



**BOARD OF VISITORS
INTERCOLLEGIATE ATHLETICS COMMITTEE**

3:00 P.M.

APRIL 29, 2019

**910 WEST FRANKLIN STREET, PRESIDENT'S CONFERENCE ROOM
RICHMOND, VA**

MINUTES

DRAFT

MEMBERS PRESENT

Mr. John A. Luke Jr., Rector
Mr. Todd Haymore
Mr. Stuart C. Siegel
Mr. Keith Parker, Vice Rector

COMMITTEE MEMBER ABSENT

Mr. H. Benson Dendy III

OTHERS PRESENT

Ms. Karen Helderman, Executive Director for Audit and Compliance Services
Mr. James Fiorella, Associate University Counsel
Mr. Edward McLaughlin, Vice President and Director of Athletics
Ms. Michele N. Schumacher, J.D., Assistant to the President and Board Liaison
Media

CALL TO ORDER

Mr. John A. Luke, Jr., called the meeting to order at 3:01 p.m. He noted that due to previous commitments in Georgia, Mr. Parker was unable to be present in person and is joining the meeting via telephone from 2201 Lawrenceville Hwy., Decatur, GA 30033.

ACTION ITEM

Mr. Luke noted that there was one action item for the Committee, the approval of the Committee Charter, which was included in the Board materials. The Committee discussed the function of this Committee and noted that there may be overlap with other Board committees. This overlap was noted and the Committee recognized that there might be dual reporting on some items. Since the purpose of this Committee was to be an overseer of Intercollegiate Athletics and to ensure appropriate Board oversight the dual reporting was unavoidable.

Mr. Luke then asked for a motion to recommend that the Board of Visitors approve the Intercollegiate Athletics Committee Charter. After motion duly made and seconded, a roll call vote was taken:

<u>Vote</u>	<u>Ayes</u>	<u>Nays</u>
Mr. John A. Luke, Jr., Rector	X	
Mr. Todd Haymore	X	
Mr. Keith Parker	X	
Mr. Stuart C. Siegel	X	

With all members present voting in favor of the motion, the motion was unanimously adopted. A copy of the Intercollegiate Athletics Committee Charter is attached hereto as **Attachment A** and is made a part hereof.

CLOSED SESSION

Mr. Luke moved that the Intercollegiate Athletics Committee of the Board of Visitors of Virginia Commonwealth University convene a closed session under **Section 2.2-3711(A)(3)** of the Virginia Freedom of Information Act for the discussion or consideration of the acquisition of real property for a public purpose, and the disposition of publicly held real property where discussion in an open meeting would adversely affect the bargaining position or negotiating strategy of the public body. After second, a roll call vote was taken:

<u>Vote</u>	<u>Ayes</u>	<u>Nays</u>
Mr. John A. Luke, Jr., Rector	X	
Mr. Todd Haymore	X	
Mr. Keith Parker	X	
Mr. Stuart C. Siegel	X	

With all members voting in favor of the motion it was unanimously adopted.

RECONVENED SESSION

Following the closed session, the public was invited to return to the meeting. Mr. Luke called the meeting to order. On motion duly made and seconded, the following resolution of certification was approved by a roll call vote as set forth below:

Resolution of Certification

BE IT RESOLVED, that the joint meeting of the Athletic Facilities Advisory Group of the Board of Visitors of Virginia Commonwealth University certifies that, to the best of each member's knowledge, (i) only public business matters lawfully exempted from open meeting requirements under this chapter were discussed in the closed meeting to which this certification resolution applies, and (ii) only such public business matters as were identified in the motion by which the closed session was convened were heard, discussed or considered by the Committee of the Board.

<u>Vote</u>	<u>Ayes</u>	<u>Nays</u>
Mr. John A. Luke, Jr., Rector	X	
Mr. Todd Haymore	X	
Mr. Keith Parker	X	
Mr. Stuart C. Siegel	X	

All members present responding affirmatively, the resolution of certification was unanimously adopted.

ADJOURNMENT

There being no further business the meeting was adjourned at 4:30 p.m.

**VIRGINIA COMMONWEALTH UNIVERSITY
BOARD OF VISITORS INTERCOLLEGIATE ATHLETICS COMMITTEE**

CHARTER

Purpose of the Intercollegiate Athletics Committee

The primary purpose of the Intercollegiate Athletics Committee shall be to assist the Board in fulfilling its fiduciary responsibilities for oversight of the University's intercollegiate athletics program including but not limited to the following areas of athletics policy:

- Finances of the athletics programs, including budgeting, expenditures, and fund balances
- Student-athlete health and safety
- Admissions and academic policies for student-athletes including academic progress and integrity
- Institutional compliance with applicable rules and regulations, including those of the National Collegiate Athletic Association (NCAA) and the Conference
- Ethical behavior
- Athletics personnel
- Athletic facilities, including capital expenditures and debt.

Delegation

The Board of Visitors has delegated administrative responsibility for the management and quality of the University's intercollegiate athletics program to the President and the Vice President & Director of Athletics.

The Board's Intercollegiate Athletics Committee (Committee) in collaboration with the President and Vice President & Director of Athletics shall regularly monitor the University's intercollegiate athletics program (Program) and shall consider, among other items:

- Program consistency with the University's academic mission and strategies;
- Commitment to the academic success, and physical and social development of student-athletes;
- Commitment to the health, safety and welfare of student-athletes;
- Program quality and competitiveness;
- Equal opportunities for participation regardless of gender;
- Planning, including proposals for adding, modifying or discontinuing participation in individual sports programs, and the construction, removal and remodeling of athletic-facilities;
- Budgetary requirements for the Program;
- Athletic conference membership and realignment; and

- Compliance with NCAA and Conference rules and regulations, as well as applicable state and federal laws.

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 or interest that, in the opinion of the Board or the Committee members, would conflict with or impair a committee member's independence and fiduciary obligations to the University and the Program.

Responsibilities and Duties of the Intercollegiate Athletics Committee

In performing its oversight function, the Committee shall:

A. General:

1. Adopt a formal written charter that specifies the Committee's scope of responsibility. The charter should be reviewed annually and updated as necessary.
2. Review and approve the annual Committee work plan and any significant changes to the plan.
3. Maintain minutes of meetings.
4. Report Committee actions to the Board of Visitors with such recommendations as the Committee may deem appropriate.
5. Become well acquainted with all information and pertinent facts under the purview of the Committee.
6. Maintain appropriate flexibility to address changing conditions and provide reasonable assurances to the Board that the Program is in compliance with NCAA and conference rules and regulations, as well as applicable state and federal laws and regulations.

B. Specific Responsibilities.

1. Monitor the alignment of the Program to the University's mission, priorities and strategic plans, to include a regular review of pertinent data and other information.
2. Monitor the finances and business model of the Program, including compensation, fundraising, capital expenditures and debt-service commitments.
3. Consider whether the Program's budget reflects the University's mission and priorities.
4. Provide advice and counsel to the President and the Vice President & Director of Athletics in their development of Program plans, goals and objectives.
5. Consider whether the Program is an effective focal point for school spirit, community building, and a positive contributor to the University's brand.
6. Consider whether the Program is appropriately responding to student-athlete interests and needs, including health and safety.

7. Ascertain whether the University is actively complying with NCAA and conference rules and regulations, as well as applicable state and federal laws and regulations.
8. Review significant findings and recommendations received from the NCAA, the conference, state auditors, and other review teams and obtain assurances that any recommendations and requirements will be addressed appropriately within designated timeframes.
9. Consider whether the University is assessing the quality of the Program and using the assessment for continuous improvement.

MEETINGS

The Committee will meet at least four times annually. Additional meetings may occur more frequently as circumstances warrant.

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