

**West Virginia State University Board of Governors
Erickson Alumni Center, Grand Hall
January 28, 2016
Minutes**

1. Call to Order and Roll Call

Dr. Smith called the meeting of the West Virginia State University Board of Governors to order at 12:07 p.m.

Present: Dr. Guetzloff, Mr. Konstanty, Mr. Lipscomb, Mr. Payton, Dr. Smith, Mrs. Squirts, Mr. Swingle, Dr. Thralls, and Mr. Williams. Several members of the administration, faculty, and staff were also present.

2. Verification of Appropriate Notice of Public Meeting

Dr. Smith announced the verification of appropriate notice of public meeting.

3. Review and Approval of Agenda

Mr. Swingle motioned for approval of the agenda as presented, and Mr. Konstanty seconded the motion. The motion carried.

4. Review and Approval of Minutes of Previous Meetings

Mr. Konstanty motioned for approval of the minutes of the December 11, 2015 and January 4, 2016 meetings, and Mr. Lipscomb seconded the motion. The motion carried.

5. Reports from Board Committees

Presidential Search Advisory Committee:

Mr. Lipscomb and Mrs. Pitchford co-chaired the Committee, and Mr. Lipscomb presented the report.

- The Committee met on January 22, 2016 and selected the search firm of Greenwood Asher.
- Dr. Asher visited campus yesterday and participated in forums with alumni, community members, staff, faculty, students, and Foundation Board members.
- The Committee met following the forums and received a summary of feedback from the forums by Dr. Asher. Information obtained in the forums will assist in the preparation of a job description, which will be advertised locally and nationally. Dr. Asher also provided a review of the search process.
- The Committee will meet again in mid-March, and it is anticipated that there will be a pool of candidates at that time.

Institutional Advancement:

Dr. Smith chaired the Committee and presented the report.

- The Committee received a comparative gift report. To date, more than \$5.2 million has been raised this year.
- The number of new donors this year is 647 compared to 808 this time last year.

- New gifts received include \$125,000 from the Maier Foundation, \$50,000 from Reserve Oil and Gas, and \$50,000 from Thurgood Marshall College Fund. Several proposals are pending.
- The Committee received an overview of events planned for the 125 Years of Service Celebration.

Audit:

Mr. Swingle chaired the Committee and presented the report.

- The Committee received an in-depth presentation by Chris Knopik and Christina Bowman of CliftonLarsonAllen.
- The audit report will be presented to the full Board later on the agenda.

Recruitment and Retention:

Mrs. Pitchford chaired the Committee, but could not attend the full Board meeting. Therefore, Dr. Thralls presented the report.

- The Committee discussed the partnership between the University and Royall and Company. Positive reports were received with respect to early results from the partnership, and applications have increased dramatically.
- Admits increased from 540 to 1,646; although, these are not enrolled students, the Admissions staff is very pleased with the increased pool of students, and they are working diligently on confirmations.

Academic Policies Committee:

Dr. Thralls chaired the Committee and presented the report.

- The Committee will receive two program reviews at the next meeting.
- The Committee received informational updates on two programs, Sports Studies and Business Administration.
- The Business Administration program was recently accredited for 10 years by the Accreditation Council for Business Schools and Programs (ACBSP).

Finance:

Mr. Susman was unable to attend the meeting. Therefore, Mr. Swingle chaired the Committee and presented the report.

- The Committee received a presentation from Adam Krason of ZMM Architects and Engineers on the revised Campus Development Plan.
- The Committee went into executive session to discuss a land purchase, which will be recommended to the full Board for approval later on the agenda.
- Vice President Jones presented the December BOG Budget Report.

6. Possible Executive Session under the Authority of West Virginia Code §6-9A-4 to Discuss Legal, Personnel, and Property Matters

Mr. Swingle motioned for approval to go into executive session, under the authority of West Virginia Code §6-9A-4, to discuss legal, personnel, and property matters. Mr. Konstanty seconded the motion, and the motion carried.

A motion to arise from executive session and reconvene into regular session was made by Mr. Swingle, and Mr. Konstanty seconded the motion. The motion carried. Dr. Smith asked for the record to reflect that the Board only discussed items related to the topics listed, that no decisions were made in executive session, and no motions or votes were taken.

7. Report from the University President

President Hemphill began his report with a highlight of the 125 Years of Service Celebration that will take place on March 17, 2016 in the D. Stephen and Diane H. Walker Convocation Center. The event will include a program highlighting 125 Years of Service followed by a luncheon. Another featured event will be the public release and private signing of *A Place We Love so Dear, a Collection of Campus Drawings* by Dr. R. Charles Byers. Each member of the Board will receive a personalized, signed copy to commemorate this special year of celebration.

a. University Reports Forwarded by Board Committees

- Item 8.a.i: President Hemphill introduced Chris Knopik and Christina Bowman of CliftonLarsonAllen. Mr. Knopik participated via conference call. The auditors provided a financial statement audit presentation to the full Board, which included an overview of the audit process, audit results, governance communication, and higher education trends. Ms. Bowman reported that the audit results indicate the financial statement amounts are an unmodified opinion and there were no findings of non-compliance. One material weakness was identified related to internal control; no significant deficiencies were found. The Statement of Net Position shows capital assets and noncurrent liabilities increased because of the new residence hall. Operating revenues totaled \$28,703,862 compared to \$29,569,290 the previous year; the decrease is partly due to the nearly \$400,000 reduction in funding from the state. Total operating expenses were essentially flat, totaling \$48,133,008 compared to \$48,268,054 last year. The auditors provided an overview of the required governance communication letter, which addresses the overall audit, estimate, difficulties, and other items of note, such as postemployment benefit liability adjustment, no passed/waived adjustments, etc. The final communication is for this particular audit relates to the delay in information provided by the state, which delayed the auditors' ability to conclude the financial statement audit within the normal timeframe. Following Board discussion, Mr. Williams motioned that the West Virginia State University Board of Governors accepts the financial statements audit as presented. Mr. Swingle seconded the motion, and the motion carried.
- Item 8.a.ii: President Hemphill asked Adam Krason of ZMM Architects and Engineers to come forward and present the updated final draft Campus Development Plan. Mr. Krason said the Campus Development Plan focuses on maintaining and enhancing existing facilities on campus for the next 10 years. The Plan also identifies more long-range planning beyond the 10-year period.

Mr. Krason said the plan does not include any new facilities on campus; however, it includes a proposed property acquisition that is currently in process. He provided an overview of the schedule of deferred maintenance project, which is broken down into multiple phases. Following Board discussion, Mr. Swingle motioned that the Board approves the Campus Development Plan as presented. Dr. Guetzloff seconded the motion, and the motion carried.

- Item 7.a.iii: President Hemphill said he brings before the Board for approval a recent land purchase. As reported by Mr. Swingle, the land purchase was approved by the Finance Committee as part of their meeting earlier today and is recommended to the full Board for approval. Mr. Swingle motioned that the West Virginia State University Board of Governors approve the recent land purchase. Mr. Williams seconded the motion, and the motion carried.
- Item 7.a.iv: President Hemphill asked Mr. Jones to provide the budget report. Mr. Jones said adjustments were made to the November report and have been incorporated into the December report. The report is on a modified cash basis. The general revenue target is 50 percent and performance indicators in the report are based on that percentage. The University's total income is at 47.60 percent. The report also includes the four percent cut from state appropriations that occurred on January 1, 2016. Mr. Jones referred to footnotes four and five regarding reductions to additional income items. Expenses are at 49.01 percent, and the target is 50 percent. For the auxiliary accounts, the Student Union Operation account deficit is being analyzed. The Housing account was reviewed, and it was discovered that the bulk of the deficit is due to payments that have not been applied to the account, and some expenses were higher than anticipated. The Dining Food Services account is performing well. The Athletics accounts continue to face fiscal challenges. The Faculty Housing and Parking are fiscally healthy. The Bookstore account should be more favorable than currently reported, and staff are reviewing this area, as well.

Before concluding his report, President Hemphill distributed special edition lapel pins commemorating the University's 125th Celebration. He announced that the University will be releasing the full schedule of events, including dates, times, locations, and descriptions, to the campus community and the general public in the coming days.

8. Other Matters

No other matters were brought before the Board for discussion.

9. Next Meeting Date

Dr. Smith said the next Board of Governors meeting will be held on March 17, 2016.

10. Adjournment

With there being no further business, the meeting adjourned at 1:51 p.m.

Respectfully submitted,



William Lipscomb
Secretary

Approved:
Dr. Ann Brothers Smith
Chair

