MINUTES OF A REGULAR MEETING OF THE
BOARD OF VISITORS OF VIRGINIA COMMONWEALTH UNIVERSITY
November 19, 1992

A regular meeting of the Board of Visitors of Virginia Commonwealth University was held on Thursday, November 19, 1992, at 9 a.m. in the University Meeting Center.

Present were Messrs. Gregory (Rector), Arenstein, Framme, Meador, Siegel, Townes, Weinberg and Whitworth; Drs. Berenguer, Dombalis, Holland, Johnson and Peay; and Mesdames Epps and Teig. Dr. Gilmer was absent. Also present were Drs. Trani, Dewey, Harris, Jones, Ruch and Wilson; Messrs. Bruegman, Poe, Ross and Wyeth; and Mrs. Price.

The President's Report followed:

Dr. Trani introduced the following people:

Mrs. Jeanette Lipman was presented with a Memorial Resolution honoring her husband, Mr. Eric Lipman. Mr. Lipman was a member of the Board from 1983 to 1991. He served as Vice Rector of the Board in 1986-87 and again in 1990-91. Mr. Lipman served on the Academic Policy Committee, Audit Committee, Health Affairs Committee, Property Committee and served as Chair of the Student Affairs Committee as well as being a member for six years. He was also a member of the MCV Foundation and was Vice-Chairman of the Massey Cancer Center's Advisory Board. Mr. Lipman was a devoted Board member and a wonderful friend to the University. His presence has been missed.

Mr. Al Mottesheard, the University Treasurer, Ms. Kristen Lynch, the University Bursar, and Ms. Connie Davidson, Manager of Accounts Receivables and Collections, have recently been honored by the State Treasurer of the Commonwealth of Virginia as the first higher education recipients of the Department of the Treasury Innovations in Cash Management Award. This program is one of Governor Wilder's Operation Streamline projects designed to highlight innovative and efficient programs in cash management. The award winning submission was for a return item lockbox which streamlines the collection process for returned checks. This award is an outstanding achievement for VCU's Treasury Department and reflects favorably on the University.
On November 16, Mark E. Smith joined VCU's family and will be assisting Don Gehring in the governmental relations efforts. Mark is a 1980 VCU graduate -- with honors -- and is currently working on his M.P.A. in VCU's evening division. Mark brings over ten years of Virginia legislative and political experience to the job having worked in the Attorney General's office and the Governor's Cabinet.

Dr. Trani also discussed the article in the Chronicle for Higher Education entitled the "1% Decline in State Support for Colleges Thought to be First 2-Year Drop Ever;" VCU graduation rates; and VCU's response to recent SCHEV proposals. Also, Mr. Ric Arenstein gave a report on the September, 1992, trip to Israel.

On motion made and seconded, the following items from the Consent Agenda were approved:

Board of Visitors
- Minutes of a Special Meeting held September 16, 1992
- Minutes of a Regular Meeting held September 17, 1992
- Minutes of a Board Retreat held October 9, 1992
- Minutes of a Board Retreat held October 10, 1992

Academic Policy Committee
- Minutes of a Meeting held September 16, 1992
- Discontinuation of Program: Undergraduate Program in Physical Therapy

Ad Hoc Committee on Retreat Planning
- Minutes of a Meeting held August 26, 1992

Advancement Committee
- Minutes of a Meeting held September 16, 1992

Audit Committee
- Minutes of a Meeting held September 17, 1992

Finance and Investment Committee
- Minutes of a Meeting held September 16, 1992

Health Affairs Committee
- Minutes of a Meeting held September 16, 1992
- MCVH Compensation Program
- Capital Reserve Fund

Nominating Committee
- Minutes of a Meeting held September 16, 1992

Property Committee
- Minutes of a Meeting held September 16, 1992
- Lease of Space
  - 106 North Linden Street
  - 700 West Grace Street
- Easements
  - MCV Campus Parking Deck
  - Medical College of Virginia Alumni House

Student Affairs Committee
- Minutes of a Meeting held September 16, 1992
The following items were submitted for information:

Academic Policy Committee
. Report on Grants, Contracts and Intellectual Property
. Report on Fall Enrollment
. Report on Undergraduate Admissions
. Report on Degrees Awarded
. Update on Strategic Plan

Advancement Committee
. Advancement Division Reports
. Governmental Relations Report

Finance and Investment Committee
. Annual Report on Foundations
. Quarterly Budget Report - September 30, 1992

Health Affairs Committee
. Hospital Statistics -
  . July - September 1992
. Revised Hospital Budget - FY 1992-93
. Contracts
  . Cardiac Catheters, Wires, Accessories
  . Infectious Medical Wastes
  . Blood Bank
. Financial Arrangements for Clinical Teachers

Property Committee
. Notification of Contract Awards
  . West Hospital Mechanical Upgrade, Phase II
  . Medical Sciences Building Sitework, Demolition of Dooley and St. Philip's Hospitals
  . Capital Project Status Report

Student Affairs Committee
. Report on Fall Enrollment
. Report on Undergraduate Admissions
. Report on VCU Honor Code
. Report on Athletics Gender Equity

On motion made and seconded, the following Resolution, the Authority for the President to Sign a Memorandum of Understanding between Virginia Commonwealth University and Virginia Biotechnology Research Park, was approved:

WHEREAS, the Board of Visitors of Virginia Commonwealth University (the "Board of Visitors") continues to be encouraged about the prospect of the establishment of a Biotechnology Research Park (The "Research Park") in downtown Richmond adjacent to the Medical College of Virginia Campus of the Virginia Commonwealth University (The "University"); and

WHEREAS, the Board previously has authorized the President of the University to represent the interests of the University in connection
with the planning and development of the Research Park by, among other things, his service on the Board of Directors of Virginia Biotechnology Research Park, Inc. ("VBRP"); and

WHEREAS, the Board of Directors of VBRP has requested the Board of Visitors of the University to confirm its continuing support of the Research Park project by authorizing the President of the University to execute on behalf of the University a Memorandum of Understanding (the "MOU") between the University and VBRP, in substantially the form of the document attached to this Resolution; and

WHEREAS, the execution of the aforesaid Memorandum of Understanding would not give rise to binding legal obligations on the part of the University but, rather, would constitute a clear statement of the University's intent to support further development of the Research Park; and

WHEREAS, the Board of Visitors desires to demonstrate its continuing support of the Research Park project by authorizing the President of the University to execute the aforementioned Memorandum of Understanding with the VBRP;

NOW THEREFORE, be it RESOLVED by the Board of Visitors of Virginia Commonwealth University that Dr. Eugene P. Trani, President of the University, hereby is authorized to execute, on behalf of the University, a Memorandum of Understanding with the Virginia Biotechnology Research Park in substantially the form of the draft Memorandum of Understanding which has been shared with the Board of Visitors.

On motion made and seconded, the Board convened into executive session to discuss certain personnel matters involving the performance of identifiable employees or faculty of VCU, and to discuss the evaluation of performance of departments or schools of VCU where such matters regarding such individuals might be affected by such evaluation including Faculty Appointments and Changes in Status, Full and Consultative Hospital Privileges, Report on the Strategic Plan for the Academic Medical Center, Audit Reports of individually identified departments and/or schools, and to discuss legal matters, active and recently resolved litigation and probable litigation with its attorney, and to discuss the condition, acquisition or use of real property for public purpose or of plans for the future of a state institution of higher education which could affect the value of property owned or desirable for ownership by such institution, and to discuss the
investing of public funds, and to discuss matters relating to gifts, bequests, and fund-raising activities including a report on the University Volunteer Structure and a Future Campaign and the approval of the Named Funds Report as authorized by Section 2.1-344 a(1), a(3), a(7) and a(8) of the Virginia Freedom of Information Act.

Following executive session, on motion made and seconded, the following Resolution was approved by roll call vote:

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 executive session meeting to which this certification resolution applies, and (ii) only such public business matters as were identified in the motion convening the executive session meeting were heard, discussed or considered by the Board of Visitors of Virginia Commonwealth University.

ROLL CALL VOTE:

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<th>Name</th>
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<td>Mr. Roger L. Gregory, Rector</td>
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<td>Mr. Richard A. Arenstein</td>
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<td>Dr. Thomas J. Berenguer</td>
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<td>Rev. Constantine N. Dombalis</td>
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<td>Mrs. Rozanne G. Epps</td>
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<td>Mr. Lawrence W. Framme, III</td>
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<td>Dr. Robert D. Gilmer</td>
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<td>Dr. William E. Holland</td>
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<td>Dr. Harry I. Johnson, Jr.</td>
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<td>Mr. Richard L. Meador</td>
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<td>Dr. Clifton L. Peay</td>
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<td>Ms. Eva S. Teig</td>
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<td>Mr. Clarence L. Townes, Jr.</td>
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<td>Mr. Jay M. Weinberg</td>
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<td>Mr. F. Dixon Whitworth, Jr.</td>
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VOTE:

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ABSENT DURING MEETING: 1
ABSENT DURING VOTING: 3

On motion made and seconded, the Board accepted the Report of the President; approved the Consent Agenda Action items including: Faculty
Appointments and Changes in Status and Other Personnel Actions, Full and Consultative Hospital Privileges and the Named Funds Report; accepted the Consent Agenda Information items including: the Advancement Committee's Report on University Volunteer Structure and a Future Campaign, the Audit Committee's Reports, the Property Committee's Report on Matters Relating to Real Estate Acquisition and/or Usage; and accepted the Report of the General Counsel and the Health Affairs Committee's Report on the Strategic Plan for the Academic Medical Center.

The meeting was adjourned at 12:30 p.m.

Rozanne G. Epps, Secretary

Roger L. Gregory, Rector