors participating on the Foundation Board.

Ms. Allmond stated that she thought that Mr. McCollum would be on the Foundation Board as well. Mr. Brown stated that Mr. McCollum will serve on the Ad Hoc Foundation Board Liaison Committee which is separate from the Foundation Board. To clarify, two members on the Foundation Board and two members on the Ad Hoc Foundation Liaison Committee as follows:

NSU Foundation Board effective July 1, 2009

Mr. Edward L. Hamm, Jr.

Mr. Willie L. Brown

Ad Hoc NSU Foundation Board Liaison Committee

Mr. Willie L. Brown

Mr. Gary T. McCollum

Ms. Allmond stated that she thought the Rector was on the Liaison Committee as well. Mr. Vassar stated that he appointed Mr. McCollum to serve and that he has never attended a meeting, so if it is written that he is a member as well, then a change should be made to the MOU. Ms. Allmond stated that she would bring this to the attention of Mr. Tom Rucker to review the MOU. Ms. Allmond stated that it actually states the Rector **or** his designee, so maybe it is fine the way it stands. Mr. Brown stated that if the Rector appoints a designee then it is still only two members of the Board of Visitors because the Rector does not attend.

Mr. Brown asked if the Foundation would approve the MOU tomorrow. Ms. Allmond stated that the Foundation Board does not plan to approve the MOU tomorrow. She stated that, in addition to fundraising, community outreach or something else should be added to the verbiage.

Mr. Brown asked if there was any further discussion.

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5. Adjournment

There being no further business the meeting was adjourned at approximately 12:01 p.m.

Respectfully submitted,

April T. Allbritton, Board Liaison

Mr. Willie L. Brown, Chair
Ad Hoc NSUF Budget Advisory Committee