

FINAL - APPROVED BY BOARD OF VISITORS APRIL 12, 2002

**OLD DOMINION UNIVERSITY
BOARD OF VISITORS
14 December 2001**

MINUTES

The Board of Visitors of Old Dominion University met in regular session on 14 December 2001 in the Board Room of Webb University Center on the Norfolk campus. Present from the Board were:

Walter D. Kelley, Jr., Rector
D. Michael Arendall
Elizabeth W. Atkinson
Nancy P. Cheng
Beverly B. Graeber
J. Jack W. Hilgers
William M. Lechler
Anthony C. Paige
Scott D. Pattison
William E. Russell
Ronald J. A. Villanueva
Joel R. Wagner
Lewis M. Warren, Jr.
Patricia M. Woolsey

Absent were:

James W. Beamer
Henry P. Bouffard
Mary C. Haddad

Also present were:

Roseann Runte, President
Julie Adie
John R. Broderick
Dana D. Burnett
James Calliotte
Stephen P. Daniel
Betty Diamond
Robert L. Fenning

David R. Hager
Donna W. Meeks
J. Worth Pickering
Martha Sharpe
Ann R. Tatman
Philip R. Walzer (*The Virginian-Pilot*)
Rita Woltz
Stephen Zerwas

CALL TO ORDER AND APPROVAL OF MINUTES

The Rector called the meeting to order at 2:00 p.m. and asked for approval of the minutes of the meeting on 13-14 September 2001. A motion to approve was made by Dr. Hilgers and seconded by Mr. Lechler. Ms. Woolsey asked that page 5 be corrected to reflect that she was not present to vote. The minutes, as revised, were unanimously approved. (*Atkinson, Cheng, Graeber, Hilgers, Lechler, Paige, Pattison, Russell, Villanueva, Wagner, Warren, Woolsey*)

RATIFICATION OF EXECUTIVE COMMITTEE ACTION

The Rector indicated that the Board must ratify action taken at the last Executive Committee, and called on Dr. Hilgers to present the resolution. Dr. Hilgers commented that the Executive Committee unanimously approved a resolution from the Bylaws Review Committee to approve a change in the *Code of Virginia* to require a majority of the Board, or nine members, for a quorum. The Executive Committee needed to act in order to have enough time to request a legislative patron for the code change, and that has been requested by the Rector of Delegate Wardrup. The resolution below was ratified by unanimous vote of the Board. (*Atkinson, Cheng, Graeber, Hilgers, Lechler, Paige, Pattison, Russell, Villanueva, Wagner, Warren, Woolsey*)

RESOLUTION REQUESTING CODE CHANGE

WHEREAS, the *Code of Virginia* recognizes that the governance of its boards and commissions rests in the majority of each such board or commission, according to the Office of the Attorney General; and

WHEREAS, the *Code of Virginia* (§ 23049.14), regarding Old Dominion University, states, “The board of visitors is to consist of seventeen members...” not counting the student member who does not have voting privileges; and

WHEREAS, the *Code of Virginia* (§ 23-49.17), regarding Old Dominion University board of visitors, states, “Five members shall constitute a quorum.”; and

WHEREAS, the Old Dominion University board of visitors views a majority of the board to be nine voting members of seventeen in accordance with the *Code of Virginia* (§ 23-49.17).

NOW, THEREFORE, BE IT RESOLVED, that the board of visitors requests that the *Code of Virginia* (§ 23-49.17) be amended as follows: ~~“Five members shall constitute a quorum.”~~ **“A majority of voting members shall constitute a quorum.”**

RECTOR'S REPORT

The Rector reported that he had been asked by Joan Gifford, Chairman of the Educational Foundation, to encourage those board members who have not already done so to make their pledges to the Annual Fund by the end of the calendar year. Fall Commencement was held this past weekend at Scope. President Runte has been extremely busy visiting both on and off-campus constituents. The Board is planning to hold its annual retreat in Richmond at the Berkeley Hotel in January, and as part of that retreat, the Board will host a reception for the legislators. He encouraged board members to attend the reception in order to thank the legislators for their assistance in the restoration of funding for the new engineering building. Dr. Hilgers will provide more details about the retreat later in the meeting. Finally, the Governor's capital budget was released yesterday and funding for the engineering building fund was moved from general funds to bonds, but the equipment will be funded from general funds.

PRESIDENT'S REPORT

The Rector called on President Runte for her report. President Runte pointed out the recent honors received by the Rector, Ms. Haddad, Ms. Graeber, Dr. Hilgers and Mr. Lechler, and asked the Board to join her in congratulating them.

The President reported on her efforts to consult with faculty and staff on campus on their opinions about the institution, and asked Dr. Marty Sharpe to review the methodology used and to present an overview of the results. Dr. Sharpe introduced Worth Pickering, Jim Calliotte and Steve Zerwas who assisted her in designing the methodology and leading the focus group efforts over the last several months. Their presentation, "Forming a Vision of the University," discussed the focus group process and the general themes which emerged from the comments received by those who participated. Those themes were: quality, infrastructure and resources, sense of community and communication, customer service, marketing and diversity.

At the conclusion of their presentation, President Runte commented that she plans to broaden the consultation process to include alumni and members of various external communities (business, cultural, etc.). Funding must be identified to support the quality initiatives through a financial campaign. This will be a decentralized campaign with a centralized goal and focus. She has received a list of priorities from each of the various sectors of the institution and she will use those as the basis for determining a realizable campaign goal. Each sector will be involved with the campaign and will have its own target. She will ask the Board in January to review and approve her plans for this campaign. She is also working with consultants to develop an image for the campaign and the University that she hopes will illustrate the institution's focus while depicting how the various parts of the institution contribute to the whole.

Dr. Hilgers commented that this is an excellent effort. It builds directly on the comments made at last year's retreat and fits right in with the Board's desire for focus and involvement of the campus community. It provides the structure to accomplish goals that obviously need to be realized.

Ms. Graeber stated that President Runte has already been busy visiting with the legislators, so that goal is being realized.

President Runte distributed a list of activities that have taken place since the last meeting. These activities involve not only the President, but the entire campus. She commented that there has been wonderful participation by the campus community in such activities as searches, speeches, and visiting community groups.

The President reported on a bioelectronics grant for which the institution, in partnership with EVMS, has applied. Old Dominion has enjoyed a long and fruitful relationship with EVMS and there are plans to further publicize this good relationship. She also reported on the University's receipt of a gift of a blue topaz valued at \$38,000 from the father of a student who affectionately calls it "Big Blue."

Mr. Warren saluted President Runte for her extraordinary efforts since arriving at Old Dominion University, particularly the work with the focus groups that will help the University define its mission over the next decade. He asked President Runte about her impressions from meeting with various individuals, both internal and external to the institution, and whether any of them were contrary to, or stronger than, what she had expected. She commented that there is great public enthusiasm for Old Dominion University as a new, cutting-edge, institution that has a "get it done" attitude. This feeling is also shared by the faculty and staff. There are still some facts about Old Dominion, however, that are not well known. For example, most of the teachers in the state are educated at Old Dominion; Old Dominion nursing, dental hygiene and medical technology students receive the highest test scores in the state; Old Dominion has the only modeling and simulation program in North America; its Oceanography program is probably second in the nation and one of Old Dominion's oceanographers just won the Humboldt award, which is second in line to the Nobel Prize. Old Dominion University is not just coming of age, we **are** of age. That is the message that must get out. This will be our strategy over the next several months.

Ms. Woolsey asked what it would take to get national recognition for the Modeling and Simulation Center. President Runte indicated that this is being done in three ways. The first is by increasing academic skill, the second is to increase research grants received for the Center, and the third is to convince the community that Old Dominion University is essential to the economic development of the region. She cited several examples of how this is already being accomplished. She also indicated that any region that wants to be attractive for "knowledge workers" needs to have a strong cultural base. Old Dominion University has a very strong arts program, which is another thing that is not well known. We have four nationally ranked writers in the English Department, nationally known composers in the Music Department, and fabulous visual artists. We can work on making those

programs well known through the Literary Festival, the Film Festival, and developing our curriculum to work in concert with the community arts festivals.

Reverend Paige commented that often the community does not understand the complexity of what the University accomplishes. He suggested that we find a way to publicize these wonderful accomplishments in a way that the ordinary citizen can understand.

Ms. Woolsey asked if the University has events that bring the community to the campus. President Runte noted the Area Leaders Tours which are periodically held to bring community leaders to the campus. Dr. Hager added that the College of Engineering and Technology holds its annual Engineering Open House, a week-long event that brings the community to the campus to demonstrate projects taking place in engineering. There are also several cultural events, such as the Literary Festival and the Film Festival, which bring the general public as well as school groups to the campus.

REPORTS OF STANDING COMMITTEES

INSTITUTIONAL ADVANCEMENT COMMITTEE

The Rector called on Ms. Atkinson for the report of the Institutional Advancement Committee. Ms. Atkinson reported that Katie Van Buren, President of the Alumni Association Board of Directors, reported on the Association's activities, including the new Faculty/Staff Alumni Chapter's sponsorship, support of the Old Dominion University Illumination, 100% participation in the Dominion Fund at 75% of goal, support of the Old Dominion University Choir to sing at Carnegie Hall in April of 2002, support for the victims of September 11, and board members serving as mentors to the Student Ambassadors.

Vice President Broderick discussed goals and objectives for 2001-2002. These include the establishment of an interactive Web site to enhance recruitment and conversion activities; improving the participation rate of Alumni Association board members in supporting the Dominion Fund and volunteering for University activities; the establishment of solid working relationships with House and Senate budget staffs, the SCHEV management team, and Department of Planning and Budget personnel; increasing the number of visits and pitches to editorial boards to ensure that favorable opinion pieces are generated about the University; continuing to partner with external groups to bring high-level conferences to campus, such as NATO, 50th Anniversary of the Korean War, and International Commission on Military History; continuing to improve the writing, design and layout of specialty magazines such as *Quest* and the alumni magazine; and to have at least one major story in *The Courier* and the alumni magazine from each of the six colleges during the year.

Mr. Broderick also presented to the Board, in accordance with its Bylaws, a full listing of all University Boards. In addition, he passed out the new alumni magazine and introduced the entire staff from the Office of University Events to applaud their accomplishments this fall.

Alonzo Brandon, Executive Director of Foundations, provided an update on Athletics giving and reported that annual giving from the period of July 1, 2001, to December 1, 2001, was up 52% over last year. He presented the new priority point system that will be used by the Athletics and Development offices in order to establish seating assignments in the new Constant Convocation Center.

Alice McAdory, Director of Admissions, presented the final enrollment data for fall 2001 and the number of applications received for fall 2002. She introduced the new Admissions Web site, which allows students to apply online.

Jennifer Mullen, Director of Media Relations, shared some recent national newspaper clippings and showed a video of a CNN story on Old Dominion University's job fair. Chuck Thomas, Senior University Photographer, gave a presentation on the use of digital photography.

STUDENT AFFAIRS COMMITTEE

The Rector called on Mr. Villanueva for the report of the Student Affairs Committee. Mr. Villanueva reported that the Committee received a briefing on the new student-initiated program for students with disabilities called "Peer Advising." The Committee also had the opportunity to meet some outstanding December graduates, each of whom gave a synopsis of their experience as an Old Dominion University student. The Committee met the CAA Men's Soccer Player of the Year and the CAA Men's Soccer Coach of the Year.

The Committee was briefed on the University's Emergency Plan. The mission of the plan is to maximize the survival of students, staff, and faculty, and preserve University property in the event of a natural or other disaster.

The Committee also received a briefing from Student Body President Philip Newallo and a discussion on the program that provides faculty advisors for student organizations.

ACADEMIC AFFAIRS COMMITTEE

The Rector called Mr. Wagner for the report of the Academic Affairs Committee. Mr. Wagner reported that President Runte provided Committee members with information about the University's capital budget requests. Yesterday, Governor Gilmore removed the funding for the Engineering and Computational Sciences Building from the general fund and placed

it in a bond bill. The type of bond bill does not have to be approved by the voters, and it is assumed that the building project will move forward. The University's request for funding to renovate the Technology Building and Batten Arts and Letters was placed in a bond bill that must be approved by the voters. President Runte expressed concern that our request for a science building was not included in the bond bill and will work to see that it is added.

President Runte also noted the concern expressed by Mary Haddad about faculty salaries and the lack of faculty raises. Mrs. Haddad has asked about actions that could be taken by the Board of Visitors or the Academic Affairs Committee. The President suggested that the Board might do a letter supporting the need for salary increases for faculty. Such a letter would demonstrate to faculty the Board's concern and support on this issue. She also informed the Committee that the University will be undertaking a fund-raising campaign in the near future.

The Committee considered two mid-year tenure recommendations and the award of an honorary degree during closed session. The following resolutions were brought forth as recommendations from the Academic Affairs Committee and were unanimously approved. (*Atkinson, Graeber, Cheng, Hilgers, Lechler, Paige, Pattison, Russell, Villanueva, Wagner, Warren, Woolsey*)

MID-YEAR TENURE RECOMMENDATIONS

RESOLVED, that upon the recommendation of the Provost, the Academic Affairs Committee of the Board of Visitors recommends that the Board of Visitors approve the award of tenure to the following members of the faculty at Old Dominion University. The tenure is effective with the Spring 2002 semester.

College of Sciences

Dr. Kent E. Carpenter, Department of Biological Sciences
Dr. William J. Resetarits, Jr., Department of Biological Sciences

HONORARY DEGREE

RESOLVED, that upon the recommendation of the Academic Affairs Committee, the Board of Visitors approves the awarding of the honorary degree of Doctor of Science (*honoris causa*) to Dr. Roberta Bondar, internationally known astronaut and scientist. A summary of her career follows.

Roberta Bondar

Dr. Roberta Bondar is a physician, scientist, astronaut and photographer. As a young child with a curious and active mind, she was influenced by her father, an amateur photographer, and an uncle, a semi-professional photographer who taught her early camera skills.

Her interest in science was evident even in high school, where she received Honourable Mention in the Canada Wide Science Fair, and directed her camera to the natural world around her. Summers were spent as a research assistant for the Federal Department of Fisheries and Forestry where she worked on genetics of eye pigments of the spruce budworm. She continued her work in the sciences, taking a combined undergraduate degree in agriculture and zoology at the University of Guelph. Using her camera to document scientific activities for her undergraduate courses, she progressed to developing new techniques for photomicroscopy with a fluorescence in microscope, receiving a M.Sc. from the University of Western Ontario in experimental Pathology. She completed her doctorate in Neurobiology at the University of Toronto where, working with light and electron microscopes, she photographed thousands of specimens, then selected, developed and printed this record in support of her thesis. Her black and white and colour photographs have been presented in lectures and published in scientific journals.

Dr. Bondar went on to study medicine and obtained a M.D. at McMaster University. Her post-doctoral work at Tufts New England Medical Center, Boston, Massachusetts, was in neurophthalmology - how we see and record the world around us. She used photography to understand disease processes in the retina and optic nerve and learned about how our visual system processes information. Based on her education, ability to record and communicate, she was selected for experiments that she performed as an international payload specialist on the space shuttle Discovery in January, 1992. Using many different camera types and makes, she photographed everything from plants to humans, through microscopes and portholes. She also participated in the preparation and recording of the IMAX movie "Destiny in Space." On board Discovery, one of her many duties was to photograph the Earth, using NASA's camera of choice, the Hasselblad, working closely with NASA's Earth Observation team. The photographs from space have been published in scientific journals and reside in NASA's permanent photography collections.

Attracted to the photographs that Ansel Adams had taken of the National Parks of the United States, and their influence on environmental identity, Dr. Bondar decided to move her photography to the Earth's surface, exploring it with a larger vision. She enrolled in the undergraduate course in professional nature photography at the Brooks Institute of Photography, Santa Barbara, CA, where she was an honours student, submitting a portfolio of photographs on Death Valley National Park.

The artistic beauty of the natural patterns of Earth as seen and felt by Dr. Bondar during her space flight inspired her to communicate both beauty and science in nature. Post flight Dr. Bondar wrote her book, *Touching the Earth*, illustrating the text with her own photography. Her photographs also have been published in *On the Shuttle* and *Halton, Rising Wild and Beckoning*.

Science and photography in Dr. Bondar's life are now naturally linked, a fact that led the National Gallery of Canada to ask her to participate in its landmark exhibition, *Science and Photography: Beauty of Another Order* in 1997, in which she had seven photographs.

Possessed of a unique point of view as an astronaut and a scientist, Dr. Bondar began to consider a project to record Canada's natural heritage in its national parks.

As the century and indeed the millennium drew to a close, Dr. Bondar began her project: to record Canada's environment as seen in the national parks that existed as of July 1st, 2000 - a record and a celebration of the beauty of our land. Not only did Dr. Bondar want to photograph, she wanted to share with others her passion for the land and vision of the unique place that Canada has on this planet. To present these photographs in the majestic dimension that she saw with her own eyes from both space and Earth, she envisioned large, clear portraits of the Parks.

In just over two years, Dr. Bondar traveled hundreds of thousands of kilometers, from the tip of Quittinirpaaq to Point Pelee, from the Queen Charlotte Islands to the Mingan Archipelago and Terra Nova, taking thousands of photographs with medium and large format and panoramic cameras. With the help of Ann Thomas, curator of the Photographs Collection at the National Gallery of Canada and Jonathon Ferrabee, Exhibit Designer, Canadian Museum of Nature, over 100 photographs were selected for display. These are all colour photographs, and in the exhibition are printed as large as 36" x 36" and 54" x 18" panoramas - as spectacular as the country itself.

The project, now titled *Passionate Vision: Discovering Canada's National Parks*, was accepted by the Canadian Museum of Nature as its showcase exhibition for summer 2000. The Canadian Museum of Nature will tour it to several cities across Canada. Publishers Douglas & McIntyre have produced a handsomely illustrated book with a forward by The Right Honourable Pierre Elliot Trudeau. The book was launched in November 2000 and it is already in its second printing.

Acting Provost David Hager discussed with the Committee the University's general fund reduction of 2% for the current fiscal year. The Academic Affairs portion of the reduction plus funding for additional part-time instruction is approximately one-half million dollars. Additional information about possible budget reductions should be available by December 19. As a result, the University is planning for a 2% base budget cut for the 2002-03 operating budget.

Dr. Hager also announced the upcoming SACS/COC and NCAA reaccreditations and distributed a copy of the finished SACS Self-Study Report. The chair of the SACS Committee will be on campus December 17 and 18 for a preliminary visit to ensure that everything is in place for the Committee's visit at the end of February. In addition, the NCAA Self-Study Report is almost final, and that reaccreditation visit will also occur at the end of February.

Dr. Hager also informed the Committee about a program in Engineering Management that is being delivered via CD-ROM. Navy officers who are graduates of the Navy Nuclear Power School are taking the courses aboard carriers and submarines. The Navy pays the tuition, and 913 officers are currently enrolled. Finally, he updated Committee members on the status of the two dean searches that are underway in the Colleges of Arts and Letters and Business and Public Administration. Both search committees have narrowed the pool to a group of semi-finalists to be brought to the area for preliminary hotel interviews. He hopes to make the selection of these two deans in early March.

In response to a request made at the last meeting, Dr. Hager distributed a document showing the different academic ranks for faculty with information about the requirements for each of these ranks. He responded to questions about how salaries are determined for faculty.

The Committee approved by unanimous vote the resolutions on faculty appointments, administrative appointments, TELETECHNET site director appointments, and an emeritus appointment. The following resolutions were brought forth as recommendations from the Academic Affairs Committee and were unanimously approved. (*Atkinson, Graeber, Cheng, Hilgers, Lechler, Paige, Pattison, Russell, Villanueva, Wagner, Warren, Woolsey*)

FACULTY APPOINTMENTS

RESOLVED, that upon the recommendation of the Academic Affairs Committee, the Board of Visitors approves the following faculty appointments.

<u>Name and Rank</u>	<u>Salary</u>	<u>Effective Date</u>	<u>Term</u>
Dr. Johan Bollen Assistant Professor of Computer Science (Tenure Track)	\$72,000	12/25/01	10 mos

Dr. Bollen received a Ph.D. in Psychology and an M.S. and B.A. in Experimental Psychology, in 2001 and 1993 respectively, from Free University of Brussels. Since 1999, he has been a Graduate Research Assistant at Los Alamos National Laboratory for the Active Recommendation Project for the LANL Research Library. In this position he was involved in the research and development of adaptive recommendation systems for the WWW and digital libraries as well as the development of software for data analysis. Dr. Bollen also served as a Research Assistant at Free University of Brussels for the Principia Cybernetica Project from 1994-1999.

<u>Name and Rank</u>	<u>Salary</u>	<u>Effective Date</u>	<u>Term</u>
Ms. Gillian M. Devereux Instructor of English	\$36,000	8/25/01	10 mos

Ms. Devereux received an M.F.A. in Creative Writing in 2000 from Old Dominion University and a B.A. in English in 1995 from George Mason University. Since 1998, she has been an Adjunct Instructor in the Department of English at Old Dominion University.

Dr. Pamela Anne Gibson Assistant Professor of Urban Studies and Public Administration (Tenure Track)	\$61,000	12/25/01	10 mos
--	----------	----------	--------

Dr. Gibson received a Ph.D. in Public Policy and Administration and an M.P.A., in 2000 and 1985 respectively, from Virginia Commonwealth University and a B.A. in Psychology in 1982 from the University of Virginia. She is currently an Adjunct Instructor in the Department of Criminal Justice at Virginia Commonwealth University. Prior to that, Dr. Gibson was an Instructor and an Enrollment and Retention Specialist in the Office of New Student Services and a Research Assistant in the Public Policy and Administration program at Virginia Commonwealth.

Dr. Michael L. Nelson Assistant Professor of Computer Science (Tenure Track)	\$72,000	8/25/02	10 mos
--	----------	---------	--------

Dr. Nelson received a Ph.D. and an M.S. in Computer Science, in 2000 and 1997 respectively, from Old Dominion University and a B.S. in Computer Science in 1991 from Virginia Tech. Since 1999, he has been an Adjunct Instructor at Old Dominion University. Since 1991, Dr. Nelson has been an electronics engineer at NASA Langley Research Center.

APPOINTMENT OF OPERATIONS SPECIALIST
VIRGINIA MODELING, ANALYSIS AND SIMULATION CENTER

RESOLVED, that upon the recommendation of the Academic Affairs Committee, the Board of Visitors approves the appointment of Ms. Nannette Bongiovi as Operations Specialist at the Virginia Modeling, Analysis and Simulation Center (VMASC), effective October 25, 2001.

Ms. Bongiovi received a B.S. in Business Administration with a concentration in Management from Old Dominion University in 1987. She is currently the Assistant Director of the Center for

Continuing Engineering Education in the College of Engineering and Technology at Old Dominion University. Prior to that, Ms. Bongiovi held positions of fiscal technician in the Bursar's Office and Housing Services and Program Administrator in the Center for Continuing Engineering Education.

Salary: \$42,000 for 12 months

Rank: Operations Specialist, VMASC, and Assistant Instructor

APPOINTMENT OF CHROME RESOURCE MANAGER

RESOLVED, that upon the recommendation of the Academic Affairs Committee, the Board of Visitors approves the appointment of Ms. Calandra R. Bowden as CHROME Resource Manager, effective October 1, 2001.

Ms. Bowden received a B.S. in English and Education in 1995 from Hampton University. From 1995-2000, she was a teacher at Richneck School in Newport News. Ms. Bowden comes to Old Dominion with five years of experience as an elementary teacher and previous experience in pre-college programs such as the Educational Talent Search Program.

Salary: \$28,000 for 12 months

Rank: CHROME Resource Manager and Assistant Instructor

**APPOINTMENT OF MAJOR GIFTS OFFICER
COLLEGE OF BUSINESS AND PUBLIC ADMINISTRATION**

RESOLVED, that upon the recommendation of the Academic Affairs Committee, the Board of Visitors approves the appointment of Ms. Lisa N. Davenport as the Major Gifts Officer in the College of Business and Public Administration, effective September 10, 2001.

Ms. Davenport received a B.S. in Secondary Education with a minor in Marketing in 1992 from Old Dominion University. Since 2000, she has been a Regional Manager in Marketing Distribution for Verizon Wireless. Prior to that, Ms. Davenport was a Wireless Systems Implementation Trainer for GTE.

Salary: \$50,000 for 12 months

Rank: Major Gifts Officer, College of Business and Public Administration, and Assistant Instructor

**APPOINTMENT OF MILITARY CAREER TRANSITION
PROGRAM COORDINATOR**

RESOLVED, that upon the recommendation of the Academic Affairs Committee, the Board of Visitors approves the appointment of Ms. M. Alexandria Forte as Military Career Transition Program Coordinator, effective August 10, 2001.

Ms. Forte received an M.S. Ed. in Elementary Education in 1996 from Old Dominion University and a B.A. in Educational/Organizational Psychology in 1977 from the College of William and Mary. Since 2000, she has been an Instructor of Educational Curriculum and Instruction at Old Dominion University. Prior to that, Ms. Forte was the Curriculum/Field Coordinator for the Virginia Center for Career Transition/Military Career Transition Program at Old Dominion University.

Salary: \$40,000 for 10 months

Rank: Military Career Transition Program Coordinator and Instructor

APPOINTMENT OF EXIT EXAM COORDINATOR

RESOLVED, that upon the recommendation of the Academic Affairs Committee, the Board of Visitors approves the appointment of Mr. Michael G. Holt as Exit Exam Coordinator in the Writing Center, effective September 10, 2001.

Mr. Holt received an M.A. in English from Old Dominion University and a B.A. in Music from Saint Leo College. Since 2000, he has been Assistant Coordinator for the Exit Exam of Writing Proficiency at Old Dominion University. Prior to that, Mr. Holt was an Academic Advisor and Adjunct Professor of English at Saint Leo University.

Salary: \$35,000 for 12 months

Rank: Exit Exam Coordinator and Instructor

APPOINTMENT OF NURSE PRACTITIONER

RESOLVED, that upon the recommendation of the Academic Affairs Committee, the Board of Visitors approves the appointment of Ms. Georgianna Kelly as Nurse Practitioner in Student Health Services, effective September 10, 2001.

Ms. Kelly received an M.S. in Nursing, Family Nurse Practitioner, and a B.S. in Nursing, in 1994 and 1993 respectively, from Old Dominion University. Since 2000, she has been an R.N. at the University of Virginia, Family Medicine Clinic Triage. Ms. Kelly has worked at DePaul Medical

Center and First Care, PC. She is a Licensed Registered Nurse and Nurse Practitioner. Ms. Kelly is a member of the American Nurses Association, the Virginia Nursing Association and the Virginia Council of Nurse Practitioners.

Salary: \$50,000 for 11 months
Rank: Nurse Practitioner and Instructor

APPOINTMENT OF RESEARCH ASSOCIATE
OFFICE OF UNIVERSITY PLANNING AND INSTITUTIONAL RESEARCH

RESOLVED, that upon the recommendation of the Academic Affairs Committee, the Board of Visitors approves the appointment of Mr. C. Anthony Macera as Research Associate in the Office of University Planning and Institutional Research, effective September 10, 2001.

Mr. Macera received a B.S. in Psychology in 1995 from Old Dominion University and is completing an M.S. in Industrial/Organizational Psychology. Since 2000, he has been a Marketing Research Project Director/Analyst.

Salary: \$33,000 for 12 months (annual salary will be \$35,000 upon completion of M.S. in Psychology)
Rank: Research Associate and Assistant Instructor

APPOINTMENT OF DIRECTOR OF RECREATIONAL SPORTS

RESOLVED, that upon the recommendation of the Academic Affairs Committee, the Board of Visitors approves the appointment of Dr. R. Kevin Marbury as Director of Recreational Sports in Athletics, effective October 1, 2001.

Dr. Marbury received a Ph.D. in Higher Education Administration in 1992 from the University of North Texas, an M.S. in Recreational and Leisure Studies in 1984 from North Texas State University and a B.A. in Biology and Physical Education in 1978 from Earlham College. He worked in the field of Recreational Sports at Virginia Commonwealth University and the University of North Texas before taking positions as Director of Planning, Research and Assessment and Vice President for Student Affairs at Edward Waters College in Jacksonville, Florida. He is also founder and CEO of Marbury and Associates, management, educational and social services consultants.

Salary: \$51,000 for 12 months
Rank: Director of Recreational Sports and Assistant Professor

APPOINTMENT OF ASSISTANT EXIT EXAM COORDINATOR

RESOLVED, that upon the recommendation of the Academic Affairs Committee, the Board of Visitors approves the appointment of Mr. James W. Midyette as Assistant Exit Exam Coordinator in the Writing Center, effective October 25, 2001.

Mr. Midyette received an M.A. in English in 1983 from University of Alabama, Birmingham and a B.S. in Psychology in 1978 from the College of William and Mary. He has taught at Old Dominion University for 12 years and is currently an Instructor of English, a Writing Tutor and a Writing Center Counselor.

Salary: \$30,000 for 12 months
Rank: Assistant Exit Exam Coordinator and Instructor

**APPOINTMENT OF DIRECTOR OF CORPORATE
AND FOUNDATION RELATIONS**

RESOLVED, that upon the recommendation of the Academic Affairs Committee, the Board of Visitors approves the appointment of Ms. Lisa M. Murray as Director of Corporate and Foundation Relations, effective October 25, 2001.

Ms. Murray received an M.S. in English in 2001 from Old Dominion University and a B.A. in English Literature in 1976 from Hartwick College. Since 2000, she has been Acting Director of Corporate and Foundation Relations. Prior to that, Ms. Murray was Assistant Director of Corporate and Foundation Relations at Old Dominion University.

Salary: \$50,000 for 12 months
Rank: Director of Corporate and Foundation Relations and Assistant Instructor

**APPOINTMENT OF DIRECTOR
PENINSULA HIGHER EDUCATION CENTER**

RESOLVED, that upon the recommendation of the Academic Affairs Committee, the Board of Visitors approves the appointment of Mr. Robert L. Norman as Director of the Peninsula Higher Education Center, effective October 25, 2001.

Mr. Norman received an M.A. in History in 1987 from Florida State University and a B.A. in Broadcast and Film Communication in 1968 from the University of Alabama. Since 2000, he has

been Acting Director of the Old Dominion University Peninsula Higher Education Center; he served as Assistant Director of the Center from 1998-2000. Mr. Norman is a retired Army Officer.

Salary: \$60,000 for 12 months

Rank: Director, Peninsula Higher Education Center, and Instructor

**APPOINTMENT OF ELDERHOSTEL COORDINATOR
PROGRAMS FOR CONTINUED LEARNING**

RESOLVED, that upon the recommendation of the Academic Affairs Committee, the Board of Visitors approves the appointment of Ms. Susan M. Petrehn as Elderhostel Coordinator, Programs for Continued Learning, effective October 29, 2001.

Ms. Petrehn received an M.S.Ed. in Education and Leisure Services Administration and a B.S. in Health, Physical Education and Leisure Services Administration, in 1986 and 1984 respectively, from Old Dominion University. Since January 2001, she has been the Interim Elderhostel Program Administrator. She is also Development Director at the American Heart Association in Virginia Beach. Ms. Petrehn has also been an Adjunct Assistant Professor in Health, Physical Education and Recreation at Old Dominion University.

Salary: \$35,000 for 12 months

Rank: Elderhostel Coordinator, Programs for Continued Learning, and Instructor

APPOINTMENT OF DIRECTOR OF ASYNCHRONOUS ENGINEERING PROGRAMS

RESOLVED, that upon the recommendation of the Academic Affairs Committee, the Board of Visitors approves the appointment of Dr. Robert C. Powers as Director of Asynchronous Engineering Programs, Department of Engineering Management, effective September 25, 2001.

Dr. Powers received a Ph.D. in World Politics in 1991 from Catholic University of America, an M.S. in International Relations in 1978 from George Washington University, an M.S. in Electrical Engineering in 1967 from the U.S. Naval Postgraduate School, and a B.S. in Naval Science in 1960 from the U.S. Naval Academy. Since 1998, he has been a Senior Research Analyst at the Institute for Defense Analyses Norfolk office. Prior to that, Dr. Powers was employed as Executive Director at EDO Technology Services and Analysis.

Salary: \$75,000 for 12 months

Rank: Director of Asynchronous Engineering Programs and Assistant Professor

**APPOINTMENT OF STUDENT ORGANIZATIONS/TECHNICAL SUPPORT
SERVICES SPECIALIST FOR TRADE AND INDUSTRIAL EDUCATION**

RESOLVED, that upon the recommendation of the Academic Affairs Committee, the Board of Visitors approves the appointment of Ms. Patricia A. Richard as Student Organizations/Technical Support Services Specialist for Trade and Industrial Education, Darden College of Education, effective October 1, 2001.

Ms. Richard is a graduate in Cosmetology from Falls Church Beauty School. Since 1990, she has been a Cosmetology Instructor at Shenandoah County Public Schools. Prior to that, she worked for the Virginia Cosmetology Association. Ms. Richard's honors include selection as the Virginia VICA Advisor of the Year and the Virginia Association for Trade and Industrial Educators Teacher of the Year.

Salary: \$44,290 for 12 months

Rank: Student Organizations/Technical Support Services Specialist for Trade and Industrial Education and Assistant Instructor

**APPOINTMENT OF REGIONAL DIRECTOR, NORTHERN VIRGINIA
DISTANCE LEARNING/MILITARY PROGRAMS**

RESOLVED, that upon the recommendation of the Academic Affairs Committee, the Board of Visitors approves the appointment of Ms. Heather C. Robertson as Regional Director, Northern Virginia, Distance Learning/Military Programs, effective October 25, 2001.

Ms. Robertson received an M.S. in Guidance and Counseling in 1996 from Texas A&M University-Corpus Christi and a B.A. in Policy Studies and Political Science in 1993 from Syracuse University. Since 1999, she has been the Director of Career Services at Trinity College. Prior to that, Ms. Robertson was a training Coordinator for Fleet Government Banking and an Instructor at Coastal Carolina Community College.

Salary: \$51,000 for 12 months

Rank: Regional Director - Northern Virginia, Distance Learning/Military Programs and Instructor

**APPOINTMENT OF ASSOCIATE DIRECTOR OF HUMAN RESOURCES
FOR ORGANIZATION DEVELOPMENT**

RESOLVED, that upon the recommendation of the Academic Affairs Committee, the Board of Visitors approves the appointment of Ms. September C. Sanderlin as Associate Director of Human Resources for Organization Development, effective August 25, 2001.

Ms. Sanderlin received a B.A. in Sociology in 2001 from Mary Baldwin College. She has been at Old Dominion University in the Human Resources Department since 1997 and has over 13 years experience in organization development and training. She is an accomplished facilitator and has managed the University's training and development function for over four years. Ms. Sanderlin is a certified instructor for the Achieving Extraordinary Customer Relations Program and is also certified to administer the Myers-Briggs Type Indicator.

Salary: \$67,000 for 12 months

Rank: Associate Director of Human Resources for Organization Development

**APPOINTMENT OF ADMISSIONS COORDINATOR
INFORMATION TECHNOLOGY PROGRAM**

RESOLVED, that upon the recommendation of the Academic Affairs Committee, the Board of Visitors approves the appointment of Ms. Kimberly E. Shumadine as Admissions Coordinator, Information Technology Program (ITPro), effective September 25, 2001.

Ms. Shumadine received a B.S. in Human Services Counseling with a minor in Special Education in 1999 from Old Dominion University. Since 2000, she has been an Educational Services Counselor at the Virginia Tidewater Consortium's Educational Opportunity Center. Prior to that Ms. Shumadine was a Counselor at Tidewater Tech.

Salary: \$35,000 for 12 months

Rank: Admissions Coordinator, Information Technology Program, and Assistant Instructor

**APPOINTMENT OF DIRECTOR OF UNDERGRADUATE ADVISING FOR THE
COLLEGE OF BUSINESS AND PUBLIC ADMINISTRATION**

RESOLVED, that upon the recommendation of the Academic Affairs Committee, the Board of Visitors approves the appointment of Ms. Jacqueline M. Slaughter as Director of Undergraduate Advising for the College of Business and Public Administration, effective November 25, 2001.

Ms. Slaughter received an M.A. in Communication Studies in 1997 from California State University and a B.A. in Speech Communication/Marketing in 1987 from Hampton University. She is currently an Associate Director of the Career Center at Hampton University. Ms. Slaughter has also been a part-time Instructor in the Communications Department at Thomas Nelson Community College.

Salary: \$41,000 for 12 months
Rank: Instructor

APPOINTMENT OF WEB AND GRAPHICS MANAGER

RESOLVED, that upon the recommendation of the Academic Affairs Committee, the Board of Visitors approves the appointment of Mr. Dean H. Spik as Web and Graphics Manager, College of Engineering and Technology, effective September 3, 2001.

Mr. Spik received an M.A. in Professional Writing and a B.A. in English, in 2001 and 2000 respectively, from Old Dominion University. Since 2000, he has been a Web Technician in the College of Engineering and Technology at Old Dominion University. Mr. Spik has also worked as a Web Development Consultant for the Technology Application Center and the Commonwealth Graduate Engineering Program at Old Dominion University.

Salary: \$32,000 for 12 months
Rank: Web and Graphics Manager and Instructor

**APPOINTMENT OF DIRECTOR
NORTHERN VIRGINIA HIGHER EDUCATION CENTER**

RESOLVED, that upon the recommendation of the Academic Affairs Committee, the Board of Visitors approves the appointment of Ms. Michele S. Spires as Director of the Northern Virginia Higher Education Center, effective October 25, 2001.

Ms. Spires received an M.S. in Educational Leadership in 1996 from Troy State University and a B.A. in French in 1993 from the State University of New York at Plattsburgh. Since 2000, she has been Acting Director for the Northern Virginia Higher Education Center. Prior to that, Ms. Spires was the Regional Director of Military Programs at Old Dominion University's Northern Virginia Higher Education Center.

Salary: \$80,000 for 12 months
Rank: Director, Northern Virginia Higher Education Center, and Instructor

**APPOINTMENT OF PROGRAM MANAGER, GRADUATE CENTER FOR
URBAN STUDIES AND PUBLIC ADMINISTRATION**

RESOLVED, that upon the recommendation of the Academic Affairs Committee, the Board of Visitors approves the appointment of Ms. Marjorie R. Wills as Program Manager for the Graduate Center for Urban Studies and Public Administration, effective September 25, 2001.

Ms. Wills received an M.A. in Communications in 1995 from Norfolk State University and a B.A. in Communications in 1989 from Virginia Wesleyan College. Since 2000, she has been the General Manager at Progressive Printing and Publishing Group, Inc. Prior to that, Ms. Wills was the Coordinator of Workforce Development and Continuing Education at Thomas Nelson Community College, and the Director of Continuing Education Programs at Virginia Wesleyan College.

Salary: \$35,000 for 12 months

Rank: Program Manager, Graduate Center for Urban Studies and Public Administration, and Instructor

APPOINTMENT OF TELETECHNET SITE DIRECTORS

RESOLVED, that upon the recommendation of the Academic Affairs Committee, the Board of Visitors approves the following appointments as TELETECHNET Directors at the sites indicated:

Ms. Victoria A. Sager (Olympic College)

Ms. Sager received an M.A.T. in 1985 from Alaska Pacific University and a B.A. in English in 1968 from the University of Montana. From 1995-2001, she was a senior faculty member in the Undergraduate and Graduate Business Schools at City University in Bellevue, Washington.

Salary: \$50,000 for 12 months effective November 5, 2001

Rank: Site Director, Olympic College, and Instructor

Ms. Christine S. Savage (New River Community College)

Ms. Savage received an M.S.Ed. in Counseling in 1979 from Old Dominion University and a B.S. in Distributed Studies-Sociology, Psychology, Education in 1974 from Iowa State University. Since 1999, she has been an Academic Advisor/Career Counselor at Caldwell Community College in Hudson, NC. Prior to that, Ms. Savage was a Professional Counselor at Thomas Nelson Community College for eight years.

Salary: \$43,600 for 12 months effective November 10, 2001

Rank: Site Director, New River Community College, and Instructor

EMERITUS APPOINTMENT

RESOLVED, that upon the recommendation of the Academic Affairs Committee, the Board of Visitors approves the granting of the title of emeritus to the following faculty member. A summary of the faculty member's accomplishments follows.

Name and Rank

Effective Date

John Heinbockel
Professor of Mathematics and Statistics

June 1, 2001

JOHN HEINBOCKEL

John H. Heinbockel earned a B.S. in Nuclear Engineering from North Carolina State University in 1958, an M.S. in Mathematics from Rensselaer Polytechnic Institute in 1960, and a Ph.D. in Applied Mathematics from North Carolina State University in 1964.

Heinbockel worked as a Systems Analyst in the Space Division of Kollsman Instrument Corporation for two years and then joined Old Dominion University as an Assistant Professor of Engineering in 1967. He achieved the rank of Professor in the Department of Mathematical Sciences in 1976. His administrative assignments have included Chair of Engineering Analysis, Acting Chair of Computer Science and Assistant Chair of Mathematical Sciences.

During his 34 years at Old Dominion University, Heinbockel landed research grants totaling over \$1,000,000 in such diverse areas as electrical wave guides, orbital mechanics, solar cells, fluid dynamics and radiation hazards. In 1983 he received a NASA award for developing a pioneering analysis of thin-film nucleation and growth. In 1986 he received a Certificate of Appreciation, again from NASA, for developing a universal formalism and data base for describing atomic interactions in thin film growth.

Heinbockel was also a prolific publisher and a respected teacher. During his years at Old Dominion, he authored over 50 research articles and technical reports and guided three Ph.D. students in their dissertation work.

Dr. Cheryl Samuels, Dean of the College of Health Sciences, and Dr. George Maihafer, Chair of the School of Physical Therapy, provided information about the proposed Doctor of Physical Therapy degree program and responded to questions from Committee members. The Committee approved by unanimous vote the proposal for a Doctor of Physical Therapy degree. The following resolution was brought forth as a recommendation from the Academic

Affairs Committee and was unanimously approved. (*Atkinson, Graeber, Cheng, Hilgers, Lechler, Paige, Pattison, Russell, Villanueva, Wagner, Warren, Woolsey*)

APPROVAL OF DOCTOR OF PHYSICAL THERAPY
COLLEGE OF HEALTH SCIENCES

RESOLVED, that upon the recommendation of the Academic Affairs Committee, the Board of Visitors approves the Doctor of Physical Therapy degree in the College of Health Sciences.

Rationale: The scope of physical therapy practice has expanded over the years and the role of the physical therapist has changed. In 48 states including Virginia, physical therapists may evaluate a patient without referral from another practitioner. In 37 of these states, physical therapists can also provide intervention for patients without referral. This is a dramatic change in the practice from just twenty years ago. Therefore physical therapists practicing today are independent practitioners who have a responsibility not only to understand the entire scope of their practice, but also to screen for problems that are outside of their scope of practice and make appropriate referrals. Progressing to the DPT degree as the entry into the profession is a logical step to ensure that graduates will have the required knowledge, skills, and abilities to deliver physical therapy services to meet not only today's needs, but the needs of the population in the future. The American Physical Therapy Association supports and endorses this process. As of April 1, 2001 there were 191 accredited physical therapy programs in the United States, including 22 accredited DPT programs, 19 programs in transition, and 45 programs seeking approval for transition or seriously considering transition to a DPT program.

Old Dominion University's MPT program has been highly successful. *U.S. News & World Report* currently ranks the program as 28th best in the nation out of 191 accredited programs. Graduates from the class of 2000 had the highest pass rate (98.2 percent) on the licensing exam of all first-time takers in Virginia. To remain competitive and to provide appropriate training, Old Dominion University must move to a DPT program.

Curriculum:

The current Master of Physical Therapy degree requires 88 credit hours and takes 26 months of full-time study to complete. The proposed DPT program requires 117 credit hours (including 20 credit hours of full-time clinical internships) and will take 35 months of full-time study to complete. The sequence and content of the 44 courses in the proposed curriculum are detailed in the proposal and include nine unchanged current courses, 19 current courses revised in content, two current basic sciences courses new to the physical therapy curriculum, and 14 new courses (including the addition of eight more hours of clinical internships).

Resources:

The current MPT program has declined in enrollment. While this has been a national trend, it has coincided with the emergence of DPT programs. Surveys of MPT students and of professional

physical therapists indicate that the demand for physical therapists remains high and the demand for the DPT over the MPT is increasing.

No new revenues will be needed to handle the DPT program. The current MPT program will be phased out after the current cohort completes the program and resources will be shifted to the DPT program. Although enrollments are expected to increase, they should increase to the previous level of the MPT program and therefore can be handled by the current faculty—eight full-time faculty in the School of Physical Therapy and four full-time faculty in basic sciences and community health who teach courses in the physical therapy curriculum.

The Committee approved by unanimous vote the proposed changes to the Policy and Procedures Concerning Academic Rank and Promotion in Rank. The following resolution was brought forth as a recommendation from the Academic Affairs Committee and was unanimously approved. (*Atkinson, Graeber, Cheng, Hilgers, Lechler, Paige, Pattison, Russell, Villanueva, Wagner, Warren, Woolsey*)

**REVISIONS TO THE BOARD OF VISITORS POLICY AND PROCEDURES
CONCERNING ACADEMIC RANK AND PROMOTION IN RANK**

RESOLVED, that upon the recommendation of the Academic Affairs Committee, the Board of Visitors approves the revisions to the Policy and Procedures Concerning Academic Rank and Promotion in Rank, originally approved by the Board of Visitors on June 12, 1980; revised February 24, 1984; revised June 20, 1985; revised December 13, 1988; revised September 27, 1990; revised March 11, 1991; revised April 9, 1992; revised April 8, 1993; revised April 10, 1997; revised April 9, 1998; revised December 10, 1998 and April 12, 2001. The recommended changes are in bold.

Rationale: In the current version of the Faculty Handbook, criteria and guidelines for external review are included in the section on the Board of Visitors Policy on Tenure, but not under the Policy and Procedures Concerning Academic Rank and Promotion in Rank.

The proposed revisions cross-reference these two policies with regard to the criteria and process for external review and include scholarly activity in the external evaluation of a faculty member's research.

II. Promotion in Rank

A. Board of Visitors Policy

1. Except for promotion to the rank of assistant professor, all promotions in rank are based on evaluation of the faculty member's performance in teaching, research, and service over the total time in the previous rank as compared to the criteria established by the Board of Visitors for the rank being considered and any other criteria established by the department or college.
2. Promotion to the rank of associate professor is considered at the time of the award of tenure. Policy and procedure for such promotions are identical with those for tenure and the consideration is simultaneous, except in the case of certain faculty members who were tenured in the rank of assistant professor prior to June 30, 1982. Such persons may be considered for promotion to the rank of associate professor during any subsequent year under the same policy and procedures as are used for promotion to the rank of full professor.
3. Promotion to the rank of full professor is normally considered no earlier than during the sixth year of a faculty member's service as associate professor at Old Dominion University. Exceptions are made only under the following circumstances:
 - a. A faculty member who has held the rank of associate professor at another institution and was initially appointed to Old Dominion University at the rank of associate professor may be considered for promotion at the time of the award of tenure.
 - b. A faculty member of extraordinary merit may be considered for promotion to the rank of full professor before the sixth year as associate professor at Old Dominion University.
4. The president, upon the recommendation of the Faculty Senate, shall establish procedures for consideration of promotion to the rank of full professor (and designation as eminent scholar), and of promotion to the rank of associate professor for those tenured as assistant professors prior to June 30, 1982. Such procedures shall require consideration and recommendation by faculty members at the department and college level, the chair, the dean, and the University Promotion and Tenure Committee. The decision concerning promotion is to be made by the provost and vice president for academic affairs. If the provost and vice president for academic affairs decides against promotion, the faculty member may request a review by the president. The decision of the president is final.

B. Procedures for Promotion in Rank

1. These procedures apply to promotion to the rank of full professor. (In the case of those faculty members who held tenure and the rank of assistant professor in June 1982, these procedures also apply to promotion to the rank of associate professor. Otherwise, promotion to the rank of associate professor is part of the tenure consideration and is dealt with in accordance with the policy concerning tenure.) Promotion to the rank of assistant professor is made by the provost and vice president for academic affairs following recommendation by the chair and dean. These procedures are designed to implement the Board of Visitors policy concerning promotion. The board policy is governing in all promotion cases.
2. Considerations Concerning Promotion
 - a. Each faculty committee and administrator considering a promotion case must specifically consider factors listed below as they apply to that case in the written recommendations that are submitted up the line to the provost and vice president for academic affairs. In the case of committees, the vote must be recorded in the recommendation, and the reasons produced by the minority members must be specified.
 - b. Each committee and administrator making a recommendation concerning promotion considers evidence of the faculty member's performance over the total time in which the previous rank has been held as compared to the guidelines for the rank being considered as established by the Board of Visitors and any other guidelines established by the department or college.
 - c. The total rank structure of the department should be considered.
 - d. At the least, the committees and administrators should examine faculty information sheets, chair evaluations, dean's evaluations, and any other evidence submitted by the faculty member, the chair of the department, or any other relevant source. Particularly in the case of promotion to full professor, external evaluation of the faculty member's research **and scholarly activity** by nationally recognized experts in the field of specialization may be required at any step of the process. The criteria and process for external review are the same as outlined under Board of Visitors Policy on Tenure, IV Criteria for Award of Tenure, section b.1.a-g.

3. A candidate for promotion in rank is initially considered by the faculty members in the department who hold the rank being considered or above:¹
 - a. In the case of large departments, the faculty members in the rank being considered or above may select a committee from their ranks to consider and make recommendations concerning promotion. In that case, it is the responsibility of the committee to elicit opinions from all faculty members holding the rank considered or above.
 - b. No dean, associate dean, assistant dean, or other full-time administrator or department chair shall attend or participate in the deliberation of either departmental, college, or the University Promotion and Tenure Committee. All members of the college promotion and tenure committees shall be elected directly by the faculties they represent. The college committees shall consist of one tenured faculty member from each department in the college. This member shall be chosen by majority vote of all full-time teaching and research faculty members of the department, present and voting, by secret ballot before April 15 of each year for the ensuing year. The University Promotion and Tenure Committee shall consist of one tenured full professor from each of the major degree-granting academic colleges. This member shall be elected by his/her college's promotion and tenure committee(s).

The University Promotion and Tenure Committee shall elect one of its members as chair.² No person shall serve on a college promotion and tenure committee for more than three years consecutively but is eligible for reelection after an absence of at least one year.
 - c. Should there be no more than two persons in the department who hold the rank for which the faculty member is being considered or a higher rank, the faculty member has the option of skipping the departmental stage and being considered directly by the college promotion committee, which shall consider the recommendation of the chair.
 - d. The faculty member involved is informed that the committee is considering promotion in rank and is given an opportunity either to

¹See the Faculty Evaluation Schedule in the appendix for specific dates and actions.

²The members of the faculty who are elected to serve on the University Promotion and Tenure Committee shall serve for the subsequent academic year. The promotion and tenure committees elected by each individual degree-granting college serve for an entire academic year, not for the spring semester of one year and the fall semester of the following year.

appear before the committee (or group) considering the case, or to submit a statement in writing in support of eligibility for promotion.

4. The committee or faculty group makes its recommendation concerning promotion to the chair together with reasons for the recommendation (including a minority statement in the case of a split vote), and specifies the vote of the committee. The chair evaluates independently the credentials of the faculty member, the rank structure of the department, and any additional evidence presented, either by the faculty member or from any other source, and makes a recommendation, with reasons, concerning promotion.
5. If neither the faculty committee (or group) nor the chair recommends promotion, the faculty member will not be considered for promotion in the coming year unless a review by the college promotion committee and the dean is requested by the faculty member. If a review is requested, the departmental committee and the chair forward all documents to the promotion committee of the college, which examines them and makes a recommendation concerning promotion to the dean. The dean examines all documents, including the recommendation of the college committee, and makes a determination concerning promotion. If the dean's determination is negative and is in accordance with the recommendations of the departmental committee, the chair, and the college committee, then the faculty member is not promoted for the coming year. If the dean's determination is negative and is not in accordance with all previous recommendations, the faculty member may request a further review by the provost and vice president for academic affairs. The decision of the provost and vice president for academic affairs is final in such cases.
6. If either the departmental committee (or group), or the chair, or both recommend promotion, the faculty member's credentials together with the recommendation of the faculty committee and the chair will be forwarded to a promotion committee of the college for consideration. This committee will make an independent evaluation and make a recommendation concerning promotion with reasons (including reasons of the minority), to the dean. The recommendations will indicate the vote of the committee.
7. The dean, considering all previous recommendations and all credentials, then makes a recommendation concerning promotion, which is forwarded, with reasons, to the provost and vice president for academic affairs.
8. The University Promotion and Tenure Committee, consisting of one tenured full professor from each of the major degree-granting academic colleges, examines the facts and all previous recommendations and documentation, and makes a recommendation (with reasons, including minority reasons, if any)

concerning promotion which is forwarded to the provost and vice president for academic affairs.

9. On the basis of all the evaluations and recommendations presented, and after consultation with staff, the provost and vice president for academic affairs makes a decision concerning promotion for the coming year. If the recommendations of the committees and administrators that have previously considered the case have not been in agreement with one another, or if the provost and vice president for academic affairs disagrees with the recommendations that have been in agreement with one another, the provost and vice president for academic affairs shall consult with the chair, the dean, and the University Promotion and Tenure Committee before reaching a final decision. The decision of the provost and vice president for academic affairs will consist of one of the following:
 - a. promotion
 - b. deferral
 10. If the decision of the provost and vice president for academic affairs is for promotion, the faculty member will receive the higher rank in the subsequent academic year. The decision of the provost and vice president for academic affairs will be reported to the president.
 11. The faculty member may request that the president review a negative decision by the provost and vice president for academic affairs. The decision of the president is final.
 12. All promotions are reported by the president to the Board of Visitors.
 13. The above procedures at the department and college level may be suitably adapted for faculty members who hold interdisciplinary or interdepartmental appointments. The adapted procedures should be recommended by the promotion and tenure committee of the college or colleges involved and approved by the dean or deans and the provost and vice president for academic affairs. Procedures above the college level will be the same as those designated above in all cases.
- C. Part-time instructional faculty may be promoted in rank (for example, from adjunct assistant professor to adjunct associate professor) upon recommendation of the chair and dean to the provost and vice president for academic affairs. Full documentation of the credentials of the faculty member being recommended for promotion is required. If the provost and vice president for academic affairs denies the promotion,

the faculty member may request a review by the president. The decision of the president is final.

The Committee approved by unanimous vote the proposed name change for the Department of Exercise Science, Physical Education and Recreation. The following resolution was brought forth as a recommendation from the Academic Affairs Committee and was unanimously approved. (*Atkinson, Graeber, Cheng, Hilgers, Lechler, Paige, Pattison, Russell, Villanueva, Wagner, Warren, Woolsey*)

**APPROVAL OF NAME CHANGE FOR THE DEPARTMENT OF EXERCISE
SCIENCE, PHYSICAL EDUCATION AND RECREATION
COLLEGE OF EDUCATION**

RESOLVED, that upon the recommendation of the Academic Affairs Committee, the Board of Visitors approves the name change for the Department of Exercise Science, Physical Education and Recreation in the College of Education to Exercise Science, Sport, Physical Education and Recreation effective July 1, 2002.

Rationale: The physical education program has grown over the years in enrollment resulting in larger enrollments inherently tied to the exercise science emphasis, followed by the sport management emphasis, and lastly the health and physical education emphasis. The sport management program has grown in number of majors surpassing the rate of growth associated with other disciplines within the department. The department also includes a program in Recreation and Leisure Studies.

The majority of the faculty in the department felt that a department name should be as widely and reasonably reflective of all the major academic disciplines. Thus, they have proposed the name change for the department.

The Committee adjourned to the Career Management Center where Sue Martin, Director of the Career Management Center, briefed the Committee about the Center's activities, eRecruiting, and the Career Advantage Program.

ADMINISTRATION AND FINANCE COMMITTEE

The Rector called on Mr. Lechler for the report of the Administration and Finance Committee. Mr. Lechler reported that the Committee met this morning and toured the

Constant Hall Renovation & Infill project. Following this tour, Vice President Fenning and Richard Massey, Foundations' Manager, presented a resolution to revise two Board policies related to the investment management of University endowments and associated spending which would also rescind two policies that are out of date. Vice President Fenning provided background information and a summary of current University endowments. These University endowments have been created for restricted purposes such as Eminent Professorships, Scholarships, and Programs. The Unrestricted Board Fund was created by the Board of Visitors in 1975 for the purpose of generating discretionary income as a quasi-endowment to meet special needs. Recent expenditures have included planning funds for the development of the University Village, scholarships, partial funding for the construction of the University Wall, and land acquisition.

The Committee, by motion, unanimously approved a resolution to change the name of the Unrestricted Board Fund to the Unrestricted University Fund. In response to questions by Ms. Woolsey, Vice President Fenning indicated that the original source of these funds are two unrestricted gifts and auxiliary funds. While the Board has a fiduciary responsibility for these funds, they are managed by the Foundation and authority was granted by the Board to the President to use the spendable portion of these funds at her discretion for University needs. This resolution does not change fiduciary responsibility, but is merely a name change. The resolution, as brought forth by the Administration and Finance Committee, was unanimously approved. *(Atkinson, Graeber, Cheng, Hilgers, Lechler, Paige, Pattison, Villanueva, Wagner, Warren, Woolsey)*

The Committee also considered revisions to Policy 1630, "Statement of Responsibility Regarding University Investments," in order to accurately reflect the Committee's relationship with the Investment Committee of the Educational Foundation and the fact that management of the University's endowment funds was transferred to the Investment Committee in 1987. Policy 1631, "Spending Policy for Endowed Funds," was also proposed for revision to combine spending policies for both the University's General Endowment and the Eminent Scholars Endowment, which would bring these spending policies in line with other endowments under the umbrella and management by the Educational Foundation. As a result, policies 1637 and 1638, which outline those different spending policies, are no longer necessary and were approved for rescission.

Ms. Atkinson made a motion that the resolution we amended to state that two members of Board be appointed to the Foundation's Investment Committee rather than two members of Administration and Finance Committee, pointing out that currently she is one of the two Board's representatives yet is not a member of the Administration and Finance Committee. The motion was seconded by Mr. Lechler and unanimously approved. *(Atkinson, Graeber, Cheng, Hilgers, Lechler, Paige, Pattison, Villanueva, Wagner, Warren, Woolsey)*

Ms. Atkinson then made a motion to approve the following resolution, as amended. The motion was seconded by Mr. Lechler and unanimously approved. (*Atkinson, Graeber, Cheng, Hilgers, Lechler, Paige, Pattison, Villanueva, Wagner, Warren, Woolsey*)

RESOLUTION REGARDING INVESTMENT POLICIES

RESOLVED, that upon the recommendation of the Administration and Finance Committee, the Board of Visitors approves the following revisions to the Policy 1630: Statement of Responsibility Regarding University Investments, originally approved by the Board of Visitors on December 9, 1983.

BE IT FURTHER RESOLVED, that the Board of Visitors approves the following revisions to Policy 1631: Spending Policy for Endowed Funds, originally approved by the Board of Visitors on March 29, 1989.

BE IT FURTHER RESOLVED, that the Board of Visitors approves the rescission of Policy 1637: General Endowment Spending Policy, approved by the Board of Visitors on September 27, 1990; and Policy 1638: Eminent Scholars Spending Policy, originally approved by the Board of Visitors on September 27, 1990 and revised on June 17, 1993.

Rationale: Policy 1630 is being revised to reflect the Committee’s relationship with the Investment Committee of the Educational Foundation and the fact that management of the University’s endowment funds was transferred to the Investment Committee in 1987. Policy 1631 is being revised to combine spending policies for both the University’s General Endowment and the Eminent Scholars Endowment, which no longer are subject to different rules. As a result, policies 1637 and 1638, which outline those different spending policies, are no longer necessary.

REVISED POLICIES:

NUMBER: **1630**

TITLE: **Statement of Responsibility Regarding University Investments**

APPROVED: **December 9, 1983; Revised December 7, 2000**

~~RESOLVED, that upon the recommendation of the Finance and Audit Committee, the Board of Visitors delegates to the Administration and Finance Committee the following responsibilities regarding university investments:~~

- A. The Administration and Finance Committee and the vice president accountable for investments shall have the obligation to
1. Establish investment goals, objectives and policies;
 2. Communicate the above goals and policies and an understanding thereof to the external managers;
 3. Assure that the university's investment policies are executed in a manner consistent with its goals;
 4. Monitor the comparative investment performance of the external managers:
 - a. Relative to each other,
 - b. Relative to other managers with similar investment philosophies, and
 - c. Relative to the performance of the Old Dominion University assets being managed within the universe of assets invested by each manager; and
 5. Report to the Board of Visitors on a quarterly basis on the state of endowments.
- B. **By action of the Administration and Finance Committee on August 27, 1987, management of the University endowment funds was transferred to the Investment Committee of the Educational Foundation. The Investment Committee shall have the following responsibilities:**
1. Allocate existing and newly received endowment assets among the external managers, or to other types of investments as appropriate. Such allocations shall be based on factors such as the desired debt-equity ratio and the performance of each external manager in both its peer group and its past and prospective contribution to Old Dominion University's investment results.
 2. ~~The Administration and Finance Committee shall~~ Review, approve, add, delete, and change all external investment managers;
 3. ~~The Administration and Finance Committee chairman and the vice president shall,~~ Within the investment policies of the committee and after consulting with knowledgeable investment managers, adjust the investment asset mix for those funds allocated to external managers who do not adjust the investment asset mix. Such changes shall be reported to the Administration and Finance Committee at its next regular meeting.

- C. **On an annual basis at the September meeting of the Board of Visitors, the Rector, in consultation with the Chair of the Administration and Finance, shall appoint two members of the *Board of Visitors* as voting members of the Investment Committee.**

NUMBER: 1631

TITLE: **Spending Policy for Endowed Funds**

APPROVED: **March 29, 1989**

~~RESOLVED, that upon the recommendation of the vice president for administrative services and the president, the Finance and Audit Committee approves the following spending policy for endowed funds held by the University, this policy to supersede all previously approved policies except for the quasi-endowment policy approved April 4, 1986.~~

Spending Policy for all Old Dominion University Endowments (specifically excluding the quasi-endowment and funds established by documentation containing specific spending provisions)

1. **Unless otherwise specified by the donor, beginning July 1, 2001, five and one-half percent (5.5%) of the assets as of September 30, 2000 of each endowment fund will be paid out for operating purposes; thereafter, payout will increase by five and one-half percent (5.5%) per annum. "Operating purposes" include academic, scholarship, and related programs plus all related administrative expenses of the Educational Foundation (including custody and investment management fees).**
2. **Following the initial payout of any endowment, an annual analysis will be done comparing total spending for operating purposes to current market value. Total spending should fall within four and one-half percent (4.5%) and six and one-half percent (6.5%) of the market value of earning assets as of September 30. If total spending is outside of this range, the Board of Trustees of the Educational Foundation, or the Executive Committee acting on its behalf, will review the payout. Following review, the Board or the Executive Committee may adjust spending to fall within the normal range.**
3. **Additions to the endowment earning assets from gifts received prior to July 1 each year will be included in the base by which payout will increase by five and one-half percent (5.5%). The Board of Trustees or the Executive Committee must specifically authorize exceptions.**

4. **Five and one-half percent (5.5%) of newly established endowment earning assets, received prior to July 1 each year, will be paid out for operating purposes; thereafter, payout will increase by five and one-half percent (5.5%) per annum.**
- ~~1. "Income" is defined as total return; i.e., interest, dividends and net appreciation. "Net appreciation" is defined as the capital appreciation less capital depreciation, realized and unrealized, in the fair value of the assets of the fund over the historic dollar value of the fund. The "historic dollar value" is defined as the fair value in dollars of the fund at the time it became an endowment fund, plus the fair value in dollars of each subsequent donation to the fund at the time it is made, plus the fair value in dollars of each accumulation made pursuant to a direction in the applicable gift instrument at the time the accumulation is added to the fund.~~
- ~~2. Income authorized for expenditure during the calendar year concerned ("authorized spendable income") shall be limited beginning in 1991 to 5-1/2% of the average of the market values at the end of each twelve-month period ending September 30 for the five year period ending September 30 of the year prior to payment. For 1989 the percentage shall be 7-1/2% and for 1990 6-1/2%. In the event Income is less than such 5-1/2% (or 7-1/2% or 6-1/2% depending on the year) of the five year average of market values, then expenditures during such calendar year shall be limited to accumulated income.~~
- ~~3. If for any reason it becomes desirable to spend income in excess of authorized spendable income, such addition to authorized spendable Income may be spent only if authorized by the Administration and Finance Committee of the Board of Visitors.~~

Spending Policy for Funds Established by Documentation Containing Specific Spending Provisions

The expenditure of income from funds established by documentation containing specific spending provisions shall be made in accordance with such spending provisions:

RESCINDED POLICIES:

NUMBER: **1637**

TITLE: **General Endowment Spending Policy**

APPROVED: **September 27, 1990**

RESOLVED, that the Finance and Audit Committee of the Board of Visitors approves the following spending policy for endowments in the general endowment pool:

Unless otherwise specified by the donor, beginning July 1, 1991, six (6) percent of the assets as of September 30, 1990, of each general endowment pool endowment fund will be paid out for operating purposes; beginning July 1, 1992, five and one-half (5-1/2) percent of the assets as of September 30, 1991 of each general endowment pool endowment fund will be paid out for operating purposes; beginning July 1, 1993, five (5) percent of each general endowment pool endowment fund will be paid out for operating purposes; thereafter, payout will increase by 5 percent per annum. "Operating purposes" include academic, scholarship, and related programs plus all related administrative expenses of the Educational Foundation (including custody and investment management fees).

If during any university fiscal year subsequent to that beginning July 1, 1993, the payout would be greater than six (6) percent of the market value of earning assets as of the preceding September 30, the 5 percent increase in payout for general endowment pool endowments will be reviewed and could be reduced by the Administration and Finance Committee.

If the payout during any university fiscal year subsequent to that beginning July 1, 1993, would be less than four (4) percent of the market value of earning assets, then the rate of increase in payout will be reviewed by the Administration and Finance Committee and may be increased.

Additions to endowment earning assets from gifts during the year preceding the September 30 date of calculation of spending will not be included in the base by which payout will increase each year by 5 percent, unless this inclusion is specifically authorized by the Administration and Finance Committee.

NUMBER: **1638**

TITLE: **Eminent Scholars Spending Policy**

APPROVED: **September 27, 1990; Revised June 17, 1993**

Unless otherwise specified by the donor, beginning July 1, 1994, five (5) percent of the market value of the Eminent Scholars Endowments as of September 30, 1993 will be paid out for operating purposes; thereafter, payout will increase by five (5) percent per annum. "Operating purposes" include academic, scholarship, and related programs plus all related administrative expenses of the Educational Foundation (including custody and investment management fees).

If during any University fiscal year subsequent to that beginning July 1, 1994, the payout would be greater than six (6) percent of the endowments' market value as of the preceding September 30, the

five (5) percent increase in payout for Eminent Scholars Endowment Pool endowments will be reviewed and may be reduced by the Board of Trustees of the Educational Foundation.

If the payout during any University fiscal year subsequent to that beginning July 1, 1994, would be less than four (4) percent of the endowments' market value as of the preceding September 30, the five (5) percent increase in payout for Eminent Scholars Endowment Pool endowments will be reviewed by the Board of Trustees of the Educational Foundation and may be increased.

Additions to the endowments from gifts during the one quarter preceding the September 30 date of calculation of spending will not be included in the base by which payout will increase each year by five (5) percent, unless this inclusion is specifically authorized by the Board of Trustees of the Educational Foundation.

Five (5) percent of newly established endowments, received prior to June 30 each year, will be paid out for operating purposes; thereafter, payout will increase by five (5) percent per annum.

Mr. Massey also indicated that several of the University's endowments would be slightly out of the spending range established by policy. After a brief discussion, the Committee recommended that the proposed spending from these endowments be reduced for 2002-2003 to within the tolerance prescribed by policy. Following discussion, Mr. Warren made a motion to amend the resolution to state that we make adjustments in the future if similar situations arise, in order that the endowments remain in tolerance. The motion to amend was seconded by Mr. Lechler and unanimously approved. (*Atkinson, Graeber, Cheng, Hilgers, Lechler, Paige, Pattison, Villanueva, Wagner, Warren, Woolsey*) The motion, as amended, was then unanimously approved by the Board. (*Atkinson, Graeber, Cheng, Hilgers, Lechler, Paige, Pattison, Villanueva, Wagner, Warren, Woolsey*)

During the Vice President's Report, Mr. Fenning briefed the Committee on the status of the University's Biennial Operating and Capital Budget Requests, as well as the final recommendations submitted by SCHEV on behalf of Old Dominion University and the other public institutions of the Commonwealth. Mr. Fenning also updated the Committee on the current fiscal situation of the Commonwealth.

Michael Townes, Executive Director of Hampton Roads Transit, briefed the Committee on the current planning for the proposed Light Rail Transit System for the City of Norfolk and the participation of the University in this and subsequent phases of detailed planning and design with HRT through a Memorandum of Agreement.

In his report, Mr. Fenning provided brief summary information on the status of the construction of Constant Convocation Center and associated parking facilities. This construction is on schedule for a Fall 2002 opening. The Maglev test vehicle at the American Maglev facility in Edgewater, Florida, has levitated and is in the midst of testing. The campus station construction will begin in January and the vehicle will arrive on campus

March 1 for additional testing. Finally, Mr. Fenning and Julie Adie reviewed the current development proposal and schedule of the Lamberts Point Golf Course & Family Golf Center.

Mr. William R. Fisher, Acting University Controller, reviewed the Unaudited Financial Statements for the fiscal year ending June 30, 2001. Mr. Fisher described the elements used to categorize activities for reporting purposes and reviewed briefly the Balance Sheet, the Statement of Changes in Fund Balance, and Statement of Current Fund Revenues, Expenditures and Other Changes.

Mr. Fisher reported that the assets of the University increased by \$27.2 million in Fiscal Year 2001, or 6.91 percent, and total more than \$420 million. Liabilities increased by 31.4 percent or \$21.2 million and total \$88.5 million. Fund balances increased by \$6 million, or 1.84 percent, and total more than \$332 million.

Mr. Fisher also reviewed selected performance ratios established by the National Association of College and University Business Officers. The net investment in plant to plant debt represents the equity to debt ratio. The standard for higher education is 3 to 1; Old Dominion's ratio is 5.23 to 1. The credit worthiness ratio represents available assets to general liabilities. The higher education standard is 2 to 1; Old Dominion's ratio is 4.6 to 1.

The Committee inquired about information about a shooting which was attributed in the media to an area "near ODU". The victim was not an Old Dominion student, and the Committee took exception to the newspaper and television focusing unnecessary attention upon the University (and what appears to be a different standard than for other institutions and areas of the City).

Mr. Alonzo Brandon, Executive Director of Foundations, provided a status report on investments. The Committee reviewed the performance of several managers, in particular Navellier & Associates, which has performed well under the benchmark. The Committee suggested that the Educational Foundation Investment Committee closely monitor the on-going performance of this manager (and other managers well below the applicable benchmark).

The Committee then met in closed session with the University's internal auditor to review the annual audit of the President's Office and Special Events. At the conclusion of closed session, the Committee reconvened in open session and adjourned the meeting with no further action.

Following his formal report, Mr. Lechler indicated that he and Ms. Atkinson have been attending meetings of the Educational Foundation Investment Committee and updated the Board on the Committee's activities. He asked Vice President Fenning to distribute the

Endowment Summary to the full Board. The Rector noted that the Endowment Summary was reported as of 9/30/01 and the market seems to be rebounding since then.

OTHER COMMITTEE REPORTS

BYLAWS REVIEW COMMITTEE

The Rector called on Dr. Hilgers to report on the status of the Bylaws Revisions. Dr. Hilgers indicated that the final draft of the Bylaws revisions was distributed on November 5th. He reviewed the process that took place in reviewing the Bylaws and recommending revisions. Following a brief discussion, the following resolution, as brought forth by the Bylaws Review Committee, was unanimously approved. (*Graeber, Cheng, Hilgers, Lechler, Paige, Pattison, Russell, Villanueva, Wagner, Warren, Woolsey*)

PROPOSED BOARD OF VISITORS BYLAWS' REVISION

RESOLVED, that the Board of Visitors approves the following amendments to the Board of Visitors' Bylaws.

BYLAWS OF THE OLD DOMINION UNIVERSITY BOARD OF VISITORS

ARTICLE I Corporate Name and Governing Principles

*§ 1.01. Corporate Name. The University is established by §§ 23-49.11. through 23-49.22., *Code of Virginia, 1950, Annotated* (hereafter referred to as the "*Code of Virginia*"), as a corporation consisting of the Board of Visitors of the Old Dominion University under the style of "Old Dominion University."

*§ 1.02. Governing Body. The Board of Visitors is an executive branch supervisory board responsible for University operations including requests for appropriations as described by § 2.2-2100., *Code of Virginia*. As a public institution, Old Dominion University is accountable to Virginia's taxpayers through institutional direction from its active, informed, and engaged Board of Visitors.

*§ 1.03. Status. The University is a public institution of the Commonwealth of Virginia governed by the applicable sections of the *Code of Virginia* and is, at all times, subject to the control of the General Assembly (§ 23-49.11.).

ARTICLE II Power, Authority, and Duties

*§ 2.01. Power, Authority and Duties. The authority of the Board of Visitors lies within the body of the Board, not in individual members regardless of their position. Individual members only have authority delegated by the Board. The Board of Visitors has the power to establish rules and regulations for the University as detailed in § 23-9.2:3., *Code of Virginia* and other powers, authority and duties as specified in §§ 23-49.11. through 23-49.22., *Code of Virginia*. The Board has corporate powers given to corporations by Title 13.1, *Code of Virginia*, except those limited to corporations created thereunder. The Board's power to conduct investigations into institutional management practices or the conduct of university officers and employees is set forth in § 2.2-2105., *Code of Virginia*. Other related powers, authority, and duties are found in §§ 23-1. through 23-4., *Code of Virginia* and the current annual edition of the General Assembly Appropriation Act.

§ 2.02. Role and Responsibilities. The Board of Visitors is the body **ultimately** responsible for the University. The Board's trust includes the following responsibilities.

(a) Presidential Selection and Oversight. The Board's most important responsibility is selection (§ 5.04. of these Bylaws) and oversight (§ 7.01. (f) of these Bylaws) of the University President. The President reports only to the Board and it is the responsibility of the Board to ensure that the President is implementing the Board's **formally adopted** policies and **efficiently and effectively** accomplishing the **Board's University's goals** ~~for the University effectively and efficiently.~~

(b) University Mission. The Board is responsible for ensuring that the University's mission reflects and directs the relative commitment to undergraduate, graduate, and professional programs, as well as an appropriate balance among instruction, research, and service.

(c) Strategic Planning. The Board is responsible for ~~leading the University in an ongoing strategic planning process for mission accomplishment.~~ **ensuring there is an ongoing strategic planning process and overseeing its implementation.** In conjunction with the President, and in consultation with the faculty, other internal groups, and external constituencies, the Board shall **take an active part in** developing priorities and goals essential to the accomplishment of the University's mission, allocation of resources, and measurement of success.

(d) University Budget. The Board is responsible for ensuring that the University's mission, priorities, and goals are visible in and expressed through its budget. The budget shall reflect the priorities developed in the strategic planning process. The Board shall **continually periodically** review and approve the University's **annual** budget and ~~hold work in conjunction with~~ the President and his/her administration accountable for directing a process that seeks input from the Board early and often.

(e) Academic Integrity. The Board is responsible for advancing and protecting the academic quality of the education offered by the University including, but not limited to **considering**, strategic planning, admission standards, graduation requirements, grading policies, use of technology

in the classroom, and faculty structure, development, productivity, priorities, and incentives for outstanding teaching.

(f) Student Quality of Life. The Board is responsible for assuring the high quality of student life necessary to ensure that higher education achievement can take place in an environment conducive to a high level of learning.

(g) Affiliated Foundations. The Board is responsible for assuring that priorities for fund raising, research, athletics, real estate acquisition and disposal, and other affiliated foundation activities are consistent with the **University's** mission, priorities, and goals. ~~set by the Board for the University, recognizing that while the Board does not control~~ **While the Board recognizes the independent governance of** these private activities, the Board is responsible for private resources contributed to the University for public purpose. Guidelines for the exercise of this responsibility are contained in the Board Policies and Procedures Manual (see Article IX of these Bylaws) and affiliation agreements.

(h) Audit Planning and Review. The Board is responsible for the selection of accountability measures, review of results ~~accomplished~~, and determination of how effectively its policies have been implemented through the audit process; i.e., whether the University's allocation of resources is consistent with the Board's priorities and with the University's financial position.

(i) Fiscal Efficiency. The Board is ultimately responsible for assuring fiscal efficiency; i.e., the cost-effective operation of the University. As part of that responsibility **and within the scope of its authority**, the Board shall ensure that decisions regarding enrollment, tuition, and fees do not place a college education beyond the reach of the average Virginia citizen.

(j) Institutional Advancement. **The Board is responsible for promoting the academic purpose, strategic initiatives, service, and solvency of the University among its many constituents by communicating the institution's accomplishments, sharing its vision for the future, relating the community to the campus and the campus to the community, maintaining constituent trust, and engaging the larger community in partnerships to achieve University goals and objectives.**

ARTICLE III Members

*§ 3.01. Number, Term and Appointment. The number of the members of the Board of Visitors of Old Dominion University is as provided by law (§§ 23-49.14., *Code of Virginia*). Board members whose term of appointment ends on 30 June of any particular year shall continue to discharge their duties after their terms have expired until their successors have been appointed and qualified (§ 23-49.14. (d), *Code of Virginia*). Newly appointed members of the Board of Visitors shall be considered appointed when the Governor announces their appointment and they have completed and filed the required oath of office and conflict of interest statement. Confirmation of members' qualification by the General Assembly is not required for them to perform their duties until such qualification is received.

*§ 3.02. Vacancies. Vacancies on the Board are filled by the Governor, if his/her discretion so dictates, as prescribed by law (§ 23-49.15, *Code of Virginia*).

*§ 3.03. Resignation. Any member of the Board of Visitors may resign at any time by providing notice to the Governor. Notice also shall be provided to the Rector so that the Board can take measures to accommodate said resignation. Such resignation shall take effect at the time specified in such notice and, unless otherwise specified therein, the acceptance of said resignation shall not be necessary to make it effective.

*§ 3.04. Performance and Removal. Appointees accept the responsibility to be fully knowledgeable of the applicable sections of the *Code of Virginia*, these Bylaws, and the Board Policies and Procedures and to fully participate in Board of Visitors activities including, at a minimum, regular Board meetings, standing and special committee meetings, commencements, and Board retreats. Appointees also have the responsibility to attend as many University functions as possible. As provided by law, if any member of the Board of Visitors should fail to perform the duties of the office for one year, without sufficient cause shown to the Board, the Board shall, at its next meeting after the end of such year, cause the fact of such failure to be recorded in the Board minutes, and certify the same to the Governor; and the office of such member shall be then vacant (§ 23-49.16, *Code of Virginia*).

§ 3.05. Student Membership. Consistent with § 23-9.2:5., *Code of Virginia*, “Student Representatives to Boards of Visitors,” the Board establishes the following principles and regulations relating to the appointment and service of a student member on the Board:

(a) Status. The student shall be a non-voting, advisory member of the Board and **may shall** be excluded from any discussion of issues such as any recommendation or appeal concerning a specific faculty, staff, or administrative member’s appointment, salary, promotion, grievance, disciplinary or tenure status, held in a closed meeting **or may be excluded from discussion of other closed meeting matters** at the discretion of the Rector or Committee Chair.

(b) Term of Service. The term of service of the student Board member shall be one year, beginning on 15 August of each year. The incumbent may be reappointed for no more than one consecutive term in accordance with the procedures contained in subparagraphs (c) through (e) of this section.

(c) Eligibility. To be eligible to serve, a student must have successfully completed at least 15 semester hours of course work at Old Dominion and possess and maintain a cumulative grade point average of at least 3.0. He/she must be registered for at least six hours per semester during the regular academic year in which he/she serves.

(d) Appointment. The Board shall appoint the student member from among at least three candidates provided by a selection committee consisting of the Vice President for Student Services, a student appointed by the Student Senate, and the Director of Student Activities and Leadership. The selection committee shall forward its nominees to the Board via the President. **The committee will endeavor to represent the diverse character of the Old Dominion student body in**

~~their recommendations over time.~~ [Deleted as it sets a less than objective standard subject to risk.]

(e) Application for Appointment and Selection. On 1 March of each year, the President or his/her designee will call for applications from students who wish to be considered for the student Board position. Applicants must submit a letter of application indicating why they wish to serve and the nature of their qualifications, a résumé, and three letters of recommendation. The selection committee shall interview the most outstanding candidates and recommend, via the President, at least three nominees to the Student Advancement Committee of the Board for its action at its regular Spring meeting. The Student Advancement Committee shall interview the finalists and make a recommendation to the entire Board for its action.

(f) Alternate Members. Recognizing possible changes that occasionally might occur in student status or eligibility, the Board shall appoint a first and second alternate student Board member, in ranked order, in addition to the primary appointee.

(g) Removal. The Board may remove any student Board member that it has appointed at any time by an affirmative vote of at least nine of its voting members. The remainder of the term shall be filled by one of the two alternate student Board members as recommended by the Student Advancement Committee **and approved by the Board.**

(h) Responsibilities. The Student Representative shall participate in all Board activities, including standing and special committees to which he/she may have been appointed consistent with § 3.05. (a), above.

*§ 3.06. Visitors Emeriti. In recognition of the invaluable service rendered to the University during their appointments to the Board of Visitors and the informed counsel they are capable of providing after their terms expire, former members of the Board shall be designated Visitors Emeriti. They shall **be entitled to** receive copies of minutes of the regular Board meetings and be invited to meet at least once each year with current members of the Board at a social or other function hosted by the Board of Visitors.

ARTICLE IV Meetings

*§ 4.01 Regular Meetings. Regular meetings of the Board of Visitors shall be held no less frequently than four times each year on such dates and in such places as may be set by the Rector and the Board of Visitors. Regular meetings scheduled annually in excess of the four published regular meetings shall be announced to Board members, University staff, and the public at least 30 days prior to the day the regular meeting is to be convened to assure maximum participation, the three day statutory notification notwithstanding. At least 30 days' advance notice, with special conditions attendant thereto, is required when the Board quorum meets at one location and additional members participate in the meeting through electronic means (§ 2.2-3708.C., *Code of Virginia*). The regular meeting during the month of June of each year shall be the annual meeting.

*§ 4.02 Special Meetings. Special meetings of the Board may be called by the Rector, or, in his/her absence or disability, by the Vice Rector, or by any three Visitors at such dates, times, and places, **with agenda**, as may be specified in the call for such meeting in accordance with § 2.2-3707., *Code of Virginia*.

*§ 4.03 Emergency Meetings. Emergency meetings are special meetings and may be called by giving reasonable notice to all members and the public whenever in the judgement of the Rector, in consultation with the President, there is an emergency as defined by §2.2-3701., *Code of Virginia*. A quorum of five voting members shall be sufficient to transact any business with respect to said emergency, except declarations of fiscal exigency. Declarations of fiscal exigency only must be made by an affirmative vote of at least 12 voting members.

*§ 4.04 Special and Emergency Meeting Notice. For special meetings under normal, non-emergency circumstances, seven days' notice shall be given of the date, time, **and place, and agenda** of all non-electronic communication meetings, by the Secretary/Executive Secretary of the Board. Emergency meeting notice shall provided, as reasonably timely as possible under the circumstances, and be given contemporaneously to the public with the notice provided to Board members. Details regarding meeting notices are contained in § 2.2-3707., *Code of Virginia* and § 2.2-3708.C., *Code of Virginia* for electronic communication meetings.

*§ 4.05 Quorum. Five voting members of the Board of Visitors serving at any time shall constitute a quorum (§ 23-49.17. (b), *Code of Virginia*).

*§ 4.06 Order of Business. The order of business at meetings is set forth in the Board Policy and Procedures, unless modified at the discretion of the Rector with the modification(s) approved by a majority of the voting Board members present. Matters to be placed on the Board's regular and special meeting agenda and requests for public comment shall be brought to the attention of the Rector or the President in writing at least 15 days in advance of the meeting at which the issue is to be addressed or public comment accepted. Reports of invited representatives and anticipated issues or resolutions requiring Board decisions under unfinished and new business and the point or points during the meeting where public comment will be accepted will be specified in the published pre-meeting agenda. Such agenda shall be distributed to all Board members at least seven days prior to each regularly scheduled Board meeting. Supplementary agenda items originating after distribution of the pre-meeting agenda shall be provided to all Board members as soon as they are identified and may be considered if confirmed by a majority of the voting members of the Board.

*§ 4.07. Conduct of Business. All meetings shall be conducted in accordance with the *Code of Virginia*, these Bylaws, Board Policies and Procedures, and *Robert's Rules of Order Newly Revised*, in order of descending precedence. The Vice Rector shall serve as Board parliamentarian for purposes of interpreting *Robert's Rules of Order Newly Revised*. Electronic communications meetings are subject to the provisions of §2.2-3708., *Code of Virginia*. The Board shall request the presence of the University's legal representative at all open and closed meetings and committee meetings except those where the President is being evaluated or presenting portions of his/her Annual Report dealing with the evaluation of University officers, unless otherwise directed by the Attorney General. At the Board's discretion, it may request the presence of the University's legal representative during evaluations if it

is considering: (1) whether the party or parties involved are in breach of his/her contract; (2) or the Board is seeking legal advice about the amounts and methods of compensating the President or other officers involved.

*§ 4.08. Closed Meetings. Meetings, which include working and educational sessions and retreats or portions thereof, from which all persons are properly excluded except Board members and interested parties invited by the Board to attend are closed meetings. The conduct of closed meetings by the Board shall be governed by the provisions of the Freedom of Information Act found in Title 2.2, Chapter 37, *Code of Virginia*. Closed meetings cannot be conducted electronically. Closed meetings shall not be called to discuss Board officer selection or discuss matters related to individual Board members. Any resolution, ordinance, rule, contract, regulation, or motion discussed in a closed meeting shall not become effective unless the Board, following the closed meeting, reconvenes in open meeting, clearly identifies the substance of the action to be taken, and takes a vote of the membership on such resolution, motion, or other form of action (§ 2.2-3711.B., *Code of Virginia*). Closed meeting procedures to be followed and certification of proceedings are contained in § 2.2-3712., *Code of Virginia*.

*§ 4.09. Voting Procedures. Votes on substantive matters shall be taken by roll-call vote, conducted by the Secretary, of all voting members supporting, opposing, or abstaining from the matter. Incidental **or procedural** motions (e.g., adjournment) may be carried or defeated by voice vote, however, all votes taken during electronic communication meetings shall be by roll-call and so recorded in the meeting minutes (§ 2.2-3708.D., *Code of Virginia*). No proxies, secret, or written ballots are authorized in any Board meeting (§ 2.2-3710., *Code of Virginia*). The roll-call vote shall be recorded in the minutes by the Secretary calling the roll. Should members attending the meeting be absent for the vote, their absence shall be noted in the minutes. The Student Representative to the Board of Visitors is a non-voting member, but his/her comment regarding an issue may be recorded in the minutes.

ARTICLE V Committees

*§ 5.01. Executive Committee.

(a) Composition. The Executive Committee shall consist of seven members of the Board, three of whom shall be the elected officers of the Board. The remaining members of the Executive Committee shall be the chairs of each standing committee of the Board. Vacancies, other than Board officers who must be elected, may be filled at any time by appointment of the Rector and confirmation by the Board. In the event a standing committee chair is also an elected officer, the vice chair of that particular standing committee shall be a member of the executive committee to maintain the executive committee membership at seven members. A quorum of the Executive Committee shall consist of three Executive Committee members. In the absence of standing committee chairs, standing committee vice chairs may serve on the Executive Committee and count towards a quorum as directed by the Rector.

(b) Duties and Authority. The Executive Committee shall meet upon the call of the Rector or the President. The Executive Committee shall have the power of the Board to take such actions as are necessary to direct the affairs of the University between meetings of the Board. The full Board must be notified of all actions taken by the Executive Committee and all actions must be ratified by the Board at its next regular or a special meeting called for that purpose in emergency situations. The committee shall coordinate the policy development and the goals/objectives of all Board committees and shall recommend the means whereby the Board will assess its effectiveness in accordance with § 10.03 of these Bylaws. A complete record of all actions of the Executive Committee shall be maintained by the Secretary and shall be provided to each member of the Board within 15 working days after the Executive Committee meeting at which such actions were taken. All members of the Board shall be invited to attend Executive Committee meetings and all Board members in attendance at an Executive Committee meeting shall be entitled to vote. Meeting notices shall be provided as set forth in § 4.04 of these Bylaws.

§ 5.02. Standing Committees. In addition to the Executive Committee, the standing committees of the Board shall consist of the Academic Advancement Committee, Institutional Advancement Committee, Administration and Finance Committee, and the Student Advancement Committee. The chairs and members of the four standing committees shall be appointed by the Rector, after consultation with the parties involved, and approved by the Board at the meeting at which the appointments are proposed by the Rector for terms of ~~one~~ **two** years and shall serve until their successors have been duly appointed. All members **subsequently** may be reappointed from year to year. All Board members shall serve on two standing committees. The chairs of standing committees shall serve until their successors have been duly appointed. Officer vacancies shall be filled in accordance with § 6.04 of these Bylaws and Standing Committee chair vacancies (versus temporary absences) ~~in accordance with the foregoing~~ **may be filled at any time by appointment of the Rector and confirmation by the Board**. A quorum of each of the standing committees shall consist of three voting Visitors who are committee members. The Rector and Vice Rector are deemed committee members for all purposes, including a quorum. The agenda for each regular Board meeting shall include a report by each committee, to the Board. Unless otherwise specifically provided by the Board, decisions/recommendations of standing committees (except decisions by the Academic Affairs Committee on review of negative tenure decisions) are advisory and must be ratified and approved by the Board of Visitors.

(a) Academic Advancement Committee. The Academic Advancement Committee supports the Board's responsibility to advance and protect the academic quality of the education offered by the University. The Committee ~~is responsible for making~~ **shall make** recommendations to the Board on the academic mission, purpose, strategic ~~and special~~ plans, **important academic initiatives**, and regular and special programs of the University; on awards and honorary degrees; on faculty personnel appointments, policies and procedures, including tenured appointments, policies, and procedures; and on student recruitment and admissions criteria and policies. The Academic Advancement Committee is designated by the Board as the committee with the responsibility of responding, on behalf of the Board, to requests from faculty for review of negative tenure decisions. The Committee's decisions, on review of negative tenure decisions, shall be final. The Committee may meet, as it deems necessary, with faculty, staff representatives, and other University members as requested through the President ~~or his/her principal officers~~.

(b) Institutional Advancement Committee. The Institutional Advancement Committee supports the Board's responsibility for ~~oversight of relations with~~ affiliated foundations and is responsible for making recommendations to the Board on matters and policies pertaining to the University's government relations, fund raising, community (**including military**) and public relations, and alumni activities.

(c) Administration and Finance Committee. The Administration and Finance Committee supports the Board's responsibilities for the budget process, accountability, and fiscal efficiency in general. The Committee is responsible for making recommendations to the Board on matters pertaining to the purchase, lease, sale, construction, and maintenance of University owned or controlled land and buildings; on fiscal policies; oversight of the fiscal accounts and operations of the University, including budget, audits, investments, and the impact of the foregoing on the University's overall fiscal condition, mission and purpose. This Committee also constitutes and serves as the Board's Audit Committee overseeing the internal audit function and receiving the annual audit report of the Auditor of Public Accounts. The Internal Auditor shall report to the **Board through the** Audit Committee (see § 8.01. of these Bylaws). The Audit Committee shall have direct access to external auditors to assess the auditors' performance, the scope of each audit, and the adequacy of the system of internal controls.

(d) Student Advancement Committee. The Student Advancement Committee supports the Board's responsibilities for ensuring student quality of life and fiscal affordability. The Committee is responsible for making recommendations to the Board on matters and policies pertaining to students and shall continuously assess and appraise the quality of student life. It shall review policies relating to student rights, responsibilities, conduct, and discipline, including matters related to the student honor system. The Committee shall ~~oversee~~ **consider** issues concerning student organizations and their funding, extracurricular activities, and matters related to student government and appropriate student participation in University governance by all types of students. The Committee shall **consider review** athletic policy and programs, both intramural and intercollegiate, and shall make appropriate recommendations to the Board.

(e) Additional Responsibilities. Each standing committee shall periodically review Board Policies and Procedures in its areas of responsibility and recommend revisions as necessary. The standing committees shall have such other duties and responsibilities as are assigned to them by the Board or by the Rector, subject to the Board's approval. In accordance with the preceding and after consulting with their respective committees and appropriate University officials, committee chairs shall present goals/objectives for the coming year at the Executive Committee meeting set by the Rector. Goals/objectives shall be initiatives ~~to enhance consistent with~~ the mission of each standing committee as set forth **above in subparagraphs (a) through (d) in this Bylaws section, and previously initiated goals and objectives of the University and the Board's Standing Committees.**

*§ 5.03. Nominating Committee. The Nominating Committee is responsible for nominating Board members for Board officers positions. In even numbered years, at the regular Spring meeting of the Board preceding the annual meeting of the Board, a Nominating Committee of an odd number of not less than three members along with two alternates shall be elected by the Board without undue influence by the Board officers or the University President. The Committee shall meet at the same

meeting during which it is created to elect its chair. The Nominating Committee shall consult with the Rector, the President, and all other Board members about the needs of the University without being bound by their suggestions.

(a) Nominations. The Nominating Committee shall post a call for nominations for officers from the Board no later than one week following the Committee's first meeting. Nominations shall be submitted in writing to the committee chair and shall be due no later than ten days following the date of the call for nominations. Members of the Board may feel free to nominate themselves for an office to the chair of the Nominating Committee. Board members may be nominated regardless of time served or time remaining on the Board, except that Board members who are in their last year of service of a four-year term shall not be eligible for nomination. The nominee for Rector must have more than one year remaining on his/her term of appointment. The foregoing would not preclude a reappointed member being nominated from the floor as set forth below. The Nominating Committee should give priority to nominating members for office whose terms of appointment on the Board do not expire simultaneously so the Board shall not be without a presiding officer.

(b) Presentation of Nominations. The Nominating Committee shall meet at least fifteen days prior to the annual Board meeting to determine the nominations to be presented to the Board at the annual meeting. The recommendation of the nominating committee shall be distributed with the announcement of the annual meeting of the Board of Visitors in the even numbered year in which the election of officers is to be held. At the annual meeting, the nominating committee shall present one candidate for each office for election at that meeting. Nominations from the floor may be made prior to such election.

(c) Committee Vacancies. In the event a member of the Nominating Committee cannot serve or becomes a candidate for an office for which the committee is selecting candidates, he/she shall resign from the committee immediately and the Rector shall immediately appoint a previously elected alternate as a replacement. Should circumstances require additional alternates, they shall be elected by the Board at a special meeting convened for that purpose.

(d) Officer Vacancies. The Nominating Committee may be elected by Board members at a regular or special meeting to fill vacant officer positions that may be created. The Nominating Committee shall then meet as required by § 6.04. Vacancies of these Bylaws.

§ 5.04. Presidential Search Committee. As necessary, but not later than the first regular meeting of the Board after the President expresses to the Board his/her intent to step down or leave the University or departs under other circumstances (e.g., prolonged illness or death), the Board shall elect a Presidential Search Committee of five or more Board members, along with two alternates, and may include no more than four non-Board members as non-voting members to that committee. The Committee, whose mission is to search for and select the best possible choices for a new president, shall meet at the same meeting at which it is created to elect its chair who must be a voting Board member, regardless of whether nonmember appointments have been made. All Committee meetings shall be held in conformity with the provisions of the Freedom of Information Act and its exceptions.

(a) University Needs. The Presidential Search Committee shall consult with the Rector, the President, other members of the Board of Visitors, the faculty, the alumni and students, and the community about the needs of the University. The Board may secure the services of a search firm or consultant to assist in the search and selection. Should a search firm or consultant be hired, it shall work for the committee and it shall not be one that previously has been engaged by the Board for a Presidential search. The Board also shall immediately commission the conduct of an institutional review by a reputable agency or consultant who has not conducted such a review of the University in the past.

(b) Practices and Procedures. The Committee shall prepare a search budget and a range of compensation for the next president, both of which shall be approved by the Board early in the search process. The Board shall be kept informed of the Committee's progress and expenses incurred and anticipated at each regular Board and Executive Committee meetings by the committee chair. The search committee shall consider external and internal candidates equally, based on the depth of their experience and the needs of the University. The Committee's duties shall be completed when it recommends the requisite number of candidates previously specified by the Board to the Board for consideration, unless the Board requests that other candidates be brought forth or the search be continued. Approval of a candidate requires the affirmative vote of at least nine voting members of the Board.

(c) Committee Vacancies. In the event a member of the Presidential Search Committee cannot serve, he/she shall resign from the Committee immediately and the Rector shall promptly appoint a previously elected alternate as a replacement. Should circumstances require additional alternates, they shall be elected by the Board at the next regular Board meeting or, if necessary, at a special meeting convened for that purpose.

(d) Unexpected Vacancy in the President's Position. In case of an unplanned vacancy in the position of the President, the Board shall expeditiously designate an Acting President to serve until a President shall be appointed by the Board and installed in the office. The Board shall hold an emergency meeting and proceed with the preceding provisions of this section of the Bylaws. The Presidential Selection Committee shall be tasked to select expeditiously the best possible choice for the Acting President following the procedures outlined in this section of the Bylaws. In the interim, the **University Provost and Vice President for Academic Affairs** shall act as the University's Acting President.

§ 5.05. Special Committees. Special or *ad hoc* committees may be created at any time either by action of the Board of Visitors, or by written direction of the Rector with the approval of the Board. Special committees shall consist of no fewer than three members appointed by the Rector who shall appoint the chair, and fill vacancies in consultation with the Chair. The Rector shall also have the power to change the membership of special committees at any time with the concurrence of the chair and the Board, unless it is the chair who is to be removed. In making initial or subsequent assignments of individuals to special committees, the Rector shall take volunteers into account. Special committees shall have a life ~~of no more than two years unless renewed for a specified period by action of either the Board or the Rector specified by the Board at the time of constitution, shall be subject to annual reviews, and may be renewed for a specified period by action of the Board.~~ At the time

the special committee is created, its mission shall be specifically established and articulated either by action of the Board or by written direction of the Rector **with approval of the Board**. The resolution of the Board or the direction of the Rector shall specify the time the special committee is to make its report to the Board.

*§ 5.06. Subcommittees. Committees may appoint subcommittees of not less than three voting Board members from within their memberships to consider such specific business as required, subject to Board approval of such subcommittee's creation.

*§ 5.07. Appointment of Non-Board **Members Advisors** to Committees. Non-Board members cannot be appointed to Board of Visitors committees without the Board approving each individually named proposed member. The **nonmembers advisors** who are approved for membership shall serve under the same conditions as Board members, however, they shall serve in a non-voting, advisory capacity.

*§ 5.08. Attendance. Board of Visitors members are entitled to attend all Board functions, including open and closed meetings of Board committees. Where conflicts arise due to several committees meeting simultaneously, the Board member shall give priority to the standing committee to which he/she has been assigned, unless excused by the standing committee chair and the Rector.

*§ 5.09. Notice and Conduct. The chair, **or vice chair acting on behalf of the chair**, or a majority of the membership of the committee or subcommittee may call meetings. Committee meetings shall be noticed in the same manner as Board meetings as set forth in § 4.04 of these Bylaws. The conduct of business of any committee or subcommittee shall be governed by the procedures set forth in these Bylaws.

*§ 5.10. Removal. Standing and special committee chairs only may be removed by the Rector with prior approval of the Board with at least nine voting members voting in the affirmative for removal. Members or **nonmembers advisors** may be removed from Board committees on the recommendation of the committee chair approved by a majority of committee members after an affirmative vote by a majority of Board members attending the meeting at which the recommendation is presented.

ARTICLE VI

Board Officers

*§ 6.01. Officers Elected from the Board. The officers to be elected from the members of the Board of Visitors shall be a Rector, a Vice Rector, and a Secretary. At the first regular meeting after July 1 of even numbered years, the Board shall elect its officers from its own body (§ 23-49.17. (b), *Code of Virginia*). Newly elected officers shall take office immediately following the close of the meeting at which elected and shall serve for a term of two years, or until their successors have been elected. Officers must be elected by an affirmative vote of at least nine voting members of the Board. Officers may not hold the same office for consecutive terms. For purposes of the preceding sentence, service of a partial term of one year or less shall not be considered.

*§ 6.02. Removal. At any meeting of the Board of Visitors, any elected officer may be removed, either with or without cause, by an affirmative vote of at least nine voting members of the Board of Visitors.

*§ 6.03. Resignation. Any elected officer may resign at any time by giving written notice to the Board of Visitors, to the Rector, or to the Secretary. Any such resignation shall take effect at the time specified in such notice and the acceptance of such resignation shall not be necessary to make it effective.

*§ 6.04. Vacancies. Vacancies in any office shall be **reported to the Board as soon as possible after notice is received. The vacancy shall be** filled for the unexpired term by the Board of Visitors at the meeting during which the vacancy is first created or discovered by immediately electing a Nominating Committee as outlined in § 5.03. of these Bylaws and electing an officer or officers at the current, or special, or next regular meeting to fill vacancies. The election shall require an affirmative vote of at least nine voting members of the Board. In the temporary absence of all three officers, ~~the chair of the Administration and Finance Committee shall serve as a *pro tempore* presiding officer and in his/her absence~~ the Board shall elect one of its voting members to preside.

*§ 6.05. Rector. The Rector shall serve as the presiding officer, spokesperson, and designated representative of the Board.

(a) Duties. The Rector shall preside at all meetings of the Board and its Executive Committee. As presiding officer, the Rector has an obligation to ensure that all sides of a pending question are heard and, though not required, he/she may voluntarily step aside and have the next senior officer present preside or appoint a temporary chair, if the Rector wishes to enter into the debate. The Rector's relationship with other Board members is as an equal among equals with no authority over other Board members except as stated in *Robert's Rules of Order Newly Revised*. The Rector is the liaison between the Board and the President who works for the entire Board (§ 2.2-2100., *Code of Virginia*). The Rector shall maintain the integrity of Board procedures and facilitate a high level of interest, involvement, and activity among the Board members (Board Policies and Procedures Manual).

(b) Authority. The Rector has no authority to act on behalf of the Board or the University except as that authority is expressly delegated to the incumbent by these Bylaws or a majority vote of the Board prior to the initiation of such activities.

(c) Committees. The Rector shall serve as *ex-officio* member of all committees of the Board, except the Nominating and Presidential Search Committees, and appoint all standing and *ad hoc* committee members with the approval of the Board, except members to the Nominating and Presidential Search Committees.

(d) Board Meeting Agenda. The Rector shall determine, in consultation with the President, committee chairs, and other Board members, business to be brought before meetings of the Board, act as the Board's spokesperson, and perform such other duties as are incident to the presiding officer of the Board, or as may be assigned by the Board.

(e) Board of Visitors Operating Budget. The Rector shall provide guidance to the Vice Rector and the Executive Secretary to the Board in the development of a budget for Board operations (§ 10.04. of these Bylaws) annually as required by the budgeting cycle.

*§ 6.06. Vice Rector. The Vice Rector shall serve as *ex-officio* member of all standing committees of the Board, except the nominating committee, and shall perform the duties of the Rector in the Rector's absence and such other special duties as are assigned by the Rector. The Vice Rector shall serve as Board parliamentarian. He/she shall be responsible for presenting Executive Committee reports at regular meetings and tracking and reporting unfinished business. The Vice Rector shall be responsible for formulating the Board of Visitors Operating Budget (see Bylaws § 10.04.) for presentation to the Board for approval at the Spring regular meeting and shall regularly ensure that the status of the Board Budget Account is reported at each regular and Executive Committee meeting.

*§ 6.07. Secretary. The Secretary shall take or supervise the taking of minutes of the open meetings of the Board and the Executive Committee, have constructive custody of all books and records of the Board, supervise the issuance of notices of meetings of the Board and Executive Committee in advance of the meeting, have constructive custody of the Seal of the University and affix the Seal to any instrument as authorized by the Board, the Rector, the Vice Rector, or President. The Secretary shall represent the Board and preside at the meetings of the Board and its Executive Committee in the absence of the Rector and Vice Rector, and perform such other duties as are incident to the office (see Bylaws § 8.04. and Article IX) or as may from time to time be assigned by the Board. When directed by the Board, the Secretary shall take the minutes of closed meetings and be responsible for the security of draft minutes and audio recordings of closed meetings. The Secretary shall be responsible for ensuring that all Board of Visitors' reports required by the Commonwealth are submitted in a timely manner by the Rector.

*§ 6.08. Other Representatives of the Board. From time to time, the Rector may designate a member of the Board, who is not an officer, to represent the Board on special occasions or for special ceremonies. Any member so designated shall be limited in his/her actions on behalf of the Board by the express role delegated by the Board for each occasion. **The Rector only shall delegate his/her role as Board spokesperson for policy and other Board matters to other Board officers.**

ARTICLE VII University Administrative Officers

§ 7.01. The President. The President of the University is appointed by the Board of Visitors and serves at the pleasure of the Board and may be removed only by an affirmative vote of at least nine voting Board members. The President is the chief executive and academic officer of the University and has direct charge of and is responsible to the Board for the operation of the University. The President shall submit to the Board, in writing, an annual report on the condition of the University.

(a) Responsibilities of the President include, but are not limited to:

- (1) Providing leadership ~~to the Board and the community~~ in the development of the University's mission and programs;

- (2) **Supervising Providing leadership for the governance of** the University's faculty, all other University employees, and students;
- (3) Balancing the University's revenues and expenditures, managing the University's funds and other resources, assuring the financial integrity of the University, and reporting the financial condition of the University to the Board, on a regular basis.
- (4) Managing and personally participating in public and private fund-raising;
- (5) Managing the University's facilities;
- (6) Implementing the Policies and Procedures of the Board **relating to University operations.**
- (7) Making recommendations to the Board concerning the initial appointment of faculty, the award of tenure to faculty, and the granting of emeritus status;
- (8) Making recommendations to the Board concerning the comprehensive fee to be charged to students and setting other fees including, but not limited to, fees for certain vocational, non-credit, institute and specialized courses based on the type of courses and the cost of instruction;
- (9) Recommending to the Board a management structure for the University and the organization of the University's academic programs into colleges, schools, departments, divisions, and centers of instruction;
- (10) Making other recommendations, as necessary, to the Board or to Board committees with regard to matters falling within the authority of the Board;
- (11) Speaking on behalf of the University as its official spokesperson and representing the University as its designated representative;
- (12) Presiding over official meetings and functions of the University, except Board of Visitors meetings and Board-sponsored events;
- (13) Keeping the Rector informed and informing the Board of actions taken by the President on behalf of the Board and of the development of critical or controversial issues at the next regular Board meeting, or sooner via correspondence as the situation warrants;
- (14) To review, accept, modify, or reject recommendations of the campus governance bodies, or to cause such activities to be done, with respect to any matter concerning academic policy, programs, or procedures. To

present to the Board all formal recommendations on such matters, ensuring that significant dissenting positions are reported. In turn, the President formally shall inform the faculty and other governance bodies of the Board's position in those areas where their interests and well-being are affected; and

- (15) Performing such other specific responsibilities as are required by the Policies and Procedures of the Board or by the laws and regulations of the Commonwealth of Virginia.

(b) As the University's designated representative, the President is delegated the general authority to act on behalf of the University and the Board of Visitors, except in the selection and contracting of a new president. The President shall **obtain prior report to the Board for approval for** University budget changes **of \$100,000 and over**, organizational changes **at the college level and above**, and any actions taken outside of the University's mission affecting the commitment of University resources.

(c) The authority of the President to act on behalf of the University and the Board includes, but is not limited to, the authority:

- (1) To appoint and to reappoint all faculty and fix their salaries, subject to Board ratification;
- (2) To approve promotions in rank of faculty and to designate faculty to the honors of eminent professor or university professor;
- (3) To take final actions on behalf of the University in all other personnel matters concerning the University employees, except that the President shall not have the authority to make final decisions on faculty requests for Board review of negative tenure decisions or to make final decisions on severe **faculty sanctions including dismissal for cause and/or dismissal for financial reasons as set forth in the Board Policies and Procedures**;
- (4) To recommend to the Board for approval the the awarding of degrees and certificates to candidates who have completed all degree requirements and are recommended by the faculty of the appropriate college, school, or division, and the authority to confer such degrees and certificates (§ 23-49.19., *Code of Virginia*);
- (5) To approve the use of University facilities;
- (6) To approve the use of the University's name and visual identification;
- (7) To execute contracts, leases and other legal instruments;

- (8) To execute documents necessary to purchase, sell or otherwise convey interests in real property, subsequent to Board approval;
- (9) To accept gifts;
- (10) To write off uncollectible debts and to settle claims;
- (11) To make final decisions on student disciplinary matters;
- (12) To recommend to the Board for approval the comprehensive fee and to set other fees for certain vocational, non-credit, institute and specialized courses based on the type of courses and the cost of instruction (§ 23-49.18., *Code of Virginia*); and
- (13) To exercise such other authority as is provided by the Policies and Procedures of the Board or by the statutes and regulations of the Commonwealth of Virginia.

(d) The President may designate another University officer or employee to exercise, in whole or in part, the authority provided to the President herein, provided that the President shall be responsible to the Board for the actions of his/her designee.

(e) The authority of the President, as provided herein, shall be exercised in accordance with all applicable federal and state laws and regulations and in accordance with the bylaws, policies, procedures, and specific instructions of the Board.

(f) Evaluation of the President. The Board is responsible for oversight of the President's performance (§ 2.02. (a) of these Bylaws). The President shall be evaluated, in a closed meeting, at the annual meeting of the Board, according to objectives, specific and general, developed by the President and the Rector and agreed to by the Board. Objectives for each ensuing year shall also be presented at the annual meeting of the Board for approval. At least every three years or at any time deemed desirable by the Board, the President shall be evaluated with the assistance of an outside evaluator appointed by the Board. See § 10.02 of these Bylaws. Procedures for Presidential Evaluation are contained in the Board Policy and Procedures.

*§ 7.02. Vice Presidents and Deans

(a) Appointment. Vice Presidents and Deans of the University shall be appointed by the Board of Visitors on the recommendation of the President in all cases and additionally by the Provost and Vice President for Academic Affairs for Deans and shall serve at the pleasure of the President. Prior to such appointment, the President shall consult with the Board of Visitors or its appointed committee regarding organizational positions and report on candidate profiles.

(b) Powers and Duties. Vice Presidents shall report directly and be responsible to the President. The Vice Presidents shall be responsible for the coordination, supervision and direction

of those activities assigned by the President. Deans, as chief administrative officers of their respective colleges, are responsible to the Provost and Vice President for Academic Affairs for the operation and development of their college.

*§ 7.03. Other University Officers. The University shall have such administrative officers as are appointed by the President with the approval of the Board. Such other administrative officers shall have duties and responsibilities as assigned to them by the President, and shall serve at the pleasure of the President.

ARTICLE VIII Staff Personnel Supporting the Board

§ 8.01. University Auditor. The University Auditor is appointed by the Board of Visitors and is the internal auditor for the University. The University Auditor is functionally accountable and reports to the Board, but is a University employee **reporting administratively to the President. The incumbent and** serves as an independent appraiser within the University for the review of University operations **as a service to the Board and the President.** The University Auditor shall report to the Board through the Administration and Finance Committee as directed by the Board and shall perform such specific duties and responsibilities incident to the office as are assigned by the Board or the President. The Board shall hire, annually evaluate, recommend compensation increases, and dismiss the person serving in this position, based on recommendations of the Administration and Finance Committee. The budget for and authorization of positions in the Office of the University Auditor shall be reviewed and recommended to the Board for approval via the Administration and Finance Committee.

(a) Removal. Any recommendation by the University Administration to terminate the incumbent must be approved by the Board of Visitors. The University Auditor may be removed only by assent of at least nine voting Board members.

(b) Resignation. A resignation by the University Auditor must be submitted to the President, the chair of the Administration and Finance Committee, and the Rector. Board members shall be notified immediately by the Rector or his/her designated representative.

(c) Vacancy. When there is a vacancy in this position, the Rector shall appoint a special committee from the Administration and Finance Committee, with the chair's concurrence, to seek and recommend a person to fill the vacancy. The committee shall consist of no fewer than five members, at least three of whom must be voting members of the Board. Procedures to be followed **for an executive search** shall ~~parallel those for the selection of a new President be similar to those contained in § 5.04. of these Bylaws,~~ except that the President may be involved in the process and an external audit of the Office of the University Auditor shall replace the institutional review. Approval of a candidate requires the vote of at least nine voting members of the Board.

§ 8.02. Legal Representation. The University's legal counsel is appointed by the Attorney General and provides all legal services as set forth in § 2.2-507., *Code of Virginia*.

§ 8.03. Director of Equal Opportunity/Affirmative Action. The University Director of Equal Opportunity/Affirmative Action supports the Board of Visitors in assisting the University in its commitment to ~~the establishment of~~ equal opportunity and affirmative action.

§ 8.04. Executive Secretary to the Board. The Executive Secretary to the Board is ~~a part-time position a university employee who shall be appointed by the Board and whose incumbent is appointed by the Board and~~ serve s-at the pleasure of the Board, ~~but may be employed by the University to serve in another part or full-time position~~. The Executive Secretary to the Board manages the Office of the Board of Visitors, provides staff support to the Board and its Secretary, maintains the Board of Visitors Manual and the official records of the Board, has actual custody of the Seal of the University and may affix the Seal to any instrument as authorized by the Board, the Rector, the Vice Rector, or President with approval of the Board Secretary, ensures that the content of official regulations of the University contained in its publications corresponds with the content of Board established policies and procedures, manages funds allocated to the Office of the Board of Visitors in support of the responsibilities of the Vice Rector as contained in §§ 6.06. and 10.04 of these Bylaws, **in conjunction with the Office of Institutional Advancement** maintains contact with Visitors Emeriti as set forth in § 3.06. of these Bylaws, issues notices of meetings of the Board, Executive Committee, and other special committees in advance of each meeting, and performs such other duties and responsibilities incident to the Office of the Board of Visitors as may be assigned by the Board and the President or his/her designee relating to the incumbent's other duties in the University, if any. The Board shall **hire, appoint, annually evaluate in accordance with University policy, recommend compensation increases,** and dismiss the person serving in this position, with the advice and counsel of the President or his/her designee. The Board's and President's annual evaluations shall be mutually shared. ~~The budget for and authorization of positions in the Office of the Board of Visitors shall be reviewed and recommended to the Board for approval via the Administration and Finance Committee.~~

(a) Removal. Any decision by the University Administration to terminate the incumbent must be approved by the Board of Visitors. The Executive Secretary to the Board may be removed only by assent of at least nine voting Board members. Any action by the Board to terminate the incumbent from the position of Executive Secretary to the Board shall not affect his/her other administrative responsibilities or staff positions within the institution.

(b) Resignation. A resignation by the Executive Secretary to the Board must be submitted to the President and the Rector. Board members shall be notified immediately by the Rector or the President.

(c) Vacancy. When there is a vacancy in this position, the Rector shall appoint a special committee to seek and recommend a person to fill the vacancy. The committee shall consist of no fewer than five members, three of whom must be voting members of the Board. Procedures to be followed shall **parallel those for the selection of a new President be similar to those contained in § 5.04. of these Bylaws**, except that an audit, internal or external as determined by the Board, of the Office of the Executive Secretary to the Board shall replace the institutional review. Approval of a candidate requires a vote of at least nine voting members of the Board.

ARTICLE IX
Board Policies and Procedures

*§ 9.01. Definition. Actions by the Board of Visitors establishing policies or procedures shall be known as Board Policies and Procedures. Heretofore, Board Policies and Procedures have been styled "Rules and Regulations." All Rules and Regulations of the Board in existence on the date of the adoption of these Bylaws shall be considered as part of the Board Policies and Procedures and shall be referred to as such.

*§ 9.02. Adoption. Board Policies and Procedures may be adopted, amended, modified or repealed, in whole or in part, at any meeting of the Board by an affirmative vote of at least nine of the voting members of the Board. Each member of the Board shall be provided a copy in manual form along with subsequent updates of the Board Policies and Procedures which shall be indexed so that Board members can find and use them expeditiously.

*§ 9.03. Effective Date. Board Policies and Procedures shall be effective on adoption by the Board, or the Executive Committee when the Board is not in session, unless a different date be fixed by the Board.

*§ 9.04. Publication of Policies and Procedures. The Board Secretary , assisted by the Executive Secretary to the Board, shall supervise the maintenance of all Policies and Procedures and may direct the publication of all or any part of same from time to time.

ARTICLE X
Miscellaneous Provisions

*§ 10.01. Suspension of Bylaws. Except as set forth in this section, sections of these Bylaws or any portion thereof may be temporarily suspended at any meeting of the Board by a three-fourths majority affirmative votes of all voting members present provided that no section shall be suspended unless at least nine members vote affirmatively therefore. Articles I, II, and III of these Bylaws and other portions pertaining to the *Code of Virginia*, as referenced in the text, shall not be subject to suspension by the Board under any circumstances.

*§10.02. Institutional Review. The Board shall commission an institutional review every six years. This review may serve as the evaluation of the president as set forth in §701. (f) of these Bylaws to preclude unnecessary duplication. The institutional review conducted in conjunction with the selection of a new president contained in § 5.04. (a) of these Bylaws shall restart the ~~five~~ **six** year cycle of institutional reviews.

§10.03. Board Evaluation. The Board should conduct a self evaluation annually at a Board retreat. At least every three years, the Board should have a formal evaluation of its processes and procedures conducted ~~either by the internal auditor or~~ by an external evaluator at the discretion of the Executive Committee. In these endeavors, the candid opinions regarding the Board should be

sought from the University President, University Staff, Faculty, and Students along with the public at large.

*§10.04. Board of Visitors Budget. The Office of the Board of Visitors shall be allocated funds in the annual University budget adopted by the Board. The Vice Rector, in conjunction with the Executive Secretary to the Board, shall be responsible for formulating the Board of Visitors Base Budget for the coming year (see Bylaws § 6.06. and § 8.04.) predicated on guidance developed by the Rector grounded on past spending patterns and anticipated needs. The Board of Visitors Budget shall be developed during the University's budget formulation process and shall be presented by the Vice Rector to the Board at the Spring regular meeting for approval. The Vice Rector, based on reports prepared by the Executive Secretary to the Board, shall regularly report on the status of the Board Budget Account at each regular and Executive Committee meeting.

ARTICLE XI Amendments and Procedural Irregularities

*§ 11.01. Procedure. The Bylaws may be amended at any regular or special meeting of the Board by a vote of at least 12 voting members of the Board of Visitors duly appointed provided that notice of the proposed amendment has been given 30 days prior to the meeting.

§ 11.02. Legislative Amendments. In the event any portion of the legislation pertaining to Old Dominion University is amended by Acts of the General Assembly in a manner in conflict with these Bylaws, the laws of the Commonwealth shall control and these Bylaws will be amended thereby. Those portions of the Bylaws which are not affected by such legislation shall remain in full force and effect until and unless otherwise amended or repealed. **Annual** legislative amendments to the *Code of Virginia* may be initiated by the Board and the President, however, the Board must pass by a majority vote on all amendments, including **annual** budget amendments, to be submitted to the General Assembly on behalf of Old Dominion University. ~~Amendments, when approved, shall be submitted to the President or his/her designated representative who will obtain a General Assembly patron and arrange for pre-filing. Pre-filing of non-budgetary amendments to the *Code of Virginia* should be accomplished at least 15 days before the General Assembly pre-filing deadline published annually. Budget amendments are subject to deadlines specified annually in the General Assembly calendar.~~ **[Place in Policies & Procedures.]**

§ 11.03. State Budget Requests. The Board shall participate in the formulation of the biennium budget request process and must pass by a majority vote of voting members all biennium budget requests submitted by the University to appropriate state agencies. The Board shall review planning and financial feasibility studies for capital projects and approve them by a majority vote of voting members of the Board prior to submission to appropriate state agencies.

*§ 11.03 4. Ratification of *Ultra Vires Act*. Any action taken in violation of these Bylaws is taken without authority. For such action to be legally binding, it must be ratified by an affirmative vote of at least nine voting members of the Board.

*§ 11.04#5. Adoption, Effective Date and Repealer. These Bylaws are hereby adopted and shall be effective as of the 15th day of December, 2001. All former Bylaws of the Board of Visitors are hereby repealed.

CLOSED SESSION

The Rector recognized Ms. Graeber, who made the following motion, “Mr. Rector, I move that this meeting be recessed, and that we reconvene in Closed Session for the purpose of discussing a business opportunity involving the new Convocation Center that involves the investment of public funds where competition and bargaining is involved, and, if made public, the bargaining position of the institution would be adversely affected, as permitted by Subsection (A), paragraph (6), of Section 2.2-377 of the Code of Virginia.”

RECONVENE IN OPEN SESSION AND FOIA CERTIFICATION

At the conclusion of closed session, the Board reconvened in open session, at which time the Rector read the FOIA Certification of Compliance. This Certification was approved unanimously by all members present. (*Atkinson, Graeber, Cheng, Hilgers, Lechler, Paige, Pattison, Russell, Villanueva, Wagner, Warren, Woolsey*)

OLD/UNFINISHED BUSINESS

The Rector asked if there was any old or unfinished business to come before the Board. There was none.

NEW BUSINESS

The Rector called on Dr. Hilgers to advise the Board as to plans for the upcoming retreat. Dr. Hilgers distributed a tentative agenda for the retreat to be held on January 10-11, and commented that the agenda builds on comments made at last year’s retreat by guest speaker Jerry Martin. The agenda provides for a board self-evaluation and a discussion of the University’s mission, goals and objectives, and review of the Board’s policies and procedures. In addition, the Board will receive a briefing from Carl Kelley and Phyllis Palmiero from the State Council of Higher Education. This presentation is being given to all institutions at the request of SCHEV. The retreat will be held at Troutman Sanders in the Bank of America Building and a legislative reception hosted by the Board will be held Thursday evening at The Berkeley Hotel.

Dr. Hilgers indicated that Bruce Heilman, Chancellor of the University of Richmond, will facilitate the Board’s self-evaluation on Thursday. A self-evaluation questionnaire will be mailed out to Board members in advance, along with a list of references, and board members are being asked to

fill them out and return them to him. Responses will be shared with President Runte. Dr. Hilgers also commented that the review of policies and procedures will be limited to general university matters and will not focus on academic affairs or other vice presidential areas. Jack Ackerly may also be another guest speaker.

Ms. Woolsey suggested that the Governor-elect be invited to attend the retreat. The Rector stated that an invitation will be made to the Governor-elect through the transition team. President Runte and Mr. Villanueva pointed out that Mr. Pattison is a member of the Governor-elect's transition team and may be able assist as needed.

The Rector distributed a letter which Board member Mary Haddad suggested be sent to both the outgoing and incoming governors in support of faculty salaries. Mr. Pattison complimented Ms. Haddad's letter, but suggested that it be sent only to the Governor-elect and that it address much broader issues than just faculty salaries. Dr. Hager commented that the letter was written by Ms. Haddad as Chair of the Academic Affairs Committee, whose goal it is to improve recruitment and retention of faculty, hence the focus on faculty salaries. Ms. Graeber suggested that Mr. Pattison's recommendations be implemented, and the Rector indicated that the letter will be re-drafted and distributed at the retreat.

With no further business to be discussed, the meeting adjourned at 4:50 p.m.