

MINUTES

March 21, 2016

The Board of Visitors of Virginia Polytechnic Institute and State University met on Monday, March 21, 2016, at 1:15 p.m. in Torgersen Boardroom (Room 2100), Virginia Tech Campus, Blacksburg, Virginia.

Present

Mr. James L. Chapman, IV (Vice-Rector)
 Dr. Nancy V. Dye
 Mr. William D. Fairchild, III
 Mr. B. Keith Fulton
 Mr. Charles T. Hill
 Mr. Mehmood S. Kazmi
 Ms. Deborah Leigh Martin Petrine (Rector)
 Mr. Michael J. Quillen
 Mr. Mehul P. Sanghani
 Mr. Steve Sturgis
 Mr. Dennis H. Treacy
 Mr. Horacio A. Valeiras

Absent

Mr. Wayne H. Robinson
 Dr. J. Thomas Ryan

Constituent Representatives:

Dr. Rami Dalloul, Faculty Representative
 Mr. Walter D. Cook III (Dan), Staff Representative
 Mr. Mohammed Seyam, Graduate Student Representative
 Ms. Morgan Sykes, Undergraduate Student Representative

Also present were the following: President Timothy Sands, Mr. Robert Broyden, Mr. Brock Burroughs, Mr. Ralph Byers, Ms. D'Elia Chandler, Ms. Vickie Chiocca, Mr. Gabe Cohen, Ms. Shelia Collins, Mr. Al Cooper, Mr. John Cusimano, Mr. Brian Daniels, Dr. Karen DePauw, Dr. John Dooley, Mr. Corey Earles, Mr. Eric Earnhart, Dr. Jack Finney, Police Chief Kevin Foust, Dr. Lance Franklin, Ms. Rachel Gabriele, Dr. Guru Ghosh, Ms. Kay Heidbreder, Mr. Tim Hodge, Ms. Amy Hogan, Dr. Rachel Holloway, Ms. Elizabeth Hooper, Ms. Angela Kates, Dr. Paul Knox, Ms. Sharon Kurek, Ms. Sara Lane, Dr. Theresa Mayer, Ms. Nancy Meacham, Dr. Scott Midkiff, Mr. Mike Mulhare, Ms. April Myers, Ms. Kim O'Rourke, Dr. James Orr, Mr. Mark Owczarski, Dr. Patty Perillo, Mr. Charles Phlegar, Dr. Ellen Plummer, Dr. Menah Pratt-Clarke, Mr. Chris Rahmes, Ms. Tara Reel, Dr. Thanassis Rikakis, Ms. Savita Sharma, Mr. Dwight Shelton, Ms. Tracy Vosburgh, Dr. Sherwood Wilson, Mr. Matt Winston, Officer Larry Wooddell (and K-9 Officer, Boomer), Mr. Chris Yianilos, faculty, staff, students, guests, and reporters.

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Rector Petrine called the meeting to order and welcomed everyone to the meeting. She then made a special recognition on behalf of the Board by presenting a Proclamation of Appreciation to Virginia Tech K-9 Officer Boomer and his handler, Officer Larry Wooddell. The pair will be retiring together on April 1, 2016. They received a standing ovation.

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Rector Petrine asked for a motion to approve the minutes of the November 9, 2015, meeting as distributed. The motion was made by Mr. Fairchild and seconded by Mr. Chapman. The minutes were approved unanimously.

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REPORT OF THE ACADEMIC AFFAIRS COMMITTEE

Rector Petrine called on Mr. Fulton for the report of the Academic Affairs Committee. (Copy filed with the permanent minutes and marked Attachment A.)

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

Resolution to Adopt a New Undergraduate Honor Code

That the resolution to adopt a new undergraduate honor code be approved. (Copy filed with the permanent minutes and marked Attachment B.)

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REPORT OF THE BUILDINGS AND GROUNDS COMMITTEE

Rector Petrine called on Mr. Fairchild for the report of the Buildings and Grounds Committee. (Copy filed with the permanent minutes and marked Attachment C.)

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

Resolution to Amend the Guidelines for Projects Under the Public-Private Education Facilities and Infrastructure Act (PPEA) of 2002

That the resolution amending the “Virginia Polytechnic Institute and State University Guidelines for Projects under the Public-Private Education Facilities and Infrastructure Act (PPEA) of 2002” be approved. (Copy filed with the permanent minutes and marked Attachment D.)

REPORT OF THE FINANCE AND AUDIT COMMITTEE

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

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

Resolution to Revise the Policy Governing the Investment of University Funds

That the revision to the Policy Governing the Investment of University Funds be approved. (Copy filed with the permanent minutes and marked Attachment F)

Resolution for Approval of the Tuition and Fee Rates for 2016-17

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

That the proposed tuition and fee rates be approved effective Fall Semester 2016. (Copy filed with the permanent minutes and marked Attachment G.)

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

**Resolution for Approval of the Year-to-Date Financial Performance Report
(July 1, 2015 – December 31, 2015)**

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 December 31, 2015, and the Capital Outlay report be approved. (Copy filed with the permanent minutes and marked Attachment H.)

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

Resolution for Approval of the 2016-17 Compensation for Graduate Assistants

That the graduate assistant compensation program for 2016-17 be approved. (Copy filed with the permanent minutes and marked Attachment I.)

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

**Resolution to Approve the Virginia Tech India Research and Education Forum
(VTIREF)**

That the Board of Visitors authorizes the affiliation of the Virginia Tech India Research and Education Forum as a university related corporation and approves the affiliation agreement thereof with the university. (Copy filed with the permanent minutes and marked Attachment J.)

Mr. Chapman noted the requirement that in one year, a progress report on VTIREF activities shall be provided to the Finance and Audit Committee and the Academic Affairs Committee of the Board.

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

Resolution for Approval for Vehicle Stipends for Athletics

That the above resolution authorizing an annual vehicle stipend of up to \$9,250 each, or a courtesy vehicle, for individuals in the Department of Athletics holding the positions specified 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. Chapman and with the endorsement of the Buildings and Grounds Committee, the following resolution was moved by Mr. Chapman, seconded by Mr. Fairchild, and approved unanimously.

Resolution for Approval of Planning Authorization for O'Shaughnessy Hall

That the resolution authorizing Virginia Tech to plan the O'Shaughnessy Hall renovation project 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. Chapman and with the endorsement of the Buildings and Grounds Committee, the following resolution was moved by Mr. Chapman, seconded by Mr. Fairchild, and approved unanimously.

**Resolution for Approval of a Capital Project for
Planning of Student Wellness Services**

That the resolution authorizing Virginia Tech to use the remaining budget from the Health Center Improvements project to plan a comprehensive student wellness solution be approved. (Copy filed with the permanent minutes and marked Attachment M.)

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

Resolution for Approval to Plan the Eastern Shore Agriculture Research and Extension Center (AREC) Equipment Storage Building

That the resolution authorizing Virginia Tech to plan the Eastern Shore AREC Equipment Storage Building be approved. (Copy filed with the permanent minutes and marked Attachment N)

REPORT OF THE RESEARCH COMMITTEE

Rector Petrine called on Mr. Treacy for the report of the Research Committee. (Copy filed with the permanent minutes and marked Attachment O.)

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

Resolution for Approval of Exclusion of Certain Officers/Directors

That the resolution for exclusion of certain officers/officers be approved. (Copy filed with the permanent minutes and marked Attachment P.)

REPORT OF THE STUDENT AFFAIRS AND ATHLETICS COMMITTEE

Rector Petrine called on Dr. Dye for the report of the Student Affairs and Athletics Committee. (Copy filed with the permanent minutes and marked Attachment Q.) Note: Mr. Robinson, chair of the Student Affairs and Athletics Committee, was present for the Committee meeting earlier in the day but had to depart Blacksburg before the full Board meeting began.

PRESIDENT'S REPORT

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

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

Constituent Reports (no action required)

Undergraduate Student Representative to the Board – Ms. Morgan Sykes
 Graduate Student Representative to the Board – Mr. Mohammed Seyam
 Staff Representative to the Board – Mr. Dan Cook
 Faculty Representative to the Board – Dr. Rami Dalloul

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

Motion to Begin Closed Session

Mr. Chapman 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.

all pursuant to the following subparts of 2.2-3711 (A), Code of Virginia, as amended, .1, .7, and .10

The motion was seconded by Mr. Treacy and passed unanimously.

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 Petrine called the meeting to order and asked Mr. Chapman to make the motion to return to open session.

Mr. Chapman 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 Mr. Treacy and passed unanimously.

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Upon motion by Dr. Dye and second by Mr. Chapman, unanimous approval was given to the Ratification of the Selection of the 2016-17 Student Representatives to the Board as considered in Closed Session.

Gabe Cohen of Atlanta, Georgia, a junior majoring in mechanical engineering in the College of Engineering, was named the undergraduate student representative.

Tara Reel of Virginia Beach, Virginia, a master's degree student in both the urban and regional planning (MURP) and public administration (MPA) programs in the School of Public and International Affairs (SPIA), was named the graduate student representative.

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Upon motion by Mr. Chapman and second by Mr. Sturgis, approval was given to the resolutions for approval for the **Naming of University Facilities (8)** as considered in Closed Session. (Copies filed with the permanent minutes and marked Attachment T.)

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Upon motion by Mr. Chapman and second by Mr. Sturgis, approval was given to the resolution to **Establish a New University Award and Confer the Inaugural Award** as considered in Closed Session. (Copy filed with the permanent minutes and marked Attachment U.)

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Upon motion by Mr. Fulton and second by Mr. Treacy, approval was given to the resolution to appoint an **Alumni Distinguished Professor** as considered in Closed Session. (Copy filed with the permanent minutes and marked Attachment V.)

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Upon motion by Mr. Fulton and second by Mr. Treacy, approval was given to the resolution to **Honor a Distinguished Member of the Virginia Tech Community** as considered in Closed Session. (Copy filed with the permanent minutes and marked Attachment W.)

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Upon motion by Mr. Fulton and second by Mr. Treacy, approval was given to the resolutions for **Emeritus status (12)** as considered in Closed Session. (Copies filed with the permanent minutes and marked Attachment X.)

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Upon motion by Mr. Fulton and second by Mr. Treacy, approval was given to the resolutions for appointments to **Endowed Chairs, Professorships, and Fellowships (13)** as considered in Closed Session. (Copies filed with the permanent minutes and marked Attachment Y)

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Upon motion by Mr. Fulton and second by Mr. Treacy, approval was given to the resolutions for **Faculty Research Leave Requests (71)** as considered in Closed Session. (Copy filed with the permanent minutes and marked Attachment Z.)

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Upon motion by Mr. Chapman and second by Mr. Fulton, approval was given to the resolution for ratification of the **Personnel Changes Report including Addendum A** 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 AA.)

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**Litigation Report
No Action Required**

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**Appointment of Nominating Committee for Officers of the Board
for 2016-17**

Rector Petrine appointed the **Nominating Committee** for Officers of the Board.

- Chair: Mr. C.T. Hill
- Member: Mr. Mehul Sanghani
- Member: Dr. Tom Ryan

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The date of the next regular meeting is June 5-6, 2016, in Blacksburg, Virginia.

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Following a motion by Mr. Fairchild and second by Mr. Sturgis, the meeting was adjourned at 3:36 p.m.

Deborah Petrine, Rector

Kim O'Rourke, Secretary