OLD DOMINION UNIVERSITY
BOARD OF VISITORS
Thursday, August 20, 2026

M I N U T E S

A regular meeting of the Board of Visitors of Old Dominion University was held Thursday, August 20, 2026 beginning at 3:57 p.m. in the Crown Salon Room at Kate and John R. Broderick Dining Commons on the Norfolk campus. Present from the Board:

P. Murry Pitts, *Rector*
Andrew Hodge, *Vice Rector*
Robert Broermann
Robert S. Corn
Captain Janet H. Days, USN (Ret.)
Peter G. Decker, III, Esq.
Mark T. Fleming, MD
Karla C. Johnson
Juan M. Montero, II, MD
Charlene A. Morring, Esq.
The Honorable Martha Mugler
Keith H. Newby, Sr., MD
The Honorable Kenneth. R. Plum
Claire Wulf Winiarek, Ph.D.

Absent from the Board:
Susan Allen
Bruce L. Thompson
D.R. (Rick) Wyatt, *Secretary*

Also present:
President Brian O. Hemphill, Ph.D.
Mary Jo Karlis
Brian Payne, Ph.D.
Chad Reed
Nina Rodriguez Gonser
Ashley Schumaker
Allen Wilson, Esq.

CALL TO ORDER

Rector P. Murry Pitts called the meeting to order at 3:57 PM.

IMMUNIZATION EXEMPTION FOR ONLINE STUDENTS

Executive Vice President for Enrollment, Transformation, & Technology and Chief Strategy and Innovation Officer requested the Board of Visitors to adopt student health history and immunization guidelines. The purpose of this resolution is to exempt all fully online students with a “DL Campus” designation, as assigned by the Registrar, from the health history and immunization requirements. The resolution below was presented and unanimously approved by the Board of Visitors.

RESOLUTION OF THE OLD DOMINION UNIVERSITY BOARD OF VISITORS TO ADOPT STUDENT HEALTH HISTORY AND IMMUNIZATION GUIDELINES

WHEREAS, §23.1-800 of the Code of Virginia gives the Board of each public institution of higher education the authority to adopt guidelines governing the administration of student health history and immunization documentation; and

WHEREAS, health and immunization requirements are intended to protect the public health of the on-campus student population; and

WHEREAS, the health and immunization status of fully online students does not impact the University or campus health; and

WHEREAS, the University Registrar designates all fully online students with a "DL Campus" designation;

THEREFORE, BE IT RESOLVED, the Board of Visitors exempts all fully online students with a "DL Campus" designation from the health history and immunization requirements; and

BE IT FURTHER RESOLVED, the Board of Visitors directs Student Health to establish and maintain guidelines and tracking systems to verify compliance with health history and immunization requirements for on-campus students as required by §23.1-800 of the Code of Virginia.

ANNUAL DEFICIT PROVISION

Vice President and Chief Financial Officer Chad Reed explained the Annual Notification Regarding Indebtedness of State Agencies to the members of the Board. This is an annual notification to the members of the governing boards of each state agency regarding indebtedness of state agencies. No action needed to be taken by the Board of Visitors as this was strictly an informational item.

OLD DOMINION UNIVERSITY BOARD OF VISITORS
August 20-21, 2026
Annual Notification Regarding Indebtedness of State Agencies

Item:
Annual notification to the members of governing boards of each state agency regarding the indebtedness of state agencies.

Background:
Section 4-3.01 of the General Provisions of Chapter 1, 2026 Virginia Acts of Assembly requires the Governor to bring the deficit provision to the attention of the members of the governing board of each state agency and directs the agency head to acknowledge that each member of the board has been provided notice of this information.

A. Budget Instructions - Deficits, Virginia Department of Planning and Budget (July 2026)

B. Section 4-3.01 of the General Provisions of the Chapter 1, 2026 Virginia Acts of Assembly

C. Code of Virginia §Section 2.2-2100. Classification of executive branch boards, commissions and councils.

MOTION FOR CLOSED SESSION

Rector Pitts recognized Vice Rector Hodge who read the following motion: "Mr. Rector, I move that this meeting be convened in closed session, as permitted by Virginia Code Section 2.2-3711(A), subsections (1) and (3) for the purposes of discussing the appointment and performance of specific employees; and the discussion of the disposition of real property where discussion in an open meeting would adversely affect the University's bargaining position or negotiating strategy."

RECONVENE IN OPEN SESSION AND FOIA CERTIFICATION

At the conclusion of closed session, Rector Pitts reconvened the meeting and the following Freedom of Information Act Certification was read: "Any person who believes that the Committee discussed items, which were not specifically exempted by law or not included in the motion, must now state where they believe there was a departure from the law or a departure in the discussion of matters other than that stated in the motion convening the closed session. I shall now take a roll call vote of the Board. All those who agree that only lawfully exempted matters and specifically only the business matters stated in the motion convening the closed meeting were discussed in the closed meeting say "aye." All those who disagree say "nay." The certification was approved by roll call vote. *(Aye: Broermann, Corn, Days, Decker, Fleming, Hodge, Johnson, Montero, Morring, Mugler, Newby, Pitts, Plum, and Wulf Winiarek; Absent: Allen, Thompson, and Wyatt)*

ACTION ITEMS:

The following resolutions were approved unanimously by the Board.

Resolution 1: Property Development Support

WHEREAS, the Old Dominion University Alumni Association has been operating without a designated facility for alumni engagement for the last several years; and

WHEREAS, the University's Master Plan identifies a need for a dedicated space for alumni engagement, and the University desires to partner with the Old Dominion University Educational Foundation to develop a facility for alumni engagement; and

WHEREAS, the President briefed the Board of Visitors, in closed session, on a particular real estate property and a partnership structure between the University and the Old Dominion University Education Foundation that would be mutually beneficial to both entities for the development of the property; and

WHEREAS, the University intends to develop the property through a lease to the Old Dominion University Education Foundation and is currently developing a Letter of Intent finalizing the partnership structure.

NOW THEREFORE BE IT RESOLVED, that the Board of Visitors of Old Dominion University hereby supports the development of the property with the Old Dominion University Education Foundation for the purpose of a dedicated alumni engagement facility.; and

FURTHER BE IT RESOLVED, The Board of Visitors of Old Dominion University hereby authorizes and directs the President or his designee to execute all necessary documents to effect the development of the property discussed during the aforementioned briefing and to evidence this approval by the Board of Visitors.

Resolution 2: Delegation of Authority to Approve Real Property Conveyance, Transfer or Exchange

WHEREAS, Old Dominion University must have approval to convey real property to the Foundation as required by Chapter 1, Section 4-4.01.r.1 of 2026 Special Session of the General Assembly; and

WHEREAS, such approved conveyance is exempt from Section 2.2-1156 of the Code of Virginia, and any other statue concerning conveyance, transfer or sale of state property; and

WHEREAS, the President briefed the Board of Visitors, in closed session, on two particular real estate transaction between the University and the Old Dominion University Real Estate Foundation that are mutually beneficial to both entities for the development of the property; and

WHEREAS, the University seeks approval from the Board of Visitors to convey real property it has acquired or may acquire with the use of Non-General Funds to the Old Dominion University Real Estate Foundation when it is mutually beneficial to both entities for the development of the property.

NOW THEREFORE BE IT RESOLVED, that the Board of Visitors of Old Dominion University hereby approves the conveyance, transfer, or exchange of land, together with buildings and other improvements, as may be, thereon, to the Old Dominion University Real Estate Foundation when it is deemed beneficial to both entities, subject to the approval of the Governor pursuant to Chapter 1, Section 4-4.01 of the 2026 Special Session of the General Assembly; and

FURTHER BE IT RESOLVED**,** The Board of Visitors of Old Dominion University hereby authorizes and directs the President to execute all necessary documents, including the contract(s) and deed(s) for conveyance, to affect the transfer or exchange of properties discussed during the aforementioned briefing and to evidence this approval by the Board of Visitors. A report of the conveyed real property will be provided to the Board of Visitors following conveyance.

Resolution 3: Tenure Denial Appeal

Now Therefore Be it Resolved, that in accordance with Board Policy 1411 – Tenure, the Board of Visitors reviewed and discussed the materials provided in the tenure denial appeal presented to the Board in closed session; and upon consideration thereof, the Board finds that there is no evidence to warrant overturning the decision to deny the application for tenure and promotion, upholds the prior decision.

Resolution 4: President Brian O. Hemphill, Ph.D. Proposed 2026-2027 Performance Plan

Now Therefore Be it Resolved, that the Board of Visitors hereby approves President Brian O. Hemphill's Performance Plan for 2026-2027, as discussed in closed session on August 20, 2026, and that said performance plan is considered a personnel record.

Resolution 5: President Brian O. Hemphill, Ph.D. Contract Amendment

Now Therefore Be it Resolved, that the Board of Visitors approves the contract amendment for President Brian O. Hemphill, Ph.D. as discussed by the Board in closed session; and delegates to the Rector the authority to execute said contract amendment between the Board and President Hemphill consistent with that discussion.

ADJOURN

With no further business to discuss, the meeting was adjourned at 4:36 p.m.