



BOARD OF VISITORS

700 Park Ave., HBW Suite 520, Norfolk, Virginia 23504
P: 757-823-8670 | F: 757-823-2342 | nsu.edu

AGENDA

Times are approximate

BOARD OF VISITORS MEETING

Friday, October 15, 2021

Devon M. Henry, Rector

Staff: Inda B. Walker, Clerk to the President and Liaison to the Board of Visitors

Campus Location:

Norfolk State University
700 Park Avenue, Norfolk, VA 23504
Student Center, Board Room, 3rd Fl., Suite 301

Zoom Webinar Participation

https://nsu-edu.zoom.us/webinar/register/WN_ZZZceBlZRTyxq9Wz3Mp2Nw

Breakfast available 7:45 a.m. to 8:30 a.m.

8:30 a.m. **Call to Order/Establish Quorum**.....Rector Henry

8:35 a.m. **President's Update/Presentation** Dr. Javaune Adams-Gaston

9:45 a.m. **BREAK** 15 minutes

10:00 a.m. **CLOSED MEETING MOTION** – Pursuant to §2.2-3711A. 1, 4, 7 and 8, *Code of VA*

12:40 p.m. **OPEN MEETING**

- Closed Meeting Certification
- Actions/Motions

12:45 p.m. **NEW BUSINESS/OLD BUSINESS**

- Standard Operating Procedures (SOP) Discussion
- *Action Item: Recommend Approval of SOP*

1:00 p.m. **ADJOURNMENT**

Lunch available at 1:00 p.m.

All times are approximate and the Board reserves the right to adjust its schedule as necessary.
In compliance with the Virginia Freedom of Information Act, please be advised that during the course of this meeting
there will be no opportunity for public comment.

Page 1 of 1



Our TIME. Our MISSION. Our VISION.

**Institutional Stability and Reopening Post COVID-19 Update
BOARD OF VISITORS MEETING**

October 15, 2021

**Javaune Adams-Gaston, PH.D.
University President**

Agenda

- Inauguration and Investiture
- Reopening Post COVID-19
- The Green and Gold Standard
- New academic programs
- Enrollment
- Innovations and Private Partnerships
- NSU Making Waves
- Pathway Forward



NORFOLK STATE
UNIVERSITY

Inauguration and Investiture

- Norfolk State University Celebrated our Founders Day and President's Inauguration
 - Week of Events
 - Daily Joy of Inspiration
 - Celebration of the Arts
 - NSUF Scholarship Dinner
 - Founders Day Breakfast with April Ryan, White House Correspondent and Washington D.C. Bureau Chief for TheGrio, Political Analyst and Author



Inauguration and Investiture

- Inaugural and Investiture Events
 - Investiture Ceremony
 - Inaugural Luncheon
 - Inaugural Gala
 - Presidential Pre-Game Reception and Hospitality
 - Successful 86 Hours of Giving



NORFOLK STATE
UNIVERSITY

Reopening Post COVID-19

- Culture of Care
 - “Culture of Care” Video Series and COVID-19 Townhall
 - Vaccination Incentive for students, faculty, and staff
 - Vaccination Clinic at NSU
 - COVID-19 Course Guidelines for Faculty



Reopening Post COVID-19

- **COVID-19 Tests Performed:**

- Students: 5130
- Employees: 164
- Total: 5294

- **Positive COVID-19 Cases:**

- Students: 27
- Employees: 0
- Total: 27

- **Positivity Rate:**

- Students: 0.0052
- Employees: 0
- Total: 0.0051

- **Percentage of Vaccination**

- Students: 89.96%
- Employees: 83.68% (full-time)



NORFOLK STATE
UNIVERSITY

The Green and Gold Standard

- **Education:** Cybersecurity and Cyberpsychology
- **Innovation:** NSU Spartan Innovation Academy, coding, and app development
- **Entrepreneurship:** NSU School of Business Innovation Center in downtown Norfolk
- **Health:** School of Nursing, One School of Public Health



The Green and Gold Standard

- **Solutions:** Ethelyn R. Strong School of Social Work, Center for Research on Health Disparities
- **Opportunity:** Partnership with Appalachian School of Law
- **Arts:** NSU Visual and Performing Arts
- **Access:** Virginia College Affordability Network
- **THE Standard:** Upcoming U.S. News & World Report ranking



NORFOLK STATE
UNIVERSITY

New Academic Programs and Opportunities

- **Department of Nursing and Allied Health**
 - Master of Health Informatics
 - \$73 million effort by U.S. Department of Health and Human Services
 - NSU receiving \$5 Million
 - Virginia Department of Health and Hampton Roads Community Health Center consortium
- **ONE School of Public Health**
 - ODU, NSU, EVMS Agreement
 - Master of Public Health
 - NSU Public Health Initiatives
- **NSU/Appalachian School of Law Agreement**
 - 3+3 Program
 - Student Scholarships



New Direction of Academic Programs

- Department of Psychology
 - Master of Science in Community/Clinical Psychology
- School of Education
 - Master of Arts, Pre-Elementary Education
- Department of Visual and Performing Art
 - Master of Arts, Visual Studies
 - Only the M.A. option of this program is discontinued, but the MFA option will still be operational



Enrollment

Category	2020 Enrollment	2021 Enrollment (8-27-2021)	(%) Change (2020 – 2021)	(n) Change (2020 – 2021)
TOTAL STUDENT (HEADCOUNT)	5,457	5,458	0.02%	1
FTE (FULL-TIME EQUIVALENCY)	4,982	4,953	-0.58%	-29
FULL-TIME (HEADCOUNT)	4,846	4,827	-0.39%	-19
PART-TIME (HEADCOUNT)	665	631	-5.11%	-34
TOTAL UNDERGRADUATE STUDENTS	5,113	5,016	-1.90%	-97
TOTAL GRADUATE STUDENTS	488	442	-9.43%	-46
FIRST TIME STUDENTS	1,066	1113	4.41%	47



Innovations and Private Partnerships

- NSU Spartan Innovation Academy
 - Providing Apple iPad to students
- Micron Cleanroom
- Bank of America
- Golden Nugget HBCU Partnership
- Netflix Partnership



NSU Making Waves

- **Naismith Memorial Hall of Fame**
 - Robert 'Bob' Dandridge, '69
- **NSU ROTC Hall of Fame**
 - LTC (Ret.) Clarence Demory, '68
 - Judge Raymond A. Jackson, '70
 - Dr. Melvin T. Stith, Sr., '70
 - LTC (Ret.) Antonio L. Thompson, '91
- **American Baseball Coaches Association Hall of Fame**
 - Marty Miller, '67
- **MEAC's 50 Legends in Coaching**
 - Kenneth Giles, Director, Track and Field



NSU Making Waves

- **HBCU White House Initiative Scholars**
 - McKinley Lowery
 - Skylar Groves
- **25 Game Changers in American Theatre**
 - Professor Anthony Stockard
- **WNSB New Station Manager**
 - Meet Elroy Smith



Pathway Forward - NSU 2021 Six-Year Plan Review

- **NSU 2021 Six-Year Plan Review**
 - **INSTITUTIONAL MISSION**
 - **VISION**
 - **GOALS**
 - **STRATEGIES**
 - **ALIGNMENT TO STATE GOALS**



NORFOLK STATE
UNIVERSITY

Pathway Forward - NSU 2021 Six-Year Plan Review

- **MISSION:** Committed to **transforming students' lives** through exemplary teaching, research, and service. **Offering a supportive academic and culturally diverse environment for all**, the University empowers its students **to turn their aspirations into reality and achieve their full potential as well-rounded, resourceful citizens and leaders for the 21st century.**
- **VISION:** **Recognized nationally as a premier public institution with outstanding signature academic programs, innovative research, and community engagement opportunities.**
- **GOALS:**
 - (A) embrace its position and history as an Historically Black College and University by recognizing our institutional mission as a **social justice mission and integrating a consciousness of systemic inequalities.**
 - (B) increasing retention and graduation rates remains a top NSU priority. Attention to new and revised academic programs, curriculum development, experiential learning, and **increased student financial support will provide an equitable, affordable, and transformative education for Norfolk State University students.**
 - (C) **faculty will be at the cutting edge of their disciplines to produce innovative and transformative research and scholarship that will impact Hampton Roads, the State of Virginia, and national and global communities.**



NORFOLK STATE
UNIVERSITY



NORFOLK STATE
UNIVERSITY

February 10, 2021

Committee Standard Operating Procedures Task Force

February 10, 2021

Members: Mary L. Blunt, Bishop Kim W. Brown and Devon Henry (Chair)

Per the directive of Rector Wilmer, the task force was charged with reviewing the BOV's current standing committee structure and providing a standard operating procedures for the manner in which the committees should function and operate.

Below are the recommendations of the Task Force:

FREQUENCY; it is the recommendation of the committee that prior to and in preparation of Board of Visitor meetings, all standing committees, including staff, should meet at least 4 times a year, with one meeting being in person. All meetings should be conducted four weeks prior to the board meeting, with documents requiring board approval be submitted three weeks prior to the board meeting.

CHARTER; it is the recommendation of the committee that all committee chairs establish a charter using the attached Audit committee charter as an outline. This will allow for consistency as well as one template for all committees to follow.

PRESENTATION; it is the recommendation of the committee that power point presentations be no more than 12 slides. Routine committee items and reports should be presented as a consent agenda for approval while Items of importance that require the vote of the board should be presented in detail.

AGENDA; it is the recommendation of the committee that the formation of meeting agendas be set by the committee chair and appointed university staff.

PRESIDENT'S INVOLVEMENT; the President should be made privy of the agenda topics and provide input as needed prior to committee meetings.

DRAFT AUDIT, RISK, AND COMPLIANCE COMMITTEE CHARTER

Current BOV Bylaws: The Audit Committee has oversight responsibility for internal audit and compliance as they relate to financial, operational, strategic, and reputational risks. The Committee supervises and evaluates the Internal Auditor and is responsible, through the Internal Auditor, for oversight of the entire internal audit function. The Committee shall have direct access to internal and external auditors to assess performance, the scope of audit activities, and the adequacy of internal accounting controls. The Committee is responsible for periodically reviewing the University's risk assessment and mitigation strategies. The Committee also serves as the Board's liaison to, and receives periodic reports on other audit, compliance, and risk matters from, among others, the State Auditor and Inspector General

Proposed Change to Bylaws: The Audit, Risk, and Compliance Committee of the Board of Visitors of NSU is organized and established by the Board. The Committee assists the Board of Visitors in fulfilling its fiduciary responsibilities by providing informed, vigilant and effective oversight of:

1. The effective and efficient use of funds in accordance with the university's mission and purpose;
2. Ensuring that the university, in all of its activities, is acting in legal and ethical compliance with all federal, state and local laws and executive orders; and policies promulgated by academic and athletic accrediting bodies, regulatory agencies, funding agencies, and the State Council of Higher Education for Virginia;
3. The university's enterprise risk management program and instituting effective internal controls to identify and manage risks;
4. Maintaining an effective system of internal control over the integrity of the university fiscal processes;
5. The performance of the internal audit function and the independent auditor;
6. Monitoring implementation of management action plans to manage identified risks;
7. Integrity of information technology infrastructure and data governance;
8. The implementation and effectiveness of the university's compliance program, including conflict of interest and the code of conduct.

The Committee has oversight responsibilities for internal audit, enterprise risk management and compliance programs as it relates to financial, operational, information technology, compliance, strategic, and reputational risks. The Committee views the university's financial reporting, disclosure, compliance, internal control and risk processes from a critical perspective to understand and assess institutional risks. The Committee shall have direct access to internal and external auditors to assess performance, the scope of audit activities, and the adequacy of internal accounting controls. The Committee is responsible for the periodic review, at least annually, of the university's risk governance framework, including the risk assessment and mitigation strategies. The Committee also serves as the Board's liaison to, and receives periodic reports on other audit, risk and compliance matters from, among others, the State Auditor, Inspector General and Senior Management.

DRAFT AUDIT, RISK, AND COMPLIANCE COMMITTEE CHARTER

Purpose and Authority:

The purpose of the Audit, Risk, and Compliance Committee (Committee) is to provide a structured, systematic oversight of the university's governance, risk management and internal control practices and view the university's financial reporting, disclosure, compliance, internal control and risk processes from a critical perspective to understand and assess institutional risks. The Committee plays a critical role in understanding and assessing internal processes and management led risk committee initiatives for identifying, managing and mitigating risk related to financial, operational, information technology, compliance, strategic, and reputational risks. The Committee reports to the Board and provides management with valuable, objective experience and expertise and serves as a sounding board for issues related to reputation, strategic risks, operations, finance, internal controls and the public trust.

The Committee shall have direct access to internal and external auditors to assess performance, the scope of audit activities, and the adequacy of internal accounting controls. The Committee is responsible for the periodic review, at least annually, of the university's risk governance framework, including the risk assessment and mitigation strategies. The Committee also serves as the Board's liaison to, and receives periodic reports on other audit, risk and compliance matters from, among others, the State Auditor, Inspector General and Senior Management. The Committee assists the Board of Visitors in fulfilling its fiduciary responsibilities by providing informed, vigilant, and effective oversight of:

1. The effective and efficient use of funds in accordance with the university's mission and purpose;
2. Ensuring that the university, in all of its activities, is acting in legal and ethical compliance with all federal, state and local laws and executive orders; and policies promulgated by academic and athletic accrediting bodies, regulatory agencies, funding agencies, and the State Council of Higher Education for Virginia;
3. The university's enterprise risk management program and instituting effective internal controls to identify and manage risks;
4. Maintaining an effective system of internal control over the integrity of the university fiscal processes;
5. The performance of the internal audit function and the independent auditor;
6. Monitoring implementation of management action plans to manage identified risks
7. Integrity of information technology infrastructure and data governance;
8. The implementation and effectiveness of the university's compliance program, including conflict of interest and the code of conduct.

In broad terms, the Committee reviews each of the items noted above and provides the board with independent and objective advice and guidance regarding the adequacy and effectiveness of management's practices and potential improvements to those practices. The role of the Committee is to ensure that needed improvements are put in place to adequately manage risk.

The intent of this document is to identify the Committee's oversight responsibilities in order that such practices will continue despite the turnover of Committee members. It also outlines the regularly scheduled review activities that will ensure that the university continues to have an independent and objective internal audit function.

DRAFT AUDIT, RISK, AND COMPLIANCE COMMITTEE CHARTER

Limitations of Committee's Role:

While the Committee has the responsibilities and powers set forth in this Charter, it is not the responsibility of the Committee to plan or conduct audits or to determine that the financial statements are complete and accurate. University management is responsible for the preparation, presentation and integrity of the financial statements, fiscal plans and other financial reporting. University management is also responsible for maintaining appropriate financial accounting and reporting policies, procedures and controls designed to assure compliance with generally accepted accounting principles and applicable laws and regulations. The Audit, Risk, and Compliance department and the Agency Risk Management and Internal Controls Standards (ARMICS) function examine and evaluate the adequacy and effectiveness of the University's internal control systems. The Virginia Auditor of Public Accounts is responsible for planning and conducting the financial statement examination in accordance with generally accepted government auditing standards.

Composition:

The Audit, Risk, and Compliance Committee was established on XXX. The Committee consists of at least three members and no more than five members of the Board of Visitors. The Rector of the Board will appoint Committee members and the Committee chair.

The University President is encouraged to attend all Committee meetings, but may be excluded, as needed, when the Committee is in closed session. This will be determined by the Committee Chair.

The majority of the members of the Committee should have basic knowledge of generally accepted accounting procedures and financial reporting and internal controls. At least one member should be considered an audit committee financial expert. The committee members must be able to maintain objectivity when carrying out its responsibilities. The Committee should seek opportunities to collect critical information from management about practices, policies and needed improvement.

Upon appointment, Committee members will receive formal orientation training on the purpose of the Committee and risk mitigation. The Committee will determine, in consultation with the Rector, a schedule of continuing education topics on audits, risks, and compliance for the full board.

Meetings:

The Committee will meet at least four times a year on dates and in places set by the Committee Chair. The Committee shall conduct its meeting with the appropriate representatives of the University Audit, Risk and Compliance departments, the Auditor of Public Accounts (APA) and/or members of management as determined by the Chair of the Committee. The agenda for each regularly scheduled meeting will provide for the opportunity, at the Committee's discretion, for separate sessions with Senior Management, the Chief Audit Executive, Vice President of Operations and Chief Strategist, and the APA and for closed session(s) for only the Committee members.



DRAFT AUDIT, RISK, AND COMPLIANCE COMMITTEE CHARTER

The Chair of the Committee should discuss the agenda with the Chief Audit Executive prior to each Committee meeting to finalize the meeting agenda and review the items to be discussed. The Chairs will consult with the President on agenda items. The Committee will announce meetings and maintain written minutes for its meetings. All actions by the Committee will be reported to the Board at the next regularly scheduled Board meeting.

Responsibilities:

The Committee is authorized to expend university resources, in consultation with the President and Chief Financial Officer, whenever necessary to fulfill its responsibilities.

The responsibilities of the Committee consist of those set forth in this Charter and is outlined in Appendix A. The Board of Visitors may assign additional responsibilities to the Committee.

Approved on _____

Joan G. Wilmer

Rector

Javaune Adams-Gaston

University President and Chief Executive Officer

Revision History

Revision Date	Description/ Modification	Revision Section	Author
	Creation of the Audit, Risk and Compliance Committee Charter	N/A	H. Aristakesian M. Blunt