

MINUTES OF A REGULAR MEETING OF THE BOARD OF VISITORS OF
VIRGINIA COMMONWEALTH UNIVERSITY

July 17, 1980

A regular meeting of the Board of Visitors of Virginia Commonwealth University was held on Thursday, July 17, 1980, at 9:00 a.m. in the lounge of the James Branch Cabell Library.

Present were Drs. Butt, Gayle, Johnson and Nemuth; Messrs. Balfour, Craigie, Grey, Ludeman and Wyatt; and Mesdames Bemiss, Fewell, Satterfield and Thalhimer. Absent were Dr. Coleman and Mr. Cotten. Also present were Drs. Ackell, Hall, Harris, Sparks, Wilson and Woods; Messrs. Bruegman, Guerdon and Ross; Miss Cosby and Mrs. Price.

Mrs. Satterfield called the meeting to order and requested that Mr. Balfour assume the chair of the meeting during the election of officers. Mr. Balfour asked for the report of the nominating committee. Mrs. Bemiss, chairman of the nominating committee, proposed the following slate of officers and members of the Executive Committee: Rector - Mrs. Anne P. Satterfield; Vice-Rector - Mr. Douglas H. Ludeman; Secretary - Dr. Harold I. Nemuth; Executive Committee - Mrs. Margaret Bemiss, Dr. Sigsby W. Gayle, Mr. Robert J. Grey, and Mrs. Rhoda Thalhimer. On motion made and seconded, the slate of officers and members of the Executive Committee were elected as presented. Other members of the Nominating Committee were Messrs. Seaborn and Shumate.

Mrs. Satterfield thanked the Board for the confidence placed in her and expressed her hope that all of the members of the Board will work diligently for the University. Mrs. Satterfield introduced Mr. F. Willson Craigie, Jr., and welcomed him to the Board.

On motion made and seconded, the following minutes were approved: A Special Meeting of the Executive Committee, held May 9, 1980; a Regular Meeting of the Board of Visitors, held May 15, 1980; a Special Meeting of the Board of Visitors, held

May 24, 1980; a Special Meeting of the Audit Committee, held June 25, 1980; a Special Meeting of the Hospital Committee, held June 26, 1980; and a Special Meeting of the Property Committee, held June 26, 1980, as amended.

Dr. Ackell discussed the following items in his report:

1. Dr. Ackell introduced Dr. Grace E. Harris who competed with approximately 1,500 others around the country for one of 35 fellowships in higher education administration awarded by the American Council on Education. She will be working closely with Dr. Wayne Hall and the President during the coming year.
2. Dr. Ackell reported that four major search committees are working to find new administrators for the University. The Vice President for Health Sciences search has identified three candidates who are making visits to the campus over the summer.

The Vice President for University Advancement search has been reopened. During the new search process we shall be trying to identify some local candidates who are already well known in the community as well as out-of-town candidates.

Two dean search committees have been established to identify new deans in Nursing and Pharmacy.

3. Our summer school enrollment is holding steady with last year's -- about 8,700 students. Overall, the campus has been very quiet this summer.
4. Dr. Ackell stated that the Task Force on Governance and the Task Force on Promotion and Tenure had both submitted their final reports to him. These two reports will be printed in a special issue of VCU Today in August. Copies of the reports will be sent to members of the Board for review.
5. Dr. Ackell reported briefly on the new master plan for the MCV Campus. He noted that many areas have been identified where planning has been improved to create maximum efficiency.
6. Dr. Ackell stated that our total grants and contracts have increased over five percent this year. The Academic Campus increased by 12 percent and the MCV Campus by 14 percent. We received over \$25 million this past year in grants and contracts.

Mrs. Satterfield requested Mr. Balfour to serve as parliamentarian of the Board.

Following the Report of the President, several questions were raised concerning the candidates for Vice President for Health Sciences. Mr. Grey indicated that most of the candidates are making in excess of the dollars available for this position. Dr. Ackell indicated that this is not unusual, especially for a dean of a medical school, and that the administration will negotiate salary with the candidates. Dr. Ackell indicated that all of the candidates know before they come, by informal channels, the salary range for the position. Another question concerned who reports to the Vice President for Health Sciences. Dr. Ackell responded that the six deans, the Executive Director of MCVH, and the Director of the Cancer Center all report directly to the Vice President.

The report of the Contracts signed since the May Board meeting was presented. Mrs. Thalhimer raised a question concerning the Board's authority in contract approval since the contracts are signed and binding before the Board reviews them. Dr. Ackell reported that most of the contracts shown in this report are the result of State procedures and are not for Board approval but for Board review. Mrs. Thalhimer requested that the title of the report be changed to: Contracts Signed for Board Review. On motion made and seconded, the Report of the Contracts Signed for Board Review was accepted.

On motion made and seconded, the following Resolution was approved:

WHEREAS, the Board of Visitors of Virginia Commonwealth University has previously designated and authorized the University Controller to sign checks, drafts and other similar orders for the payment of money from funds owned, controlled, or maintained by or entrusted to the University; and

WHEREAS, the Board of Visitors has confirmed the appointment of F. W. Taylor as University Controller and desires that he possess all powers, duties and responsibilities formerly vested by the Board in the person occupying the position of University Controller;

NOW, THEREFORE, BE IT RESOLVED by the Board of Visitors of Virginia Commonwealth University that the incumbent University Controller, F. W. Taylor, be and is hereby authorized to sign and execute checks, drafts, and other documents and orders as may be necessary to authorize the payment of money from funds owned, controlled, or maintained by or entrusted to the University in furtherance of the proper business and financial affairs of the University; and is further vested with such other powers, duties and responsibilities as were formerly vested in the University Controller.

In the absence of Mr. Shumate, Chairman of the Board Evaluation Committee, Dr. Ackell presented the proposed Bylaws of the Board of Visitors and highlighted the changes that had been made to this document. The most significant change is the length of term of the Rector and Vice-Rector. Dr. Ackell reported that he had a letter from Dr. Robert Scott, Chief of Staff, requesting that a non-voting faculty member be added to the Hospital Committee. This person would be elected by the faculty to serve on this committee. Dr. Ackell indicated that this is not to be included as part of the bylaws but should be considered when the committees are selected. On motion made and seconded, the Bylaws of the Board of Visitors were unanimously approved. Serving on the Board Evaluation Committee with Mr. Shumate were Mrs. Satterfield and Mr. Wyatt.

Mrs. Satterfield reported that the Executive Committee did not have a report to make at this time.

The Academic Policy Committee has not met since the last Board meeting and, therefore, does not have a report.

Mrs. Thalhimer reported on behalf of the Audit Committee. At their last meeting, Peat, Marwick, Mitchell and Company presented the Audit Plan for the examination of the University's June 30, 1980, financial statements. It was stated that the purpose of the audit was to examine the financial statements of the University and Hospital as well as evaluate the adequacy and effectiveness of the system of internal controls. Also discussed at the meeting was the Outline of Objectives and Responsibilities of the Audit Committee and the Policies of the Internal Audit Department. Both of these items were accepted by the Audit Committee. On motion

made and seconded, the Report of the Audit Committee was accepted by the Board.

Mr. Grey reported on behalf of the Hospital Committee. He reported that the committee had reviewed reports on the status of hospital operations, financing and nursing for MCV Hospitals. Also reported to the committee at its last meeting was the resignation of Mrs. Wanda Barth as Director of Nursing Services. A search committee has been established to find a replacement for Mrs. Barth. Mr. Grey reported that the hospital had received a one-year accreditation from the Joint Commission on the Accreditation of Hospitals. The main reason for our receiving a one-year accreditation is due to physical facilities. We will probably continue to receive a one-year accreditation until we move into the new hospital and complete the renovation program. Mr. Grey reported that the committee had reviewed several audits and follow-up audits. Also discussed by the committee were two construction and renovation projects at the hospital. On motion made and seconded, the Report of the Hospital Committee was accepted.

Mrs. Bemiss reported that the Property Committee had met and approved the schematics for the physical education facilities. In addition, Mrs. Satterfield and Mrs. Bemiss had a meeting with Senator Willey and with Governor Dalton to discuss three properties whose owners did not wish to negotiate settlement. The Governor gave his approval to use eminent domain if necessary. These properties are located outside of Oregon Hill. On motion made and seconded, the Report of the Property Committee was accepted.

Dr. Gayle reported that the Student Affairs Committee had not met since the last Board meeting.


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 Clinical and Adjunct Faculty Reappointments - MCV Campus, Full-time and Clinical Faculty with Privileges for Physicians, Special Extended Clinical Privileges for Physicians 65 years of age or older, Approval of Credentialing of Nurse Practitioners, Continuing Faculty (omitted from May Agenda Book) and Report of Gifts.

Mrs. Satterfield stated that during the executive session the Board approved the appointments of Dr. Elske Smith as Dean of the School of Arts and Sciences, Mr. Richard Koehler as Chairman of the Music Department, and Mr. F. W. Taylor as University Controller. Also, during the report of the legal advisor, Mr. Ross discussed with the Board the changes in the Virginia Conflict of Interest Act and the Freedom of Information Act.

The meeting was adjourned at 11:50 a.m. for a presentation and tour by ServiceMaster.


Harold I. Nemuth, M.D., Secretary

Approved:


Anne P. Satterfield, Rector