



# VCU

## Board of Visitors

**VIRGINIA COMMONWEALTH UNIVERSITY  
BOARD OF VISITORS  
GOVERNANCE AND COMPENSATION COMMITTEE**

**Thursday, December 12, 2024**

**1:30 p.m.<sup>1</sup>**

**James Branch Cabell Library**

**901 Park Avenue – Room 303**

**Richmond, VA**

### AGENDA

- 1. CALL TO ORDER** **Mr. Andrew Florance, *Chair***  
*2 minutes*
  
- 2. ACTION ITEMS** **Mr. Andrew Florance, *Chair***  
*5 minutes*
  - a. September 13, 2024 minutes
  - b. Governance and Compensation Committee dashboard
  
- 3. CLOSED SESSION – *Freedom of Information Act Sections 2.2-3711 (A) (1), specifically:*** **Mr. Andrew Florance, *Chair***  
*2 minutes*
  - a. Personnel **Hon. Todd Haymore, *Rector***  
*15 minutes*
  
- 4. RETURN TO OPEN SESSION AND CERTIFICATION** **Mr. Andrew Florance, *Chair***  
*2 minutes*

Resolution and Certification  
*2 minutes*

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<sup>1</sup> The start time for this meeting is approximate only. The meeting may begin either before or after the listed approximate start time as Board members are ready to proceed.

**Action Items**

2 minutes

**5. OTHER BUSINESS**

**Mr. Andrew Florance, Chair**

**6. ADJOURNMENT**

**Mr. Andrew Florance, Chair**

*In accordance with the Board's operating procedures and in compliance with the Virginia Freedom of Information Act, there will be no opportunity for public comment at this meeting.*



# VCU

**WE ARE THE UNCOMMON.**

**BOARD OF VISITORS  
Governance & Compensation Committee  
Dashboard Update  
December 2024**

Goal	Objective(s)	Notes	Status
1. Review of bylaws and University governing documents.	Annual bylaw review and amendments as necessary	Bylaws were reviewed, revised and restated on September 13, 2024.	Complete
	Review board policies (on-going)	Board policies were reviewed, revised and restated on September 13, 2024.	Complete
	Review BOV compliance with statutes/regulations (on-going)		Complete
2. Alignment between VCU and VCU-affiliated entities when possible	Continue to monitor compliance of VCU-affiliated entities with management agreements and conflict of interest statements	All agreements have been received and are currently under review; SVP for Finance and Administration/CFO provides an annual report on the financials of the Foundations.	In Progress
3. Oversight and management of Annual Presidential Evaluation and Compensation Process.	Continue to conduct Presidential Evaluation in compliance with the Presidential Evaluation and Compensation Policy	Presidential Evaluation and Compensation Policy was reviewed, revised and restated on September 13, 2024.	Complete
4. Oversight of Board Training and Development	To improve Board members' knowledge of not only the institution, but also of a board member's duties and responsibilities, and to bridge Board knowledge gaps	Consider Board training options, including a review of the VCU New Board of Visitors Member Orientation and Retreat. Both the orientation and the retreat have been completed in 2024. All board members fulfilled the statutory requirement by: 1) new board members attended the SCHEV new board member orientation and 2) returning board members attended the VCU Board Retreat (agenda approved by SCHEV to fulfill the requirement).	Complete