

MINUTES OF A REGULAR MEETING OF THE BOARD OF VISITORS

OF VIRGINIA COMMONWEALTH UNIVERSITY

May 15, 1980

A regular meeting of the Board of Visitors of Virginia Commonwealth University was held on Thursday, May 15, 1980, at 9:00 a.m. in the Student Lounge of the Lyons Building.

Present were Drs. Blanton, Gayle, Johnson and Nemuth; Messrs. Balfour, Grey, Ludeman, Seaborn, Shumate and Wyatt; and Mesdames Bemiss, Fewell, Satterfield and Thalhimer. Absent was Dr. Butt. Also present were Drs. Ackell, Beller, Hall, Salley, Sparks, Wilson and Woods; Messrs. Bruegman, Guerdon and Ross; Miss Cosby and Mrs. Price.

Dr. Blanton called the meeting to order. On motion made and seconded, the following minutes were approved: a Special Meeting of the Audit committee, held March 18, 1980; a Regular Meeting of the Board of Visitors, held March 20, 1980; a Special Meeting of the Student Affairs Committee, held March 27, 1980; a Special Meeting of the Audit Committee, held April 22, 1980; a Special Meeting of the Executive and Hospital Committees, held April 24, 1980; a Special Meeting of the Student Affairs Committee, held May 1, 1980; a Special Meeting of the Property Committee, held May 6, 1980; and a Special Meeting of the Academic Policy Committee, held May 6, 1980.

On motion made and seconded, it was approved that the Board go into executive session to discuss certain personnel matters involving the performance of identifiable employees or faculty of Virginia Commonwealth University as authorized by Section 2.1 - 344 a(1) of the Freedom of Information Act.

Following the executive session, Dr. Blanton announced that the Board had received and reviewed the report of the Ad Hoc Committee chaired by Dr. Harold I. Nemuth and joined by Messrs. Grey and Seaborn appointed as of January 17, 1980 in accordance with the requirements of the Board's bylaws and had found Dr. Ackell's performance eminently satisfactory.

Dr. Blanton also reported that the Board had reviewed the potential conflict of interest with Dr. Ackell's service on the Board of Directors of Whittaker Corporation since they had recently acquired General Medical Corporation and the Board recognized a potential conflict, but determined that no conflict in fact existed.

Dr. Blanton stated that the Board had requested Mr. Ross, Legal Counsel, to report at each Board meeting on any potential conflicts of interest which might arise at the University.

On motion made and seconded, the Board approved the actions taken during the executive session.

Dr. Ackell presented the Report of the President. The following items were presented:

1. Dr. Ackell reported that he was looking forward to having a number of the Board members present on Sunday, May 18, for commencement. There will be over 3,000 graduates to hear Dr. Richard C. Atkinson give the commencement address.
2. Dr. Ackell stated that HEW will visit the campus the first week of June to check on our implementation of Section 504, the handicapped regulations. By July 1, every facility is supposed to be accessible to the physically handicapped. Dr. Ackell continued that we obviously will not meet this deadline with only \$300,000 appropriated by the State for capital improvements for accessibility. VCU needs \$3 million to comply totally.
3. Dr. Ackell indicated that Mrs. Fewell had attended the Association of Governing Boards meeting last month and wanted to give a brief report on this meeting.

Mrs. Fewell reported that she had attended a number of workshops during the meeting where a number of interesting and challenging questions were raised. She indicated that, in summary, she felt that VCU was topnotch compared to other universities. Mrs. Fewell stated that many universities are experiencing great difficulties at this time.

4. Dr. Ackell reported that he and a number of members of the Board had attended the Council of Visitors meeting on April 28 in Norfolk. A number of issues were discussed including the use of the Boards of Visitors as a political force as well as overseeing higher education in general. Also discussed were

the problems encountered with the 70/30 Plan, especially at the urban institutions. The new budgeting process was also discussed. Dr. Ackell reported that during times of tighter money, more flexibility is needed in the budgeting process not more stringent controls.

5. On last Monday and Tuesday, Dr. Ackell reported that he, Dr. Beller and Mr. Bruegman attended a budget seminar conducted by Secretaries Gilley and Walker at Graves Mountain Lodge. The purpose of this meeting was to begin preparing for the 1982-84 biennium.
6. Dr. Ackell stated that the Task Force on Governance and the Task Force on Tenure and Promotion should have their final drafts ready by June 1. He continued that these reports should be ready in time for the July Board meeting.
7. Dr. Ackell stated that Nancy Carey and Edmund Sherod had won the "Athlete of the Year" awards at the recently held sports banquet.
8. Dr. Ackell reported that a subcommittee of the University's Budget Committee has been established to look at long-range planning. This committee is developing a document to help us with the process of long-range planning. This is an extremely important effort and will involve many people at the University.

Dr. Blanton reported that the MCVH Auxiliary has requested to appear before the Board to make a brief presentation on the work of this group. Dr. Blanton indicated that he had accepted this request on behalf of the Board with the details to be developed during the ensuing Board year.

It was reported that the MCV Hospitals had received a one-year accreditation approval. The hospitals will receive another review next year.

Following a discussion, on motion made and seconded, the Contracts signed since the March Board of Visitors meeting were approved with Messrs. Grey and Shumate abstaining.

On motion made and seconded, the following Resolution was approved with Mr. Seaborn abstaining:

WHEREAS, the Virginia Commonwealth University administers income received from the Estate of Isaac Davenport and is required to certify each year to the Virginia National Bank as to the handling of these funds;

BE IT RESOLVED, by the Board of Visitors of Virginia Commonwealth University that the income from the Davenport Estate has been applied strictly in accordance with the terms of the Will during the Fiscal Year 1979; and

BE IT FURTHER RESOLVED, that all future remittances from said Estate will be applied likewise.

Mr. Guerdon presented the proposed Tuition and Fee Schedule for 1980-81.

Following a discussion, on motion made and seconded, the Tuition and Fee Schedule for 1980-81 was approved.

Dr. Ackell presented the Compensation Plan for 1980-81. He reported that this is a report which must be filed each year with the Director of State Personnel and Training. Dr. Ackell reported that once the Task Force on Promotion and Tenure files its report and the Board adopts a new tenure policy, we will have to file a new document with the state. On motion made and seconded, the Compensation Plan was approved.

Mr. Shumate reported on behalf of the Board Evaluation Committee. He reviewed the changes in the Bylaws recommended by the committee. Mr. Seaborn reported that he would like to make a change in the language of the section dealing with the Audit Committee. Dr. Blanton reported that the Bylaws could not be acted upon at this meeting. The appropriate language will be added and changes included in the call for the July meeting as requested by the Bylaws. Mr. Shumate reported that his committee made the following observations:

1. During the past two years, the credibility of the committee function has been enhanced. The principle of having a committee cover in-depth matters under their jurisdiction and reporting their summary conclusions to the full Board for consideration tends to produce better overall results giving the Board time to concentrate on other matters. The Hospital Committee and the Audit Committee are to be commended for an outstanding performance in 1979.

2. More effort should be made on the part of the University administration and the Board members to provide Board members a means of continuing education regarding University activities. Such things as programs presented by University staff the evening before Board meetings; full-day, on-campus orientation for all new Board members and other planned activities would help achieve this goal.
3. The Board, through its Executive Committee, should give more attention to long-range planning for the University. This effort is overdue and should be addressed early.
4. The Board should be more involved in promoting the University in the legislative bodies at all levels. The Committee feels that the administration should call on Board members in a more definitive way to help influence legislation. Possibly when a new Vice President for University Advancement is a part of the University staff, a committee under his guidance comprised of Board members and interested citizens from the community would be appropriate.

Mrs. Satterfield expressed her deep appreciation to Mr. Shumate for his outstanding service on this committee, in particular, but on the Board as well. His absence from the Board will be missed.

The Board Evaluation Committee's report and the changes in the Bylaws will be presented at the July meeting for approval.

As a result of the discussion on committee structure, the Property Committee's architect selection process was reviewed. Mrs. Thalhimer expressed her concern over this process. Mrs. Bemiss reported that a copy of the architect's selection process will be incorporated into the Board's information notebook.

Dr. Blanton reported on behalf of the Executive Committee. He stated that the Executive Committee had met jointly with the Hospital Committee on April 24 to discuss the 1980-81 hospital budget which was subsequently approved by the Hospital and Executive Committees. The Executive Committee met on May 9 to review the 1980-82 University budget, a copy of which was distributed to all members of the Board. The Executive Committee also approved this budget. Following a discussion, on motion made and seconded, the report of the Executive Committee was accepted.

Mrs. Satterfield reported for the Academic Policy Committee of the Board which had met on May 6 to review a number of program proposals. Mrs. Satterfield reported that the Grade Review Procedure was not discussed by her committee since it had not received final approval from the University Assembly. The program proposals considered by the committee included:

- . Ph.D. in Biology - Fall 1985
- . Ph. D. in Business - Fall 1982
- . Ph.D. in Health Services Organization & Research - Fall 1982
- . Doctorate in Public Administration (DPA) - Fall 1982
- . Ph.D. in Nursing - Fall 1982
- . M.A. in Anthropology - Fall 1988
- . M.A. in Afro-American Studies - Fall 1986
- . M.F.A. in Dance/Choreography - Fall 1983
- . M.A. in Foreign Languages/Foreign Language Education - Fall 1988
- . M.F.A. in Creative Writing - Fall 1982
- . Master of Education - Fall 1982
- . Two Doctorates of Education - Fall 1983
- . B.A. in American Studies - Fall 1983

Also considered by the committee was an organizational change for the Department of Dance and Choreography. Mrs. Satterfield reported that the B.A. in American Studies was heartily endorsed by the committee. Following questions, on motion made and seconded, the report of the Academic Policy Committee was accepted by the Board.

Mr. Seaborn reported for the Audit Committee. He stated that the committee had reviewed the resolution presented at the last Board meeting dealing with the authority of University officials in handling University investments. Following a discussion, on motion made and seconded, the following resolution was approved:

BE IT RESOLVED, by the Board of Visitors of Virginia Commonwealth University that the President, Vice-President for Finance and the Treasurer of Virginia Commonwealth University or any one of such officers, be and they hereby are fully authorized and empowered to transfer, endorse, sell, assign, set over and deliver any and all shares of stocks, bonds, debentures, notes, evidences of indebtedness or other securities now or hereafter standing in the name of or owned by Virginia Commonwealth University and to make, execute and deliver any and all written instruments necessary or proper to effectuate the authority hereby conferred.

Mr. Seaborn reported that the Audit Committee had also reviewed the policy submitted by Mr. Guerdon at the January Board meeting concerning the dollar size of the contracts sent to the Board for approval. A discussion was held by the Board on this matter and Mr. Ross suggested that an overall review of contracts and signatures be done and this policy be considered at that time. There was concurrence by the Board.

On motion made, seconded and approved, the Executive Committee of the Board was requested to review all financial policies of the University. Mr. Balfour stated that the Board does not wish to become involved in the day-to-day operations of the University but the Board does need some direction in how deeply involved they should be in financial matters.

Mr. Seaborn reported that the Audit Committee also reviewed the external auditors' Audit Report on the June 30, 1979, Financial Statements for the University. The auditors reported that the University's financial statements were in good order and that the administration had been most helpful in preparing these statements. On motion made and seconded, the Report of the Audit Committee was approved.

Dr. Blanton stated that the Board was deeply indebted to Mr. Seaborn for his fine work as Chairman of the Audit Committee.

Mr. Grey reported for the Hospital Committee. Mr. Grey reported that the financial statement reflects a viable hospital operation. This is reflected in increases in both the institution's revenues and expenses. There has been a slow-down in receivables which reflects a slowdown in payments from third party payors and a change in internal policy. Also cash collections were down from the third quarter of last year, but are still ahead in terms of year-to-date collections. Nursing salaries have been raised to a more competitive level and although we have selected nursing shortages, we have made progress in nursing employment. A new

promotion ladder which recognizes and rewards clinical activities (which means a nurse may be promoted and stay by the bedside and not necessarily move into administration) has been instituted. In addition, the institution was awarded a three-year, \$800,000 grant from the Robert Wood Johnson Foundation to promote primary care activities in our clinic study.

Mr. Grey stated, as previously reported by the Executive Committee, that the hospital budget had been approved. In conjunction with the budget, the following administrative goals have been established: 1) to continue to provide enhancements to the patient care environment, 2) focus increased attention of employee productivity measures, 3) develop improved strategies to manage the ambulatory patient, 4) implement a revised personnel/payroll system, 5) review the admitting and bed control system for possible modification, 6) plan for the transition to the new hospital facility, 7) schedule the implementation of the long-range master plan, 8) improve the public relations function of the institution, 9) review MCVH's roles and develop appropriate marketing strategies, 10) perfect the financial management and reporting system, 11) implement an improved budgeting process and 12) develop a long-range capital expenditure plan.

Mr. Grey reported that the Hospital Bylaws were approved by the Hospital and Executive Committees. On motion made and seconded, the report of the Hospital Committee was approved.

Mrs. Bemiss reported on behalf of the Property Committee. She reported that the committee had approved the schematics for the renovation for the Egyptian Building and the schematics for Phase I of the Richmond Eye Hospital Renovation Project. Also approved were the architects selected for the hospital renovation projects. Two firms will be used for the various projects (Jones and Strange-Boston and Moseley-Henning). The Property Committee also approved the demolition of the Zeigler Houses which are located next to the Putney Houses on the MCV Campus. This

space will be used for 12 parking spaces. The parking spaces will be screened from Marshall Street by relocating the colonnade and plantings. Mrs. Bemiss reported that the committee reviewed the color samples for the new parking deck. It was also reported that the bids for the deck were opened and the lowest bid received was \$3.2 million, considerably lower than the budgeted amount of \$4.5 million. Mrs. Bemiss reported that the committee also discussed the location of the MCV Power Plant smokestacks next to the new hospital. She indicated that her committee is quite concerned about this problem. Flue gases will enter the windows on this side of the new hospital and the siding will be pitted. Mrs. Bemiss requested that monthly updates on the power plant situation be presented to the Hospital Committee so that they may be kept informed of this important situation. Mr. Bruegman reported that we should have the final report from the engineers on this matter by next month. On motion made and seconded, the Board recommended that the administration give this matter urgent attention and to call on the Board for any assistance which it can render in resolving this problem. It was also requested that the total process for construction and renovation of buildings be reviewed by the Board at its July meeting. On motion made and seconded, the report of the Property Committee was accepted.

Dr. Gayle reported that the Student Affairs Committee had met with a number of student groups at their last meeting. A number of concerns were raised including having a student member on the Board of Visitors. Dr. Gayle noted that he reported to the students that this Board was appointed by the Governor. Also discussed was the reputation of VCU, security, especially in the gymnasium, and the food plan. On motion made and seconded, the report of the Student Affairs Committee was accepted by the Board.

On motion made, seconded and approved, the Board went into executive session to discuss certain personnel matters involving the performance of identifiable employees or faculty of VCU, and to discuss pending litigation with its attorney, and to discuss the condition, acquisition, and use of real property, and to discuss matters relating to gifts, bequests, and fund-raising activities as authorized by Sections 2.1 - 344 a(1), a(2), a(6), and a(7) of the Freedom of Information Act.

The Board reconvened in public session and, on motion made and seconded, approved and/or accepted the Report of the Legal Advisor, the Faculty Appointments and Changes in Status, the Continuing Faculty on the Academic and MCV Campuses, the Report of Gifts, and the Administrative Salaries.

Dr. Ackell presented Mr. Robert Grey with his five-year service award pin. Dr. Ackell presented brass, engraved trays to Dr. Blanton for his 11 years or service on the Board, eight as Rector; Mr. Shumate for his eight years of service; and Mr. Seaborn for his nine years of service. Dr. Ackell expressed his appreciation to each of these Board members for their dedicated service on behalf of the University.

The meeting was adjourned at 12:55 p.m.



Harold I. Nemuth, M.D., Secretary

Approved:


Anne P. Satterfield, Rector