A regular meeting of the Board of Visitors of Virginia Commonwealth University was held on Thursday, February 8, 2001, at 9 a.m. in the University Meeting Center located at 101 North Harrison Street.

Present were Messrs. Flippen (Rector), Axselle, Gresham, Plymale, Pyon, Rigsby and Townes; Drs. Long, Perkinson and Smith; and Mesdames Miles and Petera. Absent were Dr. Wootton; Messrs. Markel and Weinberg; and Ms. Bennett. Also present were Drs. Trani, Cummins, Huff, Kontos, McDavis, Rhone, Self and Torr; Messrs. Bunce, Gehring, Ross, Timmreck and Wyeth; and Mesdames Jones, Messmer, and Price.

Mr. Flippen called the meeting to order and introduced members of the press. The Report of the President followed:

April L. Burke was introduced. Ms. Burke has established Lewis-Burke Associates. The Lewis-Burke Associates provide governmental relations counsel to clients on public policy and federal legislation. Mr. Mark D. Marin was also introduced. Mr. Marin is an experienced analyst in the fields of science policy, congressional appropriations, and higher education. Other universities Lewis-Burke represents include University of Southern California, University of Cincinnati, University of Houston System, and Syracuse University.

Ms. Negar Golesorki, VCU’s student representative to the Board, was introduced. Negar is a medical student who will graduate in 2002. In 1998 Negar received a post-baccalaureate certificate in anatomy from VCU’s Department of Anatomy; Negar earned both undergraduate and graduate degrees in biology from George Mason.

Highlights on enrollment were presented. Freshman applications are currently up 926 from February, 2000. VCU has received 6,210 freshman applications, an 18 percent increase from 2000. The average SAT score
is unchanged from 2000 (1032) while the average high school GRE has increased from 3.06 to 3.14. Out-of-state applications are up 37 percent.

A presentation on Research was presented for information.

Dr. Smith reported for the Academic and Health Affairs Committee. The Dual Degree Program in Medicine and Health Administration was presented. To meet the demand for physician administrators, the VCU Programs in Health Administration (School of Allied Health Professions) are proposing a dual degree program with the VCU School of Medicine. The cooperative venture between the two schools would be established to recognize the need for training and education of physicians for roles as healthcare executives and medical care leaders that are knowledgeable about the organization, financing, and delivery of health services. The degree is a dual degree program that combines the coursework of two existing programs, therefore no new courses or degree programs are being proposed. The Academic and Health Affairs Committee recommended to the full Board the approval of the Dual Degree Program in Medicine and Health Administration.

The VCU Branch Campus in Doha, Qatar, offering Bachelor of Fine Arts Degrees in Fashion Design, Graphic Design and Interior Design, was presented. Virginia Commonwealth University will establish a branch campus in Doha, Qatar as of September 2001, initially offering Bachelor of Fine Arts degrees in Fashion Design, Graphic Design, and Interior Design with an anticipated four-year enrollment of 250 students. Students will come primarily from Qatar and other states in the Arabian Gulf region. On motion made and seconded, the Academic and Health Affairs Policy Committee recommended to the full Board the approval of
the VCU Branch Campus in Doha, Qatar, offering Bachelor of Fine Arts Degrees in Fashion Design, Graphic Design, and Interior Design.

The following reports were presented for information: Faculty Profile; VCU Health System Financial Statement Summary Fiscal Year 2001 – Five Months ending November 30, 2000; Faculty Advising of Students; and a report on Institutional Effectiveness - VCU Status Report.

Dr. Perkinson reported that the Advancement and External Relations Committee meeting was cancelled due to a lack of a quorum.

Dr. Perkinson reported for the Finance, Investment and Property Committee. The Request for Proposals (RFP) for a Food Services Provider was presented. VCU Dining Services is seeking a food service contractor to provide for the management and operation of board plan programs, food courts, snack vending, and satellite food/beverage carts and kiosks. The intent of the RFP is to solicit proposals establishing a contract through competitive negotiations with a firm or firms to provide enhanced food services at the termination of the current renewal option period. The Finance, Investment and Property Committee recommended to the full Board the approval of the Requests for Proposals for a Food Services Provider.

The Professional Architectural/Engineer Selection for Professional Architectural/Engineering Term Contracts was presented. Facilities Management routinely retains the services of architectural and engineering firms on a two-year term contract to provide professional services for construction and renovation projects, feasibility studies and planning initiatives. Services are provided to the
University, the VCU Foundation, the VCU Real Estate Foundation, and affiliated entities. Some advantages include a reduction in the cost of time and advertising for services, a shorter response time from the architect/engineer, and an improved efficiency and clarity in the production of the contract documents. The number of firms selected is based on the type of firm and the two-year projected workload. The firms recommended were: LKPW Architects; Rawlings Wilson; Kelso and Easter; Teng & Associates; CEGG Associates; Versar Greenwood; John T. Moore & Associates; Pace Collaborative; Draper Aden; Dunbar, Milby, William, Pittman & Vaughan; Higgins & Gerstenaier; and Scribner, Messer, Brady & Wade. The Finance, Investment and Property Committee recommended to the full Board the approval of the term contracts with the firms listed for a period of one year, with an option for a one-year extension.

The Architect Selection for the Gladding Residence Center Addition was presented. The project adds 172 beds of apartment style housing in an addition to the Gladding Residence Center. The new building will be freestanding and will complete the existing Gladding Residence complex. The facility will be traditional dormitory construction with brick exterior that will blend compatibly with existing housing. The recommended firm is Little & Associates Architects. The Finance, Investment and Property Committee recommended to the full Board the approval of the architect selection for the Gladding Residence Center Addition.

The following items were presented for information: VCU Health System Financial Statement Summary Fiscal Year 2001 – Five Months Ending November 30, 2000; University Quarterly Budget Performance Report for December 31,
2000; Unaudited GASB 34 Financial Statements/Audited Financial Statements as of June 30, 2000; Sources and Uses of Funds Received from Related Foundations: 1999-2000; Annual Report for MCV Foundation; Summary of Legislative Amendments; Process for Updating Long Range Financial Plans; Update on Maintenance Reserve and Classroom Renovations; Notifications of Contract Awards for School of Business HVAC Repairs and Interior Painting; the Virginia Biotechnology Research Park Authority Summary of Occupancy/Lease Intent; and the Capital Project Status Report.

Mr. Gresham reported for the Student Affairs Committee. An update on the Virginia Commonwealth University Honor System Review was presented. The VCU Honor System was initially approved by the Board of Visitors on January 17, 1991. Revisions approved on November 22, 1996, provide for a review process to take place every three years. The Honor System Review Committee, appointed by the Provost, began work on September 29, 2000, and has met 11 times. The committee is composed of four faculty members, two students, the administrator of the Academic Campus Honor Council, and the Advisor to the MCV Campus Honor Council. The committee concentrated on three primary questions: (1) Should the penalty section be revised from the current multi-sanction format to one of a single sanction? (2) Are there ways to bring the two campuses closer together procedurally? and (3) Should the current system of transcript notations be modified? The Honor Review Committee continues to meet in an effort to present a final recommendation to the Provost as soon as possible.
On motion made and seconded, the following items on the Consent Agenda were approved:

Board of Visitors
- Minutes of a Special Meeting held November 8, 2000
- Minutes of a Meeting held November 9, 2000
- Minutes of a Retreat held January 13, 2001

Academic and Health Affairs Policy Committee
- Minutes of a Meeting held November 8, 2000
- MD/MHA Dual Degree Program, School of Allied Health Professions and School of Medicine
- VCU Branch Campus in Doha, Qatar, Offering Bachelor of Fine Arts Degrees in Fashion Design, Graphic Design, and Interior Design

Advancement and External Relations Committee
- Minutes of a Meeting held November 8, 2000

Audit Committee
- Minutes of a Meeting held November 8, 2000

Executive Committee
- Minutes of a Meeting held December 15, 2000

Finance, Investment and Property Committee
- Minutes of a Meeting held November 8, 2000
- Request for Proposals: Food Services Provider
- Architect/Engineer Selection for the Professional Architectural/Engineering Term Contracts
- Architect/Engineer Selection for Gladding Residence Center Addition

The Transfer of Quasi-Endowment Funds was presented. The Department of Pharmacology and Toxicology has requested the use of the quasi-endowment funds to meet critical teaching, research and clinical needs. On motion made and seconded, the Board approved of the Transfer of Quasi-Endowment Funds.

The new degree program for the Doctor of Physical Therapy, School of Allied Health Professions was presented. The new degree program replaces the Master of Science in Physical Therapy degree and will position the Department of Physical Therapy to compete in the marketplace of Physical Therapy pro-
grams and maintain the present high ranking of VCU’s Physical Therapy pro-
gram. On motion made and seconded, the Board moved to approve the estab-
ishment of the new degree program - Doctor of Physical Therapy, School of Al-
lied Health Professions - with the specific provision that the action in no way shall
be deemed supportive of any legislation pending – currently or prospectively –
before the Virginia General Assembly pertaining to the practice of physical ther-
apy.

A status report on Institutional Effectiveness was presented for
information.

On motion made and seconded, the Consent Agenda Items for Informa-
tion were accepted.

Mr. Flippen appointed the following members to serve on the Board Nomi-
nating Committee for Rector: Mr. Clarence L. Townes; Drs. Smith and Wootton;
and Mr. Weinberg.

The Revisions to the Health System, Inc. Bylaws were presented. On
motion made and seconded, the following resolution was approved:

WHEREAS, amendments to the Articles of Incorporation and Bylaws of
University Health Services, Inc. (“UHS”) currently must be approved by the Board
of Directors of UHS, the Board of Visitors of Virginia Commonwealth University
(the “University”) and by the Board of Directors of the Virginia Commonwealth
University Health System Authority (the “Authority”); and

WHEREAS, in light of the establishment of the VCU Health System and
the nature of the current activities of UHS and the Authority, management of
UHS has proposed to amend and restate the Articles of Incorporation of UHS in
the form attached hereto as Exhibit A, and to amend and restate the Bylaws of
UHS in the form attached hereto as Exhibit B; and

WHEREAS, among other changes such amendments would eliminate the
need for the Board of Visitors to approve future amendments to the UHS Articles
of Incorporation or Bylaws but would retain the requirement that such amend-
ments be approved by the Board of Directors of the Authority; and

WHEREAS, the Board of Visitors has concluded that the proposed
amendments are appropriate;

NOW, THEREFORE, be it resolved by the Board of Visitors of Virginia
Commonwealth University

1. that the amendment and restatement of the Articles of Incorporation
   of University Health Services, Inc. in the form attached hereto as
   Exhibit A is hereby approved; and

2. that the amendment and restatement of the Bylaws of University
   Health Services, Inc. in the form attached hereto as Exhibit B is
   hereby approved; and

3. that the foregoing resolutions shall be effective immediately upon
   their adoption.

A presentation on the Process for Updating Long-Range Financial
Plans was presented for information.

On motion made and seconded, the Board convened into closed ses-
son to discuss certain personnel matters and matters relating to the performance
of identifiable employees and faculty of VCU and to discuss the performance of
departments or schools of VCU where such matters regarding such individuals
might be affected by such evaluations including the Faculty Appointments and
Changes in Status and other personnel actions; and to discuss the condition, ac-
quisition or use of real property for public purpose, or of the disposition of publicly
held property, 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, including the acquisition and/or disposition of property adjacent
to the Academic Campus; and to consult with legal counsel pertaining to actual
and probable litigation, and other specific legal matters requiring the provision of
legal advice by counsel, including the Report of the General Counsel; to discuss
matters relating to gifts, bequests, and fundraising activities, including the ap-
proval of the Named Funds Report and Facility Naming recommendations; and to
discuss matters relating to honorary degrees and special awards, including the
Report of the Special Awards Committee, as authorized by Section 2.1-344 A(1),
A(3), A(7), A(8) and A(10) of the Virginia Freedom of Information Act.

Following closed 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 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 Board of Visitors of Virginia
Commonwealth University.

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<thead>
<tr>
<th>Roll Call Vote</th>
<th>Ayes</th>
<th>Nays</th>
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<tr>
<td>Mr. Edward L. Flippen, Rector</td>
<td>X</td>
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<tr>
<td>Mr. Ralph L. &quot;Bill&quot; Axselle, Jr.</td>
<td>X</td>
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<td>Ms. Yvonne E. R. Benner</td>
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<td>Absent</td>
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<tr>
<td>Mr. Timothy L. Gresham</td>
<td>X</td>
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<td>Dr. Stephen P. Long</td>
<td>X</td>
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<tr>
<td>Mr. Steven A. Markel</td>
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<td>Absent</td>
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<tr>
<td>Ms. Angela Miles</td>
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<td>Mrs. Anne P. Petera</td>
<td>X</td>
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<td>Dr. W. Baxter Perkinson, Jr.</td>
<td>X</td>
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<tr>
<td>Mr. Monty W. Plymale</td>
<td>X</td>
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<td>Mr. Harold Y. Pyon</td>
<td>X</td>
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<td>Mr. Robert E. Rigsby</td>
<td>X</td>
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<td>Dr. Lindley T. Smith</td>
<td>X</td>
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<tr>
<td>Mr. Clarence L. Townes, Jr.</td>
<td>X</td>
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<tr>
<td>Mr. Jay M. Weinberg</td>
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<td>Absent</td>
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<tr>
<td>Dr. Percy Wootton</td>
<td></td>
<td>Absent</td>
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</table>
Vote:

Ayes: 12
Nays: 0

Absent during meeting: 4
Absent during voting: 4

On motion made and seconded, the Board accepted the Report of the President; approved the recommendations of the Student Affairs Committee for the Board of Visitors Award selection; approved the Faculty Appointments and Changes in Status and other personnel actions, as amended; approved the acquisition of property adjacent to the Academic Campus; approved the Named Funds Report and Facility Naming recommendations; accepted the Closed Session Committee reports; accepted the Report of the General Counsel; and supported the proposal to name the President of VCU as the President of the VCU Health System Authority.

The meeting was adjourned at 1:40 p.m.

Edward L. Flippen, Rector

Lindley T. Smith, Secretary