



**JOINT MEETING OF IALR BOARD OF TRUSTEES (BOT)
AND IALR FOUNDATION BOARD OF DIRECTORS (FBOD)**

Minutes – August 22, 2019

<p><u>Board of Trustees Present</u> Ms. Petrina Carter Mr. Ben Davenport Dr. Roy Ford* Dr. Tiffany Franks (<i>left @ 11:05 a.m.</i>) Mr. Don Merricks, <i>Chairman*</i> Dr. Jackie Gill Powell (<i>arrived @10:15 a.m.</i>) Mr. Lott Rogers* Ms. Kris Willard*</p> <p><u>Board of Trustees unable to attend</u> Dr. Angeline Godwin Dr. Guru Ghosh Mr. Charles Majors Mr. Joe May Mr. John Mead, <i>Vice Chairman</i> Ms. Connie Nyholm Ms. Joyce Wright*</p>	<p><u>IALR Leadership & Officers Present</u> Ms. Angie Anderson, BOT Treasurer & Senior Accountant Dr. Julie Brown, Director of Advanced Learning Ms. Leslie Dobbins, Dir., Conference Center & Operations Mr. Mark Gignac, Executive Director Ms. Linda Hutson-Green, Dir. Of Economic Dev. (SVRA) Dr. Scott Lowman, Director of Applied Research Ms. Pam Patterson, BOT Secretary & Exec. Admin. Assist. Mr. Troy Simpson, Director of Advanced Manufacturing</p> <p><u>IALR Leadership & Officers unable to attend</u> None</p> <p><u>Guests</u> None</p>
<p><u>Foundation Board of Directors Present</u> Ms. Barbara Bass Dr. Roy Ford, <i>Vice President*</i> Mr. Mark Gignac, Executive Director, IALR Mr. Don Merricks Chairman, IALR BOT (<i>Ex Officio</i>)* Mr. Lott Rogers, <i>President*</i> Ms. Kris Willard*</p> <p>“*” means serves on both boards</p>	<p><u>Foundation Directors unable to attend</u> Ms. Joyce Wright*</p>

Call to Order / Welcome / Introductions

The joint meeting of the IALR Board of Trustees (BOT) and the IALR Foundation Board of Directors (FBOD) was held on Thursday, August 22, 2019 in IALR Conference Room #207. Mr. Don Merricks, Chairman, called the BOT meeting to order at 9:00 AM and Mr. Lott Rogers, FBOD President, called the Foundation meeting to order at 9:00 AM. A quorum was present for both the BOT and the FBOD; thereby enabling the joint meeting to proceed. There were no additions to the agenda. An attendance roster is included as (Exhibit A). Mr. Merricks and Mr. Rogers welcomed the Board and Foundation members to the meeting.

Public Comment

Chairman Merricks called for public comment. Hearing none, he moved to the next agenda item.

Meet the Department

The following GO TEC staff members were introduced to the Board by Dr. Julie Brown:

- Dr. Tammy Hurt, GO TEC Program Manager
- Mr. Jacob (Jake) Taylor, GO TEC Training Coordinator

The following IALR staff members were introduced to the Board by Ms. Angie Anderson:

- Ms. Rena Leggett, Finance Specialist I
- Ms. Crystal Jensen, Finance Specialist

Approval of Minutes

- **Motion** - Dr. Tiffany Franks made a motion to approve the Minutes for the May 23, 2019 BOT meeting. Dr. Roy Ford seconded the motion. The motion passed by unanimous vote and the Minutes were approved as recorded.
- **Motion** - Ms. Barbara Bass made a motion to approve the Minutes for the May 23, 2019 FBOD meeting. Dr. Roy Ford seconded the motion. The motion passed by unanimous vote and the Minutes were approved as recorded.

Committee Reports and Actions

• Programs & Services

Dr. Ford filed the Programs & Services report. There were no action items to be addressed by the full BOT. Dr. Brown presented the Advanced Learning Update report (Exhibit B). In addition, she referred to her *Top 10* report (Exhibit C).

Dr. Brown also commented on the SOVA Career Choice Expo. The *Expo In The Evening* event will be held on September 24, 2019. The two-day event for students is scheduled on September 25-26, 2019.

• Research & Development

Mr. Mark Gignac, filed the Research & Development Committee's report in lieu of Dr. Angeline Godwin's absence. There were no action items to be addressed by the full BOT. Dr. Lowman presented the Research report (Exhibit D).

• Resources & Controls

Mr. Mark Gignac filed the Resources & Controls Committee report in lieu of Mr. Charles Majors' absence. There were no action items to be addressed by the full BOT. Ms. Anderson presented the financial report (Exhibit E).

- **Motion** – Dr. Tiffany Franks made a motion to accept the IALR Financial report. The motion was seconded by Ms. Petrina Carter. The motion passed by unanimous vote and the IALR Financial report was accepted.
- **Motion** - Mrs. Barbara Bass made a motion to accept the FBOD Financial report. The motion was seconded by Ms. Kris Willard. The motion passed by unanimous vote and the FBOD Financial report was accepted.
- **Motion** - Dr. Roy Ford made a motion to accept the IALR FY2020 Budget (Exhibit F). The motion was seconded by Dr. Tiffany Franks. The motion passed by unanimous vote and the FY 2020 Budget was accepted.
- **Advanced Manufacturing Committee**
Mr. Ben Davenport filed the Advanced Manufacturing Committee report. There were no action items to be addressed by the full BOT. Mr. Troy Simpson presented the report (Exhibit G).
- **Economic Development Update**
Ms. Linda Hutson-Green presented the Economic Development Update (Exhibit H). She also presented an extraction of articles from the Virginia Economic Development Partnership's *Virginia Economic Review* which highlighted manufacturing companies in the local area (Exhibit I).
- **The Institute Conference Center and Facilities**
Ms. Leslie Dobbins' report (Exhibit J) included conference services activity, *Megabytes* activity and updates on operations' projects.

RECESS/RECONVENING: A brief recess was called at 11:05 am. The meeting resumed at 11:10 am.

Leadership Reports

- **Chairman's Report (BOT)**
Chairman Merricks announced that efforts are underway to re-organize the Foundation Board of Directors (FBOD). The bylaws state that two (2) members from the Board of Trustees are to be appointed to the FBOD. Dr. Roy Ford and Mr. Lott Rogers have been appointed and they join Ms. Barbara Bass (outside member). They will be tasked with appointing additional members from outside the BOT.

Chairman Merricks read the letter of resignation from Mr. John Mead, BOT Vice Chair, which was effective immediately. Ms. Kris Willard, BOT Nominating Committee Chair, will work toward electing a new Vice Chair. The vacant seat will require an appointment from the Governor's office.
- **President's Report (FBOD)**
Mr. Lott Rogers commented that the Foundation Board of Directors (FBOD) has a meeting immediately following the BOT meeting. Work will begin immediately to appoint new members to the FBOD.

- Executive Director’s Report

Mr. Gignac commented that the IALR Directors did a great job of highlighting the work within the departments. He added that Ms. Betty Wilcher, Human Resources, gave notice that she will be retiring at the end of 2019. The hiring process for that position will begin shortly.

New Business and Open Forum of Concerns/Issues/Observations for BOT or FBOD

No discussion was needed.

Closed Session

The Closed Session was cancelled due to the lack of a quorum (Dr. Tiffany Franks left the meeting at 11:05 a.m).

Adjournment – Chairman Merricks declared the meeting adjourned at 11:30 a.m.

Minutes Recorded By:

Pam Patterson
Secretary, IALR Board of Trustees

Date

Minutes Approved By:

Don Merricks
Chairman, IALR Board of Trustees

Date

AND

Mr. Lott Rogers, Jr.
President, IALR Foundation Board

Date

Summary of Exhibits (incorporated as an official part of these minutes)

- A. Attendance Roster
- B. Advanced Learning Update – August 2019
- C. Advanced Learning *Top 10* – August 2019
- D. Research Report – August 2019
- E. IALR Financial Overview – 4th Quarter, 2019
- F. IALR Budget – FY2019 to FY2020
- G. Advanced Manufacturing Report – August 2019
- H. SVRA Update
- I. Virginia Economic Review – Extraction of Articles Featuring Local Manufacturing Corporations
- J. Institute Conference Center and Operations Report