

MINUTES

August 29, 2016

The Board of Visitors of Virginia Polytechnic Institute and State University met on Monday, August 29, 2016, at 1:15 p.m. in Torgersen Boardroom (Room 2100), Virginia Tech Campus, Blacksburg, Virginia.

Present

Mr. James L. Chapman, IV (Rector)
 Ms. Greta J. Harris
 Mr. Charles T. Hill
 Mr. Mehmood S. Kazmi
 Ms. Deborah Leigh Martin Petrine
 Mr. L. Chris Petersen
 Mr. Michael J. Quillen
 Mr. Wayne H. Robinson
 Dr. J. Thomas Ryan
 Mr. Mehul P. Sanghani
 Mr. Steve Sturgis
 Mr. Dennis H. Treacy (Vice Rector)
 Mr. Jeffrey E. Veatch

Absent

Mr. Horacio A. Valeiras

Constituent Representatives:

Dr. Montasir M. Abbas, Faculty Representative
 Mr. Alex B. Parrish, Staff Representative
 Ms. Tara Reel, Graduate Student Representative
 Mr. Gabriel Cohen, Undergraduate Student Representative

Also present were the following: President Timothy Sands, Ms. Nancy Agee, Deputy Chief William "Mac" Babb, Ms. Kim Blair, Mr. Robert Broyden, Mr. Brock Burroughs, Mr. Ralph Byers, Ms. Vickie Chiocca, Ms. Shelia Collins, Mr. Al Cooper, Mr. John Cusimano, Mr. Brian Daniels, Ms. Wanda Dean, Dr. Karen DePauw, Dr. John Dooley, Mr. Corey Earles, Dr. Jack Finney, Chief Kevin Foust, Dr. Lance Franklin, Dr. Mike Friedlander, Ms. Rachel Gabriele, Mr. Mark Gess, Dr. Guru Ghosh, Ms. Hunter Gresham, Dr. Lee Hawthorne, Ms. Kay Heidbreder, Ms. Amy Hogan, Mr. Tim Hodge, Dr. Rachel Holloway, Ms. Elizabeth Hooper, Dr. Cynda Johnson, Dr. Robin Jones, Ms. Angela Kates, Dr. Chris Kiwus, Ms. Sharon Kurek, Mr. Mark Lawrence, Ms. Nancy Meacham, Dr. Scott Midkiff, Dr. Sally Morton, Mr. Mike Mulhare, Ms. April Myers, Ms. Kim O'Rourke, Mr. Mark Owczarski, Dr. Patty Perillo, Mr. Charles Phlegar, Dr. Ellen Plummer, Dr. Menah Pratt-Clarke, Mr. Chris Rahmes, Dr. Scot Ransbottom, Dr. Thanassis Rikakis, Ms. Savita Sharma, Mr. Dwight Shelton, Ms. Tracy Vosburgh, Dr. Sherwood Wilson, faculty, staff, students, guests, and reporters.

Rector Chapman welcomed the new Board members and new representatives: Ms. Harris, Mr. Petersen, Mr. Veatch, Dr. Abbas, Mr. Parrish, Ms. Reel, and Mr. Cohen.

Rector Chapman announced the 2017 Board of Visitors' meeting dates:

April 2-3, 2017
 June 4-5, 2017
 September 10-11, 2017
 November 5-6, 2017

Rector Chapman asked for a motion to approve the minutes of the June 6, 2016, meeting as distributed. The motion was made by Ms. Petrine and seconded by Mr. Treacy. The minutes were approved unanimously.

REPORT OF THE ACADEMIC AFFAIRS COMMITTEE

Rector Chapman called on Dr. Ryan for the report of the Academic Affairs Committee. (Copy filed with the permanent minutes and marked Attachment A.)

As part of the Academic Affairs Committee report, approval of the following resolution was moved by Dr. Ryan, seconded by Mr. Treacy, and approved unanimously.

Resolution for Approval of the Intent to Acquire and Integrate the Virginia Tech Carilion School of Medicine (VTCSOM) into Virginia Polytechnic Institute and State University

That the resolution expressing the intent to acquire and integrate the Virginia Tech Carilion School of Medicine into Virginia Tech be approved. (Copy filed with the permanent minutes and marked Attachment B.)

Following applause, President Sands expressed his excitement and said, "For more than a decade, the relationship between Virginia Tech and Carilion has grown stronger as we both focus on supporting our region. Our partnership has connected smart people with brilliant ideas; and the integration of the school of medicine into a vibrant, growing, and dynamic research university with world-class expertise in the biomedical sciences is a natural next step for both Virginia Tech and Carilion Clinic. I think when I look back, this project will be one of the highlights of my presidency."

"The integration will create new opportunities to access external research funding that is available to institutions with medical schools," said Carilion Clinic President and CEO Nancy Howell Agee. "That builds on our already strong program and will be good for the students, Virginia Tech, and Carilion because it will lead to increased growth in translational research, connecting the theoretical to our patients' bedside. It will also help us to continue to attract the very best clinical researchers and their teams."

This vote fully supports integrating the academic and research missions of the Virginia Tech Carilion School of Medicine into Virginia Tech. Currently, the medical school is an independent institution, not fully part of Carilion Clinic or Virginia Tech. The school, along with the closely aligned Virginia Tech Carilion Research Institute, will form the core of the expanded Virginia Tech Carilion Health Science and Technology Campus.

Many of the major connections between Carilion and the medical school will continue after the integration. Students will continue to train at Carilion Roanoke Memorial Hospital and elsewhere within the Carilion system. About 300 clinicians at Carilion Clinic will continue to hold dual appointments as professors at the school of medicine, and the two entities will work together to attract and hire expert clinicians to fill future appointments.

The development of the Virginia Tech Carilion Health Sciences and Technology Campus will open up new undergraduate and graduate learning opportunities to benefit both Roanoke- and Blacksburg-based students. Undergraduate students in Blacksburg, for example, will have expanded undergraduate research opportunities in Roanoke (campus shuttles already in place will provide transportation), and medical students in Roanoke will have opportunities for research projects in biomedical-focused research centers and institutes in Blacksburg and the National Capital Region.

Earlier this year, the General Assembly approved a bond package to build a \$66 million facility to expand the Virginia Tech Carilion Health Sciences and Technology Campus in Roanoke. The Virginia Tech Carilion Research Institute is another component of the Virginia Tech-Carilion partnership, along with the school of medicine. The research institute will continue and expand its role as a cross-university thematic institute at Virginia Tech with a focus on health sciences.

The institute will expand its footprint in Roanoke, engaging more researchers from the Blacksburg campus and hiring new research teams with a special focus on bridging health sciences research and clinical practice. The institute will also serve as the faculty hub of a new academic unit, the Department of Biomedical Research, within the school of medicine, thus connecting further the school and research institute.

The integration process is expected to take about two years to complete and will result in the establishment of the ninth college at Virginia Tech. Approval will be necessary from the Southern Association of Colleges and Schools Commission on Colleges, the Virginia Tech Carilion School of Medicine Board of Directors, and other accrediting or regulatory bodies, including the Liaison Committee on Medical Education.

Following a brief recess for several media interviews, the meeting was reconvened.

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Rector Chapman appointed the immediate past rector, Ms. Petrine, and Dr. Ryan, Chair of the Academic Affairs Committee, to be the Board of Visitors' liaisons with the integration effort, which is expected to take about two years.

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As part of the Academic Affairs Committee report, approval of the following resolution was moved by Dr. Ryan, seconded by Mr. Treacy, and approved unanimously.

Resolution for Ratification of Changes to the 2016-2017 Faculty Handbook

That the 2016-2017 Faculty Handbook be ratified. (Copy filed with the permanent minutes and marked Attachment C.)

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REPORT OF THE BUILDINGS AND GROUNDS COMMITTEE

Rector Chapman called on Mr. Quillen for the report of the Buildings and Grounds Committee. (Copy filed with the permanent minutes and marked Attachment D.)

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As part of the Buildings and Grounds Committee report, approval of the following resolution was moved by Mr. Quillen, seconded by Mr. Robinson, and approved unanimously.

Resolution for Approval of the Multi-Modal Transit Facility Easement

That the resolution authorizing the Vice President for Administration, his successors, and/or assigns, to execute a Deed of Easement, and any and all other documents necessary to effect the creation and implementation of the Multi-Modal Transit Facility be approved.

(Copy filed with the permanent minutes and marked Attachment E.)

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As part of the Buildings and Grounds Committee report, approval of the following resolution was moved by Mr. Quillen, seconded by Mr. Sturgis, and approved unanimously.

Resolution for Approval of the Demolition of University Building – Monteith Hall

That the resolution authorizing the demolition of Building No. 0008 be approved. (Copy filed with the permanent minutes and marked Attachment F.)

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As part of the Buildings and Grounds Committee report, approval of the following resolution was moved by Mr. Quillen, seconded by Ms. Petrine, and approved unanimously.

Resolution for Approval of the Demolition of University Building – Thomas Hall

That the resolution authorizing the demolition of Building No. 0012 be approved. (Copy filed with the permanent minutes and marked Attachment G.)

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As part of the Buildings and Grounds Committee report, approval of the following resolution was moved by Mr. Quillen, seconded by Ms. Petrine, and approved unanimously.

**Resolution for Approval of the Demolition of University Building –
Oil Storage Pump House**

That the resolution authorizing the demolition of Building No. 0205 be approved. (Copy filed with the permanent minutes and marked Attachment H.)

REPORT OF THE FINANCE AND AUDIT COMMITTEE

Rector Chapman called on Mr. Treacy for the report of the Finance and Audit Committee. (Copy filed with the permanent minutes and marked Attachment I.)

As part of the Finance and Audit Committee report, approval of the following resolution was moved by Mr. Treacy, seconded by Mr. Hill, and approved unanimously.

**Resolution for Approval of the Year-to-Date Financial Performance Report
(July 1, 2015 – June 30, 2016)**

That the report of income and expenditures for the University Division and the Cooperative Extension/Agricultural Experiment Station Division for the period of July 1, 2015, through June 30, 2016, and the Capital Outlay report be accepted. (Copy filed with the permanent minutes and marked Attachment J.)

As part of the Finance and Audit Committee report by Mr. Treacy and with the endorsement of the Buildings and Grounds Committee, the following resolution was moved by Mr. Treacy, seconded by Mr. Quillen, and approved unanimously.

Resolution for Approval of the Capital Project for Construction of Baseball Improvements

That the resolution authorizing Virginia Tech to move forward with the construction of the Baseball Improvements project be approved. (Copy filed with the permanent minutes and marked Attachment K.)

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As part of the Finance and Audit Committee report by Mr. Treacy and with the endorsement of the Buildings and Grounds Committee, the following resolution was moved by Mr. Treacy, seconded by Mr. Quillen, and approved unanimously.

Resolution for Approval of the Capital Project for an Early Site Package for Rector Field House Improvements

That the resolution authorizing Virginia Tech to move forward with an early site package for improvements to Rector Field House be approved. (Copy filed with the permanent minutes and marked Attachment L.)

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As part of the Finance and Audit Committee report by Mr. Treacy and with the endorsement of the Buildings and Grounds Committee, the following resolution was moved by Mr. Treacy, seconded by Mr. Quillen, and approved unanimously.

Resolution for Approval of the Capital Lease for the Virginia Tech Transportation Institute

That the resolution authorizing Virginia Tech to enter into a capital lease agreement with ExpandTran, LLC to house the Virginia Automation Park be approved. (Copy filed with the permanent minutes and marked Attachment M.)

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REPORT OF THE RESEARCH COMMITTEE

Rector Chapman called on Mr. Kazmi for the report of the Research Committee. (Copy filed with the permanent minutes and marked Attachment N.)

As part of the Research Committee report by Mr. Kazmi, the following resolution was moved by Mr. Kazmi, seconded by Mr. Sanghani, and approved unanimously

Resolution for Approval of Exclusion of Certain Officers/Directors

That the resolution be adopted. (Copy filed with the permanent minutes and marked Attachment O.)

REPORT OF THE STUDENT AFFAIRS AND ATHLETICS COMMITTEE

Rector Chapman called on Mr. Sanghani for the report of the Student Affairs and Athletics Committee. (Copy filed with the permanent minutes and marked Attachment P.)

As part of the Student Affairs and Athletics Committee report by Mr. Sanghani, the following resolution was moved by Mr. Sanghani, seconded by Mr. Kazmi, and approved unanimously.

**Resolution for Approval of Changes to the Hokie Handbook:
Modifications to the Statement on Self-Reporting and Bystander Intervention
for Student Code of Conduct**

That the resolution for changes to University Policies for Student Life: Modifications to the Statement on Self-Reporting and Bystander Intervention for Student Code of Conduct be approved.
(Copy filed with the permanent minutes and marked Attachment Q.)

Mr. Sanghani added that the committee requested and received a commitment on behalf of the division of student affairs and the student conduct office to revisit the amnesty measures outlined and to bring back clarification of measures at a future meeting.

As part of the Student Affairs and Athletics Committee report by Mr. Sanghani, the following resolution was moved by Mr. Sanghani, seconded by Ms. Petrine, and approved unanimously.

**Resolution for Approval of Changes to the Hokie Handbook:
Expansion of the Drug Policy for Student Code of Conduct**

That the resolution for changes to University Policies for Student Life: Modifications to the Expansion of the Drug Policy for Student Code of Conduct be approved. (Copy filed with the permanent minutes and marked Attachment R.)

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Mr. Sanghani additionally noted his personal concern and the committee's concern, both past and present, regarding the university's overall ability to make not just the desired facility enhancements, but the improvements necessary to keep up with our overall vision and objectives. In particular, student centers, community spaces, and residence halls are a significant concern for the overall student population and have the ability to impact adversely some of the objectives laid out in our Gallup project if these are not adequately addressed. In particular, he asked the university leadership to revisit these topics and progress at future committee meetings.

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PRESIDENT'S REPORT

As part of the President's report by President Sands, the following resolution was moved by Mr. Treacy, seconded by Mr. Quillen, and approved unanimously.

Resolution of Appreciation Honoring Nancy V. Dye

That the resolution recognizing Nancy V. Dye for her service as a member of the Board of Visitors be approved. (Copy filed with the permanent minutes and marked Attachment S.)

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As part of the President's report by President Sands, the following resolution was moved by Mr. Quillen, seconded by Mr. Kazmi, and approved unanimously.

Resolution of Appreciation Honoring William D. Fairchild

That the resolution recognizing William D. Fairchild for his service as a member of the Board of Visitors be approved. (Copy filed with the permanent minutes and marked Attachment T.)

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As part of the President's report by President Sands, the following resolution was moved by Mr. Treacy, seconded by Mr. Quillen, and approved unanimously.

Resolution of Appreciation Honoring B. K. Fulton

That the resolution recognizing B. K. Fulton for his service as a member of the Board of Visitors be approved. (Copy filed with the permanent minutes and marked Attachment U.)

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As part of the President's report, President Sands shared the following certification document. No Board action is needed.

**Atlantic Coast Conference (ACC) Governing Board
Annual Certification**

(Copy filed with the permanent minutes and marked Attachment V.)

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As part of the President's report, President Sands shared with the Board the **Report of Research and Development Disclosures** – no action needed. (Copy filed with the permanent minutes and marked Attachment W.)

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A copy of **President Sands' remarks to the Board of Visitors** is filed with the permanent minutes and marked Attachment X.

President Sands introduced and welcomed Dr. Sally Morton, Dean of the College of Science. Dr. Morton has also been named the Lay Nam Chang Dean's Chair and began her tenure here on July 1.

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Motion to Begin Closed Session

Mr. Treacy moved that the Board convene in a closed meeting, pursuant to § 2.2-3711, Code of Virginia, as amended, for the purposes of discussing:

1. Appointment of faculty to Emeritus status, the consideration of individual salaries of faculty, consideration of Endowed Professors, review of departments where specific individuals' performance will be discussed, and consideration of personnel changes including appointments, resignations, tenure, and salary adjustments of specific employees and faculty leave approvals.
2. The status of current litigation and briefing on actual or probable litigation.
3. Special Awards.
4. Cybersecurity threats.

all pursuant to the following subparts of 2.2-3711 (A), Code of Virginia, as amended, .1, .7, .10, and .19. The motion was seconded by Mr. Sanghani and passed unanimously.

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Motion to Return to Open Session

Following the Closed Session, members of the media, students, and the public were invited to return to the meeting. Rector Chapman called the meeting to order and asked Mr. Treacy to make the motion to return to open session. Mr. Treacy made the following motion:

WHEREAS, the Board of Visitors of Virginia Polytechnic Institute and State University has convened a closed meeting on this date pursuant to an affirmative recorded vote and in accordance with the provision of The Virginia Freedom of Information Act; and

WHEREAS, Section 2.2-3712 of the Code of Virginia requires a certification by the Board of Visitors that such closed meeting was conducted in conformity with Virginia law;

NOW, THEREFORE, BE IT RESOLVED that the Board of Visitors of Virginia Polytechnic Institute and State University hereby certifies that, to the best of each member's knowledge: (i) only public business matters lawfully exempted from open meeting requirements by Virginia law were discussed in the closed meeting to which this certification resolution applies, and (ii) only such public business matters as were identified in the motion convening the closed meeting were heard, discussed, or considered by the Board of Visitors.

The motion was seconded by Dr. Ryan and passed unanimously.

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Upon motion by Mr. Quillen and second by Mr. Robinson, approval was given to the resolutions for **Naming of University Facilities (2)** as considered in Closed Session. (Copies filed with the permanent minutes and marked Attachment Y.)

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Upon motion by Dr. Ryan and second by Ms. Harris, approval was given to the resolution for approval of an **Honorary Title** as considered in Closed Session. (Copy filed with the permanent minutes and marked Attachment Z.)

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Upon motion by Dr. Ryan and second by Ms. Harris, approval was given to the resolutions for approval of **Emeritus status (8)** as considered in Closed Session. (Copies filed with the permanent minutes and marked Attachment AA.)

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Upon motion by Dr. Ryan and second by Mr. Robinson, approval was given to the resolutions for appointments to **Endowed Chairs, Professorships, and Fellowships (7)** as considered in Closed Session. (Copies filed with the permanent minutes and marked Attachment BB.)

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Upon motion by Dr. Ryan and second by Mr. Kazmi, approval was given to the resolution for approval of a **Faculty Research Leave** as considered in Closed Session. (Copy filed with the permanent minutes and marked Attachment CC.)

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Upon motion by Mr. Treacy and second by Mr. Kazmi, approval was given to the resolution for approval of the **2016-2017 National Distinction Salary Adjustments** as considered in Closed Session. This item was reviewed by the Finance & Audit and Academic Affairs Committees. (Copy filed with the permanent minutes and marked Attachment DD.)

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Upon motion by Mr. Treacy and second by Dr. Ryan, approval was given to the resolution for ratification of the **Personnel Changes Report** as considered in Closed Session. This item was reviewed by the Finance & Audit and Academic Affairs Committees. (Copy filed with the permanent minutes and marked Attachment EE.)

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**Litigation Report
No Action Required**

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**Constituent Reports (no action required)
Presented at BOV Information Session on August 28, 2016**

- Undergraduate Student Representative to the Board – Mr. Gabe Cohen
- Graduate Student Representative to the Board – Ms. Tara Reel
- Staff Representative to the Board – Mr. Alex Parrish
- Faculty Representative to the Board – Dr. Monty Abbas

(Copies filed with the permanent minutes and marked Attachment FF.)

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Following a motion by Mr. Treacy and second by Mr. Quillen, the meeting was adjourned at 4:02 p.m.

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The date of the next regular meeting is November 6-7, 2016, in Blacksburg, Virginia.

James L. Chapman, Rector

Kim O'Rourke, Secretary

