

FINAL - APPROVED BY BOARD 6/14/05

**OLD DOMINION UNIVERSITY
BOARD OF VISITORS
December 10, 2004**

MINUTES

The Board of Visitors of Old Dominion University met in regular session on Friday, December 10, 2004, at 1:00 p.m. in the Board Room of Webb University Center on the Norfolk campus. Present from the Board were:

James A. Hixon, Rector
Frank Batten, Jr.
Robert O. Copeland
David W. Faeder
Mary C. Haddad
Conrad M. Hall
Ross A. Mugler
Scott D. Pattison
Mark E. Strome
Katherine A. Treherne
Pat Tsao
Patricia M. Woolsey
Emily M. Richardson (*Student Representative*)

Absent were: Kendra M. Croshaw
Harold W. Gehman, Jr.
Moody E. Stallings, Jr.
William E. Russell

Also present were:

Roseann Runte, President	Thomas Isenhour
Alonzo C. Brandon	Cynthia Jones
John R. Broderick	Mohammad A. Karim
John P. Broderick	David Loope
Dana D. Burnett	Donna W. Meeks
C. Tabor Cronk	Jennifer Mullen
Stephen Daniel	Melanie O'Dell
Robert L. Fenning	Thomas Robinson
William R. Fisher	Karen Travis
Deane Hennett	Cecelia T. Tucker
John D. Inwood	James D. Wright

CALL TO ORDER AND APPROVAL OF MINUTES

Rector Hixon called the meeting to order at 1:20 p.m. and asked for approval of the minutes of the regular meeting held on September 10, 2004. Upon a motion made by Ms. Woolsey and seconded by Mr. Batten, the minutes were unanimously approved as distributed by all members present and voting. (*Batten, Copeland, Faeder, Haddad, Hall, Hixon, Mugler, Pattison, Strome, Treherne, Tsao, Woolsey.*)

RECTOR'S REPORT

The Rector indicated that the Board's annual retreat will be held on Friday, January 14, at which time the Board will have an opportunity to discuss Old Dominion's relationships with nearby institutions of higher education. He also asked Board members to let either him or President Runte know if they are interested in attending the Association of Governing Board's annual conference in San Diego on April 2-5. The Board's budget could handle sending up to 2 Board members. Mr. Mugler attended the conference last year.

PRESIDENT'S REPORT

President Runte presented a Certificate of Appreciation to Professor Cynthia Jones to commemorate her being named Virginia Professor of the Year. Professor Jones made brief remarks following the presentation.

At the request of the Rector and President Runte, Board member Scott Pattison gave a presentation on the fiscal outlook for higher education that he had given at a recent meeting of the Association of Governing Boards. He commented that funding for higher education has improved, but is significantly lower than the rate of inflation, while Medicaid costs are skyrocketing. At the conclusion of his presentation, President Runte asked the Board members if they would like to continue to hear presentations from other Board members on items of interest.

President Runte distributed an article by Secretary of Education Paige which mentions Old Dominion's TELETECHNET Program. She noted the recent Homecoming and Family Weekend; the Fall Commencement ceremony at which Governor Warner will speak; Professor Schoenbach's research on curing cancer with the use of electrical pulses; the NewPAGE course on the global environment for all freshmen; the Women's Leadership Conference for Virginia women college Board members, presidents and vice presidents; the recent visit by ODU alumna and Connecticut Governor Jodi Rell; the India Forum; and the National Award for Excellence the University received for Quest magazine.

Upcoming short-term projects include development of the FY06 budget, to include a 5-year financial plan in support of the new Strategic Plan; hiring additional faculty with the \$3 million set aside for this purpose; formal reviews of the University's research program and higher education centers; enrollment management initiatives; and seeking additional funding during the technical session of the General Assembly. Ms. Woolsey asked about the status of the TAG program and Mr. Batten

asked about the Charter Schools initiative. Long-term projects include fund-raising, construction projects, and activities designed to improve the University's image.

President Runte spoke about the upcoming Grand Illumination and 75th Anniversary celebration. She also announced that the Club of Rome will meet at Old Dominion University next year.

REPORTS OF STANDING COMMITTEES

ACADEMIC AND RESEARCH ADVANCEMENT COMMITTEE

The Rector called on Ms. Woolsey for the report of the Academic and Research Advancement Committee. Ms. Woolsey reported that the Committee met in closed session to consider a candidate for an honorary degree and mid-year tenure recommendations. The following resolutions were brought forth as recommendations of the Academic and Research Advancement Committee and were unanimously approved by all members present and voting. (*Batten, Copeland, Faeder, Haddad, Hall, Hixon, Mugler, Pattison, Strome, Treherne, Tsao, Woolsey.*)

HONORARY DEGREE

RESOLVED, that upon the recommendation of the Academic and Research Advancement Committee, the Board of Visitors approves the awarding of an honorary degree to the individual noted below. A summary of the nominee's career is contained in the Academic and Research Advancement Agenda.

J. Douglas Perry, Co-founder and Chairman Emeritus of Dollar Tree Stores
Doctor of Humane Letters (*honoris causa*)

MID-YEAR TENURE RECOMMENDATIONS

RESOLVED, that upon the recommendation of the Provost and the Academic and Research Advancement Committee, the Board of Visitors approves the award of tenure to the following members of the faculty at Old Dominion University. The tenure is effective with the Spring 2005 semester.

College of Engineering and Technology

Dr. Laura J. Harrell, Department of Civil and Environmental Engineering

College of Health Sciences

Dr. Michael T. Tamburello, School of Physical Therapy

Ms. Sophie K. Thompson, School of Medical Laboratory and Radiation Sciences

The Committee also approved, by unanimous vote, the resolutions on seven faculty appointments, 13 administrative appointments, two TELETECHNET site director appointments, three emeritus appointments, and one named professor appointment. The following resolutions were brought forth as recommendations of the Academic and Research Advancement Committee and were unanimously approved by all members present and voting. (*Batten, Copeland, Faeder, Haddad, Hall, Hixon, Mugler, Pattison, Strome, Treherne, Tsao, Woolsey.*)

FACULTY APPOINTMENTS

RESOLVED, that upon the recommendation of the Academic and Research Advancement 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. Daniel L. Dickerson Assistant Professor of Educational Curriculum and Instruction (Tenure Track)	\$55,000	12/25/04	10 mos

Dr. Dickerson received a Ph.D. and an M.S. in Science Education, in 2003 and 2001 respectively, from North Carolina State University and a B.S. in Secondary Science Education in 1998 from the University of North Carolina at Chapel Hill. He has been an Assistant Professor at the College of Charleston. Dr. Dickerson also taught at North Carolina State University and served as a Student Teaching Supervisor.

Ms. Rosa G. Doughty Visiting Assistant Professor of Art	\$22,000	12/25/04	5 mos
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Ms. Doughty received an M.F.A. in Visual Studies in 2003 from Old Dominion University and Norfolk State University (joint program) and a B.A. in Interdisciplinary Studies in Fine and Performing Arts in 1998 from Christopher Newport University. Since 2002, she has been an Adjunct Assistant Professor/Adjunct Lecturer at Old Dominion University and Thomas Nelson Community College.

Mr. Marlon Kirk Nailling Lecturer of Nursing	\$44,000	7/25/04	10 mos
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Mr. Nailling received a Master of Science in Nursing in 1992 from Incarnate Word College, an M.A. in Management in 1988 from Webster University and a B.S. in Nursing in 1979 from Texas Christian University. He is a retired Lieutenant Colonel with the United States Air Force Nurse Corps where he was a Medical Plans Exercise Officer in the Command Surgeon's Office, Joint Forces Command.

<u>Name and Rank</u>	<u>Salary</u>	<u>Effective Date</u>	<u>Term</u>
Ms. Princess Perry Instructor of English	\$40,000	7/25/04	10 mos

Ms. Perry received an M.F.A. in English and a B.S. in Financial Management, in 1999 and 1993 respectively, from Old Dominion University. She has taught at Tidewater Tech, Thomas Nelson Community College, Tidewater Community College and as an Adjunct Instructor in the English Department at Old Dominion University.

Ms. Agnieszka Whelan Instructor of Art	\$28,000	7/25/04	10 mos
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Ms. Whelan received an M.A. in Art History in 1983 from Uniwersytet Adama Mickiewicza, Poznan, Poland. From 2001-2004, she has been an Adjunct Instructor in the Department of Art at Old Dominion University.

Dr. Diana K. Williams Visiting Assistant Professor of Biological Sciences	\$18,000	7/25/04	5 mos
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Dr. Williams received a Ph.D. in Anatomical Sciences in 1993 from the State University of New York at Buffalo, did postbaccalaureate study in German at the University of Tübingen, Germany from 1985-87, and received a B.S. in biology in 1985 from Oregon State University. Since 2003, she has been a Senior Lecturer in the Department of Leisure Studies at Christopher Newport University. Prior to that, Dr. Williams was an Assistant Professor and Lecturer in the Department of Biology at Santa Clara University.

Dr. Jerry W. Young Professor of Educational Leadership and Counseling Director of the Community College Leadership Program	\$91,650	9/13/04	12 mos
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Dr. Young received a Ph.D. in Counselor Education with a double minor in Sociology and Group Dynamics in 1973 from Kent State University, an M.A. in Student Personnel and Counseling in 1968 from Arizona State University and a B.A. in Physical Education with a double minor in Biology and Naval Science in 1961 from the University of Utah. He attended the Institute for Economic Development through the University of Oklahoma and the Institute for Educational Management at Harvard University and served as a Fellow of the American Council on Education. Since 2003, Dr. Young has been Interim Chancellor for the Kern Community College District. Prior to that, he was Superintendent/President of Chaffey Community College in Rancho Cucamonga, CA.

APPOINTMENT OF DIRECTOR
SOCIAL SCIENCE RESEARCH CENTER
COLLEGE OF ARTS AND LETTERS

RESOLVED, that upon the recommendation of the Academic and Research Advancement Committee, the Board of Visitors approves the appointment of Dr. Margaret M. Camarena as Director of the Social Science Research Center, College of Arts and Letters, effective November 1, 2004.

Dr. Camarena received a Ph.D. in Social Sciences Education and an Ed.S. in Program Evaluation, in 1986 and 1984 respectively, from Stanford University, an M.S. in Educational Psychology in 1977 from California State University at Hayward and a B.S. in Humanities in 1974 from the University of Santa Clara. Since 2003, she has been Vice President for Research Services at McNeil Technologies. Dr. Camarena has over 20 years experience conducting research and evaluation studies in the areas of education, substance abuse, and community-based prevention and early intervention programs for low-income youth and for minority populations. She has also managed regional and national research and evaluation studies and has extensive experience applying for Federal funding and private foundation funding.

Salary: \$70,000 for 12 months

Rank: Director, Social Science Research Center, and Assistant Professor

APPOINTMENT OF INSTRUCTIONAL TECHNOLOGY SPECIALIST

RESOLVED, that upon the recommendation of the Academic and Research Advancement Committee, the Board of Visitor approves the appointment of Mr. Vivek Chamala as Instructional Technology Specialist, Center for Learning Technologies, effective September 29, 2004.

Mr. Chamala received an M.S. in Computer Science from Old Dominion University and a Bachelor of Technology (B. Tech) in Computer Science and Engineering from JNTU, India. Since March 2003, he has been an Instructional Technologist and an Intern in the Center for Learning Technologies.

Salary: \$38,855 for 12 months

Rank: Instructional Technology Specialist and Instructor

APPOINTMENT OF DIRECTOR OF ENVIRONMENTAL HEALTH & SAFETY

RESOLVED, that upon the recommendation of the Academic and Research Advancement Committee, the Board of Visitors approves the appointment of Ms. Rachel DeMunda as Director of Environmental Health & Safety, Office of Administration and Finance, effective October 25, 2004.

Ms. DeMunda received an M.S. in Environmental Health in 1997 from Old Dominion University and a B.S. in Health with a minor in Biology in 1990 from the State University of New York at Cortland. Since 1992, she has been employed at Old Dominion University's Office of Environmental Health & Safety in positions of increasing responsibility and has served as Director since 1998. (This position is being converted from a classified position to a faculty administrator position.)

Salary: \$60,000 for 12 months
Rank: Director of Environmental Health and Safety and Instructor

APPOINTMENT OF MILITARY CAREER TRANSITION PROGRAM MANAGER

RESOLVED, that, upon the recommendation of the Academic and Research Advancement Committee, the Board of Visitors approves the appointment of Mr. Charles J. Englehart as Military Career Transition Program Manager, Darden College of Education, effective October 10, 2004.

Mr. Englehart received an M.A. in International Studies in 2004 from Old Dominion University. Since August 2004, he has been an Instructor of International Relations & American Politics at Tidewater Community College. Prior to that, Mr. Englehart was a Graduate Assistant in the Darden College of Education at Old Dominion University.

Salary: \$30,000 for 12 months
Rank: Military Career Transition Program Manager and Instructor

APPOINTMENT OF ACTING COORDINATOR OF FITNESS & WELLNESS

RESOLVED, that upon the recommendation of the Academic and Research Advancement Committee, the Board of Visitors approves the appointment of Ms. Lee L. Graves as Acting Coordinator of Fitness & Wellness, Office of Recreational Sports, effective October 6, 2004.

Ms. Graves received an M.S. in Education, Exercise Science and a B.S. in Physical Education, Sports Medicine, in 2000 and 1998 respectively, from Old Dominion University. Her previous experience includes serving as Assistant Director of Fitness at the University of Miami and Fitness Coordinator at the University of North Carolina at Wilmington.

Salary: \$24,000 for 12 months
Rank: Acting Coordinator of Fitness & Wellness and Instructor

APPOINTMENT OF ASSISTANT DEAN OF GRADUATE STUDIES

RESOLVED, that upon the recommendation of the Academic and Research Advancement Committee, the Board of Visitors approves the appointment of Dr. Brenda Neumon Lewis as Assistant Dean of Graduate Studies, effective November 10, 2004.

Dr. Lewis received a Ph.D. from the Division of Educational Policy and Leadership at The Ohio State University, an M.A. in English Education from Atlanta University and a B.A. in Education with a minor in History from Doane College. She returns to Old Dominion after spending five years at Norfolk State University in the Academic Affairs office. Dr. Lewis began at NSU as a Special Assistant to the Vice President for Academic Affairs in 1999 and was appointed the Associate Vice President for Academic Affairs in 2000. As Associate Vice President, she was responsible for Extended Programs and Services which included Graduate Studies, Title III, Global Education, and off-campus centers. Prior to that, she served as Director of the Department of Interdisciplinary Studies at Old Dominion, where she was responsible for managing the budget, establishing program policy and procedures and developing curriculum, among other duties.

Salary: \$92,000 for 12 months
Rank: Assistant Dean of Graduate Studies and Assistant Professor

**APPOINTMENT OF ASSISTANT DIRECTOR FOR STUDENT EMPLOYMENT
CAREER MANAGEMENT CENTER**

RESOLVED, that upon the recommendation of the Academic and Research Advancement Committee, the Board of Visitors approves the appointment of Ms. Janet M. Paulovich as Assistant Director for Student Employment in the Career Management Center, effective November 10, 2004.

Ms. Paulovich received an M.A. in Management in 2001 from Webster University and a B.A. in French in 1981 from Longwood College. She has over 10 years of experience in employment and career services as an instructor, career counselor, career center manager and regional career services program manager. From 1999-2003, Ms. Paulovich was employed as the San Diego Fleet and Family Support Center Chief of Services/Chief of Career Services and served as the Center's representative to the San Diego Workforce Partnership Career Advancement Center Program advisory board.

Salary: \$35,000 for 12 months
Rank: Assistant Director for Student Employment, Career Management Center, and Instructor

APPOINTMENT OF MILITARY CAREER TRANSITION PROGRAM ADVISOR

RESOLVED, that upon the recommendation of the Academic and Research Advancement Committee, the Board of Visitors approves the appointment of Ms. Nicole M. Perron as Military Career Transition Program Advisor, Darden College of Education, effective October 10, 2004.

Ms. Perron received an M.S. in Community Health and a B.S. in Therapeutic Recreation, in 2002 and 2000 respectively, from Old Dominion University. Since 2002, she has been a Counselor in the Virginia Troops to Teachers program at Old Dominion University. Ms. Perron is also a Transcript Review Consultant for Transition to Teaching, Newport News.

Salary: \$37,000 for 12 months
Rank: Military Career Transition Program Advisor and Instructor

APPOINTMENT OF AREA COORDINATOR
OFFICE OF RESIDENCE LIFE

RESOLVED, that upon the recommendation of the Academic and Research Advancement Committee, the Board of Visitors approves the appointment of Ms. Virginia D. Speight as Area Coordinator in the Office of Residence Life, Division of Student Services, effective November 25, 2004.

Ms. Speight received an M.A. in Counseling-College Student Development in 2004 from Hampton University and a B.A. in Sociology in 2000 from Louisiana Tech University. Since 2002, she has been Assistant to the Dean of Women at Hampton University. Prior to that, Ms. Speight was a Residential Hall Director and University 101 Instructor at Hampton University.

Salary: \$29,000 for 12 months
Rank: Area Coordinator, Office of Residence Life, and Instructor

APPOINTMENT OF MAJOR GIFTS OFFICER
OFFICE OF DEVELOPMENT

RESOLVED, that upon the recommendation of the Academic and Research Advancement Committee, the Board of Visitors approves the appointment of Mr. Michael J. Walker as Major Gifts Officer for the Office of Development, effective September 25, 2004.

Mr. Walker received a B.A. in Speech Communication in 1988 from Old Dominion University. He has worked in the banking industry for more than 15 years, working his way up from Management Intern to Financial Center Manager/Vice President at Wachovia Bank, N.A. Mr. Walker will serve as Major Gifts Officer for the College of Business and Public Administration.

Salary: \$50,000 for 12 months
Rank: Major Gifts Officer, Office of Development, and Assistant Instructor

**APPOINTMENT OF ASSOCIATE DIRECTOR, PROGRAMS FOR CONTINUED
LEARNING, AND CO-DIRECTOR, CAREER SWITCHER PROGRAM**

RESOLVED, that upon the recommendation of the Academic and Research Advancement Committee, the Board of Visitors approves the appointment of Ms. Lisa M. Watts as Associate Director for Programs for Continued Learning and Co-Director for the Career Switcher Program in the Darden College of Education, effective October 10, 2004.

Ms. Watts received an M.S. in Education in 1997 from Old Dominion University and a B.S. in Business Administration in 1989 from Virginia State University. Since 2003, she has been Co-Director for the Career Switcher Program and Associate Director of Continuing Education in the Darden College of Education at Old Dominion University. (This position is being converted from a classified position to a faculty administrator position.)

Salary: \$46,633 for 12 months

Rank: Associate Director, Programs for Continued Learning, and Co-Director, Career Switcher Program, Darden College of Education, and Instructor

**APPOINTMENT OF DIRECTOR, PRINCIPALS’
CENTER AND ASSESSMENT CENTER
DARDEN COLLEGE OF EDUCATION**

RESOLVED, that upon the recommendation of the Academic and Research Advancement Committee, the Board of Visitors approves the appointment of Ms. Elizabeth B. Williams as Director of the Principals’ Center and Assessment Center for the Darden College of Education, effective August 25, 2004.

Ms. Williams received an Ed.S. in Educational Administration in 1998 from George Washington University and an M.Ed. in Agency Counseling and a B.A. in Elementary Education, in 1982 and 1972 respectively, from The College of William and Mary. Since 2002, she has been a Governor Warner P.A.S.S. Initiative Team Leader/Coach for the Virginia Department of Education. From 1991-2002, Ms. Williams was an Elementary School Principal at Captain John Smith Year-Round Elementary School and Tucker-Capps Fundamental School in Hampton.

Salary: \$40,000 for 12 months

Rank: Director, Principals’ Center and Assessment Center, Darden College of Education and Instructor

**APPOINTMENT OF ASSOCIATE UNIVERSITY COUNSEL
AND ASSISTANT ATTORNEY GENERAL**

RESOLVED, that upon the recommendation of the Academic and Research Advancement Committee, the Board of Visitors approves the appointment of Mr. James D. Wright as Associate University Counsel and Assistant Attorney General, effective November 10, 2004.

Mr. Wright received a J.D. degree in 1981 from the T.C. Williams Law School at the University of Richmond and a B.A. in History in 1978 from the University of Richmond. Since 2003, he has been a member of the Attorney General's Education Section, representing several of the Commonwealth's educational institutions. Additionally, Mr. Wright engaged in the private practice of law for over twenty years.

Salary: \$85,000 for 12 months

Rank: Associate University Counsel and Assistant Attorney General and Assistant Professor

APPOINTMENT OF TELETECHNET SITE DIRECTORS

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

Mr. James L. Bogert (Associate Site Director, Olympic College)

Mr. Bogert received a Master of Arts in Education in 1982 from Central Washington University and a Bachelor of Arts in Education in 1972 from Central Washington State College. Since 2002, he has been Assistant Site Director for Distance Learning at Old Dominion University. He has also been an adjunct faculty member for Old Dominion in the Military Career Transition Program.

Salary: \$42,000 for 12 months effective September 25, 2004

Rank: TELETECHNET Associate Site Director, Olympic College, and Instructor

Mr. Charles B. Edwards, III (Rappahannock Community College)

Mr. Edwards received an M.B.A. from the College of William and Mary and a B.S. in Business Administration from Christopher Newport University. Since 1998, he has been Director of Development at Employment Services Inc. Mr. Edwards was also an Adjunct Instructor of Economics at Hampton University, Assistant Director of Financial Aid at Christopher Newport University, and Academic Dean at Bryant and Stratton College.

Salary: \$47,342 for 12 months effective September 10, 2004

Rank: TELETECHNET Site Director, Rappahannock Community College, and Instructor

EMERITUS APPOINTMENTS

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

<u>Name and Rank</u>	<u>Effective Date</u>
Victor A. Pickett Professor of Art	December 31, 2004
Ann V. Schwarz-Miller Associate Professor of Economics	December 31, 2004
J. Christian Wild Associate Professor of Computer Science	December 31, 2004

Victor A. Pickett

Victor Pickett received a bachelor's degree in Product Design from North Carolina State University's School of Design and a Master of Arts in Sculpture from East Carolina University. He joined the faculty of the Department of Art at Old Dominion University in 1964. He was tenured as an associate professor in 1967-1968 and promoted to full professor in 1976.

Over the course of a forty-year career, Pickett taught courses in sculpture and design at all levels of the undergraduate and graduate curricula. In addition, he has been a visiting professor at the University of Georgia and the University of Pennsylvania, and in summer 1995 he was a participant in the Program in Art and Technology at the Massachusetts Institute of Technology. Pickett's numerous awards and honors include a National Endowment for the Arts grant, a Collaborating Arts Award from the North Carolina chapter of the American Institute of Architects, and a Virginia Governor's Award for the Arts.

A nationally-recognized sculptor, Pickett has work in the permanent collections of the Duke University Museum of Art, the North Carolina Museum of Art in Raleigh, and the Chrysler Museum of Art in Norfolk. Locations in Hampton Roads include Chrysler Hall, the United Jewish Federation, Catholic High School, the Virginia Beach Public Library, and Lewis Hall at the Eastern Virginia Medical School. It is fitting that Mr. Pickett's earliest independent public commission was for the outdoor sculpture that still graces the front of Kaufman Hall on the Old Dominion University campus.

Ann Schwarz-Miller

Ann Schwarz-Miller received an A.B., M.B.A. and Ph.D. from Northwestern University. She joined Old Dominion in 1978 and achieved the rank of Associate Professor in 1983.

Schwarz-Miller was the founding director of the Honors Program in the College of Business and Public Administration. Her students always appreciated her thoroughly organized and dedicated approach to teaching. She also served on numerous university, college and department committees and served as a consultant to both business and government within the Hampton Roads region.

Schwarz-Miller twice received the College of Business and Public Administration Faculty Service Award and was also a recipient of the Most Inspiring Faculty Award. She authored numerous refereed publications in her specialty area of labor market economics and was editor of the University's Tidewater Economic Report (later the Hampton Roads Economic Report) for four years.

J. Christian Wild, Jr.

J. Christian Wild, Jr. received a B.A. in Mathematics from Seton Hall University in 1969 and a Ph.D. in Computer Science from Rutgers University in 1977.

Wild joined Old Dominion as an Assistant Professor of Computer Science in 1980 and, as one of the first faculty in the department, was instrumental in developing both the undergraduate and graduate programs at Old Dominion University. He achieved the rank of Associate Professor in 1985 and served as Graduate Program Director of the Computer Science Department from 2001 to 2004.

During his 24 years at Old Dominion University, Wild has been involved in research grants worth almost two million dollars. He has written over 60 publications, several of which received outstanding paper awards. He was the research advisor for many doctoral and master's students and supervised their research in the areas of Distributed Systems, Software Engineering, Distance Education, and Artificial Intelligence. Wild developed one of the first Internet courses for the department and was instrumental in developing and teaching the senior capstone project course for the Computer Productivity Initiative.

LOUIS I. JAFFE PROFESSOR APPOINTMENT

RESOLVED, that upon the recommendation of the Academic and Research Advancement Committee, the Board of Visitors approves the appointment of Lawrence J. Hatab as the Louis I. Jaffe Professor in the College of Arts and Letters. A summary of his accomplishments follows.

Lawrence J. Hatab

Lawrence J. Hatab received a B.A. and an M.A., in 1968 and 1971 respectively, from Villanova University and a Ph.D. from Fordham University in 1976. He joined Old Dominion University as a full-time faculty member in the Department of Philosophy and Religious Studies in 1976.

In recognition of his teaching excellence, Hatab has received a number of awards, most notably the Robert L. Stern Award for outstanding teaching in the College of Arts and Letters (1986). He was cited as “Most Inspiring Faculty” by Dominion Scholar Yavar Moghimi, who graduated in 2002.

In addition to being a star teacher, Hatab is a recognized scholar, known nationally and internationally, specializing in Nietzsche and Heidegger. He has published four well-received books (with a fifth in press) and numerous articles in professional journals and edited volumes. In recognition of his scholarly accomplishments, Hatab received the Charles O. and Elizabeth E. Burgess Award for Research, College of Arts and Letters (2001). He is the only faculty member in the college to win both the research and teaching awards.

Hatab is in his tenth year as chair of the Philosophy and Religious Studies Department. He is currently working on plans for a major seminar in Democracy for the Jamestown 2007 celebrations.

The Committee approved the 2005-2009 Strategic Plan, following a presentation by the Provost and discussion and questions by committee members. The following resolution was brought forth as a recommendation of the Academic and Research Advancement Committee and was unanimously approved by all members present and voting. (*Batten, Copeland, Faeder, Haddad, Hall, Hixon, Mugler, Pattison, Strome, Treherne, Tsao, Woolsey.*)

APPROVAL OF THE 2005-2009 STRATEGIC PLAN

RESOLVED, that upon the recommendation of the Academic and Research Advancement Committee, the Board of Visitors approves the University’s 2005-2009 Strategic Plan.

Rationale: The 2005-2009 Strategic Plan establishes the focused goals and objectives Old Dominion University seeks to achieve during the next five-year planning period.

The planning process began with extensive focus-group consultations with University constituencies in 2001. From those consultations, seven planning principles were developed, which, with revisions, become the plan’s seven strategic goals. In spring 2003, the major administrative units submitted planning documents proposing items to be included in the Strategic Plan. Another round of focus groups identified the University’s strengths, weaknesses, opportunities and threats. In the summer of 2004, working drafts were prepared and sent to deans, associate and assistant vice presidents, directors, chairs and the entire University community for comment and input. In addition, President Runte and Provost Isenhour met with the Faculty Senate, Faculty Forum, and, separately, with the faculties of the six colleges.

The final version of the Strategic Plan establishes seven major strategic goals for the University:

1. Increase undergraduate and graduate academic quality, retain faculty, and gain a national reputation for excellence (to be among the nation's top 100 public research universities).
2. Create an agenda and a climate that encourage research and creative activity.
3. Improve the quality and productivity of graduate programs.
4. Create a viable, lively campus community.
5. Integrate and improve academic and administrative programs and services.
6. Make the University sensitive to the people and needs of the region and world around it.
7. Find the means necessary to accomplish all of the above.

The Committee approved the proposed Ph.D. program in Public Administration and Urban Policy in the College of Business and Public Administration. The following resolution was brought forth as a recommendation of the Academic and Research Advancement Committee and was unanimously approved by all members present and voting. (*Batten, Copeland, Faeder, Haddad, Hall, Hixon, Mugler, Pattison, Strome, Treherne, Tsao, Woolsey.*)

**APPROVAL OF DOCTOR OF PHILOSOPHY IN PUBLIC
ADMINISTRATION AND URBAN POLICY
COLLEGE OF BUSINESS AND PUBLIC ADMINISTRATION**

RESOLVED, that upon the recommendation of the Academic and Research Advancement Committee, the Board of Visitors approves the Doctor of Philosophy degree in Public Administration and Policy in the College of Business and Public Administration.

Rationale: The proposed Ph.D. degree program in Public Administration and Urban Policy is a spin-off of the current Ph.D. program in Urban Services. The current program has been in existence for more than 20 years and has become outdated. It will be replaced by the new program if approved.

The mission of the proposed program in Public Administration and Policy is to prepare students for professions in government, non-profit organizations, business, and academia who can perform basic and applied research, conduct policy analyses, and teach in institutions of higher education. The new program advances knowledge in a more focused way than the existing program in two areas: public administration and urban policy and will result in a more desirable and marketable degree for our students.

The resolutions pertaining to proposed revisions to the policy and procedures on Tenure and the Evaluation of Faculty were deferred to the April meeting.

The Committee heard reports from Provost Thomas Isenhour on recent activities in Academic Affairs; Dean Chandra de Silva from the College of Arts and Letters, who presented an overview of the College and discussed plans for the future; and Vice President Mohammed Karim on current activities in the Office of Research.

ADMINISTRATION AND FINANCE COMMITTEE

The Rector called on Mr. Hixon for the report of the Administration and Finance Committee. Mr. Hixon reported that the Committee considered two action items. The first is a request for Board approval of draft language for submission to the Department of Planning and Budget to seek appropriations authority associated with the master leasing of the proposed University Village North Parking Garage and to permit the University to lease laboratory and office space in the Village. The Executive Committee reviewed and approved the draft language, subject to final review by University Council.

The following resolution was brought forth as a recommendation of the Administration and Finance Committee and was unanimously approved by all members present and voting. (*Batten, Copeland, Faeder, Haddad, Hall, Hixon, Mugler, Pattison, Strome, Treherne, Tsao, Woolsey.*)

APPROVAL OF TECHNICAL AMENDMENTS

RESOLVED, that upon the recommendation of the Administration and Finance Committee, the Board of Visitors approves the following Technical Amendments to be submitted for inclusion in the Appropriations Act of the 2005 General Assembly, in support of the University's Master Plan:

Master Lease - North Parking Deck

Old Dominion University is authorized to enter into a long-term lease with the Old Dominion University Real Estate Foundation (ODUREF) for the development of a multi-level parking garage within the East Side Village Redevelopment Area (University Village) adjacent to the main campus of the University in Norfolk. The development of this additional parking is in accordance with the University's approved Master Plan, as well as the Hampton Boulevard Redevelopment Plan, approved by the City of Norfolk and the Norfolk Redevelopment and Housing Authority. ODUREF will develop this parking structure as part of the necessary infrastructure of the University Village in support of planned university research activities, student housing, university-oriented entertainment and retail facilities and a hotel.

Lease of Portion of Initial Research Building

Old Dominion University is authorized to enter into a long-term lease with the Old Dominion University Real Estate Foundation (ODUREF) for the development of the initial research/office building within the East Side Village Redevelopment Area (University Village) adjacent to the main campus of the University in Norfolk. The development of this research building is in accordance with the University's approved Master Plan, as well as the Hampton Boulevard Redevelopment Plan, approved by the City of Norfolk and the Norfolk Redevelopment and Housing Authority. ODUREF plans to develop this research building in support of the University's increasing sponsored research activities.

Following a presentation by Assistant Vice President Don Runyon and Terry Durkin, Director of Housing Services on the preliminary results of the Brailsford & Dunlavey Student Housing Market Demand Study, which recommends the construction of 500 additional beds, the Committee approved a resolution authorizing the University to seek Nongeneral Fund appropriation authority for the design and construction of additional student housing to be located on campus in the proposed new Quad.

The following resolution was brought forth as a recommendation of the Administration and Finance Committee and was unanimously approved by all members present and voting. (*Batten, Copeland, Faeder, Haddad, Hall, Hixon, Mugler, Pattison, Strome, Treherne, Tsao, Woolsey.*)

RESOLUTION REGARDING PROPOSED NEW STUDENT HOUSING

WHEREAS, when the University updated its Master Plan, among its goals was to increase the number of resident students and to strengthen the residential character of the institution; and

WHEREAS, the University employed Brailsford & Dunlavey in 2001 to perform a Market Demand Study that identified the need for 1,800 additional beds; and

WHEREAS, the University, through the Real Estate Foundation, has constructed and opened the University Village Apartments consisting of 960 beds; and

WHEREAS, the University contracted with Brailsford & Dunlavey to update its student housing Market Demand Study to reference the impact of the University Village Apartments and to revise the current and projected student market demand for housing; and

WHEREAS, the recently completed Brailsford & Dunlavey Study has identified an unmet need of over 1,000 beds and has recommended the construction of up to 500 additional beds.

NOW, THEREFORE, BE IT RESOLVED, that upon the recommendation of the Administration and Finance Committee, the Board of Visitors authorizes the University to seek

Nongeneral Fund appropriation authority for the design and construction of additional student housing to be located on campus in the proposed new Quad.

The Committee heard reports from Rick Fisher, University Controller, on the Unaudited Financial Statements for the Fiscal year ended June 30, 2004; Vice President Robert Fenning on the University Village; and Acting Assistant Vice President for Computing and Communications Services Rusty Waterfield on national and regional network initiatives, including National LambdaRail, VORTEX and Eastern LITE.

The Committee concluded its regular agenda with a review of the standing report on University investments. The Capital Outlay report was deferred until the April meeting. The Committee then met in Closed Session to review certain departments of the University with the Internal Auditor.

INSTITUTIONAL ADVANCEMENT COMMITTEE

The Rector called on Mr. Pattison for the report of the Institutional Advancement Committee. Mr. Pattison reported that the Committee heard an update on activities in the Office of Institutional Advancement from Vice President John Broderick since the September meeting.

Alice McAdory, Director of Admissions, compared Fall 2005 admissions data with the previous two years. Tom Feist, Office of Admissions Webmaster, presented the new Web design and discussed the site's new interactive components, as well as the new "BlogSquad" program where four freshmen were selected to keep electronic journals chronicling their first-year experiences.

Jennifer Mullen, Director of Media Relations, reported on national and international media coverage and showed a CNN video of Professor Katherine Kersey from the College of Education. Karen Travis, Assistant Vice President, and Maria Ferguson, Director of University Marketing, discussed the University's upcoming 75th Anniversary.

STUDENT ADVANCEMENT COMMITTEE

The Rector called on Dr. Treherne for the report of the Student Advancement Committee. Dr. Treherne reported that the Committee considered a resolution to revise the Student Disciplinary Policies and Procedures. Policy revisions were considered at the meeting in June and action was deferred due to concerns expressed by Mr. Stallings. Mr. Stallings has been briefed and his concerns have been addressed. The Committee unanimously approved the proposed revisions.

The following resolution was brought forth as a recommendation of the Student Advancement Committee and was unanimously approved by all members present and

voting. (Batten, Copeland, Faeder, Haddad, Hall, Hixon, Mugler, Pattison, Strome, Treherne, Tsao, Woolsey.)

**APPROVAL OF PROPOSED REVISIONS TO THE
STUDENT DISCIPLINARY POLICY AND PROCEDURES**

RESOLVED, that upon the recommendation of the Student Advancement Committee, the Board of Visitors approves the proposed revisions to the Student Disciplinary Policy and Procedures, effective December 10, 2004.

**Substantive Changes to
Board Policy 1530
Disciplinary Policies and Procedures**

Page 5 – *Add information about academic dishonesty sanctions.*

Sanctions of suspension, dismissal and any sanction resulting from an act of academic dishonesty will be recorded on the student’s official University transcript. Other sanctions will be recorded in the student’s discipline file which will be retained by the hearing officer for a period of five years. With the exception of cases of academic dishonesty, records of disciplinary probation will be retained for one year after the conclusion of the probationary period.

Rationale: This is designed to clarify that academic dishonesty cases will be retained longer than other probationary cases.

Page 9 – *change minimum elapsed time for academic dishonesty notation petition removal*

A minimum of one years ~~has have~~ elapsed since the sanction was imposed;

Rationale: If a student other than a Freshman violates the Honor Code, that student must wait until after graduation to petition to have the notation removed. For those students who meet the stringent criteria necessary to qualify for removal, this will permit many to earn that right prior to graduation.

Page 11 – *Add email as an official notification method.*

Failure to have a current address on record with the University **or failure to read email sent to the student’s University email address** shall not invalidate the notice.

Rationale: Email is the most expeditious means to contact students.

Page 12 – *Add a notice to faculty of the conclusion of disciplinary proceedings;*

1. **Faculty and other staff who have been involved in the hearing will be notified that the hearing has concluded and provided with any recommendation resulting from the hearing that requires their action.**

Rationale: A needed addition; recommended by the Faculty Senate.

Page 16 – *Add a line about relevance of appeal.*

The Student Conduct Committee shall then determine whether an appeal is substantiated.

Rationale: Codifies our current practice.

NUMBER: 1530

TITLE: Student Disciplinary Policies and Procedures

APPROVED: August 27, 1970; Revised April 5, 1979; Revised April 6, 1984; Revised February 14, 1985; Revised February 12, 1987; Revised December 8, 1994; Revised June 20, 1996, Revised June 18, 1998; Revised June 17, 1999; Revised September 14, 2000; Revised June 16, 2001; **Revised December 10, 2004**

I. Preamble

Students are expected and required to assume the responsibility for their own behavior and to abide by the laws of the Commonwealth of Virginia and the rules and regulations of Old Dominion University. A student who violates the following general standards of conduct may be subject to administrative actions (as defined in Section III-G), or to one or more disciplinary sanctions (as defined in section VI), whether or not civil authorities choose to prosecute.

II. Authority

Old Dominion University is governed by its Board of Visitors and supported by the Commonwealth of Virginia. The Board is specifically authorized to regulate student conduct by state statute.

III. Definitions

As used in this document, the following terms shall have the meanings ascribed to them as follows:

- A. Vice President for Student Services: The University official who has primary responsibility for the administration of all student discipline. He/she ~~serves as the appeals officer~~ **exercises final decision-making authority** for cases which have

been heard by the Student Conduct Committee. The vice president may delegate all or part of this responsibility to such other persons as he/she deems appropriate;

- B. Code of Student Conduct: The statement of rules and regulations governing student conduct as established by the Board of Visitors and contained in the Section **IV** herein;
- C. Chair: The head of the Student Conduct Committee and presiding officer at Student Conduct Committee hearings; A Vice Chair shall assume the duties of Chair, when the Chair is unavailable.
- D. Student: A person who (1) has been admitted to or has enrolled or intends to enroll at the University, and (2) has not completed a program of study for which she/he was enrolled. Student status continues whether or not the University's academic programs are in session.
- E. The Student Conduct Committee: A faculty/student judicial body authorized to hear and adjudicate alleged violations of the Code of Student Conduct.
- F. Plagiarism: A student will have committed plagiarism if he or she reproduces someone else's work without acknowledging its source; or if a source is cited which the student has not cited or used. Examples of plagiarism include: submitting a research paper obtained from a commercial research service, the Internet, or from another student as if it were original work; making simple changes to borrowed materials while leaving the organization, content, or phraseology intact; or copying material from a source, supplying proper documentation, but leaving out quotation marks. Plagiarism also occurs in a group project if one or more of the members of the group does none of the group's work and participates in none of the group's activities, but attempts to take credit for the work of the group.
- G. Administrative Action: The issuance of an oral or written warning, admonition, reprimand, and/or use of counseling procedures.
- H. University Hearing Officer: The University official or officials assigned by the Vice President for Student Services to conduct disciplinary proceedings and administrative action.
- I. Disciplinary Proceedings: Those proceedings initiated by a notice of charges and governed by the provisions of Section VIII. The term Disciplinary Proceedings does not include Administrative Action.
- J. Honor Council: A student organization which educates members of the academic community about the University's standards of academic integrity. The Council also monitors student adherence to these standards, and provides panel members to serve on the Student Conduct Committee.

IV. Honor Code

"We, the students of Old Dominion University, aspire to be honest and forthright in our academic endeavors. Therefore, we will practice honesty and integrity and be guided by the tenets of the Monarch Creed. We will meet the challenge to be beyond reproach in our actions and our words. We will conduct ourselves in a manner that commands the dignity and respect that we also give to others."

V. **Code of Student Conduct**

University students shall conduct themselves in a manner compatible with the University's educational mission and shall be disciplined only for misconduct adversely affecting that mission. Any student who conspires to commit, or who participates in an action that results in a violation of the Code of Student Conduct, shall be bound by the acts of every person participating in such an action and shall be disciplined accordingly. Specifically, students are subject to disciplinary action for the following:

- A. Academic dishonesty, including but not limited to plagiarism and all forms of academic cheating, and failure to report known violations of the honor pledge;
- B. Forgery, alteration, or misuse of University or other official documents, records, or identification;
- C. Knowingly furnishing false information to the University;
- D. Obstruction or disruption of University operations;
- E. Obstruction or disruption of University-authorized activities;
- F. Physical or violent verbal abuse of any person on property owned or controlled by the University, or at functions sponsored or supervised by the University;
- G. Conduct that threatens or endangers the health or safety of any person, including oneself, on property owned or controlled by the University or at functions sponsored or supervised by the University;
- H. Theft of or damage to University property;
- I. Theft of or intentional damage to private property on premises owned or controlled by the University;
- J. Unauthorized entry of University facilities or property;
- K. Unauthorized access, use or misuse of University property including, but not limited to: attempting to leave the library with library materials which have not been properly borrowed; unauthorized use or misuse of computer equipment, computer accounts, computer software and hardware; or misuse of University telephones;

- L. Violation of University regulations or campus policies approved by either the Board of Visitors or the president and described in official University publications;
- M. Use or possession of alcohol, marijuana, narcotics, illicit drugs, or drug paraphernalia (except as expressly permitted by law or University regulations) on property owned or controlled by the University;
- N. The sale or distribution of marijuana, narcotics, or dangerous drugs (except as expressly permitted by law) on property owned or controlled by the University or at functions sponsored or supervised by the University;
- O. Violation of University Residence Hall policies;
- P. Lewd, indecent, or obscene displays or conduct on property owned or controlled by the University or at functions sponsored or supervised by the University or University-related organizations;
- Q. Drunken or disorderly behavior on property owned or controlled by the University or at functions sponsored or supervised by the University or University-related organizations;
- R. Intimidating behavior directed toward any student, faculty member, staff member, or administrator;
- S. Failure to comply with the directions of a University official acting in the performance of his or her duties;
- T. Violation of the University's firearms policy;
- U. Circulating a report or warning that property under University control or supervision may be subject to a bombing, fire, crime, emergency, or other catastrophe, knowing that the report or warning is false;
- V. Tampering with safety equipment or the inappropriate use or possession of safety equipment on property owned or controlled by the University;
- W. Giving false testimony or evidence at any official University hearing or to any university official;
- X. Conduct deemed unlawful by the criminal statutes of the Commonwealth of Virginia or the United States of America and conduct that endangers or threatens the security of the University community;
- Y. Violations of the conditions of a sanction imposed through University disciplinary procedures;
- Z. Violation of the University's sexual assault policy;

- AA. The unreasonable use of complimentary materials and/or supplies provided for the benefit or consumption of the University community;
- AB. Retaliation.

VI. **Violations of Residence Hall Rules and Regulations**

It is recognized that living in groups requires a certain amount of tolerance and conformity by all concerned. Rules controlling conduct within housing owned or controlled by the University are promulgated by the Office of Residence Life to enhance the freedom and comfort of everyone living in the residence halls. These rules, along with procedures for their enforcement and applicable sanctions, are published in the Residence Hall Handbook available from the Office of Residence Life.

The Old Dominion University Code of Student Conduct and disciplinary procedures apply to all students, including those who live in the residence halls. Alleged violations of the Code by residence hall students will be forwarded to the Vice President for Student Services or his/her designee.

VII. **Sanctions**

A student who violates the Code of Student Conduct may be subject to the following sanction. **Sanctions of suspension, dismissal and any sanction resulting from an act of academic dishonesty will be recorded on the student's official University transcript. Other sanctions will be recorded in the student's discipline file, which will be retained by the Judicial Affairs Office for a period of five years. With the exception of cases of academic dishonesty, records of disciplinary probation will be retained for one year after the conclusion of the probationary period.**

A. Restitution

Restitution may include payment for damage to University property or facilities, payment for damage to the property or person of a member of the University community, and repayment of misappropriated or misused University funds.

B. Disciplinary Probation

Disciplinary probation ~~for~~ **is** a period of fixed duration during which the fitness of a student to continue at the University is evaluated. Disciplinary probation serves as a warning to the student that future violations of the Code of Student Conduct may result in more serious sanctions including suspension or dismissal. Disciplinary probation may include mandatory conditions such as the following by way of illustration:

- Exclusion from privileged or extracurricular activities at the University;
- Suspension of residence privileges in property owned or controlled by the University;
- Mandatory participation in classes, and/or other lawful activities deemed appropriate, as a means of rehabilitating the student found in violation of the Code of Student Conduct;
- A fine of an amount specified by the Hearing Officer or Student Conduct Committee and approved by the Vice President for Student Services;

In cases where misconduct is the result of abuse of alcohol or other drugs, mandatory alcohol or drug education may be a required condition of the probation.

C. Disciplinary Suspension

Disciplinary suspension is the temporary separation of a student from the University.

D. Disciplinary Dismissal

Disciplinary dismissal is the permanent separation of a student from the University.

E. Summary Disciplinary Dismissal

Summary disciplinary dismissal is the immediate separation of a student from the University and is authorized by the Vice President or a designated representative when the continued presence of the student at the University constitutes a danger to the health, safety, or welfare of the University community. At the time a student is summarily dismissed, the student shall be informed of his or her right to a hearing in accordance with the procedures contained in ~~section VIII below~~ **the Student Disciplinary Policies and Procedures**. Such hearing shall be held without undue delay and the student shall remain dismissed until the hearing determines the student's status.

F. Minimum Sanctions for Alcohol Violations

First Offense: Probation for one Year, \$50.00 fine, mandatory workshop, parental notification for underage offenses.

Second Offense: Probation for an additional year, \$100.00 fine, additional workshop and or counseling, parental notification.

Third Offense: Suspension for one semester, parental notification.

G. Minimum Sanctions for Illegal Drug Violations

First Offense: Dismissal from University Housing and disciplinary probation for one year; \$50.00 fine, mandatory workshop and parental notification.

Second Offense: Disciplinary suspension

Persons found to be involved in the sale of illegal drugs will be subject to permanent dismissal from the University.

~~Sanctions of suspension, dismissal and any sanction resulting from an act of academic dishonesty will be recorded on the student's official University transcript.~~

~~Other sanctions will be recorded in the student's discipline file, which will be retained by the hearing officer for a period of five years. With the exception of cases of academic dishonesty, records of disciplinary probation will be retained for one year after the conclusion of the probationary period.~~

VIII. Disciplinary Procedures

A. Administrative Action Proceedings

Administrative action proceedings are informal investigations conducted by a University Hearing Officer for alleged violations of University regulations by a student or a student organization. **The hearing officer may take** ~~A~~ administrative action ~~may be taken by the hearing officer without instituting disciplinary proceedings, and such action shall be final and not subject to further hearing or appeal. A disciplinary penalty may not be imposed without first instituting disciplinary proceedings pursuant to the~~ **Institution of Disciplinary Proceedings. Section VIII.C.**

B. Academic Dishonesty Procedures

1. Faculty members should clearly identify course specific standards which interpret University, college, and departmental policies related to academic integrity. These explanations should appear in the course syllabus and in all other explanations of course requirements. Faculty should require the inclusion of the honor pledge on all academic work submitted for grading.
2. Faculty members who discover evidence of academic dishonesty **may** arrange to meet with the student(s) suspected of the alleged infraction **or** forward the case to the Vice President for Student Services. At any time faculty members may choose to consult with the Vice President for Student Services or the ~~University Hearing Officer~~ **Office of Student Judicial Affairs.**
3. If the student(s) acknowledge(s) the act of academic dishonesty, and the faculty member is satisfied that the incident can be effectively resolved with a grade sanction:

- a. The faculty member will assign either an F in the course, or an F for the assignment or exam during which the cheating occurred; and
- b. ~~A written summary of the incident will be forwarded by the faculty member to the University Hearing Officer.~~ **The faculty member will forward a written summary of the incident to the Office of Student Judicial Affairs.**
- c. The hearing officer will contact the student to arrange a conference to review the Standards of Conduct related to academic dishonesty.
- d. If the student is currently not on disciplinary probation, the student will be placed on disciplinary probation for one calendar year.
- e. If the student is currently on disciplinary probation, or if the student has previously acknowledged an act of academic dishonesty and received a grade sanction as a result, disciplinary proceedings will be instituted ~~in accordance with Section VIII-C~~ to determine the appropriate disciplinary sanction. Such sanction may include suspension or dismissal from the University.
- f. All official disciplinary sanctions, including grade sanctions, which are assigned to a student as a result of an act of academic dishonesty, will be recorded on the student's official University transcript.
 1. In the case of the disciplinary sanction of ~~P~~**probation assigned** for Academic Dishonesty, a student will be given the ~~option~~ **opportunity** to petition the Vice President for Student Services to have the Academic Dishonesty notation removed from his/her transcript if:
 - a. ~~Three~~ **A minimum of one** years ~~have~~ **has** elapsed since the sanction was imposed; and
 - b. the student has successfully completed the University's Academic Integrity Matters Seminar; and
 - c. the student has not been found in violation of other Honor Code infractions during the student's tenure at the University; **and**
 - d. there is evidence that the academic dishonesty was not a premeditated act.
 2. Students may **not** utilize the grade forgiveness policy petition to retake the class in which the academic dishonesty occurred.

3. The Vice President for Student Services will notify the petitioner of his/her decision within three weeks of the receipt of the petition.
4. If the student denies the allegation of academic dishonesty, or if the faculty member believes the severity of the incident **may** warrant a sanction more severe than disciplinary probation:
 - a. The faculty member will forward a written summary of the incident to the University Hearing Officer. The summary must contain copies of all evidence including the names of any known witnesses to the alleged act of academic dishonesty.
 - b. The University Hearing Officer will institute **formal** Disciplinary Proceedings. ~~in accordance with Section VIII.C.~~
 - c. No grade penalty should be assigned by the instructor until the case is finally resolved, including the processes of hearing the student's appeal, if any. If the charges cannot be resolved prior to the end of semester, a grade of "**I**" should be assigned by the instructor.
 - d. The faculty member will be notified of the final outcome in order that the appropriate grade may be assigned.
5. Students may file a grade appeal if a grade penalty for alleged academic dishonesty violation occurs without proper adherence to the above procedures.

C. Institution of Disciplinary Proceedings

Disciplinary charges brought against a student or a recognized student organization shall be adjudicated in the following manner:

1. Upon written notice of an alleged violation of the Code of Student Conduct disciplinary proceedings shall be instituted by the **Vice President for Student Services** or a University hearing officer by the issuance of notice of charges. The written notice of complaint may be initiated by faculty, staff, students or through a campus police summons.
2. The accused student will be informed of the alleged violation(s) in writing. The Vice President will normally forward relevant evidence to a Pre-hearing Officer who will promptly schedule a pre-hearing conference with the accused student. The Vice President may choose to bypass the pre-hearing and forward a case directly to a University hearing Officer for the initial hearing. During the pre-hearing conference, the accused student will have the opportunity to discuss and review all evidence as well as ask questions

about the charges and the options available for resolution. During this conference the student will be presented with the following options:

- a. To plead in violation to the charges, waive all rights to a formal hearing and appeal and accept a sanction imposed by the hearing officer; or
 - b. To request a formal hearing with the right to appeal.
3. Students who fail to attend the pre-hearing conference will be considered in violation of the charges and an appropriate sanction will be imposed. Students who fail to attend a formal hearing will forfeit their right to appeal.

D. Formal Hearing Procedures

1. Rights of the Accused Student:

- a. **To be present at the hearing and hear all testimony presented. If a student, who has been properly notified, fails to appear at the scheduled date, time and place for the hearing, the panel may hear the case and make its findings in the student's absence;**
- b. **To examine, prior to the hearing, evidence to be presented at the hearing, to the extent that it is available;**
- c. **To be provided, prior to the hearing, with the names of witnesses whom the University Hearing Officer has asked to appear at the hearing;**
- d. **To question witnesses in accordance with the rules;**
- e. **To present evidence in accordance with the rules;**
- d. **To remain silent at the hearing.**

- ±2.** The notice of charges and all other written notices shall be delivered by the method deemed most effective by the hearing officer to the student's or organization's address or e-mail address as it then appears on the official records of the University. If the address is not current, other reasonable attempts will be made to deliver the notice. The notice shall include the portion of the Code of Student Conduct allegedly violated; the reported circumstances of the alleged violation; and request the student or organizational representative to appear at a specified time, date and place for a hearing. **Failure to have a current address on record with the University or failure to read email sent to the student's University email address shall not invalidate the notice.** If the notice is for a formal hearing, a copy of all evidence available at the time the notice will accompany the notice as well as names of potential witnesses. The accused student will have the opportunity to review all evidence as well as ask questions about the procedures. A copy of these regulations shall accompany each notice

of charges. A copy of the notice of charges may be sent to the parent or guardian of a student if the student is dependent as defined in Section 152 of the Internal Revenue Code of 1954.

- 2.3 If the notice of charges requests an appearance at a hearing, and if a student fails or refuses to appear, the University hearing officer may, after such investigation that is deemed sufficient: dismiss the charges; take administrative action; or impose a disciplinary penalty.
- 3.4 Requests for continuance must be timely and made by the student in writing to the hearing officer, who may reschedule the hearing if the request is timely and for good cause. If the hearing officer takes administrative action, the accused student or organization shall be notified in writing of such action and such action shall not be subject to further hearing or appeal. If the hearing officer imposes a disciplinary sanction, the student or organization representative shall be notified in writing of such action. Appeals ~~to~~ of disciplinary sanctions imposed at a hearing held in the absence of the accused student or organizational representative shall follow the procedures outlined in ~~Section VIII.C.6 of these regulations~~ **the disciplinary procedures.**
- 4.5. When an accused student or organizational representative appears in response to the notice of charges, the hearing officer shall review the facts of the alleged violations, and the names of witnesses then known to the hearing officer. The student or organizational representative shall be advised that no response is required and that any statement made shall become a part of the official evidence of the case. The accused may advise the hearing officer of any witnesses or evidence supporting the accused's position. The hearing officer shall also advise the accused that if any new evidence is discovered during an investigation subsequent to the hearing, it will be shared with the accused. The accused will have an opportunity to respond to the evidence. In certain cases **an advisor may assist the hearing officer.** ~~the hearing officer may be assisted by an advisor.~~
- 5.6 After the hearing with the student or organizational representative and such further investigation as the hearing officer deems necessary, the hearing officer shall proceed as follows: 1) If the hearing officer determines that the alleged violation is not supported by the evidence, the charges shall be dismissed and the accused student so notified. 2) If the hearing officer is satisfied that the violation occurred as alleged, but that no disciplinary sanction should be imposed, the hearing officer may levy administrative action and notify the student accordingly. 3) If the hearing officer is satisfied that the violation occurred as alleged and that a disciplinary penalty should be imposed, the hearing officer shall so notify the accused student or organizational representative, describing the sanction which the hearing officer will impose.
- 6.7 The accused may accept the decision and sanction(s) proposed by the hearing officer and waive her/his right to any further hearing or appeal. Or, the accused may reject the decision of the hearing officer and request an appeal hearing

before the Student Conduct Committee. ~~as provided for in VII.D:~~

Faculty and other staff who have been involved in the hearing will be notified that the hearing has concluded and provided with any recommendation resulting from the hearing that requires their action.

8. Rules of Procedure:

- a. **In cases involving more than one student, the Hearing Officer may consolidate the cases for hearing, but shall make separate findings for each accused student.**
- b. **The accused student may have an adviser of the student's choice present during the hearing. Generally, the adviser shall be present for consultation purposes only and shall not be permitted to speak on the student's behalf. However, an adviser may be permitted to address the committee at the discretion of the Hearing Officer. If an accused student elects to be represented by a third party adviser, the accused must provide a signed letter designating that person as their official representative before the university can communicate otherwise privileged information to the adviser.**
- c. **Rules of common courtesy and decency shall be observed.**
- d. **The questioning of any person appearing before the Hearing Officer by any individual participating in a hearing shall not be in a badgering, unduly repetitious, or irrelevant manner. It shall be at the discretion of the Hearing Officer to curtail a participant's further opportunity for questioning if such behavior occurs.**
- e. **Any person may be dismissed from the hearing who interferes with or obstructs the hearing or who fails to abide by the rulings of the Hearing Officer.**
- f. **The Hearing Officer shall have the right to call additional witnesses, require the presentation of additional evidence, and require additional investigation.**
- g. **A taped or stenographic record of a hearing shall be maintained. The notice, exhibits, taped or stenographic record shall become the record of the case and shall be filed in the Office of the Vice President for Student Services. This hearing record shall be retained for a period of no more than five years.**
- h. **All hearings shall be closed.**

7. E. Appeal Procedures:

- 1.** Only students who have attended and participated in their disciplinary hearing have the right to appeal the decision of the hearing officer. The appealing student may remain in class pending the outcome of an appeal. However, if the decision of the hearing office is upheld, then sanction will be imposed as of the original date unless the panel affixes a different sanction date.

- 82.** An accused student or organization appealing the decision of the Hearing Officer should file a notice of appeal to the Student Conduct Committee via the Office of the Vice President for Student Services. Such an appeal must be physically received in the Vice President's office within seven business days from the date of the letter containing the findings in the case. The appeal must include the specific grounds for the appeal, and the names of witnesses that the accused student intends to call for the hearing; and it must be personally signed by the student or an organizational officer. The notice of appeal shall contain, at a minimum, a statement of grounds for appeal and a summary statement of the facts supporting such grounds. Grounds for appeal include:

 - a. A claim that the decision was not made in accordance with prescribed procedures and identifying the procedures which were not followed;
 - b. A claim that the sanction(s) imposed was (were) inappropriate or overly harsh; (sanctions of reprimand and disciplinary probation, except in cases involving restitution, fines or academic dishonesty, are not subject to appeal).
 - c. A claim that the decision was clearly erroneous;
 - d. New evidence, not available in a previous hearing, which could exonerate the accused student.

~~9. Rules of Procedure:~~

- ~~a. In cases involving more than one student, the Hearing Officer may consolidate the cases for hearing, but shall make separate findings for each accused student.~~

- ~~b. The accused student may have an adviser of the student's choice present during the hearing. Generally, the adviser shall be present for consultation purposes only and shall not be permitted to speak on the student's behalf. However, an adviser may be permitted to address the committee at the discretion of the Hearing Officer. If an accused student elects to be represented by a third party adviser, the accused must provide a signed letter designating that person as their official representative~~

~~before the university can communicate otherwise privileged information to the adviser.~~

- ~~c. Rules of common courtesy and decency shall be observed.~~
- ~~d. The questioning of any person appearing before the Hearing Officer by any individual participating in a hearing shall not be in a badgering, unduly repetitious, or irrelevant manner. It shall be at the discretion of the Hearing Officer to curtail a participant's further opportunity for questioning if such behavior occurs.~~
- ~~e. Any person may be dismissed from the hearing who interferes with or obstructs the hearing or who fails to abide by the rulings of the Hearing Officer.~~
- ~~f. The Hearing Officer shall have the right to call additional witnesses, require the presentation of additional evidence, and require additional investigation.~~
- ~~g. A taped or stenographic record of a hearing shall be maintained. The notice, exhibits, taped or stenographic record shall become the record of the case and shall be filed in the Office of the Vice President for Student Services. This hearing record shall be retained for a period of no more than five years.~~
- ~~h. All hearings shall be closed.~~

EF. The Student Conduct Committee

The Student Conduct Committee is the appellate body within the University disciplinary system. It shall hear all appeals of disciplinary sanctions imposed by a hearing officer. It shall consist of: faculty members appointed by the Vice President from a list of nominees submitted by the Faculty Senate or from a list of faculty who have previously served; students appointed by the Vice President from a list of nominees submitted by the Student ~~Senate~~ **Government Association** or from a list of students who have previously served; and a chair from the faculty appointed by the Vice President. Student nominees should consist primarily of members of the Honor Council. The term of office for these positions shall be one year and shall be renewable.

In order to provide for the prompt consideration and disposition of all cases, appeal hearings shall be conducted according to the following procedures:

1. The Vice President shall initiate a Student Conduct Committee **appeal** hearing by notifying the chair of the need for a hearing and advising him or her of a proposed hearing date. Upon receiving such notice, the chair shall designate two faculty members plus one alternate and two student members plus one alternate of the Student Conduct Committee to serve with the chair on a hearing panel.

The chair will preside, but will not vote, except in the event of a tie.

2. The Vice President shall provide written notice to the student who filed the appeal including the date, time, and place of the hearing. This written notice will also contain a statement of the grounds for appeal to be considered by the Committee, the names of witnesses the hearing officer will call to the hearing, and a statement of procedural protection afforded the student as described in section VIII.D.8. This notice shall be delivered, by the most effective means available as determined by the Vice President, to the student's address currently on record with the University. If the student's address is not current, other reasonable attempts will be made to deliver the notice. Failure of the student to have a current address on record with the University shall not invalidate the notice. The notice shall be given (e.g. mailed or delivered) at least seven consecutive days before the hearing date, unless the hearing officer, for good cause, shall fix a shorter time. If a student who has been properly notified fails to appear for the hearing at the scheduled date, time, and place, the hearing panel may hear the evidence and make its findings in the student's absence.
3. A continuance of the hearing date may be requested by either the accused student or the hearing officer. Such requests must be timely and made in writing to the chair, who shall have the authority to reschedule the hearing if the request is timely and for good cause. Usually, only one such continuance is granted to each of the parties. If a continuance is granted, the chair shall notify both the student and the Student Conduct Committee of the new date for the hearing.
4. The format for the hearing shall be as follows: The chair shall call the hearing to order, call the roll of the panel in attendance, note the presence or absence of the student appealing the decision, read the notice of hearing, verify the notice of charges given to the student, report any continuances granted, establish the presence of any adviser for the student, call to the attention of the student any special or unusual procedures to be used during the hearing, and permit the student to state the grounds for the appeal. **The Student Conduct Committee shall then determine whether an appeal is substantiated.** Only evidence or witnesses that the Chair deems relevant to the stated grounds for appeal will be heard. In certain cases the hearing officer may be assisted by an advisor.

The appeal hearing shall be limited to testimony and evidence related to the grounds for appeal as stated by the accused student. The hearing officer will brief the panel on the charges and nature of the case, introducing any evidence and witnesses relevant to the appeal. After the hearing officer has introduced and questioned a witness, the witness may then be questioned by the panel members and the accused student, respectively. The accused student shall then have the opportunity to introduce any evidence and witnesses relevant to the grounds for appeal. After the accused student has questioned such a witness, the witness may then be questioned by the panel members and the hearing officer. At the conclusion of the presentation of evidence, the hearing officer and the accused student shall have the opportunity to make summary statements pertaining to the

appeal. The Chair shall rule on the relevance of evidence and testimony, if necessary.

5. At the conclusion of the summary statements, the hearing panel shall recess the hearing and meet in executive session (out of the presence of all parties to the hearing) to determine its findings. The panel shall either recommend upholding the findings of the Hearing Officer or recommend that the decision of the Hearing Officer be overturned. If the panel recommends that the Hearing Officer's decision be overturned, the panel shall recommend either a different finding and/or sanction to the Vice President. There shall be no findings to uphold unless a majority of the hearing panel agree that a preponderance of the evidence presented supports the decision of the Hearing Officer. All hearing panel members are expected to cast a vote. The Chair shall not be entitled to vote, except in the case of a tie vote.
6. Upon making its decision, the Student Conduct Committee shall so advise the Vice President of Student Services in writing within **5 five** business days after the date of the appeal hearing. The Vice President will review the student's appeal and the recommendations of the Student Conduct Committee.

The Vice President shall examine the record of the case and any additional evidence provided. The Vice President may interview witnesses to the case, or engage in whatever investigation he/she deems appropriate to fully hear the student's appeal. The Vice President shall consider the recommendations of the Student Conduct Committee and may accept or reverse the finding by reducing or increasing the sanctions imposed by the Hearing Officer.

Within seven working days after receiving the recommendation of the Student Conduct Committee, the Vice President will advise the accused student of his/her decision concerning the final disposition of the case.

The decision of the Vice President is final.

7. Rules of Procedure in Appeal Hearings:
 - a. In cases involving more than one student, the Vice President for Student Services may consolidate the cases for hearing, but the committee shall make separate recommendations for each accused student.
 - b. The appealing student may have an adviser of the student's choice present during the hearing. Generally, the adviser shall be present for consultation purposes only and shall not be permitted to speak on the student's behalf. However, an adviser may be permitted to address the committee at the discretion of the chair. If an accused student elects to be represented by a third party adviser, the accused must provide a signed letter designating that person as their official representative before the university can communicate to the adviser otherwise privileged information.

- c. Rules of common courtesy and decency shall be observed.
 - d. The questioning of any person appearing before the hearing panel by any individual participating in a hearing shall not be in a badgering, unduly repetitious, or irrelevant manner. It shall be at the discretion of the chair to curtail a participant's further opportunity for questioning if such behavior occurs.
 - e. Any person may be dismissed from the hearing who interferes with or obstructs the hearing or who fails to abide by the rulings of the chair.
 - f. The Hearing Officer (at a hearing before the Hearing Officer) or the chair (at Student Conduct Committee hearings) shall have the right to call additional witnesses, require the presentation of additional evidence, and require additional investigation.
 - g. A taped or stenographic record of a hearing shall be maintained. The notice, exhibits, taped or stenographic record, and vote of the panel shall become the record of the case and shall be filed in the Office of the Vice President for Student Services. This hearing record shall be retained for a period of ten years.
 - h. All hearings shall be closed.
8. The accused is entitled:
- a. To be present at the hearing and hear all testimony presented. If a student, who has been properly notified, fails to appear at the scheduled date, time, and place for the hearing, the panel may hear the case and make its findings in the student's absence;
 - b. To examine, prior to the hearing, evidence to be presented at the hearing, to the extent that it is available;
 - c. To be provided, prior to the hearing, with the names of witnesses whom the university hearing officer has asked to appear at the hearing;
 - d. To question witnesses in accordance with the rules;
 - e. To present evidence in accordance with the rules;
 - f. To remain silent during the hearing;

F. Additional Procedures in Cases of Sexual Assault

- 1. The Vice President for Student Services shall schedule special training for the Student Conduct Committee and the hearing officer(s) once each semester

covering the University's policies governing sexual assault, and the special needs of the accuser and the accused in these cases.

2. Upon notification of an alleged violation, the accused shall not initiate any contact, directly or indirectly, with the accuser. Retaliation against the accuser or against any witness involved in the case by the accused or others acting on behalf of the accused shall be considered violation of the Code of Student Conduct.
3. During a hearing, no evidence may be presented which pertains to the past sexual history of the accuser or of any witness.
4. During a hearing, unrelated past sexual history of the accused may not be entered as evidence nor discussed in the hearing.
5. The accused and accuser will be notified in writing of the outcome of Disciplinary Proceedings, any sanctions imposed and of the final action taken by the Vice President on any appeal.
6. In cases where a sanction of disciplinary suspension or dismissal is imposed, a notation of the sanction will be recorded on the student's official University transcript.
7. The accuser shall have the right to have an accompanying advisor throughout a hearing.
8. The accuser shall be informed of all witnesses to be called, to the extent known, during a hearing.
9. A hearing involving charges of sexual assault shall be closed.
10. All proceedings in cases involving sexual assault will be treated confidentially, to the extent provided by law, and the identities of any involved party will not be disclosed to anyone not directly involved with the University's disciplinary process.

G. Mediation Option

Students seeking to file charges against another student that have arisen out of personal or group conflict may choose the mediation option instead of formal disciplinary proceedings. All parties to the conflict must agree in writing to have their dispute mediated.

The University Hearing Officer may assist the student in determining if the concern should be mediated or handled through the student judicial system.

Mediation is confidential and mediation agreements will be binding. Violation of such agreements may be referred to the student judicial process. The University Hearing

Officer using trained, mediators will schedule mediation sessions.

Dr. Treherne reported that the Committee heard a report from Emily Richardson, Student Representative to the Board, on presentations she and a fellow student made related to student use of alcohol and student attitudes about inconsiderate behavior such as smoking, cell phone use and littering. Student Body President Brandon Broyles briefed the Committee on SGA activities. The Committee members were also introduced to two members of the men's soccer team.

The Committee was briefed on the expansion of student activities on campus. Programming All Weekend (P.A.W.) provides major student programming every weekend on campus and has attracted 13,576 student participants during the fall semester.

Mr. Batten asked about the process for evaluating football. The President responded that the administration is gathering cost information from other schools and developing cost projections. In addition, an online survey is being used to gauge student, alumni and faculty and staff interest. Ms. Robertson commented that the students are interested in seeing the cost data.

BYLAWS REVIEW COMMITTEE

The Board considered the resolution to revise the Bylaws as presented by the Rector on behalf of the Bylaws Review Committee. Mr. Mugler expressed concern with the proposed changes to Section 6.01.b. related to reporting requirements for budget changes, and suggested that the \$500,000 threshold be lower. After considerable discussion, the Board agreed to lower the threshold to \$250,000 and to ask the administration to work with the Administration and Finance Committee to study this issue further.

Whereupon, a motion was made by Mr. Batten to approve the proposed revisions to the Bylaws, amending Section 6.01.b. to read: "The President or designee shall report to the Administration and Finance Committee, any budget changes of \$250,000 or more." The motion was seconded by Ms. Woolsey and was unanimously approved by all members present and voting. (*Batten, Copeland, Faeder, Haddad, Hall, Hixon, Mugler, Pattison, Strome, Treherne, Tsao, Woolsey.*)

PROPOSED AMENDMENTS TO THE BOARD OF VISITORS' BYLAWS

RESOLVED, that upon the recommendation of the Bylaws Review Committee, the Board of Visitors approves the following amendments to the Board of Visitors' Bylaws.

BY-LAWS OF THE OLD DOMINION UNIVERSITY BOARD OF VISITORS

PREFACE

The Board of Visitors adopts the by-laws that follow for the orderly and efficient conduct of its meetings and the business of Old Dominion University. This preface is to provide a brief overview of the source of the Board's authority as a public institution of higher education, and a component of the executive branch of the government of Virginia.

The Virginia statutes specific, or organic to the University, Va. Code §§ 23-49.11 through 23-49.22, might be thought of as the University's charter. These statutes constitute the Board of Visitors as a public corporation named "Old Dominion University," and set the corporation's basic purpose and authority. Other statutes apply to all of the Commonwealth's institutions of higher education to impose other duties and confer additional powers. The University is also subject, along with all agencies of the executive branch of the state government, to such statutes as, for example, the Virginia Freedom of Information Act which governs, *inter alia*, the circumstances under which a public body, such as this Board, may meet in closed session. Ultimately, however, the University's operations are dependent on the terms of the Appropriations Act adopted bi-annually in the even numbered years by the Virginia legislature, the General Assembly, and amended in the odd numbered years. Finally, it is to be noted that the Commonwealth's agencies and institutions are not as a rule subject to the general statutes of Virginia, as well as the ordinances enacted by the local governments, unless the General Assembly expressly provides otherwise.

Members of the Board, the University staff, and the public should be aware at all times that the authority conferred on the Board of Visitors by the General Assembly resides solely in the Board. That is, no visitor or other individual, regardless of title or position, shall speak for, or exercise the Board's authority except to the extent that the Board may so provide by delegation contained in these by-laws, or by other action of the Board.

The Commonwealth demands institutional direction by a Board composed of active, informed, and engaged visitors. As a measure of this need, the General Assembly provided that if any member of the Board should fail to perform the duties of a visitor for a year, without sufficient cause, the Board shall certify the same to the Governor; and the office of that member shall then be vacant.

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 H I

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. **1.01. Role and Responsibilities.** The Board of Visitors is the body 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: **4.04.** of these Bylaws) and oversight (§ 7.01: **6.01.** (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 University's goals.

(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 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 periodically review and approve the University's annual budget and work in conjunction with the President and his/her administration that are 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) Research Integrity. The Board is responsible for promoting and preserving excellence in basic and applied research ~~conducted by an institution designated by the Carnegie Foundation as a Doctoral Research-Extensive University which is a key production and coordination force in technology development.~~

(g) 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.

(h) 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. 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~~ **VIII** of these Bylaws) and affiliation agreements.

(i) Audit Planning and Review. The Board is responsible for the selection of accountability measures, review of results, 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' financial position.

(j) Fiscal Efficiency. **In its review and approval of the University's annual operating budget and the setting of tuition and fees,** 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.~~

(k) 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 local, national and international community in partnerships to achieve University goals and objectives.

ARTICLE ~~III~~ II **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: **2.01. 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: **2.02.** (Reserved)

§ 3.06: **2.03. 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 III Meetings

§ 4.01 **3.01. 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 calendar 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 calendar 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 **3.02. 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 **3.03. 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 **3.04. Special and Emergency Meeting Notice.** For special meetings under normal, non-emergency circumstances, seven days' notice shall be given of the date, time, 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 **3.05. Quorum.** (Effective July 1, 2002) A majority of voting members of the Board of Visitors serving at any time shall constitute a quorum (§ 23-49.17. (b), *Code of Virginia*).

§ 4.06 **3.06. 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 calendar 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. **3.07. 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.~~ **3.08. 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 ~~IV~~ **Committees**

~~§ 5.01.~~ **4.01. 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 **other than the Audit Committee**. 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~~ **9.03**, 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 **in a non-voting capacity** 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~~ **3.04**, of these Bylaws.

§ ~~5:02~~ **4.02. Standing Committees.** In addition to the Executive Committee, the standing committees of the Board shall consist of the Academic and Research Advancement Committee, Institutional Advancement Committee, Administration and Finance Committee, ~~and the Student Advancement Committee,~~ **and the Audit Committee**. The chairs and members of the ~~four~~ **five** 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 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 **typically** 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~~ **5.04**, of these Bylaws and Standing Committee chair vacancies (versus temporary absences) 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 reports~~ **by each** committees, to the Board. Unless otherwise specifically provided by the Board, decisions/recommendations of standing committees (except decisions by the Academic and Research Advancement Committee on review of negative tenure decisions **and the approval of the annual internal compliance and operations audit plan by the Administration and Finance Committee**) are advisory and must be ratified and approved by the Board of Visitors.

(a) Academic and Research Advancement Committee. The Academic and Research Advancement Committee supports the Board's responsibility to advance and protect the academic quality of the education and research offered by the University. The Committee shall make recommendations to the Board on the academic mission, purpose, strategic plans, important

academic and research 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 and Research 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. **In the case the Committee recommends in favor of tenure, this must be approved by the Board. A negative decision is final.** ~~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.

(b) **Institutional Advancement Committee.** The Institutional Advancement Committee supports the Board's responsibility for 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.~~ **The Committee may also receive reports from the University Auditor on matters of economy, efficiency and effectiveness of operations and 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 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 review athletic policy and programs, both intramural and intercollegiate, and shall make appropriate recommendations to the Board.

(e) **Audit Committee. The Audit Committee helps the Board fulfill is financial oversight and compliance responsibilities. The Committee is responsible for (1) oversight of financial reporting and financial statement matters and any critical accounting and reporting issues; (2) reviewing annually the audited financial statements with internal**

auditors, determining that the administration has been open and has acted in good faith in connection with the audit; and (3) oversight of the internal audit function, including receiving reports and approval of the annual audit plan. Members of the Audit Committee should have some basic knowledge of generally-accepted accounting procedures and financial reporting and controls. Members of the Audit Committee may serve on the Administration and Finance Committee; however, a majority of the Audit Committee may not serve on the Administration and Finance Committee.

(e f) 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 consistent with the mission of each standing committee as set forth 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: **4.03. Nominating Committee.** The Nominating Committee is responsible for nominating Board members for Board officers positions. In even numbered years, at the **annual June 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~~ **July 15**. Nominations shall be submitted in writing to the committee chair and shall be due no later than ~~ten~~ **14** 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 Nominees for Rector officers must have more than one year remaining on ~~his/her~~ **their** terms 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~~ **30** days prior to the **September Fall 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 ~~that~~ **the annual** meeting, the nominating committee shall present one candidate for each office for election in accordance with

§ ~~6.01~~. **5.01.** of these Bylaws. Nominations from the floor may be made from the floor 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 Executive Committee 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~~. **5.04.** Vacancies of these Bylaws.

§ ~~5.04~~. **4.04.** 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 may 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 **or Executive Committee** 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 Provost and Vice President for Academic Affairs shall act as the University's Acting President.

~~§ 5:05:~~ **4.05. 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 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:~~ **4.06. 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:~~ **4.07. Appointment of Non-Board Advisors to Committees.** Non-Board members cannot be appointed to Board of Visitors committees without the Board approving each individually named proposed member. The 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:~~ **4.08. 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:~~ **4.09. 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:~~ **4.10. 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 advisors may be removed from Board committees on the recommendation of the committee chair **and** 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 V **Board Officers**

~~§ 6.01:~~ **5.01. Officers Elected from the Board.** The officers to be elected from the members of the Board of Visitors shall be ~~a~~ **the** Rector, ~~a~~ Vice Rector, and ~~a~~ Secretary. **Officers must have at least one year remaining in their terms.** 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 **more than one** ~~consecutive~~ terms. For purposes of the preceding sentence, service of a partial term of one year or less shall not be considered.

~~§ 6.02:~~ **5.02. 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:~~ **5.03. 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:~~ **5.04. 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:~~ **4.03.** 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 Board shall elect one of its voting members to preside.

~~§ 6.05:~~ **5.05. 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.~~ **5.06.** 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.~~ **9.04.**) 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.~~ **5.07.** 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.~~ **7.04.** and Article ~~IX~~ **VIII**) 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~~. **5.08. 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 ~~VH~~ VI

University Administrative Officers

§ ~~7.01~~. **6.01. 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 in the development of the University's mission and programs;
 - (2) 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) ~~For~~ **Reviewing**, **accepting**, **modifying**, or **rejecting** recommendations of the campus governance bodies, or ~~to cause~~**ing** 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 **or designee** shall report to the ~~Board for approval~~ **Administration and Finance Committee**, University ~~any~~ budget changes of \$100,000 and over **\$500,000 or more**, 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 as set forth in the Board Policies and Procedures;
- (4) To recommend to the Board for approval 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~~: **1.01**, (a) of these Bylaws). The President, ~~in an open or closed session, as appropriate, meeting~~ at the annual meeting of the Board, shall submit his/her annual report on objectives, specific and general, developed by the President and the Rector and agreed to by the Board for the past year. The Board shall subsequently evaluate the President's performance for the past year. 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~~ **more formally**. Procedures for Presidential Evaluation are contained in the Board Policy and Procedures.

§ ~~7.02~~: **6.02.** 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~~: **6.03.** 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~~ VII **Staff Personnel Supporting the Board**

§ ~~8.01~~: **7.01.** 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 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 be similar to those contained in § ~~5-04~~ **4.04** 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 **if deemed necessary**. Approval of a candidate requires the vote of at least nine voting members of the Board.

§ ~~8-02~~ **7.02**. 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~~ **7.03**. 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 equal opportunity and affirmative action.

§ ~~8-04~~ **7.04**. Executive Secretary to the Board. The Executive Secretary to the Board is a university employee who shall be appointed by the ~~Board~~ **President** and serves at the pleasure of the Board. 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~~ **5.06**, and ~~10-04~~ **9.04** of these Bylaws, in conjunction with the Office of Institutional Advancement maintains contact with Visitors Emeriti as set forth in § ~~3-06~~ **2.03** 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 ~~President~~ **Board shall appoint, shall** annually evaluate **this individual** in accordance with University policy, and **may** dismiss the person serving in this position, with the advice and counsel of the **Board President** or his/her designee. ~~The Board's and President's annual evaluations shall be mutually shared.~~

(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 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.~~ **request the President to fill the vacancy. The Board will be represented on the selection committee.**

ARTICLE ~~IX~~ VIII

Board Policies and Procedures

~~§ 9.01:~~ **8.01. 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:~~ **8.02. 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 provided that notice of the proposed change has been given at least ~~15~~ **45** calendar days prior to the meeting. 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:~~ **8.03. 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.~~ **8.04. 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 IX **Miscellaneous Provisions**

~~§ 10.01.~~ **9.01. 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, H, and III~~ **I and II** 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.~~ **9.02. Institutional Review.** The Board shall ~~may~~ **periodically** commission an institutional review ~~every six years~~. This review may **also** 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 six year cycle of institutional reviews.~~

~~§ 10.03.~~ **9.03. Board Evaluation.** The Board should conduct a self evaluation annually at a Board retreat. ~~At least every three years, t~~ The Board should **occasionally** have a formal evaluation of its processes and procedures **which could be** conducted by an external evaluator at the discretion of the Executive Committee. In these endeavors, the candid opinions regarding the Board should be sought **in an appropriate fashion** from the University President, University Staff, Faculty, and Students along with the public at large.

~~§ 10.04.~~ **9.04. 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.~~ **5.06.** and § ~~8.04.~~ **7.04.**) 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 X **Amendments and Procedural Irregularities**

~~§ 11.01.~~ **10.01. 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 at least ~~30~~ **45** calendar days prior to the meeting.

~~§ 11.02.~~ **10.02. 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.

§ ~~11.03~~ **10.03. 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 or the Executive Committee must approve operating and capital requests by a majority vote.** 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 **or the Executive Committee** prior to submission to appropriate state agencies.

§ ~~11.04~~ **10.04. 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.

§ ~~11.05~~ **10.05. Adoption, Effective Date and Repealer.** These Bylaws are hereby adopted and shall be effective as of the 13th day of September, 2002. All former Bylaws of the Board of Visitors are hereby repealed.

OLD/UNFINISHED BUSINESS

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

NEW BUSINESS

The Rector asked if there was any new business to come before the Board. Mr. Mugler asked about Old Dominion's 2+2 Program with the community colleges. The Provost stated that students do not register for this program. The program provides all students who earn an associate's degree, by virtue of the articulation agreement, the opportunity to attend Old Dominion University to continue their studies. 178 students transferred to Old Dominion from the community colleges this fall.

Ms. Haddad stated that she would be interested in hearing reports from fellow Board members Pat Tsao and Pat Woolsey on their initiatives.

With no further business to be discussed, the formal meeting adjourned at 2:55 p.m. Board members remained from 3:00 to 5:00 p.m. to receive the mandatory Ethics Training from the Attorney General's Office and as conducted by Tabor Cronk, Old Dominion's General Counsel and Special Assistant Attorney General.