

MINUTES OF A REGULAR MEETING OF THE BOARD OF VISITORS OF

VIRGINIA COMMONWEALTH UNIVERSITY

HELD ON SEPTEMBER 26, 1968

A regular meeting of the Board of Visitors of Virginia Commonwealth University was held on the 26th day of September, 1968 at 10:00 o'clock in the forenoon in the Board Room of the Medical College of Virginia, Health Sciences Division of the University in the City of Richmond, Virginia pursuant to due notice.

Present were all of the members of the Board of Visitors and by invitation the following: Mr. Fred O. Wygal, Executive Administrator; Dr. Francis J. Brooke, Acting Provost, General Academic Division; Dr. R. Blackwell Smith, Provost, Health Sciences Division; Mr. Raymond T. Holmes, Jr., Comptroller, General Academic Division; Mr. L. Daniel Crooks, Vice President, Business and Finance, Health Sciences Division; Mr. Charles P. Cardwell, Vice President, Health Sciences Division, and Mrs. Edna F. Hodges, Secretary to the Executive Administrator.

Mr. Dabney served as Chairman of the meeting and Mr. Brent as Secretary thereof.

On motion duly made, seconded and unanimously carried, the minutes of the special meeting of the Board of Visitors held on August 26, 1968 were approved in the form distributed to all of the Visitors.

Proceeding to Item No. 2 on the Agenda, the Chairman called on Dr. Brooke to present the report of the General Academic Division.

Dr. Brooke thereupon reported that a cooperative effort was being developed under Title 3, Higher Education Act of 1965, with Randolph Macon College, University of Richmond, Virginia Union University and Virginia Commonwealth pursuant to which various resources of the various Institutions would be pooled to the mutual advantage of all. He also stated that the University had been requested by the Twin Trailer Study Commission constituted by Act of the last General Assembly to study the use of twin trailers in Virginia and that plans were being developed for the study through the School of Business, Economics Department.

In connection with attendance, Dr. Brooke reported that 6,450 full time day, degree seeking students were in attendance and that all together, day and night, full time and part time, 10,650 separate students were in attendance. He pointed out that this represented a slight increase in the number recently given to the Executive Committee.

He thereupon presented to the meeting memoranda dated September 20, 1968 and September 26, 1968 containing recommendations with respect to the faculty of the General Academic Division. After a discussion thereof, on motion duly made, seconded and unanimously carried, the faculty matters set forth in the memoranda dated September 20, 1968 and September 26, 1968 presented to the meeting were approved and authorized and the Secretary directed to attach a copy thereof to the minutes of the meeting.

Dr. Brooke then reviewed two resolutions which had been adopted by the Executive Committee, one with respect to the use

of \$50,000 of "local funds" in the construction of the Library Building, and the other with respect to an application for a Federal grant in connection with the construction of the School of Business Building, which resolutions were, on motion duly made, seconded and unanimously carried, ratified and affirmed.

The Chairman then called on Dr. Smith to present the report of the Health Sciences Division, whereupon he reviewed the number of students in attendance in the Health Sciences Division which he pointed out represented the greatest enrollment ever obtained.

Dr. Smith then generally reviewed various gifts and grants which had been received, pointing out that in total amount of grants received the Health Sciences Division held a position of 99 out of approximately 2200 Institutions being in the top 4%.

Dr. Smith then asked Mr. Cardwell to explain to the Board the proposed plan with respect to the extension of Leigh Street. Mr. Cardwell then reviewed the proposal in detail with the benefit of visual aids. He also presented to the meeting a memorandum and a copy of a letter dated September 19, 1968 from the Commissioner of Administration of the Commonwealth of Virginia to Mr. Alan F. Kiepper, City Manager of the City of Richmond, which set forth in detail the proposed plan. After a discussion thereof, on motion duly made, seconded and unanimously carried, the proposed Leigh Street plan as set forth in the foregoing memorandum and letter was approved and authorized and the Secretary directed to attach a copy of the memorandum and letter to the minutes of the meeting.

Proceeding with his report, Dr. Smith then presented a

memorandum dated September 13, 1968 containing various recommendations with respect to faculty. It was pointed out by Mr. Wayne that the Executive Committee had carefully considered the recommendations therein set forth and recommended their adoption. After a discussion thereof, on motion duly made, seconded and unanimously carried, the faculty recommendations set forth in the memorandum dated September 13, 1968 were approved and authorized and the Secretary directed to attach a copy thereof to the minutes of the meeting.

Dr. Smith then read to the meeting a letter received from Dr. Kinloch Nelson in which Dr. Nelson indicated his intention to resign as Dean effective June 30, 1969. A general discussion then followed, after which it was determined to defer action in connection therewith for the present.

A memorandum with respect to the establishment of two Divisions within the Department of Psychiatry was then submitted to the meeting by title with the observation that the recommendation therein contained had been approved by the Executive Committee.

Mr. Crooks presented a proposed "Resolution for Exemption of Certain Directors or Officers and Establishment of a Managerial Group" with respect to the handling of top secret material in order that the same might be filed with the Department of Defense. He explained that a similar resolution had been adopted by the Board of the Medical College of Virginia but that in view of the establishment of the University, a new resolution had been requested. After a discussion thereof, on motion duly made, seconded and

unanimously carried, the following resolutions were adopted:

WHEREAS, current Department of Defense regulations contain a provision making it mandatory that the Chief Executive Officer (President) meet the personnel clearance requirements established for a contractor's facility clearance; and

WHEREAS, said Department of Defense regulations permit the exclusion from the personnel clearance requirements of members of the Board of Visitors and other officers who have no need for access to classified information, provided that a managerial group be established to which full authorization is delegated for the group to act with regard to all matters involving the security of classified information in the possession of this organization and provided that this action is recorded in the corporate minutes;

NOW, THEREFORE, BE IT DECLARED, that a managerial group has been established with full authority to act with regard to all matters involving the security of classified information in the possession of this firm; and the said committee shall consist of R. Blackwell Smith, Jr., Provost; John H. Heil, Jr., Vice Provost; L. Daniel Crooks, Vice President, Business and Finance and Security Officer; and Thomas R. Stennett, Jr., Controller - Treasurer;

BE IT DECLARED FURTHER, that the members of the managerial group and the Chief Executive Officer (appointment of a President of Virginia Commonwealth University has not been made at the present time) at the present time do possess, or will be processed for, the required security clearance; and

BE IT RESOLVED, that in the future, when any individual enters upon any duties as Chief Executive Officer or as a replacement for one of the managerial group such individuals shall immediately make application for the required security clearance; and

BE IT FURTHER RESOLVED, that other members of the Board of Visitors and other officers who do not require access to classified information in the conduct of the firm's business need not possess a security clearance, but said persons can be effectively denied, and shall not be granted access to, classified information in the possession of the firm and shall not hold any position that would enable them to affect corporate policies or practices in the performance of classified contracts for the Department of Defense.

Continuing his report, Mr. Crooks then presented the Report of the Hospital Accounts Committee recommending that 390 accounts amounting to \$70,010.25 be charged to indigent service, bad debts, teaching cases and account adjustments, and that 6 accounts in the amount of \$2,653 be charged to the Davenport Fund. In this connection, he also presented to the meeting a memorandum setting forth the members of the Hospital Accounts Committee and the procedure which was followed by the Committee in considering accounts. After a discussion of the foregoing, on motion duly made, seconded and unanimously carried, the recommended charge-offs were approved and authorized in the form recommended by the Hospital Accounts Committee.

Mr. Crooks then presented a schedule setting forth a "Summary of Accounts Disposed of by Hospital Accounts" for the fiscal years 1965-66, 1966-67 and 1967-68 in order that the Board might be fully informed in this respect.

He also presented to the meeting a schedule entitled "Principal of Investment Funds Held In Trust Accounts Year Ended June 30, 1968" which set forth the principal amount held in various trust accounts together with the annual income to which was attached excerpts from the various trust instruments showing the terms and conditions under which the accounts were held, all for the information of the Visitors.

The Executive Administrator then reported in general on the activities of the various sub-committees which were working in connection with the coordination of the activities of the two Divisions and emphasized the importance of the approaching bond

issue and described the activities being carried out by friends of the University in support thereof.

Mrs. Thalhimer, Chairman of the Student Affairs Committee, reported that her Committee had constituted a special Graphics Design Project Committee with broad representation and explained that the Executive Committee with authorization expressly given by the Board had approved the employment of Schechter & Luth to undertake the graphics design work and had appropriated for this purpose an amount not in excess of \$40,000. She generally reviewed what would be accomplished by Schechter & Luth and the time element involved.

With further reference to the activities of the Student Affairs Committee, Mrs. Thalhimer explained that the Committee had met with student representatives and appropriate administration officials to discuss various matters of importance to the student body, and asked the Board for advice and guidance as to the procedures which should be followed by her Committee in the future in connection with such meetings. A general discussion then followed, after which it was unanimously determined that such procedures should be considered by the Executive Administrator, the two Provosts and the Committee with recommendations to be made to the next meeting of the Executive Committee with a view to a definitive recommendation being presented to the next meeting of the Board.

Mr. Wayne then reported that it had been suggested that the University might join with the University of Richmond in developing a plan to assure the future of the Virginia Institute for Scientific

Research. He reviewed various conferences which he had had with interested officials in this connection and pointed out that the Board of Directors of the Institute would meet on October 28 and were very hopeful that an interim plan could be developed by that time. After general consideration of the matter, on motion duly made, seconded and unanimously carried, the Executive Administrator and Dean Watts were asked to consult with the President of the University of Richmond and the Director of the Institute for the purpose of developing an interim plan which would assure the continuation of the Institute through June 1969, with the anticipation that a definitive plan might be developed by that time, such interim plan as might be suggested to be submitted to the Executive Committee of this Board for approval.

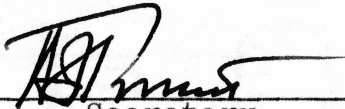
Mr. Crooks on behalf of the Health Sciences Division, and Mr. Holmes on behalf of the General Academic Division, then presented a general financial review.

Dr. Brooke pointed out that many of the faculty standing committees will in the future have student representation in order that a student "in-put" may be available but that decision making would as in the past be reserved to the administration.

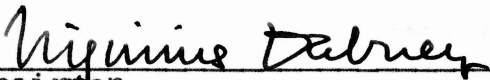
Mr. Edwards then presented to the meeting a memorandum describing the RPI Foundation and its history, to which was attached a statement of its financial condition as of June 30, 1968 and a copy of its Articles of Incorporation. He explained that this was in response to the request of the Executive Committee that information be made available with respect to both the RPI Foundation and the similar Foundation related to the Health Sciences Division.

Thereupon, on motion duly made, seconded and unanimously carried, the meeting went into Executive Session and all guests were excused, after which Mr. Wayne reported with respect to the search for a President. He stated that three excellent nominees were now under consideration, any one of whom he felt could adequately fill the position. He stated that it was his hope that he could arrange for all three to be made available in Richmond for a period of two days in order that they could meet Board members and various Administrative Officials as well as take a look at the University in depth.

There being no further business to come before the meeting, the same on motion duly made, seconded and unanimously carried, adjourned.


Secretary

APPROVED:


Chairman