

**RADFORD UNIVERSITY**  
**BOARD OF VISITORS**  
**GOVERNANCE AND ADMINISTRATION COMMITTEE**  
November 29, 2011

**APPROVED**

**MINUTES**

**Committee Members Present:**

Ms. Linda K. Whitley-Taylor, Chair  
Mr. Ronald R. Wesley, Vice Chair  
Ms. Nancy E. Artis  
Mr. Matthew B. Crisp, (participated by telephone)  
Mr. Thomas E. Fraim, Jr.  
Mr. Stephen A. Musselwhite, Rector  
Mr. Mark R. Pace, Vice Rector

**Others Present:**

President Penelope W. Kyle  
Mr. Ronald C. Forehand, Senior Assistant Attorney General, Commonwealth of Virginia

**CALL TO ORDER**

Ms. Linda K. Whitley-Taylor, Chair of the Committee, formally called the meeting to order at 1:00 p.m., Tuesday, November 29, 2011 at One James Center, 901 East Cary Street, Richmond, Virginia.

**COMMITTEE MEMBER LOCATION**

Mr. Matthew B. Crisp  
Intrexon Corporation  
108 T.W. Alexander Drive  
Library Conference Room  
Research Triangle Park, NC 27709

**APPROVAL OF AGENDA**

Rector Stephen A. Musselwhite made the motion to approve the November 29, 2011 meeting agenda as published prior to the meeting. Mr. Ronald R. Wesley seconded the motion, and the motion carried unanimously.

**APPROVAL OF MINUTES**

Ms. Whitley-Taylor asked for a motion to approve the minutes of the September 15, 2011 meeting of the Governance and Administration Committee, as distributed. Ms. Nancy E. Artis made the motion; Mr.

Thomas E. Fraim, Jr. seconded the motion, and the motion carried unanimously. A copy of the minutes is attached hereto as ***Attachment A*** and made a part hereof.

### **CLOSED SESSION**

Mr. Wesley moved that the committee convene in a closed meeting, pursuant to Section 2.2-3711-A (1) of the Virginia Freedom of Information Act, for the purpose of discussion of personnel matters, in particular, evaluation of an employee. Ms. Artis seconded the motion, which passed unanimously.

President Penelope W. Kyle left the meeting shortly after the closed session began.

### **RECONVENED SESSION**

Following the Closed Session, the public was invited to return to the meeting. Ms. Whitley-Taylor called the meeting to order and made the motion to return to open session. Her motion was seconded by Mr. Wesley.

### **Certification of Executive Meeting**

WHEREAS, the Radford University's Board of Visitors has convened an executive meeting on this date pursuant to an affirmative recorded vote and in accordance with the provisions of The Virginia Freedom of Information Act; and

WHEREAS, Section 2.2-3712 of the Code of Virginia requires a certification by this Board that such closed meeting was conducted in conformity with Virginia law;

NOW, THEREFORE, BE IT RESOLVED, that the Governance and Administration Committee of the Radford University Board of Visitors hereby certifies that, to the best of each member's knowledge, (1) only public business matters lawfully exempted from open meeting requirements under Virginia law and (2) only such public business matters as were identified in the motion by which the closed meeting was convened were heard, discussed or considered in the meeting by the Radford University Board of Visitors.

<b>VOTE:</b>	yes - Ms. Linda K. Whitley-Taylor	yes - Mr. Stephen A. Musselwhite
	yes – Ms. Nancy E. Artis	yes - Mr. Mark R. Pace
	yes - Mr. Matthew B. Crisp (by telephone)	yes - Mr. Ronald R. Wesley
	yes – Mr. Thomas E. Fraim, Jr.	

### **ADJOURNMENT**

With no further business to come before the committee, Ms. Whitley-Taylor adjourned the meeting at 3:15 p.m.

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Linda K. Whitley Taylor, Chair  
Governance and Administration Committee