

**VIRGINIA COMMONWEALTH UNIVERSITY
BOARD OF VISITORS**

FINANCE AND UNIVERSITY RESOURCES COMMITTEE CHARTER

I. PURPOSE

The primary purpose of the Finance and University Resources Committee (“Committee”) is to assist the Board of Visitors (BOV) in fulfilling its objectives and fiduciary responsibilities related to oversight of University financial, investment, and debt management policies, as well as activities related to generating resources and stakeholder support of the Virginia Commonwealth University’s (the University) strategic goals, particularly in the areas of government relations, fundraising, and alumni relations.

The Committee is responsible for reviewing financial investments and statements, budgets, debt, cash management, six-year financial operating plans, and making corresponding recommendations to the BOV for the purpose of maintaining a sound financial standing. In addition to financial standing, the Committee is responsible for annually reviewing the University’s tuition and fee charges. The Committee reviews contracts, including construction contracts, that exceed \$5M. Contracts related to sponsored research activity are excluded from this review. The Committee reviews the investment of the cash management pool and endowments, and further reviews the financial activities of organizations established to benefit the University, including foundations, partnerships, and other affiliated entities.

In addition, the Committee is responsible for reviewing and making recommendations to the BOV regarding the naming of University facilities, funds, and programs in recognition of private philanthropy, as outlined in the BOV’s “Policy Guidelines on Recognition of Donors and Friends.”

When appropriate, debt financing for Major Capital Projects is also considered by this Committee for recommendation of approval by the BOV.

University senior leadership is responsible for day-to-day operation of the University, under the governance of the BOV and consistent with the authority delegated by the BOV.

II. COMPOSITION AND INDEPENDENCE

The Committee will be comprised of three or more Visitors. In addition to complying with the Commonwealth of Virginia’s Conflict of Interest laws and any University policies, each member must be free from any financial, family or other material personal relationship that, in the opinion of the Board or the Committee members, would impair their independence from management and the University. Committee members should also refrain from activities that a reasonable person would view as unethical or contrary to the institutional mission.

III. RESPONSIBILITIES

In performing its oversight responsibilities, the Committee shall:

A. General:

- a. Review the Committee charter annually and recommend updates to the BOV.
- b. Maintain minutes of all meetings.
- c. Report Committee actions and recommendations to the BOV.
- d. Meet in closed session with the external auditors and/or the Senior Vice President and Chief Financial Officer (with or without members of senior management present), as permissible by state law and deemed appropriate by the Committee, to discuss confidential matters.
- e. Become well acquainted with the information and pertinent facts under the purview of the Committee.
- f. Recommend best practices across the institution for financial management.
- g. Make such recommendations to the BOV that will ensure the institution is operating efficiently, effectively, and appropriately with regard to the use of public and other funds to support the University's stated mission.

B. Financial Policy and Investments:

- a. Review and recommend approval of the University's financial policies.
- b. Review financial assumptions upon which budgets are based.
- c. Review and recommend approval of the six-year financial plan and operating budget.
- d. Periodically review and compare financial operating results with appropriate budgets and benchmarks.
- e. Review and recommend approval of major design changes to the VCU Optional Retirement Plan.
- f. Review and report on annual financial statements and supporting schedules.
- g. Review and recommend approval of the University Investment Policy.
- h. Review and report on investment results.
- i. Review annually the BOV Fund.
- j. Review quarterly the University Efficiencies.
- k. Review quarterly the Committee Dashboard.

C. Debt Management:

- a. Review and recommend to the Board all debt issuance and debt management policies.

D. Government Relations:

- a. Review reports on local, state, and federal government relations activities related to supporting the University's strategic plan.
- b. Review and forward for BOV approval such Administration recommendations related to local, state and federal government relations and as the Committee deems.

E. Development and Alumni Relations:

- a. Review philanthropic goals and activities that benefit the University.
- b. Review and make recommendations regarding policies governing the solicitation and acceptance of gifts.
- c. Review and make recommendations regarding the recognition of philanthropic gifts through the naming of facilities, programs, and endowed funds.
- d. Review reports of major gifts, fundraising metrics, and alumni engagement activities.

F. Committee Administration:

- a. Review and approve the annual Committee meeting planner and any significant changes to the plan.
- b. Review the qualifications of the Committee members and staff, and the level of staffing by the institution as needed.
- c. Review annually the Deficit Disclosure.
- d. Review annually any modifications necessary to the Investment Policy Statements, as needed.
- e. Review annually Agency Risk Management and Internal Control Standards (ARMICS)

G. Tuition and Fees:

1. Review and recommend tuition and fee charges to the BOV.

IV. MEETINGS

The Committee will meet at least four times annually. Additional meetings may be called as circumstances warrant. The Committee Chair will communicate with the Senior Vice President and Chief Financial Officer prior to each Committee meeting to finalize the meeting agenda and review the matters to be discussed.