

**BOARD OF VISITORS**  
**GOVERNANCE COMMITTEE MEETING**  
September 20, 2021

**MINUTES**

**1. Call to Order**

Mr. Blake, Chair, called the Governance Committee meeting to order at approximately 3:04 p.m.; however, the meeting was paused due to the lack of a quorum. The meeting resumed at approximately 3:45 p.m. after a quorum was established.

Committee Members Present

Mr. Dwayne B. Blake, Chair

Ms. Mary L. Blunt

Bishop Kim W. Brown

Dr. Deborah M. DiCrocce (*via electronic participation*)

The Honorable James W. Dyke, Jr. (*via electronic participation*)

Dr. Harold L. Watkins, II

NSU Administrators and Staff Present

Dr. Javaune Adams-Gaston, President

Mr. Eric Claville, Interim Executive Director to the President for Government Relations

Ms. Tanya S. White, Chief of Staff

Ms. Inda B. Walker, Clerk to the University President and Liaison to the Board of Visitors

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

Mr. Rasool A. Shabazz, Project Engineer, Office of Information Technology

Mr. Christopher Gregory, Office of Information Technology

Counsel Present

Ms. Pamela F. Boston, University Counsel and Senior Assistant Attorney General

Ms. Deborah A Love, Senior Assistant Attorney General/Chief, Office of the Attorney General (*via electronic participation*)

Mr. Cory J. Wolfe, Assistant University Counsel

Consultant Present

Ms. Lyn Harper, Senior Principal, Mercer (*via electronic participation*)

**2. Recommend Approval of Electronic Participation**

Dr. DiCrocce and Mr. Dyke requested electronic participation due to medical reasons with remote locations respectfully in Chesapeake and Reston, Virginia.

Bishop Brown motioned, seconded by Ms. Blunt and with a 4-0 Roll Call vote, the Committee approved the electronic participation for Dr. DiCrocce and Mr. Dyke for the meeting.

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### **3. Approval of the Minutes**

Ms. Blunt motioned, seconded by Mr. Dyke and with a 6-0 Roll Call vote, the Committee approved the meeting minutes for March 31, 2021.

### **4. Discussion Items**

**Skills Matrix Update** – Chairman Blake stated that a skills matrix is maintained to allow for an understanding of the capabilities of the Board, as well as for when it is time for Board reappointments. Mr. Claville currently staffs the Governance Committee and he has been asked to provide an annual update on the matrix.

**SCHEV Mandatory Training** – The training provided by SCHEV is scheduled for October 2021, and some Board members have conflicts. The alternative options offered by SCHEV are:

1. Attend the annual conference for the Association of Governing Boards (AGB) of Universities and Colleges.
2. Attend the SCHEV Boards of Visitors Orientation scheduled for October 19-20, 2021.
3. Participate as an invited panelist or guest speaker at a SCHEV led conference.
4. Attend four AGB webinars from Board Fundamentals (<https://agb.org/knowledge-center/board-fundamentals/orientation/>), or other online modules from SCHEV or higher education organizations with approval by your Rector.
5. Attend a board retreat with agenda items coordinated with SCHEV.
6. Any other professional activity approved by the Rector and the Director of SCHEV.

All members except for two will need to attend some training this calendar year. The requirements must be met by July 1, 2022.

Ms. Blunt asked if the Board's previous retreat would satisfy the mandatory training. Ms. Boston will check and let the Board know at its next meeting.

New Board Member Orientation (NSU Orientation) – has already taken place for this year.

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### **5. Closed Meeting**

Bishop Brown motioned, seconded by Mr. Dyke, the Committee with a 6-0 Roll Call vote adjourned and reconvened in Closed Meeting pursuant to Section 2.2-3711(A) 1 and 8 of the Code of Virginia for the purpose of discussion of compensation of a high-level university employee at Norfolk State University, which includes discussion of the subject matter of performance, salary, and other actions pertinent to compensation; and for the purpose of consultation with legal counsel and briefing by staff members.

Ms. Love and Ms. Harper were invited to the Closed Meeting.

### **6. Open Meeting**

The Committee having reconvened in open session, took a 6-0 Roll Call vote on certification that 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 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.

### **7. Adjournment**

There being no further business, Chairman Blake adjourned the meeting at approximately 5:46 p.m.

Respectfully submitted,

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Inda B. Walker, Board Liaison

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Dwayne B. Blake, Chair  
Governance Committee

**NSU BOV GOVERNANCE COMMITTEE**  
**ROLL CALL VOTE SEPTEMBER 20, 2021**

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Item	Mr. Blake	Ms. Blunt	Bishop Brown	Dr. DiCroce	Mr. Dyke	Dr. Watkins	Totals
Quorum	Present	Present	Present	Present	Present	Present	6-0
Recommend Approval of Electronic Participation	Yes	Yes	Yes	N/A	N/A	Yes	4-0
Approval of the Minutes	Yes	Yes	Yes	Yes	Yes	Yes	6-0
Closed Meeting Motion	Yes	Yes	Yes	Yes	Yes	Yes	6-0
Closed Meeting Certification	Yes	Yes	Yes	Yes	Yes	Yes	6-0