

BOARD OF VISITORS
GOVERNANCE COMMITTEE MEETING
February 9, 2022

MINUTES

1. Call to Order

Mr. Dwayne Blake, Chair, called the Governance Committee meeting to order at approximately 8:15 a.m.

A quorum was established with Rector Devon Henry's attendance. The Committee voted and his attendance was unanimously approved with a 3-0 roll call vote.

Committee Members Present

Mr. Dwayne B. Blake, Chair

Ms. Mary L. Blunt

Bishop Kim W. Brown

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

Dr. Harold L. Watkins, II (*via electronic participation*)

Mr. Devon Henry, Rector

Student Representative Committee Member

Mr. Jaylin Drewry, Student Representative

Committee Members Absent

Dr. Deborah M. DiCroce

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

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, Closed Meeting Session Only*)

Student Government Association

Dominique Scott, Student Government Association, Chief of Staff

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2. Recommend Approval of Electronic Participation

The Honorable James Dyke and Dr. Harold Watkins requested electronic participation due to medical reasons with remote locations respectfully in Richmond and Reston, Virginia.

The Committee voted and unanimously approved the electronic participation for The Honorable James Dyke, Jr. and Dr. Harold Watkins

3. Approval of the Minutes

The Committee voted and unanimously approved the minutes for the December 6, 2021 Committee Meeting.

4. Expiring Board Member Terms and Board Member Matrix

Discussion Items

Skills Matrix Update – A skills matrix is maintained to outline the skill capabilities of the Board. Per the rule, two consecutive terms are allowed. If a person wishes to remain with the Board after the first term, Dr. Adams-Gaston could submit a letter to the Secretary of the Commonwealth. The governor may have other individuals that he wishes to appoint. In the past, the president has communicated to the governor the names of individuals that she was interested in and why, and the governor made a decision.

Terms are expiring for Dr. Deborah DiCroce and Mr. Larry Griffith. In choosing replacements, the Board would like to maintain skill sets that are similar as the Board Members all agree that there is a good combination of skills amongst the Board Members at present.

The Secretary of the Commonwealth is very interested in working with and helping the Norfolk State University Board of Visitors.

The Board has agreed that an email will be sent to the Full Board regarding the upcoming Board selection and a Skills Matrix will be sent to the Full Board. The Board Members will be asked to submit names of any individuals that they feel would be a good fit. The Chair of the Governance Committee, the Rector, and the President will have conversation regarding recommendations for Board Members. The president may submit individual names and the governor has the final decision.

4. Other Items

Board of Visitors Policy #13 – The Governance Committee is to review the policy and make a recommendation to the Full Board regarding synchronizing the dates of the NSU Foundation and

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the University. The policy will be reviewed in conjunction with legal counsel and an update will be presented on March 17, 2022, to the Full Board.

5. Closed Meeting

Mary Blunt read the motion, seconded by Kim Brown, 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 a discussion of the subject matter of contract provisions, and for the purpose of consultation with legal counsel and briefing by staff members.

Ms. Love was 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 each member of this Governance Committee certify that the actions taken by this committee in closed session were pursuant to §2.2-3711A.1 and 8, Code of Virginia, for the purpose of discussion of reports submitted by a high-level University employee at Norfolk State University, which includes, discussion of the subject matter of contract provisions, and for the purpose of consultation with legal counsel and briefing by staff members.

7. Adjournment

There being no further business, Chairman Blake adjourned the meeting at 9:27 a.m.

Respectfully submitted,

Inda B. Walker, Board Liaison

Dwayne B. Blake, Chair
Governance Committee

NSU BOV GOVERNANCE COMMITTEE
ROLL CALL VOTE FEBRUARY 9, 2022

Item	Mr. Blake	Ms. Blunt	Bishop Brown	Mr. Henry	Mr. Dyke	Dr. Watkins	Totals
Quorum	Present	Present	Present	N/A	N/A	N/A	3-0
Recommend Approval of Electronic Participation	Yes	Yes	Yes	Yes	N/A	N/A	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