

**OLD DOMINION UNIVERSITY
BOARD OF VISITORS
GOVERNANCE COMMITTEE MEETING
Thursday, April 20, 2023**

MINUTES

The Governance Committee of the Board of Visitors of Old Dominion University met at 10:30 a.m. on Thursday, April 20, 2023, in the Board Room of the Kate and John R. Broderick Dining Commons on the Norfolk campus. Present from the Committee:

Jerri F. Dickseski, Chair
Peter G. Decker, III, Vice Chair
R. Bruce Bradley, Rector (*ex-officio*)
P. Murry Pitts (*ex-officio*)
Robert S. Corn
Kay A. Kemper
E.G. Middleton
Armistead D. Williams, Jr.
Antra Patel (*Student Representative*)

Also present:

Brian O. Hemphill, President	Donna Meeks
Austin Agho	Tom Odom
Alonzo Brandon	Chad Reed
Annie Gibson	September Sanderlin
Nina Rodriguez Gonser	Ashley Schumaker
Jaime Hunt	Amanda Skaggs
Casey Kohler	Allen Wilson

CALL TO ORDER AND APPROVAL OF MINUTES

The Chair called the meeting to order at 10:30 a.m. and asked for approval of the minutes of the Governance Committee meeting held on December 8, 2022. Upon a motion made by Dr. Williams and seconded by Mr. Middleton, the minutes were approved by all members present and voting (*Bradley, Corn, Decker, Dickseski, Kemper, Middleton, Pitts, Williams*).

APPROVAL OF STANDING COMMITTEE CHARTERS

Upon a motion made by Mr. Decker and seconded by Mr. Middleton, the following standing committee charters were approved by all members present and voting (*Bradley, Corn, Decker, Dickseski, Kemper, Middleton, Pitts, Williams*).

OLD DOMINION UNIVERSITY BOARD OF VISITORS ATHLETICS COMMITTEE CHARTER

1. General Description of Authority

The Athletics Committee (“Committee”) is a standing committee of the Old Dominion University Board of Visitors (“Board”). The purpose of the Committee is to assist in meeting University goals and priorities by supporting the mission and strategic goals for Old Dominion University Athletics.

2. Membership

~~The Committee shall consist of all members of the Board.~~

The Chairs and members of the committee shall be appointed by the Rector and shall serve until their successors have been duly appointed. A quorum of each of the standing committee shall consist of three voting committee members.

The Rector and Vice Rector are deemed committee members for all purposes, including a quorum.

3. Roles and Responsibilities

- a. The Committee shall support the mission of Old Dominion University by reviewing and monitoring Old Dominion University’s mission-driven intercollegiate athletics program with respect to such areas and topics as finances; admissions standards and policies; student-athlete welfare; Title IX, NCAA and Conference compliance; academic advising; graduation rates; facilities; capital expenditures; and effective promotion of Old Dominion’s brand identity.
- b. Periodically review the Committee Charter and recommend revisions, as necessary.
- c. Periodically review Committee processes and procedures to make the Committee more effective.

4. Meetings

The Committee shall meet as needed, but not less than two (2) times a year. The Committee may ask University officers or others to attend meetings, or portions thereof, and provide pertinent information, as necessary.

OLD DOMINION UNIVERSITY BOARD OF VISITORS AUDIT, ~~AND COMPLIANCE~~ AND HUMAN RESOURCES COMMITTEE CHARTER

Purpose and Authority

To assist the Board of Visitors in fulfilling its oversight responsibilities for the financial reporting process, the system of internal control, the internal and external audit processes, and the University's process for monitoring compliance with laws and regulations and the code of ethics

and matters of compliance related to the University's human capital infrastructure. In so doing, it is the responsibilities of the Committee to maintain free and open communication among the Committee, independent auditors, the internal auditors, Compliance Advisory Committee, and management of the University. The Committee has such authority as is provided for in the Code of Virginia, the Board Bylaws and as assigned by the Board as a whole.

Composition

The Audit, ~~and Compliance~~ and Human Resources Committee will consist of an odd number of members of the Board of Visitors. Committee members and the chair shall be appointed through the normal processes as defined in the Board Bylaws. Members of the Audit, ~~and Compliance~~ and Human Resources Committee should have some basic knowledge of generally-accepted accounting procedures and financial reporting and controls. Committee members should also have a basic knowledge of human resource management. Members of the Audit, ~~and Compliance~~ and Human Resources Committee may serve on the Administration and Finance Committee; however, a majority of the Audit, ~~and Compliance~~ and Human Resources Committee may not serve on the Administration and Finance Committee. The Chair should also not serve on the Administration and Finance Committee.

Meetings

Meetings of the Committee will occur in conjunction with regular meetings of the Board of Visitors, which happen 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. The Committee will have the authority to convene additional meetings as circumstances require. All committee members are expected to attend each meeting – in person or via teleconference or videoconference. The Committee will invite members of management, auditors, or others to attend meetings and provide pertinent information, as necessary. It will hold private meetings with auditors (see below) and executive sessions. Meeting agendas will be prepared and provided in advance to members, along with appropriate briefing materials. Minutes will be prepared and distributed in advance of subsequent meetings.

Responsibilities

The Committee's general responsibilities are defined in Section 4.02 (d) of the Board Bylaws: "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 the external auditors, determining that the administration has been open and has acted in good faith in connection with the audit; (3) oversight of the internal audit function, including receiving reports and approval of the annual audit plan; and (4) reviewing matters of compliance related to the University's human capital infrastructure; and (5) oversight of the University's compliance function."

More specifically, the below are some of the duties of the Committee:

Financial Statements

- Receive entrance and exit communications with the external auditors regarding their annual audit of the University and any other communications, as necessary.
- Review with management and the external auditors the results of the audit, including any difficulties encountered.

Internal Control

- Consider the effectiveness of the University's internal control system, including information technology security and control.
- Understand the scope of internal and external auditors' review of internal control over financial reporting, and obtain reports on significant findings and recommendations, together with management's responses.
- Determine whether internal control recommendations made by internal and external auditors have been implemented by management.

Internal Audit

- Review with management and the Chief Audit Executive ~~University Auditor~~ the charter, plans, activities, staffing, and organizational structure of the internal audit function.
- Approval annual internal audit plans.
- Periodically review and update the internal audit function's audit charter.
- Ensure there are no unjustified restrictions or limitations, and review and concur in the appointment, replacement, or dismissal of the Chief Audit Executive.
- Review the effectiveness of the internal audit function, including compliance with The Institute of Internal Auditors' *International Standards for the Professional Practice of Internal Auditing*. This includes receiving the results of periodic peer reviews conducted on the internal audit function.
- Review the results of significant audit activities, audit reports, and management responses, and ensure the Committee is informed about fraud, illegal acts, deficiencies in internal control and other audit-related matters.
- Monitoring the adequacy and timeliness of corrective actions taken in response to audit activities.
- On an as needed basis, meet separately with the Chief Audit Executive to discuss any matters that the Committee or internal audit believes should be discussed privately.

External Audit

- Review with management and the external auditors all matters required to be communicated to the committee under generally accepted auditing standards.
- Review the external auditors' proposed audit scope and approach, including coordination of audit effort with internal audit.
- Monitor audits performed by the external auditors.

- On an as needed basis, meet separately with the external auditors to discuss any matters that the Committee or auditors believe should be discussed privately.

Compliance

- Review the effectiveness of the system for monitoring compliance with laws and regulations and the results of management's investigation and follow-up (including disciplinary action) of any instances of noncompliance.
- Review the findings of any examinations by regulatory agencies and any other auditor observations.
- Review the process for communicating the code of ethics to university personnel and for monitoring compliance therewith.
- Obtain regular updates from management, internal audit, the compliance function, and University legal counsel regarding compliance matters.

Human Resources

- Receive updates on new and revised policies having campuswide implications.
- Review annual succession planning goals in accordance with Code of Virginia § 2.2-1209.
- Periodically review employee census data reports.
- Receive annual updates on mandatory Commonwealth of Virginia reporting requirements including telework, classified employee turnover, and the employment opportunities plan for hiring people with disabilities.

Reporting Responsibilities

- Regularly report to the Board of Visitors about committee activities, issues, and related recommendations.
- Provide an open avenue of communication between internal audit, the external auditors, and the Board of Visitors.

Other Responsibilities

- Perform other activities related to this charter as required by the Board of Visitors.
- Review and assess the adequacy of the committee charter annually, requesting board approval for proposed changes, and ensure appropriate disclosure as may be required by law or regulation.
- Confirm annually that all responsibilities outlined in this charter have been carried out.
- Chair shall evaluate the Committee's performance and individual member participation on a regular basis.

OLD DOMINION UNIVERSITY BOARD OF VISITORS
STUDENT ENHANCEMENT & ENGAGEMENT AND DIGITAL LEARNING
COMMITTEE CHARTER

Purpose and Authority

To assist the Board of Visitors in fulfilling its oversight responsibilities for the student quality of life, fiscal affordability, enrollment, and student engagement and success. The Committee has such authority as is provided for in the Code of Virginia, the Board Bylaws and as assigned by the Board as a whole.

Composition

The Student Enhancement & Engagement and Digital Learning Committee will consist of an odd number of members of the Board of Visitors. Committee members and the chair shall be appointed through the normal processes as defined in the Board Bylaws.

Meetings

The Student Enhancement & Engagement and Digital Learning Committee Meetings will occur in conjunction with regular meetings of the Board of Visitors, which happen 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. The Committee will have the authority to convene additional meetings as circumstances require. All committee members are expected to attend each meeting – either in person, by phone, or videoconference. An annual calendar will be established. The respective Vice President, in collaboration with the Chair, shall be responsible for establishing the agendas for meetings. An agenda, together with relevant materials, shall be sent to committee members at least 7 days in advance of the meeting. Minutes for all meetings shall be drafted by the staff designee, reviewed by the committee chair, and approved by committee members at the following meeting.

Responsibilities

The Student Enhancement & Engagement and Digital Learning Committee supports the Board's responsibilities for ensuring student quality of life, fiscal affordability, enrollment, online education experience, and student engagement and success. The Committee's general responsibilities are defined in Section 4.02 (f) of the Board Bylaws:

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.
- Reviewing policies relating to student rights, responsibilities, conduct, and discipline, including matters related to the Code of Student Conduct.
- Considering issues concerning student organizations and their funding, extracurricular activities (including intramural athletics), and matters related to student government and appropriate student participation in University governance by all types of students and on student recruitment and admissions criteria and policies.
- Maintaining awareness of the issues impacting the student experience.

- ~~Annually recommending appointments including the student representatives to the Board; the State Council of Higher Education's Student Advisory Committee, and the Student Engagement & Enrollment Services Leadership Council (Board Policy 1104).~~

Actions that fall under the purview of the committee include but are not limited to:

- Student Success - 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, including the release of student records (Va. Code §23.1-1303 B.5) and posting a list of required textbooks (Va. Code §23.1-1308 B).
- Admissions - Establishing regulations or institution policies for the acceptance and assistance of students (Va. Code §23.1-1303 B.2) and agreements with each associate-degree-granting public institution of higher education (Va. Code §§23.1-907 and 23.1-306).
- Financial Aid - Enforcing provisions related to eligibility for financial aid (Va. Code §23.1-1303 B.3).

Reporting Responsibilities

- Regularly report to the Board of Visitors about committee activities, issues, and related recommendations.
- Provide an open avenue of communication between the Student Enhancement & Engagement and Digital Learning Committee, student representatives to the Board, the State Council of Higher Education's Student Advisory Committee, the Student Engagement & Enrollment Services Leadership Council Student Representative, and the Board of Visitors.

Other Responsibilities

- Perform other activities related to this charter as required by the Board of Visitors.
- Review and assess the adequacy of the committee charter annually, requesting board approval for proposed changes.
- Confirm annually that all responsibilities outlined in this charter have been carried out.
- Chair shall evaluate the committee's performance and individual member participation on a regular basis.

OLD DOMINION UNIVERSITY BOARD OF VISITORS UNIVERSITY ADVANCEMENT AND UNIVERSITY COMMUNICATIONS COMMITTEE CHARTER

The University Advancement and University Communications Committee of the Board of Visitors is charged with informing and advocating within the Board issues that relate to advancing the priorities of the University through active involvement with alumni engagement and development and marketing and branding. This Committee shall consider and recommend for approval policies and programs relating to philanthropic giving, fundraising initiatives, ~~and~~ alumni engagement, marketing and branding and shall make appropriate recommendations to the Board of Trustees.

The Committee shall also recommend to the board the naming of anything associated with the University, including, but not limited to, academic colleges, buildings, building spaces or areas in recognition of benefactors in affiliation with University Advancement ([Board Policy 1810](#)).

Staff Officer

The Vice President for University Advancement and the Vice President for University Communications shall serve as Staff Officers of this Committee.

Meetings

The University Advancement and University Communications Committee Meetings will occur in conjunction with regular meetings of the Board of Visitors, which happen 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. The Committee will have the authority to convene additional meetings as circumstances require. All committee members are expected to attend each meeting – either in person, by phone, or videoconference. An annual calendar will be established. The Vice Presidents, in collaboration with the Chair, shall be responsible for establishing the agendas for meetings. An agenda, together with relevant materials, shall be sent to committee members at least 7 days in advance of the meeting. Minutes for all meetings shall be drafted by the staff designee, reviewed by the committee chair, and approved by committee members at the following meeting.

Agenda, Minutes and Reports:

The Staff Officers will be responsible for developing agendas and materials for the board, in collaboration with the Chair of the committee. Minutes of all meetings shall be prepared by the Staff Officers. The minutes shall be approved by the Committee at the following meeting. Minutes will also be sent, once approved, to the Executive Committee of the Board. The Chair will make regular reports on Committee actions at the following Board meeting.

Committee Responsibilities:

1. Review and recommend fundraising programs which are necessary to enable the University to carry out its purpose; to ensure consistency with and contribution to the mission and goals of the University. These include development, advancement services, and alumni engagement.
2. Review and recommend communications, marketing and branding programs which are necessary to enable the University to build and grow its reputation; to ensure consistency with and contribution to the mission and goals of the University. These include communications, marketing and branding.
- 2.3. Affirm fundraising goals established by the Advancement Division and advocate Board definition and/or endorsement of overall University priorities, laying a clear path for fundraising objectives to be established either annually or in multi-year campaign efforts.
4. Affirm communications and marketing goals established by the Office of University Communications and advocate Board definition and/or endorsement of overall University priorities.

~~3.5.~~ Provide advice and counsel to the Board regarding new fundraising initiatives, ~~or~~ capital campaigns, and marketing and branding initiatives.

6. Ensure that the Board of Visitors is informed of the institution's marketing and enrollment challenges, opportunities, and strategies.

~~4.7.~~ Make recommendations regarding financial expectations for trustee annual giving and capital campaign commitments.

~~5.8.~~ Actively engage in Board solicitations, with Committee members setting leadership examples by making the first commitments to any fundraising campaign.

~~6.9.~~ In collaboration with the President and Vice President of University Advancement, provide leadership in identifying prospects, cultivating, soliciting, and closing leadership gifts.

~~7.10.~~ Host and/or represent the Board at cultivation and stewardship events of the University.

~~8.11.~~ Review all activities on an annual basis to ensure the University Advancement Office and the Office of University Communications are pursuing industry "best practices".

~~9.12.~~ Assist the University Advancement Office in identifying new and innovative ways to engage and thank donors.

~~10.13.~~ Ensure alumni engagement activities are aligned with institutional priorities.

~~11.14.~~ Report regularly on its activities to the Board of Trustees.

PROPOSED POLICY REVISIONS

The Chair presented three Board policies for approval. Policy 1012, Resolution Adopting Executive Order Number One (2018, "Equal Opportunity," is recommended by University Counsel to be reaffirmed with no changes since this Executive Order has not been amended or rescinded. Revisions to Policy 1104, Representation to the Board of Visitors, are recommended to change the procedure for selection of the student representative to the Board. Rather than interviews being conducted by the Student Enhancement & Engagement and Digital Learning Committee, they will be done by the full Board. This proposal was discussed at the last meeting and endorsed by the Committee. Policy 1408, Posthumous Degree or Certificate of Recognition of Achievement for Terminally Ill and Diseased Students, was reviewed by the Provost and Faculty Senate with the recommendation that it be approved with no changes.

Upon a motion made by Mr. Bradley and seconded by Mr. Decker, Board policies 1012, 1104, and 1408 were approved by all member present and voting (*Bradley, Corn, Decker, Dickseski, Kemper, Middleton, Pitts, Williams*).

NUMBER: 1012

TITLE: Resolution Adopting Executive Order Number One (2018), "Equal Opportunity"

APPROVED: June 20, 1990; Revised April 7, 1994; Revised June 12, 2014; Revised April 26, 2018; Reaffirmed April 21, 2023

SCHEDULED REVIEW DATE: April 2028

RESOLVED, that upon the recommendation of the president, the Board of Visitors adopts as policy the Governor's Executive Order Number One (2018), "EQUAL OPPORTUNITY" as stated below:

EQUAL OPPORTUNITY

Importance of the Initiative

By virtue of the authority vested in me as Governor, I hereby declare that it is the firm and unwavering policy of the Commonwealth of Virginia to assure equal opportunity in all facets of state government. The foundational tenet of this Executive Order is premised upon a steadfast commitment to foster a culture of inclusion, diversity, and mutual respect for all Virginians.

This policy specifically prohibits discrimination on the basis of race, sex, color, national origin, religion, sexual orientation, gender identity or expression, age, political affiliation, or against otherwise qualified persons with disabilities. The policy permits appropriate employment preferences for veterans and specifically prohibits discrimination against veterans.

State appointing authorities and other management principals are hereby directed to take affirmative measures, as determined by the Director of the Department of Human Resource Management, to emphasize the recruitment of qualified minorities, women, disabled persons, and older Virginians to serve at all levels of state government. This directive does not permit or require the lowering of bona fide job requirements, performance standards, or qualifications to give preference to any state employee or applicant for state employment.

Allegations of violations of this policy shall be brought to the attention of the Office of Equal Employment Services of the Department of Human Resource Management. No state appointing authority, other management principals, or supervisors shall take retaliatory actions against persons making such allegations.

Any state employee found in violation of this policy shall be subject to appropriate disciplinary action.

The Secretary of Administration is directed to review and update annually state procurement, employment and other relevant policies to ensure compliance with the non-discrimination mandate contained herein and shall report to the Governor his or her findings together with such recommendations as he or she deems appropriate. This review shall ensure that state procurement policies fully implement and align with the non-discrimination directives in the Virginia Public

Procurement Act, including its prohibitions on discrimination based on race, religion, color, sex, sexual orientation, gender identity or expression, national origin, age, disability, status as a service-disabled veteran, or any other basis prohibited by state law relating to discrimination in employment. The Director of the Department of Human Resource Management shall assist in this review.

No state employee or agent within the Executive Branch may engage in discrimination in the provision of public services based on race, religion, color, sex, sexual orientation, gender identity or expression, national origin, age, political affiliation, disability, or veteran status. Any state employee or agent who engages in such discrimination will be subject to appropriate disciplinary action. The Department of Human Resource Management is directed to promulgate, review and update appropriate policies in the Commonwealth's Standards of Conduct to implement these requirements in accordance with any other applicable laws and regulations.

This Executive Order supersedes and rescinds Executive Order No. 1 (2014), Equal Employment Opportunity, issued by Terence R. McAuliffe on January 11, 2015.

Effective Date of the Executive Order

This Executive Order shall become effective upon its signing and will remain in full force and effect until amended or rescinded by further executive order.

Given under my hand and under the Seal of the Commonwealth of Virginia this 13th day of January 2018.

Ralph S. Northam, Governor

NUMBER:	1104
TITLE:	Representation to the Board of Visitors
APPROVED:	June 14, 2002; Revised June 14, 2005; Revised September 14, 2021; Revised April 21, 2023
SCHEDULED REVIEW DATE:	September 2028

1. Student Representation

Pursuant to [§23.1-1300H, Code of Virginia, "Members of Governing Boards; Removal; Terms; Nonvoting, Advisory Representatives; Residency,"](#) the Board establishes the following principles and regulations relating to the appointment and service of a Student Representative to the Board:

a. Status

The student shall be a non-voting, advisory representative to the Board and shall be excluded from any discussion of issues such as any recommendation or appeal

concerning a specific faculty, staff, or administrative member's appointment, salary, promotion, grievance, disciplinary or tenure status, held in a closed meeting or may be excluded from discussion of other closed meeting matters at the discretion of the Rector or Committee Chair. The incumbent shall be a Non-Board Advisor to Board of Visitors Committees ([§4.05 of the Board of Visitors Bylaws](#)).

b. Term of Service

The term of service of the Student Board Representative and alternate representatives shall be one year, beginning on the May commencement date of each year. The Student Board Representative may be reappointed for no more than one additional consecutive term in accordance with the procedures contained in subparagraphs (c) through (e) of this section.

c. Eligibility

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

d. Appointment

The Board shall appoint the Student Representative from among at least three candidates provided by a selection committee consisting of the Vice President for Student Engagement and Enrollment Services, ~~the current student representative to the Board, a student appointed by the~~ Director of Student Engagement and Traditions, ~~and the President or designee. At least one of the nominees normally should be an undergraduate student and one a graduate student.~~ The Vice President ~~or designee for Student Engagement and Enrollment Services~~ shall forward ~~information about the nominees~~ its nominees to the ~~Board of Visitors Student Enhancement and Engagement Committee~~ with the April meeting agenda ~~with approval of the President.~~

e. Application for Appointment and Selection

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

f. Alternate Representatives

Recognizing possible changes that occasionally might occur in student status or eligibility, the Board shall appoint a first and second alternate Student Board Representative, in ranked order, in addition to the primary appointee.

g. Removal

The Board may remove any Student Board Representative that it has appointed at any time by an affirmative vote of at least nine of its voting members. The remainder of the term shall be filled by one of the two alternate Student Board Representatives ~~as recommended by the Student Advancement Committee~~ and approved by the Board.

h. Responsibilities

The Student Board Representative shall participate in all Board activities, including standing and special committees to which he/she may have been appointed consistent with subparagraph a., above. The two alternate representatives shall serve as the State Council of Higher Education for Virginia (SCHEV) student representative and the representative to the Student Enhancement and Engagement Student Leadership Council as designated by the Board and are encouraged to attend those Board Standing Committee meetings as Non-Board Advisors ([§4.05. of the Board of Visitors Bylaws](#)) ~~when the that are not attended by the~~ Student Board Representative cannot attend.

2. Faculty Representation

By resolution of the Board of Visitors on June 17, 2003, one faculty member shall serve as a non-voting representative to each of the following standing committees of the Board of Visitors: Academic and Research Advancement Committee, Administration and Finance Committee, Athletics Committee, Audit & Compliance Committee, Student Enhancement & Engagement Committee, and University Advancement Committee. The faculty representatives will serve two-year terms and will participate in all public sessions of the Committees. The selection process shall be as follows:

- a. On June 1 of each year, the Faculty Senate Executive Committee will provide the President a list of names of two possible candidates for each committee. The list will be drawn up taking into account the need for Board representation of colleges, disciplines, race, gender, and expertise. The list will include a brief biographical sketch of each candidate.
- b. At the June meeting of the Board of Visitors, the President will present the list of possible candidates to the Academic and Research Advancement Committee which will, in closed session, select one candidate per committee to recommend to the Board. This recommendation will then be considered at the full Board meeting.

NUMBER:	1408
TITLE:	Posthumous Degree or Certificate of Recognition or Achievement for Terminally Ill and Deceased Students
APPROVED:	June 16, 2006; Revised December 7, 2007; Revised September 26, 2013 (eff. 1/1/14); Revised April 24, 2014; April 26, 2018 (eff. 4/26/18); Reviewed and Approved with no Changes April 21, 2023
SCHEDULED REVIEW DATE:	April 2028

Posthumous Degree

When a student has completed all degree requirements but dies before graduation, the University may award the degree posthumously.

Certificate of Recognition

In those instances when a student who is close to completing a degree is terminally ill or dies before completing the degree, the University may award a Certificate of Recognition. The following criteria must be met for receiving the Certificate of Recognition. Any exceptions must be approved by the Provost.

Undergraduate Students

1. The student must have completed at least 90 hours of college credit with at least 30 hours at ODU.
2. The student must have completed 75% of the credit hours required for the major.
3. The student must be in good academic (2.00 GPA) and disciplinary standing.
4. The student must be enrolled at ODU at the time of death or diagnosis of terminal illness.

Graduate Students

1. The student must be degree seeking.
2. The student must have completed at least 75% of the requirements for the degree (for the master's student this will be a minimum of 24 credits; for the doctoral student this will be a minimum of 36 credits).
3. The student must be in good academic (3.00 GPA) and disciplinary standing.
4. The student must be enrolled at ODU at the time of death or diagnosis of terminal illness.

Certificate of Achievement

In those instances when a student is terminally ill or dies before completing the degree but does not qualify for a Certificate of Recognition, the university may award a Certificate of Achievement. The following criteria must be met for receiving the Certificate of Achievement. Any exceptions must be approved by the Provost.

Undergraduate and Graduate Students

1. The student must be in good academic (2.00 undergraduate/3.00 graduate) and disciplinary standing.
2. The student must have completed the equivalent of two semesters of full-time (24 credits undergraduate/18 credits graduate) at Old Dominion University.
3. The student must have died or been diagnosed with a terminal illness within 12 months of the last registration.

Procedures

Procedures for the award of a posthumous degree, Certificate of Achievement, or Certificate of Recognition are as follows:

1. The University Registrar normally identifies the student for the degree or certificate and contacts the student's academic department to recommend review.
2. After review and confirmation that the criteria for the degree or certificate have been met, the department chair forwards the recommendation for the degree or certificate to the dean or designee for approval.
3. On behalf of the faculty, the dean of the appropriate college recommends the award of the degree or certificate to the University Registrar, who conducts the final review.
4. The University Registrar notifies the Dean of Students or designee that the award will be printed by the Office of the University Registrar and forwarded to the Dean of Students.
 - a. In consultation with the appropriate college, the Dean of Students will communicate with the next of kin or their delegate concerning the award of the degree or certification. Arrangements for presentation of a posthumous degree or certificate are the responsibility of the Dean of Students or designee in conjunction with staff from the appropriate college and in consultation with the next of kin or their delegate.
5. If the dean believes an exception to the requirements for a posthumous degree or certificate should be made, a request for exception can be made to the Provost or designee.

RESOLUTION REAFFIRMING BOARD OF VISITORS' APPROVAL OF OLD DOMINION UNIVERSITY'S MISSION STATEMENT AND STRATEGIC GOALS AND RESCISSION OF BOARD OF VISITORS POLICIES 1001 AND 1002

Upon a motion made by Mr. Bradley and seconded by Ms. Kemper, the following resolution was approved by all member present and voting (*Bradley, Corn, Decker, Dickeski, Kemper, Middleton, Pitts, Williams*).

RESOLUTION REAFFIRMING BOARD OF VISITORS' APPROVAL OF OLD DOMINION UNIVERSITY'S MISSION STATEMENT AND STRATEGIC GOALS AND RESCISSION OF BOARD OF VISITORS POLICIES 1001 AND 1002

WHEREAS, on December 9, 2022, the Board of Visitors approved the 2023-2028 Strategic Plan; and

WHEREAS, included in the approved 2023-2028 Strategic Plan are the University's new Mission Statement and Strategic Goals; and

WHEREAS, the Board of Visitors approved the University's Mission Statement as follows:

Old Dominion University (ODU) is a preeminent public research university located in Coastal Virginia. Our world-class faculty fosters dynamic on-campus and global online learning for undergraduate and graduate students that enriches their lives, promotes insightful and perceptive leadership, and motivates the pursuit of excellence in dedicated fields and professions. We collaborate with strategic partners to address challenges and propose solutions that impact the economy, environment, health and wellness, and social justice. In pursuit of equity and inclusion, ODU provides opportunities for educational, artistic, and professional growth to our diverse Monarch community.

WHEREAS, the Board also approved the University's Strategic Goals under the following overarching themes, the enumerated goals of which are included in the Plan:

- Academic Excellence
- Branding, Marketing, and Communications
- Corporate/Community Partnerships and Economic Development
- Philanthropic Giving and Alumni Engagement
- Research Growth
- Strategic Enrollment Growth
- Student Engagement and Success

WHEREAS, the University's Mission and Goals will be revised every five years concurrent with the adoption of its five-year Strategic Plan; and

WHEREAS, the Board agrees that it is no longer necessary to have Board policies that mirror what it already approves in the University's Strategic Plan.

THEREFORE, BE IT RESOLVED, that the Board of Visitors approves the rescission of Board Policies 1001, The Mission of the University, and 1002, Major Goals of the University.

NUMBER: 1001

TITLE: The Mission of the University

APPROVED: June 10, 1971; Revised June 18, 1987; Revised January 17, 1989; Revised April 15, 1999; Revised June 14, 2002; Revised April 8, 2010; Reaffirmed December 10, 2020; RESCINDED April 21, 2023

MISSION

Old Dominion University, located in the City of Norfolk in the metropolitan Hampton Roads region of coastal Virginia, is a dynamic public research institution that serves its students and enriches the Commonwealth of Virginia, the nation and the world through rigorous academic programs, strategic partnerships, and active civic engagement.

BACKGROUND

Old Dominion University is located in Hampton Roads, one of the world's major seaports. Since the early seventeenth century, Hampton Roads has been the state's gateway to the rest of the world and the world's gateway to Virginia in commerce and industry, in recreation and culture, and in national security. Now a complex of seven major cities, it is a microcosm of the opportunities and challenges of contemporary urban America. It is also a major center for research and development and a home for extensive scientific and technological activities in marine science, aerospace, ship design and construction, advanced electronics, and nuclear physics.

The University takes its unique character from Hampton Roads as it provides leadership to the state and nation in teaching, research, and service. Thus the University has a special mission for the Commonwealth in commerce, and in international affairs and cultures. It has a significant commitment in science, engineering and technology, particularly in fields of major importance to the region. As a metropolitan institution, the University places particular emphasis upon urban issues, including education and health care, and upon fine and performing arts.

As one of America's major ports, Hampton Roads is the locus of national and international military commands, and the home of a culturally diverse population. The University therefore has natural strengths in activities having international outreach. Faculty members in such fields as business, economics, international studies, geography and the sciences strive to design curricula, teach courses, and encourage foreign exchanges that enhance the University's role as Virginia's international institution.

The Hampton Roads scientific environment provides special opportunities for science and engineering faculty to emphasize research and graduate programs in such fields as marine science, aerospace, and advanced electronics. Global ocean studies and cooperative research at NASA

receive particular attention, as University researchers collaborate with U.S. and foreign engineers and scientists.

Urban issues are addressed by programs in public administration, education, the social sciences, and the health professions. The richness of Hampton Roads' artistic life gives great vitality to the University's programs in the visual arts, music, theater, and dance.

MISSION SUPPORT

Old Dominion University serves the needs of several internal and external constituents with its resources. These include current and prospective students seeking undergraduate, graduate, and continuing education programs; business and industry; government agencies at all levels; the military; research organizations; and the community at large regionally, state-wide, nationally, and internationally. These constituencies are discussed in greater detail in the following paragraphs.

Old Dominion University offers a wide array of undergraduate programs, all of which meet national standards of excellence. Every Old Dominion undergraduate student follows a general education program that is designed to develop the intellectual skills of critical thinking and problem solving and to encompass the breadth of understanding needed for personal growth and achievement and for responsible citizenship. This general education program places special emphasis upon appreciation of the arts and upon understanding the perspectives of women, minorities, and non-Western cultures. Each undergraduate chooses a major program in the liberal arts or sciences or in a technological or professional field.

Old Dominion University's graduate offerings are focused on society's need for advanced professional education and on specialized programs at the master's and doctoral levels for which the institution is prepared through unusual strength of faculty or special geographic advantages. All graduate programs meet national standards of excellence.

As a national leader in the field of technology-delivered distance learning, the University strives to enhance the quality of the educational experience, wherever education is delivered, by applying emerging technologies; it also supports research to explore the impact of these technologies on the teaching-learning process. By utilizing these technologies and by partnering with institutions of higher education, corporations, and governmental entities, the University is able to provide undergraduate and graduate degree programs to students across time and geographic boundaries.

Because of its commitment to Hampton Roads and its emphasis on creative innovation, Old Dominion University offers life-long learning opportunities through credit and non-credit courses and brings educational services and programs to the people of Hampton Roads at several off-campus centers. The University has a responsibility to serve the many members of the military services and their families. The military forms a unique combination of national and international constituents because they are from other locales in the United States and are looking to become, among other things, internationally capable in an international environment.

As a center of learning, Old Dominion University is committed to the principle of free inquiry. The university faculty of distinguished teacher-scholars seek to pass on the best in academic tradition while establishing themselves at the forefront of discovery and creativity. As partners in

the development of the University's future, the faculty enjoy full academic freedom and have a recognized role in the decision-making process of the University. Mindful of present and future needs for a multicultural academic climate, the University deems recruitment and retention of minority and women faculty members and staff to be essential.

The University is committed to providing the highest quality instruction to all of its students. Teaching excellence is encouraged through faculty development programs and appropriate recognition of superior instruction.

The discovery of new knowledge through research and creative endeavor is a central function of Old Dominion University, which values and supports faculty participation in the discovery, synthesis, application and creation of new knowledge and art forms. The institution shall promote and preserve excellence in basic and applied research as a Carnegie Foundation Doctoral Research-Extensive University which is a key production and coordination force in technology development.

The University encourages the involvement of its faculty and staff in community service. The enrichment of the lives of students and residents of Hampton Roads is fostered through university sponsored cultural activities, fine and performing arts events, and intercollegiate athletics. In addition, through applied research, consulting, and other activities, the University plays a prominent role in the development of local business and industry and serves as a resource to government agencies and both public and private educational institutions.

The University seeks in its student body a diversity of age, gender, ethnic, religious, social, and national backgrounds. It actively recruits American minority students along with students from other countries worldwide in such numbers as to have their presence make a discernible impact upon the University's educational processes. Old Dominion recognizes its mandate to serve both the academically gifted and those who have the potential for academic success despite educational, social, or economic disadvantages.

Extracurricular activities and experiences are offered that challenge students to develop a personal system of values, to think and act autonomously, to achieve physical competence, and to establish a sense of their own identity. Other services help students meet educational, personal, and health needs.

Old Dominion University depends on its alumni for advice, leadership, and support. In close collaboration with the University, the Alumni Association provides to former students opportunities to continue their participation in various aspects of university life, to advance their personal and professional development, and to sustain communication and strengthen bonds with their alma mater and fellow alumni.

To evaluate its accomplishments against its goals, a continuing process of systematic assessment is given high priority by the University. Information gained from such efforts is utilized to ensure the highest possible quality for all university programs. The Board of Visitors will conduct a periodic review of the University's mission and major goals in conjunction with representatives of the major university constituencies. The review will ensure that the mission clearly identifies the University's unique role in Virginia's public higher education system and assures that the

University is focusing its resources to be the best that it can be in that role to achieve its mission and accomplish the major goals.

NUMBER: 1002

TITLE: Major Goals of the University

APPROVED: January 17, 1989; Revised April 15, 1999, Revised December 9, 1999:
Reaffirmed December 10, 2020; RESCINDED April 21, 2023

1. Students

Old Dominion University is a selective admission institution. The university strives to serve those students in the immediate geographical area as well as attract students from the national and international communities. Additionally, the university seeks to attract and serve a culturally and ethnically diverse student body. The university pays particular attention to identifying and admitting students who are academically gifted. As a major metropolitan university, Old Dominion University has a special commitment to serve those students who have been academically, socially, or economically disadvantaged, but who have the potential for academic success.

2. Faculty

Old Dominion University seeks to attract and retain a distinguished faculty of teacher-scholars. Its faculty enjoy academic freedom and have a recognized role in the decision-making process of the university. The university is committed to strengthening its faculty through recruitment and retention of minorities and women.

3. Academic Programs

Undergraduate Programs. As a comprehensive university, Old Dominion University offers and develops quality liberal arts, science, technology and professional programs. Old Dominion University undergraduate students follow a general education program that emphasizes intellectual skills and the breadth of intercultural understanding necessary for personal growth and achievement and responsible citizenship. All Old Dominion University degree programs meet national standards of excellence.

Graduate Programs. Old Dominion University's graduate offerings are focused on society's need for advanced professional education and on specialized programs at the master's and doctoral levels for which the institution is prepared through unusual strength of faculty or special geographic advantages. In selected graduate programs, the university aspires to international leadership.

Special Emphasis Areas. Because Hampton Roads is a major international maritime and commerce center that is Virginia's window to the nation and world, the university has a

special mission for the Commonwealth in **commerce**, and in **international affairs and cultures**. With the principal marine and aerospace activities of the Commonwealth concentrated in Hampton Roads, the university has a significant commitment to **science, engineering and technology**, specifically in marine science, aerospace and other fields of major importance to the region. Due to its location in a large metropolitan area, Old Dominion University places particular emphasis on **urban issues**, including education and health care, and on **fine and performing arts**.

4. Teaching

Old Dominion University is committed to providing the highest quality instruction to all of its students. Teaching excellence is encouraged through faculty development programs and appropriate recognition of superior instruction.

5. Research, Scholarship and Creativity

Old Dominion University is a center of learning committed to the principle of free inquiry. The university seeks to participate in the acquisition, discovery, synthesis, application, and creation of new knowledge and art forms through research, scholarly endeavor and creative undertakings by faculty and students. In selected areas of research, scholarship and creativity, the university strives for international recognition.

6. Distance Learning

As a national leader in the field of technology-delivered distance learning, Old Dominion University is committed to providing academic programs to a diverse national and international population. The University seeks partnerships and alliances that will facilitate delivering those programs to place-bound students.

7. Life-long Learning

Old Dominion University is committed to the concept of life-long learning and offers credit and non-credit courses throughout the region. The university seeks to develop off-campus centers to bring educational services and programs to the citizens of the region. Because of the major Armed Forces presence in Hampton Roads, the university is particularly cognizant of its responsibility to serve members of the military services and their families.

8. Community Services

Community service is an important part of the university's mission. Particular importance is attached to the enrichment of the lives of students and residents of Hampton Roads through university cultural activities, fine and performing arts events, and recreational, intramural and intercollegiate athletics. The university acts as a resource to business, industrial, health care and educational organizations, as well as to the agencies of local, state and federal government. The university is committed through applied research,

consulting and other activities to playing a major role in advancing the overall development of Hampton Roads.

9. Student Life

The university provides opportunities for student development outside of the classroom. Programs are offered to enhance personal and social growth of individual students, to provide an exciting and stimulating collegiate environment and to enable students to cope with educational, career, and health needs. Students choosing to live in on-campus housing benefit from programs especially designed to promote student educational and personal development.

10. Alumni

Alumni are an important part of the university community. Through outreach programs, participation on advisory committees, and a variety of professional and social activities, the university maintains a close relationship with its alumni and seeks alumni involvement and support for planning and development purposes.

11. Quality

Improvement of the university is a continual process. The foregoing goals provide criteria for the rigorous and regular evaluation of the quality, pertinence and effectiveness of academic and other university programs. These goals also provide criteria for the assessment of student achievement and the performance of members of the faculty, administration, and staff.

ADOPTION OF EVMS ACADEMIC POLICIES

The Chair asked Al Wilson, University Counsel, to brief the Committee on this item. He explained that the intent was to bring certain academic policies that relate to EVMS faculty appointment, promotion, and tenure for approval as “lift and shift” policies to be incorporated as a separate chapter of ODU’s Teaching and Research Faculty Handbook. However, discussions with the Faculty Senate are still underway and it is now the plan to bring them to the Committee for approval at the June meeting. He explained that this needs to be done for the accrediting bodies of both ODU and EVMS.

2023 BOARD OF VISITORS SELF-ASSESSMENT SURVEY RESULTS

The Chair said that she and the Rector discussed how to roll out the results of the Board’s self-assessment survey and decided to initially share the results today with the Committee and then with the full Board in June before the Board membership changes on July 1. The results will form the framework for the Board’s future focus discussion at its retreat in August. She asked if there was anything from the survey results the Committee would like to discuss. Hearing none, she commented that the overall survey results were good, but she was disappointed that there was not 100% participation. A change will be made to next year’s survey so that respondents identifiable and follow-up calls can be made to those who do not respond by the deadline.

The Chair said that two respondents noted on the survey that they strongly disagreed with the statement that the Board understands the needs, concerns, and perspectives of students and alumni and asked how this might be addressed. Dr. Williams asked whether the question should be asked in another way, or if it should be on the survey at all. This will be discussed further at the retreat. The Rector asked if a survey, similar to the staff climate survey, can be done for students and the President responded that there are national surveys for students and alumni that can be shared with the Board. The Chair pointed out that the comments were very supportive of the President and his team and the two-day board meetings were positively received.

NEXT STEPS

Among next steps for the Committee are the approval of policies 1441 (Emeritus/Emerita Faculty) and 1463 (Dismissal of Faculty Due to a Financial Exigency or Discontinuance of a Program of Study or a Department of Instruction) that are scheduled for review today by the Academic & Research Advancement Committee for approval in June. Policy 1430 (Faculty Salary Increments) is still being reviewed by the Faculty Senate and will likely not be ready for Board approval until later this fall.

Before adjourning, University Counsel Al Wilson shared his concern with standing committee meetings being scheduled such that all members of the Board are able to attend. This could be problematic for FOIA purposes, as a quorum of the full Board could potentially be present and could therefore be perceived as a full Board meeting. Further, committee chairs should remind non-committee members who attend that they observe and ask questions, but they cannot vote or make any motions or seconds on matters before the committee. The Rector suggested that a notation be made in OnBoard listing committee members eligible to vote as a reminder to the committee chairs.

With no further business to discuss, the meeting was adjourned at 10:53 a.m.