

**BOARD OF VISITORS
GOVERNANCE COMMITTEE MEETING**

April 11, 2023

MINUTES

1. Call to Order

The Governance Committee Meeting was called to order at approximately 1:16 p.m. A quorum was established with 5-0 Roll Call Vote.

Committee Members Present

Dwayne B. Blake, Chair

Mary L. Blunt

Bishop Kim W. Brown

Dr. Katrina Chase

Dr. Harold L. Watkins

Committee Members Virtual The Honorable

James W. Dyke, Jr.

Counsel Present

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

NSU Administrators and Staff Present

Dr. Javaune Adams-Gaston, President

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

Dr. Leonard Brown, Vice President for Student Affairs

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

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

Dr. Gerald Ellsworth Hunter, Vice President and Chief Financial Officer, Finance and Administration
Mr. Clifford Porter, Vice President, University Advancement

Melody Webb, Athletics Director

Dr. Tanya White, Chief of Staff

Ms. Inda Walker, Clerk to the University President and Liaison to the Board of Visitors
Mr. Christopher Stancil, Office of Information Technology

2. Approval of the Minutes

The Committee voted and unanimously approved with a 5-0 Roll Call Vote the minutes for the February 17, 2023 Committee Meeting. Mary Blunt motioned, seconded by Dr. Chase.

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3. Updates by Chairman.

As was stated in the prior Committee Meeting, three Board Members are up for renewal, Mary Blunt, Heidi Abbott, and Bishop Brown. Mrs. Blunt has informed the Chairman that she does not desire to renew. Chairman Blake thanked Mrs. Blunt for her service. We now have one opening that needs to be filled. The Commonwealth will provide an input for the replacement, but we do have an opportunity to revise an input. We would like to have someone with a background in legal, higher education, and sponsored research. The process is more formal than in the past. A person has to fill out an application and get an interview. If anyone has a person in mind, pass that name on to Dr. Adams-Gaston.

4. Closed Session

Closed Meeting. Motion was read by Mary Blunt and seconded by Dr. Harold Watkins, and was unanimously approved with a 5-0 roll call vote.

Pursuant to Section 2.2-3711(A) 1, 4, 7, and 8 of the Code of Virginia, I move that this Norfolk State University Board of Visitors Committee go into Closed Session for the for the following purposes pursuant to the Noted Subsections 1 and 4, to discuss personnel matters, more specifically assignment appointment promotion, salaries, performance evaluation of specific employees and evaluation of performance departments or schools. Research evaluation will necessarily involve discussion of a performance of a specific certain university employees and to discuss compensation goals evaluation of performance of a high level University employee and discussion or evaluation of performance of departments of the university unnecessarily involves discussion regarding performance of individual employees and the protection of the privacy of individuals and personnel and personal matters not related to public business and Sections 7 and 8. A consultation with legal counsel and briefings by staff members where such consultation or briefing and open meeting would adversely affect the negotiating or litigating posture of the university along with any necessary consultation with legal counsel regarding matters noted in this motion. And optional further that the following remain for or attend when called to the closed meeting, the President, the OAG Education Chief, University Counsel, Athletics Director, and Ex Adviser to the President or the Government Relations, Provost, and the VP for Finance. And that any member of the NSU Board of Visitors be permitted to attend virtually or by phone

5. Open Meeting

Mr. Dyke joined the meeting.

Chair: having reconvened in open session we will now take a roll call vote so that each member of this Governance Committee can certify that the actions taken by this committee in closed session were pursuant to 2.2-3711 A 1 and 8 of the code Virginia, or for (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

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considered in the meeting by the Committee and 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. The Committee unanimously approved with a 5-0 roll call vote.

Motioned by Mary Blunt: (1) Having heard, considered, and discussed in closed meeting the proposed contract salary changes and termination terms and condition changes of an NSU employee identified in the closed meeting; (2) the proposed contract salary change and other contract term considerations of a second NSU employee identified and discussed in the closed meeting; (3) the proposed salary change of a third employee identified and discussed in the closed meeting. That these recommendations and approvals be provided to the full board of visitors at its next meeting for consideration and potential approval. Seconded by Dr. Katrina Chase, the Committee unanimously approved with a 5-0 roll call vote.

5. Discussion of other items

The committee unanimously approved with a 5-0 roll call vote to recommend the slate of officers for the 2022-2024 fiscal year. The slate includes:

Devon Henry, Rector

Bishop Kim Brown, Vice Rector

Dwayne Blake, Secretary

Motioned by Mary Blunt and seconded by The Honorable Jim Dyke. Dwayne Blake and Bishop Brown abstained from voting. Mr. Dyke and Conrad Hall completed the vote.

There being no further business, Chairman Blake adjourned the meeting at p.m.

Respectfully submitted,

Inda B. Walker, Board Liaison

Dwayne B. Blake, Chair
Governance Committee

NSU BOV GOVERNANCE COMMITTEE

ROLL CALL VOTE APRIL 11, 2023

Item	Mr. Blake	Mrs. Blunt	Bishop Brown	Dr. Chase	Honorable Dyke	Dr. Watkins	Conrad Hall	Totals
Quorum	Present	Present	Absent	Present	Absent	Present		5-0
Approve February 17, 2023 Minutes	Yes	Yes	Yes	Yes	--	Yes		5-0
Approve motion to go into Closed Session	Yes	Yes	Yes	Yes	--	Yes		5-0
Approve motion to go into Open Session	Yes	Yes	Yes	Yes	--	Yes		5-0
Approve Virtual Participation	Yes	Yes	Yes	Yes	--	Yes		5-0
Approve Recommendation of 2022-2024 Slate of Officers	--	Yes	--	Yes	Yes	Yes	Yes	5-0