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 an 8-5 Roll Call vote and 3 members attending virtually. After all virtual attendees stated their reasons for attending virtually, a motion was made for 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. Geoffrey de Laforcade, Faculty Senate President and Associate Professor, Biology

Non Participant – Student Representative to the Board
Mr. Jaylen O’Bryant

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
Dr. Clifford Porter, Vice President University Advancement
Eric Claville, Executive Advisor to the President (Interim), Governmental Relations
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 Affairs
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, Sec. of Ed. Office
Dr. Tony Atwater
Mr. Brian Covington, Police Chief
Mr. Deltnore’ Hyman, 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 Spicer, Procurement Services
Mr. Grindly Johnson, Sec. of Education
Dr. Bertha Escoffery, Adjunct Professor, Professor Emerita
Ms. Stevalynn Adams, AVP 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
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 NSU and 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 2 years. She left the Board in great shape, the board is in great shape and extremely energized. Lots of people are excited and supportive about what is happening at NSU. Excited about the opportunity to make official the investiture of our seventh President, Dr. Javaune Adams-Gaston. We had an exciting gala that was MC’d by the first NFL female black referee who is an alum of Norfolk State.

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. J. 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. Thanks for welcoming him.

   Rector Henry pointed out an agenda item on the August 22 Executive Committee Meeting, the action item on the agenda and that was for the approval for the Faculty/Senate Representative. Present at that meeting was Rector Henry, Vice Rector Mary Blunt, Secretary Bishop Kim Brown, Dr. Best, Virtually was The Honorable Jim Dyke, Delbert Parks. The motion was for the approval of Dr. Geoffroy de Laforcade and it was unanimously approved. 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 13 years, he is 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 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.
Mr. Drewry stated that he was honored to represent the students at NSU for the last couple of months and its all about the community.

Dr. J thanked the entire community for all of 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 encouraged the students during the time of the COVID, although its been a long time. One hundred years ago was the last pandemic, there is no one alive during the previous pandemics. There were many people who kept us safe and kept us up to date, sanitized and cleaned. She called out Terri Woodhouse, Anton Kashiri, and Richard Laws and VP Gerald Hunter. They have worked tirelessly. Dr. J also acknowledged the faculty, in that they had to pivot several times during the pandemic, offline, online, hybrid, back and safe, under the direction of Dr. DoVeanna Fulton. She states that she has an outstanding team and she really appreciate 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. J. first appreciated April Albritton for helping to get Inda on board with this new assignment. She thanked Inda for coming to NSU. Inda just came from Tidewater Community College. 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 1st 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 is submitted by December 1st and covers the previous year beginning July 1st and ending June 30th.

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 funds payable to the University, the newly proposed language in the attached draft 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 Comptroller should have authority to determine whether this payment is
entitled as a gift for this purpose. 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 event, the Comptroller confers with the donor. Language will be added that “in the event that there is a conflict, the Comptroller 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 has to be determined by this Board. By agreeing with the current MOU, we are out of compliance and have been since 2010. There was an amendment made at that time by the Board and that is when they set up the actual fiscal year period. Liaison Committee recently completed the audit, looked at the books, and it was agreed that it is good, so the next time that this will come back up will be next year and that gives the Board an opportunity to tighten this up and make the change to determine if we want to accommodate the calendar year or the fiscal year.

The language would be in regards to BOV Policy 13. Ms. Blunt asked about the definition of a gift and Pam expounded that she and Cory had looked at other colleges and saw that VA Tech has a really good policy and she was going to recommend that the Board look at Virginia Tech’s policy for further clarity of the Comptroller and the gift giving.

The time frame to make the changes goes to the Strategic Finance Committee. Mary Blunt made a statement that maybe it should go to the Governance Committee. Chairman of the Governance Committee Dwayne Blake suggested that this can be something that the Governance Committee can advise with the Strategic Finance Committee to figure out the best way to handle, 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 unanimously approved.

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 covering other areas of the agenda. Ms. Blunt stated enrollment projections have been reviewed and she thinks that we are in a good position for enrollment, although the numbers have changed since September 27th.

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, all are excited. One of the areas that NSU discussed and EVMS is very interested
in is how to keep NSU in the mix of whatever happens between EVMS and ODU programmatically going forward, which could be extremely valuable. Our students are from the Dean of Scholars who matriculate to medical school and there are lots more opportunities there for our students.

Three programs were discontinued, they have zero enrollment, are the Masters of Science and Community Clinical Psychology, Masters of Arts in Pre-Elementary Education, and Masters of Arts in Visual Studies.

We have had considerable discussion about the Athletics Program and the issue of Name, Image, and Likeness (NIL). We highlighted one particular student who has really taken this on, currently participates in the NSU Football team, and has really taken on this opportunity to hopefully gain some financial fortune from it. We talked about opportunities for the university to work with the students providing them with additional business training so that when they walk into the name, image, and likeness area that they are business and financially prepared to do so.

Dwayne Blake asked if there are any talks around the Commonwealth to provide some guidance in regard to the NIL, anything broader, anything as to how the university can handle that, is there any structure around that, any do’s and don’ts?

Melody, 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. J stated that she sat on the NCAA Committee on Constitution Revision and the guidelines are not good. People are concerned about being sued. It is very difficult. Melody has done a great job of trying to keep people in the lane.

9. Audit, Risk and Compliance Committee Update

Dr. Dawn Hess gave an update on University Compliance. We are 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 Guideline for an effective compliance program. They looked at the application and integration of that guidance within NSU as a whole. Our planning led to the development of this Compliance System. We have incorporated the DOJ’s core elements. They talked about 7 core elements are oversight and accountability, setting up policies and procedures, an outreach and education component, assessment and monitoring, communication and reporting. )
Then there is a review, 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 had 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 student, 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 is 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 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 is 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, address and preventing trends in criminal and safety incidents.

Because the audit was unsatisfactory, they needed to provide a corrective action plan within 30 days, and they succeeded. They have 90 days to implement their plan. This was an important audit because the state is now coming into institutions of higher ed and we did it independently so that we are prepared.

Dr. J 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.
Mrs. Burgess was proactive and conducted an audit, but the state audit has not occurred but if we called, they will probably pull her report and use it as a framework, and not include the auditor.

Bishop Brown pointed out that the dialogue between the universities and the city police departments has become more intentional, what is creating some disconnect between the city police and the university police is personnel. NSU just increased the salary but the city increased their salary and raised it by $500 more than NSU, basically a bidding war. It takes personnel to keep the reporting together, and obviously we want 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 when you look at the city, but for NSU, our biggest threats are the areas on the campus and one of them is close to the Administration Building. The city and the university police departments are trying to do their best and maintain the documentation that is required. And then sometimes there is a grey area. Where is the definitive lines for the campus? If it’s not a student? We have to develop and culture a strategic relationship with the city’s police department.

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

The objective of the Clery Act is notification and documentation so that parents can make an informed decision about sending their child to a particular college.

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

Rector Henry introduced the Honorable Grindly Johnson

The Honorable Grindly Johnson reported that NSU will be Level 2 in 2021. 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 and Fran has worked with her every step of the way. Then she recruited Finance. She got people on board from the beginning.

Ruby Spicer had tremendous improvement in the past 4 years. She had to update her procurement policies and keep them current, maintaining a full staff with all procurement professionals holding at least one procurement certification, providing 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 and documentation that the Board votes to adopt, and you have to vote to adopt the Strategic Plan. 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. They had to risk assessment plan.

NSU has to keep this up and she 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. J has been on board.

Monroe Davis was applauded.

Steps that need to be taken now:
(1) The NSU Board has to approve a Resolution indicating support for Level 2;
(2) You are working on a draft MOU, which has been sent to The Honorable Grindly Johnson, upon receiving she has to notify within 10 days the the House Approach Chair and the Senate Finance Chair.
(3) A draft memo will go to Vita, DGS, for them to approve of what we are doing. 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, She gets to sign.

Dr. DiCroce emphasized that this is a big deal and you earn this. This is like a badge and it’s a symbol of a level of excellence and quality that the Commonwealth has in the college.

Dr. J 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. J taking to heart the importance of reaching Level 2. Also, we would not be here if the Secretary had not gotten on board and but for her level of commitment. This moment has made him the most happiest. We need to let you know officially how much we appreciate all of the hard work and dedication.

She stated that the governor has a commitment to NSU and VSU. When she brought the plan to him, he said “go for it.”

Dr. J commended Secretary Grindly stating that she represents what a graduate of NSU should be, your commitment and dedication and hard work. She thanked her 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.

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, is 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 $458,766 and projected revenue is $956,650 maintaining a positive balance of $497,884.

We have an HR update for Cardinal Systems and Digital HR Forms for recruitment.
The IT Department has an update in Spartan Innovation, the Academy Program, Infrastructure and Personnel Issues.

The following resolutions were approved by the Full Board:

**Resolution:** Chairman BK Fulton of The Strategic Finance Committee recommends the Full Baord 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.

**Resolution:** Chairman BK Fulton of The Strategic Finance Committee recommends the Full Baord 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 Baord 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 E ricke Cage to update the Matrix, to include exploring annual survey and update skills to be understand the board’s needs.

Schecv mandatory training will take place on October 19 for new board members to attend.

New Board Member Orientation will take place next year.

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 4pm.

Respectfully submitted,

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Inda B. Walker, Board Liaison

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Devon Henry, Rector