



VIRGINIA COMMONWEALTH UNIVERSITY  
Virginia Commonwealth University

**Governance and Compensation Committee of the Board of Visitors  
Minutes**

Date: September 15, 2016  
Time: 9:20 a.m. – 10:50 a.m.  
Location: James Branch Cabell Library, 901 Park Avenue, Richmond, VA, Room 311

Present: Ms. Phoebe P. Hall, vice rector and chair  
Mr. Ronald McFarlane  
Mr. Alexander B. McMurtrie Jr.  
Mr. Keith T. Parker  
Dr. John W. Snow  
Mr. John A. Luke Jr., Rector  
Mr. Matthew A. Conrad  
Ms. Laurie J. Carter  
Mr. Jacob A. Belue  
Staff from VCU and VCUHS

Not available: Ms. Jacquelyn E. Stone, vice chair  
Ms. Colette W. McEachin

The meeting was called to order at 9:25 a.m. and, on motion made and seconded, the Governance and Compensation Committee approved the **minutes from meetings held on May 13 and August 18, 2016.**

The following items were presented for information and after general discussion follow-up requests were made:

- **Committee dashboard, charter and calendar** were reviewed and discussed.

Mr. Conrad provided an overview and staff is going to continue to work to define goals and clearly identify measures for those goals.

- **Board Assessment** – process and tools were reviewed and discussed. Mr.

Conrad will coordinate with the Association of Governing Boards (AGB) in using



VIRGINIA COMMONWEALTH UNIVERSITY  
Virginia Commonwealth University

**Governance and Compensation Committee of the Board of Visitors  
Minutes**

their board assessment tool. Ms. Hall will follow up with individual members of the board at the conclusion of AGB board assessment. Mr. Conrad will provide an update at the December meeting.

On motion made and seconded, the Governance and Compensation Committee convened into closed session to discuss certain personnel matters involving the performance of identifiable employees or faculty at VCU, and to discuss the performance evaluation of departments or schools of VCU where such evaluation will necessarily involve discussion of the performance of specific individuals, as authorized by Section 2.2-3711 A (1) of the Virginia Freedom of Information Act.

Following closed session, on motion made and seconded, the following Resolution was approved by acknowledgement of agreement with resolution of certification with a show of hands, all members were in agreement.

The Governance and Compensation Committee of the Board of Visitors of Virginia Commonwealth University hereby certifies that, to the best of each member's knowledge, (i) only public business matters lawfully exempted from open meeting requirements by Virginia law were discussed in the closed session meeting to which this certification resolution applies, and (ii) only such public business matters as were identified in the motion convening the closed session meeting were heard, discussed, or considered by the Governance and Compensation Committee of the Board of Visitors of Virginia Commonwealth University.

<u>Vote</u>	<u>Ayes</u>	<u>Nays</u>
Ms. Phoebe P. Hall, Vice Rector and Chair	X	
Ms. Jacquelyn E. Stone, vice chair	absent	
Ms. Colette W. McEachin	absent	
Mr. Ronald McFarlane	X	
Mr. Alexander B. McMurtrie Jr.	X	
Mr. Keith T. Parker	X	
Dr. John W. Snow	X	



VIRGINIA COMMONWEALTH UNIVERSITY  
Virginia Commonwealth University

**Governance and Compensation Committee of the Board of Visitors  
Minutes**

Mr. John A. Luke Jr., Rector

X

Vote:

Ayes: 6

Nays: 0

ABSENT DURING MEETING: 2

ABSENT DURING VOTING: 2

On motion made and seconded the Governance and Compensation Committee approved the recommendation to the full board of visitors approval of the 2015-16 Incentive as discussed for the President.

The meeting was adjourned at 10:18 a.m.