

BOARD OF VISITORS
GOVERNANCE COMMITTEE MEETING
November 16, 2022

MINUTES

1. Call to Order

The Governance Committee Meeting was called to order at 1:00 p.m. A quorum was established with 6-0 Roll Call Vote.

Committee Members Present

Dwayne B. Blake, Chair
Mary L. Blunt
Bishop Kim W. Brown
Dr. Katrina Chase
The Honorable James W. Dyke, Jr.
Dr. Harold L. Watkins

Additional Board Members Present

Mrs. Heidi Abbott
Mr. Conrad Hall

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
Ms. Tanya S. White, Chief of Staff
Ms. Inda Walker, Clerk to the University President and Liaison to the Board of Visitors
Mr. Christopher Gregory, Office of Information Technology
Mr. Christopher Stancil, Office of Information Technology

2. Approval of the Minutes

The Committee voted and unanimously approved with a 6-0 Roll Call Vote the minutes for the August 30, 2022 Committee Meeting. The Honorable James Dyke motioned, seconded by Mary Blunt

3. Review and Discuss Skills Matrix for Board of Visitors.

Mr. Blake stated that we have new Board Members who have a broad skillset in board governance, business, and policy. The new members have helped to close the gap in the areas of higher education policy, financial management, executive experience, and fund-

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raising; however, we still have a small gap in legal, sponsored research, and higher education career experience.

Looking at the matrix, we have three (3) individuals whose terms expire next year. As we get closer to the time, the individuals can let us know if they wish to continue to serve.

4. Closed Session

Closed Meeting. Motion was read by Mary Blunt and seconded by The Honorable James Dyke and unanimously approved with a 6-0 roll call vote.

Pursuant to Section 2.2-3711(A) 1, 4, 7, and 8 of the Code of Virginia, for the following purposes, pursuant to the noted subsections:

(1) and (4): To discuss personnel matters, including more specifically, discussion on the compensation, goals, and evaluation of performance of a high-level University employee; and

(7) and (8): Consultation with legal counsel and briefing by staff members, where such consultation or briefing in 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 further that the following remain for or attend, when called, the Closed Meeting: the President and Eric Claville.

5. Open Meeting

Chair: Having reconvened in open session, we will now take a roll call vote on certification 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. The board unanimously approved with a 6-0 roll call vote.

6. Mary Blunt motioned and seconded by Mr. Dyke that the Governance Committee recommends that the board approves a report regarding a high-level University employee and State University, which includes discussion on the subject matter of job performance in a management system with the discussions in closed session. The Board unanimously approved with a 6-0 roll call vote.

7. SCHEV Orientation Report

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- Mr. Blake states that SCHEV was a success and he thanked everyone who attended, stating that Norfolk State University was well represented. It was a great time to learn, network, and connect with other board members across the Commonwealth. He also states that the SCHEV website is a great resource for information.
- One of our main goals was to ensure that NSU's virtual leave policy aligns with the new statute of a 60-mile radius for virtual participation, and it does.
- Several years ago, we developed a financial and operational metrics, which gives a quick snapshot of how the university stands in financials, enrollment, and other areas, as it spanned across committees and incorporated many areas. Mr. Blake would like to review the document first, and possibly present it at the Full Board meeting in December.
- Each board member should have an individual email at the university, i.e. **.edu**. The board members should not **reply-all** in their emails and they should not bcc.

6. Adjournment

There being no further business, Chairman Blake adjourned the meeting at approximately 1:47 p.m.

Respectfully submitted,

Inda B. Walker, Board Liaison

Dwayne B. Blake, Chair
Governance Committee

