

**BOARD OF VISITORS**  
**BOARD MEETING**  
October 14, 2021

**MINUTES**

**1. Call to Order**

Rector Devon Henry called the NSU Board of Visitors meeting to order at approximately 1:00 p.m. A quorum was established with a 9-3 Roll Call vote and three members attending virtually. After all virtual attendees stated their reasons for attending virtually, a motion was made for approval of the virtual attendees to attend virtually for medical reasons by BK Fulton and seconded by Dwayne Blake. Below is a list of individuals that participated in person and virtually.

Participants – Board Members

Mr. Devon Henry, Rector  
Dr. Deborah M. DiCroce (Virtual)  
Mrs. Heidi Abbot  
Dr. Terri L. Best (Virtual)  
Mr. Dwayne B. Blake  
Ms. Mary L. Blunt  
Bishop Kim W. Brown  
The Honorable James W. Dyke, Jr.  
Mr. BK Fulton  
Mr. Larry A. Griffith (Virtual)  
Mr. Delbert Parks  
Dr. Harold “Harry” L. Watkins, II

Participant – Faculty Representative to the Board

Dr. Geoffroy de Laforcade, Professor of History and Interdisciplinary Studies

Participant – Student Representative to the Board

Mr. Jaylin Drewry

Participants – Counsel

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  
Mr. Cory Wolfe, Associate University Counsel and Assistant Attorney General

Participant – Presenters

Dr. Dawn Hess, Chief Compliance Officer  
Derika Burgess, Chief Audit Executive

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### Participants – NSU Administrators and Staff

Dr. Javaune Adams-Gaston, President

Dr. Justin L. Moses, Vice President for Operations and Chief Strategist for Institutional Effectiveness

Dr. DoVeanna Fulton, Provost/Vice President for Academic Affairs

Dr. Gerald E. Hunter, Vice President, Finance and Administration

Dr. Leonard E. Brown, Vice President, Student Affairs

Ms. Melody Webb, Athletics Director

Ms. Tanya S. White, Chief of Staff

Dr. Karen H. Pruden, Assistant Vice President for Human Resources

Ms. Karla Amaya Gordon, Assistant Vice President, Finance and Administration/University Controller

Mr. Dennis Jones, Executive Director, Planning and Budget

Dr. Juan M. Alexander, Associate Vice President for Enrollment Management

Ms. Yelena A. Arishina, Special Assistant to the Provost

Ms. Kimberly Gaymon, Scheduler/Financial Services Specialist

Mr. Obie Smith, Director of Operation Services

Mr. Rasool A. Shabazz, Project Engineer, OIT

Mr. Christopher M. Gregory, Information Technology Specialist, OIT

Ms. Inda Walker, Clerk to the University President/Board Liaison

### Observers – NSU Administrators and Staff

Dr. Andrew Carrington, Assistant Vice President, Finance & Administration

Ms. Fran Bradford, Deputy Secretary of Education

Dr. Tony Atwater, Faculty Senate President

Mr. Brian Covington, Interim Chief of Police

Mr. DeAndre Hyman, Lieutenant, Police Department

Ms. Tomaya C. Clark, Senior Budget Analyst

Mr. Stan Donaldson, Director, Media Relations

Mr. Ronald Forehand, Legal Assistant

Mr. Anton Kashiri, Associate Vice President, Facilities Management

### Observers – NSU Faculty

Mrs. Ruby M. Spicer, Director Procurement Services

The Honorable Grindly Johnson, Secretary of Administration

Dr. Bertha Escoffery, Adjunct Professor, Professor Emerita

Ms. Stevalynn Adams, Assistant Vice President Communications and Marketing

Dr. Lamiaa S. Youssef, Professor and Special Assistant to the Provost

Dr. Aurelia Williams, Interim Vice Provost

Dr. Sandra Williamson-Ashe, Associate Professor, Social Work

Ms. Faye Monroe-Davis, Chief Information Officer

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2. **Introduction:** Rector Henry introduced and welcomed Inda Walker as the new Friend of the Board, the new Board Liaison.
3. **Opening Remarks** – Rector Henry welcomed everyone to the meeting, excited that it was Homecoming weekend for Norfolk State University (NSU). He is an alum, and he is excited to be named Rector for this Board. He acknowledged Joan Wilmer, who was not able to attend as she had a last-minute issue. He thanked her for her leadership for over two years. She left the Board in great shape, and the Board is extremely energized. Lots of people are excited and supportive about what is happening at NSU. One of the things that people are excited about is the opportunity to make official the investiture of our seventh President, Dr. Javaune Adams-Gaston. There was an exciting gala that was attended by the first NFL female black referee, who is an alum of Norfolk State University.
4. **Consent Agenda:** Approval of May 13, 2021 Board Retreat Minutes and the May 14, 2021 Board Meeting Minutes. Moved by Bishop Brown and seconded by The Honorable Jim Dyke and was unanimously approved.
5. **Welcome and Introduction of new Board Members:**  
Heidi Abbot introduced herself, stating that she sought out this opportunity. She had heard many great things about this institution and Dr. Adams-Gaston. She has worked a long time with students who would benefit from coming to NSU.

Delbert Parks introduced himself, stating that he was excited as well and has met many of the Board members and feels he is anointed for this assignment. This is a special time for him and his family. He thanked everyone for welcoming him.

Rector Henry pointed out the action item on the August 22, 2021, Executive Committee Meeting, the approval for the Faculty/Senate Representative. Present at that meeting were Rector Devon Henry, Vice Rector Mary Blunt, Secretary Bishop Kim Brown, and Dr. Terri Best. The Honorable James Dyke, Jr. and Delbert Parks attended virtually. The motion was for the approval of Dr. Geoffroy de Laforcade, and it was unanimously approved by the Executive Committee. The Rector allowed the Board to vote on the actions of the Executive Committee. The motion was moved by Mary Blunt and seconded by BK Fulton, and was unanimously approved.

Dr. Geoffroy de Laforcade introduced himself. He stated that he has been at NSU for thirteen; he is a Professor of History in the Department of History and Interdisciplinary Studies. He is surprised and honored to be here. He feels it is important to represent the faculty as part of the Board. He states that he is here for the students as we all are.

Rector Henry introduced Mr. Jaylen Drewry, the new representative from the Student Government Association. Mr. Drewry and Rector Henry share the same fraternal chapters, Phi Beta Sigma Delta Zeta Chapter.

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Mr. Drewry stated that it has been an honor to represent the students at NSU for the last couple of months, and it's all about the community.

Dr. Adams-Gaston thanked the entire community for all their support and participation for the past few months, especially during the investiture she thanked people from where we have come from and where we are going. She especially thanked Vice President Porter because he really encouraged her to go through with the investiture. The investiture had great significance.

She stated that she tried to keep the students encouraged during the time of the COVID. One hundred years ago was the last pandemic; there is no one alive during the previous pandemics to give us any pointers. There were many people who kept us safe and kept us up to date, sanitized, and cleaned during the pandemic. She called out Terry Woodhouse, Anton Kashiri, Richard Laws, and VP Gerald Hunter. They have worked tirelessly. Dr. Adams-Gaston also acknowledged the faculty in that they had to pivot several times during the pandemic, offline, online, hybrid, and stay safe, under the direction of Dr. DoVeanna Fulton. She states that she has an outstanding team, and she really appreciates the team and what NSU has become. On that note, Congratulations to NSU for being in the top 20 HBCU's in the nation.

6. **Introduction of new Board Liaison:** Dr. Adams-Gaston first appreciated April Albritton for helping to get Inda Walker on Board with this new assignment. She thanked Inda for coming to NSU. Inda just came from Tidewater Community College, and Dr. Adams-Gaston states that Inda hit the ground running, never loses her cool, and does what it takes to get the job done. Rector Henry chimed in that Inda hit the ground running, "we can tell by all of the emails."
7. **Revised BOV/NSUF MOU.....**Dr. Watkins, Chair, BOV/NSUF Liaison Committee  
*Action Item: Recommend Approval of Revised BOV/NSUF Memorandum (MOU)*

Dr. Watkins made the Board aware of two items that needed attention.

During the May 14, 2021 meeting, the University Counsel made some recommendations regarding a possible conflict in the language of the MOU. The NSUF has previously adopted the MOU in its current draft form. Under the existing MOU, the Annual Report on Foundation Compliance states that the Foundation Compliance must be submitted to the BOV by October 1<sup>st</sup> of each year and must include activities from the previous calendar year. This conflicts with the BOV Policy 13, which requires that the Annual Report be submitted by December 1<sup>st</sup> and covers the previous year beginning July 1<sup>st</sup> and ending June 30<sup>th</sup>.

Secondly, the language pertaining to whether funds made payable to the University or the BOV be deposited directly by the Foundation was unclear. As to which party may deposit

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funds payable to the University, the newly proposed language provides that funds paid to the University and intended as gifts may be deposited by the Foundation, but funds intended as payment for goods and services must be deposited by the University. In addition, the Controller should have the authority to determine whether a payment is entitled as a gift. Even though the donor decides if it is a gift, there may be some circumstances where a gift does not fit the definition and, in that case, the Controller communicates with the donor as to the donor's preference. Language will be added that "in the event that there is a conflict, the Controller will contact the donor for clarification."

Counsel Pam Boston explained to the Board that the recommendation is that we go back to our Board policy and change it to either the calendar year or fiscal year for everyone. This decision must be determined by this Board. The Liaison Committee recently completed the audit, looked at the books, and it was agreed that everything is good, so the next time that this will come up will be next year, and that gives the Board an opportunity to determine if we want to accommodate the calendar year or the fiscal year.

The language would be regarding BOV Policy 13. Ms. Blunt asked about the definition of a gift, and University Counsel Ms. Pam Boston expounded that she and Associate University Counsel Mr. Corey Wolfe looked at other colleges and saw that Virginia Tech has a good policy. She recommends that the Board look at Virginia Tech's policy for further clarity of the Controller and the gift giving.

The time frame to make the changes goes to the Strategic Finance Committee. Chairman Dwayne Blake of the Governance Committee suggested that this can be something that the Governance Committee can advise along with the Strategic Finance Committee to figure out the best way to make the appropriate recommendations to align the dates with the calendar year. The Governance Committee will address it at their next meeting and bring it back to the Board with the correct language.

Chairman Watkins motioned for approval of the revised BOV NSUF MOU as it stands. Seconded by Delbert Parks and the Board unanimously approved with a 12-0 vote.

### **8. Academic and Student Affairs Committee Update..... Ms. Blunt, Chair**

Chair Mary Blunt stated that many of the items in the Academic Affairs Committee are also being covered under other areas on the agenda. Ms. Blunt stated that enrollment projections have been reviewed, and she thinks that we are in a good position for enrollment.

She mentioned two programs. NSU and The Appalachian School of Law have reached an agreement for the Three Plus Three Program for our students who are seeking a law degree. It allows them to get their law degree in 6 years.

The School of Public Health, an agreement signed off on between Norfolk State, ODU, and EVMS. One of the areas that NSU discussed and EVMS is very interested in is how to keep

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NSU involved in what happens between EVMS and ODU programmatically going forward. Our students are from the Dean of Scholars who matriculate to medical school, and this agreement means lots more opportunities for them.

The following three programs were discontinued because they have zero enrollment: Master of Science and Community Clinical Psychology, Master of Arts in Pre-Elementary Education, and Master of Arts in Visual Studies.

There has been considerable discussion about the Athletics Program and the issue of Name, Image, and Likeness (NIL). One particular student was highlighted. He currently participates on the NSU Football team and has really taken on this opportunity to hopefully gain some financial fortune from it. Conversations have been about opportunities for the University to work with the students providing them with additional business training so that when they walk into the NIL areas that they are business focused and financially prepared.

Dwayne Blake asked if there are any talks around the Commonwealth to provide some guidance in regard to the NIL, anything broader, what is the structure, the do's and don'ts?

Ms. Melody Webb, Athletics Director, stated that there has been no communications from the Commonwealth, but the Athletics Directors across the Commonwealth have been in discussions about what other institutions are doing. It was agreed that this question should be presented to SCHEV because the Secretary's Office should be taking the lead.

Dr. Adams-Gaston stated that Melody has done a great job.

### **9. Audit, Risk and Compliance Committee Update..... Bishop Brown, Chair**

Dr. Dawn Hess gave an update on University Compliance. NSU is in the process of establishing a Compliance Office at NSU, and Dr. Hess is the first ever Chief Compliance Officer at NSU. The program began following a Department of Justice (DOJ) Guideline for an effective compliance program. The DOJ looked at the application and integration of the guidance within NSU as a whole. Planning led to the development of this Compliance System. We have incorporated seven core elements that DOJ highlighted, which are oversight and accountability, setting up policies and procedures, an outreach and education component, assessment and monitoring, communication, and reporting.

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There is a review, a gap closure plan, and a long-term strategy. Within these elements, we are developing supporting structures. Within outreach and education, we need to work on compliance training, a compliance committee, and developing our compliance partnerships. One of the supporting structures within the communication and reporting element is the Compliance Website. We thought about what these web pages would look like. We have discussed compliance assessments and all of our compliance reporting. The Committee Members have not yet been appointed, which is the next step in the process, and Dr. Hess will serve as the Chair.

Bishop Brown thanked Dr. Hess for all of the work that she has put in, and he encourages everyone to go to the webpage to see the depth of the work that has gone into this project. Dr. Hess has fulfilled her promise to get us to this point within the year.

Derika Burgess reported that the Audit Department has completed its review of the Clery Act Compliance Audit. The Clery Act is the result of Jeanne Clery being murdered in her dorm room. The Clery Act legislated in her memory provides students, parents, the public, employees, and prospective students with important information about safety issues on America's college campuses. The Clery Act requires institutions of higher education receiving federal funds to produce and distribute crime statistics on campus and provide safety and crime information to members of the campus community.

The purpose of the audit was to evaluate the University's program for conformance of the requirements as it relates to threats, fire safety, criminal offenses, hate crimes, and violence against women.

The overall design and operating effectiveness of the reporting process used to comply with the Crime Awareness and Campus Security Act (Clery Act) is rated as "Unsatisfactory." The Police Department has the primary responsibility for security on campus, promoting awareness, and preventative measures through education and enforcement. This includes the University Police Department's primary role in the University's efforts to comply with the Clery Act. Although NSUPD has established an unwritten process to assist in crime reporting, training, and oversight are needed to reasonably assure compliance with the requirements of the Clery Act. In addition to providing consistency, governance activities will aid the University in identifying, addressing, and preventing trends in criminal and safety incidents.

Because the audit was unsatisfactory, a corrective action plan had to be put in place within 30 days, and NSUPD succeeded. They have 90 days to implement their plan. This was an important audit because the state is now auditing institutions of higher ed and we did it independently so that we are prepared for when the state does its audit.

Dr. Adams-Gaston commented that this is very important, and she looks forward to seeing the plan and how the NSUPD is going to work with the City of Norfolk Police Department and how we are going to coordinate better.

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Bishop Brown pointed out that the dialogue between the universities and the city police departments has become more intentional. He states that the disconnect between the city police and the university police is personnel. NSU just increased the NSUPD salary, and at the same time, the City increased their salary and raised it by \$500 more than NSU, which is basically a bidding war. It takes personnel to keep the reporting together, and obviously, we need personnel on the yard. There is a shortage of officers on the campus and a shortage for the City. For the City, the areas around the campus are not the biggest threat, but for NSU, our biggest threats are the areas on the campus and very close to the campus, in particular the Administration Building. The City and the university police departments are trying to do their best. And then sometimes there is a grey area. Where are the definitive lines for the campus? We have to develop and culture a strategic relationship with the City's Police Department.

Dr. Adams-Gaston points out that our relationship with Norfolk City Police has become more positive, but they are stretched. This school and every school in the nation is trying to define Clery geography.

### **10. Announcement ..... The Honorable Grindly Johnson, Secretary of Administration**

Rector Devon Henry introduced the Honorable Grindly Johnson.

The Honorable Grindly Johnson reported that NSU will be Level 2 in 2021. She stated that we still have some steps to go, but we will get there. This has been a team effort. When Ms. Johnson first took this on, she was a Deputy Secretary, and she recruited Fran Brandford, who has worked with her every step of the way. She got people on board from the beginning.

Ruby Spicer had tremendous progress in the past four years for her department. She had to update her procurement policies and keep them current; maintain a full staff with all procurement professionals holding at least one procurement certification; provide end-user training, and focus on providing excellent customer service to the campus community. She had many things to do, and Ruby pulled her team together, worked with DGS, and she got it done.

The IT Department had to provide a copy of the IT Strategic Plan and documentation that the Board votes to adopt. They had a Board Resolution adopting PSG's and providing documentation that they are consistent with best practices. They have a CIO Appointment letter and organization chart, they have implemented a major system. They continue to review VPPA, security audit, correct and resolve security audit findings, and they had a risk assessment plan.



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NSU has to keep this up, and The Honorable Grindly Johnson is very confident in this Board that this will be done. She has seen a big difference in the support that she has received since Dr. Adams-Gaston has been on board.

Monroe Davis was applauded for her work on this project.

Steps that need to be taken now:

- (1) The NSU Board has to approve a Resolution indicating support for Level 2;
- (2) The draft MOU has been sent to The Honorable Grindly Johnson, and upon receiving it, she has to notify within ten days the House Appropriations Chair and the Senate Finance Chair.
- (3) A draft memo will go to Vita, DGS, for their approval. If any changes are needed, we will make the changes;
- (4) If NSU agrees, everything moves on;
- (5) SOA (Ms. Johnson) has to create a decision breach;
- (6) Once approved, the MOU is executed between NSU and SOA.
- (7) As a proud 1975 graduate of NSU, The Honorable Grindly Johnson gets to sign.

Dr. DiCroce emphasized that this is a big deal, and NSU has earned this. This is like a badge and it's a symbol of a level of excellence and quality that the Commonwealth has in the University.

Dr. Adams-Gaston emphasized that this is a significant step for NSU to go further and faster. The vote of confidence is major, and she thanked The Honorable Grindly Johnson.

Mr. Dwayne Blake added a new slogan, "Done with Level 1 in 21."

The Honorable James Dyke stated that we would not be here had it not been for Dr. Adams-Gaston taking to heart the importance of reaching Level 2. Also, we would not be here if the Secretary had not gotten on board and for her level of commitment. This moment has made him the happiest. He stated that NSU needs to let you know officially how much we appreciate all of the hard work and dedication.

The Honorable Grindly Johnson stated that the governor has a commitment to NSU and VSU. When she brought the plan to him, he said, "go for it."

Dr. Adams-Gaston commended Secretary Grindly, stating that she represents what a graduate of NSU should be, commitment, dedication, and hard work. Dr. Adams-Gaston thanked Secretary Grindley and let her know that she is appreciated.

Secretary Grindly stated that she came out of Crestwood in Norfolk and was told by many, when she decided to go to Norfolk State, with the grocery money paying her tuition, that she would never get a job. She reverences NSU and wears the Green and Gold proudly wherever and whatever college she shows up at.

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Secretary Grindly stated we have come too far to go back. Keep things going. Keep Procurement and IT on the level. Be sure to give them the resources that they need.

### 11. **Strategic Finance Committee Update** .....Mr. Fulton, Chair

Projected enrollment was projected to be 5,200 students, based on Covid; however actual enrollment was 5,458 students. Even during the pandemic, it is predicted to keep increasing.

Financial Report ending June 30, 2021, including fixed costs vs. variable costs.  
Overall the University collected \$221.9 million in revenue, expended \$192.7 million.  
Fund balance of \$29.2 million ending the year.

Revenue forecast for fall 2021

The Approved Board of Visitors tuition budget is \$44.6 million, projected revenue of \$45.3 million with a positive balance of just under \$900,000.

The approved Board of Visitors \$17.8 million, projected revenue is \$17.6 million leaving a negative difference of \$180,149 budget.

The approved capital outlay fee budget is \$458,766, and projected revenue is \$956,650 maintaining a positive balance of \$497,884.

#### **HUMAN RESOURCES UPDATE:**

CARDINAL SYSTEMS UPGRADES: ensures efficiency for personnel and related processes.

DIGITAL HR FORMS FOR RECRUITMENT: HR in conjunction with OIT is continuing to develop an electronic form for recruitment actions.

#### **INFORMATION TECHNOLOGY UPDATE:**

TWO-FACTOR AUTHENTICATION: Providing for additional security and protection for the institution.

SPARTAN INNOVATION ACADEMY: OIT CIO and Staff have been heavily involved in the implementation of the collaboration with Apple. There will be continued work with this long-term project.

INFRASTRUCTURE & PERSONNEL: Continued projects to address OIT infrastructure issues such as wireless networking upgrades and staff growth to support institutional needs.

The following resolutions were approved by the Full Board:

**Resolution:** Chairman BK Fulton of The Strategic Finance Committee recommends the Full Board approval of the resolution for NSU to apply for Level 2 Authority in Information Technology and Procurement. Seconded by The Honorable James Dyke. The Board unanimously approved.

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**Resolution:** Chairman BK Fulton of The Strategic Finance Committee recommends the Full Board approval of the resolution for NSU to increase online tuition and fees with academic year 2021-2022. Seconded by The Honorable James Dyke. The Board unanimously approved.

**Resolution:** Chairman BK Fulton of The Strategic Finance Committee recommends the Full Board approval of the resolution to approve the Crisis and Emergency Management Plan (CEMP). Seconded by Dwayne Blake. The Board unanimously approved.

**Resolution:** Chairman BK Fulton of The Strategic Finance Committee recommends the Full Board approval of the resolution to approve the 2021 Six-Year Institutional Plan. Seconded by Dwayne Blake. The Board unanimously approved.

**Resolution:** Chairman BK Fulton of The Strategic Finance Committee recommends the Full Board approval of the resolution to approve the 2021 Legislative Priorities. Seconded by The Honorable Jim Dyke. The Board unanimously approved.

### 12. Governance Committee Update ..... Mr. Blake

Mr. Blake reported that Eric Claville is working with Ericke Cage to update the Matrix, to include exploring annual surveys and updating skills to better understand the Board's needs.

SCHEV mandatory training took place on October 19 for new board members to attend.

New Board Member Orientation will take place next year, 2022.

Other topics will take place during the Closed Session on Friday.

### 13. Adjournment

There being no additional business, Rector Henry thanked everyone for coming and adjourned the meeting at 4 pm.

Respectfully submitted,

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Inda B. Walker, Board Liaison

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Devon Henry, Rector