

MINUTES

June 5, 2017

The Board of Visitors of Virginia Polytechnic Institute and State University met on Monday, June 5, 2017, at 1:23 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. Horacio A. Valeiras
 Mr. Jeff Veatch

Absent

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, Deputy Chief William Babb, Mr. Robert Broyden, Mr. Brock Burroughs, Mr. Ralph Byers, Ms. D'Elia Chandler, Ms. Shelia Collins, Mr. Al Cooper, Mr. John Cusimano, Mr. Brian Daniels, Dr. Karen DePauw, Dr. John Dooley, Mr. Corey Earles, Dr. Jack Finney, Chief Kevin Foust, Mr. Peter Franchi, Dr. Michael Friedlander, Ms. Rachel Gabriele, Ms. Hunter Gresham, Dr. Lee Hawthorne, Ms. Kay Heidbreder, Mr. Tim Hodge, Dr. Rachel Holloway, Ms. Elizabeth Hooper, Dr. Chris Kiwus, Ms. Sharon Kurek, Dr. Theresa Mayer, Ms. Sarah McCoy, Dr. Steven McKnight, Ms. Nancy Meacham, Dr. Scott Midkiff, Mr. Mike Mulhare, Ms. April Myers, Ms. Laura Neff-Henderson, Mr. Brett Netto, Ms. Kim O'Rourke, Mr. Seyi Olusina, 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, Mr. Robert Sebek, Ms. Savita Sharma, Mr. Dwight Shelton, Ms. Sara Simpkins, Ms. Kayla Smith, Dr. Ken Smith, Mr. Rick Sparks, Ms. Tracy Vosburgh, Dr. Sherwood Wilson, faculty, staff, students, guests, and reporters.

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Rector Chapman asked for a motion to approve the minutes of the April 3, 2017, meeting as distributed. The motion was made by Mr. Sanghani and seconded by Mr. Treacy. The minutes were approved unanimously.

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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.)

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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 to Clarify Language in the Faculty Handbook Regarding Teaching Responsibilities and Expectations of Instructional Faculty

That the resolution to clarify language in the Faculty Handbook regarding teaching responsibilities and expectation of instructional faculty be approved. (Copy filed with the permanent minutes and marked Attachment B.)

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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 to Amend Procedures for Faculty Appointments with Tenure

That the resolution to amend procedures for faculty appointments with tenure be approved. (Copy filed with the permanent minutes and marked Attachment C.)

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

Resolution to Amend the Promotion Guidelines for Faculty on Restricted Appointments

That the resolution to amend the promotion guidelines for faculty on restricted appointments be approved. (Copy filed with the permanent minutes and marked Attachment D.)

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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 to Amend the Promotion Guidelines for Non-Tenure-Track Collegiate Faculty Appointments

That the resolution to amend the promotion guidelines for non-tenure-track collegiate faculty appointments be approved. (Copy filed with the permanent minutes and marked Attachment E.)

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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 Clarifying Standards of Appeals Language in the Faculty Handbook

That the resolution clarifying standards of appeals language in the Faculty Handbook be approved. (Copy filed with the permanent minutes and marked Attachment F.)

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

Resolution to Revise the Constitution of the University Council

That the resolution to revise the constitution of the University Council be approved. (Copy filed with the permanent minutes and marked Attachment G.)

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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. Valeiras, and approved unanimously.

**Resolution to Approve the Degree Title Change
from Doctor of Philosophy in Human Development
to Doctor of Philosophy in Human Development and Family Science**

That the Resolution to Approve the Degree Title Change from Doctor of Philosophy in Human Development to Doctor of Philosophy in Human Development and Family Science be approved. (Copy filed with the permanent minutes and marked Attachment H.)

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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 to Approve the Degree Title Change
from Master of Science in Human Development
to Master of Science in Human Development and Family Science**

That the Resolution to Approve the Degree Title Change from Master of Science in Human Development to Master of Science in Human Development and Family Science be approved. (Copy filed with the permanent minutes and marked Attachment I.)

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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. Sanghani, and approved unanimously.

**Resolution to Approve the Master of Science Degree
in Translational Biology, Medicine and Health**

That the resolution recommending the establishment of the Master of Science in Translational Biology, Medicine and Health be approved. (Copy filed with the permanent minutes and marked Attachment J.)

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The Rector called on Dr. Ryan and Ms Petrine for a **report on the Medical School Integration**. Dr. Ryan and Ms. Petrine serve as BOV liaisons to the Medical School Integration Steering Committee, The goal of the committee is the successful integration of the Virginia Tech Carilion School of Medicine (VTCSOM) into the university on July 1, 2018. Ms. Petrine reported that the pilot processes for integrating the VTCSOM

employees are being implementing by Virginia Tech, Carilion Clinic, and the School of Medicine in preparation for full integration:

- o Class schedule and related student academic processes: Registrar.
- o Canvas-web-based course management network: Registrar and IT.
- o Budget: Building and managing a parallel budget process in collaboration with Virginia Tech Controller's Office, Carilion Clinic, and VTCSOM.
- o VTCSOM Faculty Appointments and Promotion: VT Provost's Office and VTCSOM Faculty Affairs. Review of processes within VTCSOM and integration with VT promotion policies and procedures. VTCSOM departments are reviewing faculty appointments and instructing department chairs and faculty members on annual review processes.
- o Employee Hiring: VT Provost's Office, VT Human Resources, Carilion Clinic Human Resources: New employee hires being put through VT hiring processes, including assignment of VT identification, benefits, access to processes.

Plans for academic and student support services continue to be developed, and short- and long-term needs have been identified for Roanoke campus student services including counseling, health services, and fitness. A new work group was formed and includes Carilion Clinic representation.

Ms. Petrine stated that personnel involved at the VTCSOM and the Virginia Tech Carilion Research Institute (VTCRI) have been very complimentary of Dr. Ryan for his time on this committee and also for the guidance and wisdom he has brought to this operation not only to these meetings but outside of these meetings as well.

Rector Chapman expressed the Board's appreciation for the efforts of Dr. Ryan and Ms. Petrine for their work with the VTCSOM on the integration.

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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 K.)

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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. Kazmi, and approved unanimously.

Resolution Approving Appointment to the Virginia Tech/Montgomery Regional Airport Authority

That the resolution reappointing L. Allen Bowman as the at-large director to the Virginia Tech/Montgomery Regional Airport Authority be approved. (Copy filed with the permanent minutes and marked Attachment L.)

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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 to Amend Policy on Smoking (University Policy 1010)

That the resolution to amend Policy on Smoking (University Policy 1010) be approved. (Copy filed with the permanent minutes and marked Attachment M.)

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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. Kazmi, and approved unanimously.

Resolution for Atmos Gas Line Easements to Serve the Virginia Tech Baseball Facilities

That the resolution authorizing the Vice President for Administration, his successors and/or assigns, to execute an easement or easements as may be needed to extend Atmos gas lines to serve the planned improvements to the Virginia Tech Baseball Facilities be approved. (Copy filed with the permanent minutes and marked Attachment N.)

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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 O.)

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As part of the Finance and Audit Committee report by Mr. Treacy and with the endorsement of the Academic Affairs Committee, the following resolution was moved by Mr. Treacy, seconded by Mr. Kazmi, and approved unanimously.

Resolution for Approval of the 2017-2018 Pratt Fund Budgets

That the proposed 2017-2018 allocation and use of Pratt Funds be approved. (Copy filed with the permanent minutes and marked Attachment P.)

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

**Resolution for Approval of the
2017-18 Hotel Roanoke Conference Center Commission Budget**

That the budget for The Hotel Roanoke Conference Center Commission for 2017-2018 be approved. (Copy filed with the permanent minutes and marked Attachment Q.)

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

**Resolution for Approval of the 2017-18 Virginia Tech-Wake Forest University
School of Biomedical Engineering and Sciences Budget**

That the budget for the Virginia Tech-Wake Forest School of Biomedical Engineering and Sciences for 2017-2018 be approved. (Copy filed with the permanent minutes and marked Attachment R.)

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

Resolution to Approve Amendment to the Staff Senate Constitution

That the resolution to amend the Staff Senate Constitution be approved. (Copy filed with the permanent minutes and marked Attachment S.)

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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 2018-2024 Six-Year Plan

That the 2018-2024 six-year plan be approved. (Copy filed with the permanent minutes and marked Attachment T.)

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

Resolution to Approve the 2017-18 Faculty Compensation Plan

That the 2017-18 Faculty Compensation Plan be approved. (Copy filed with the permanent minutes and marked Attachment U.)

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

**Resolution to Approve the Year-to-Date Financial Performance Report
(July 1, 2016 – March 31, 2017)**

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, 2016, through March 31, 2017, and the Capital Outlay report be approved. (Copy filed with the permanent minutes and marked Attachment V.)

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As part of the Finance and Audit Committee report, approval of the following resolutions as a group was moved by Mr. Treacy, seconded by Ms. Harris, and approved unanimously.

Resolution for Approval of the 2017-2018 Auxiliary Systems Budgets

- a. **Dormitory and Dining Hall System Budget**
- b. **Electric Service System Budget**
- c. **University Services System Budget**
- d. **Athletic Facilities System Budget**

That the recommended budgets for fiscal year July 1, 2017, to June 30, 2018, for the operation of the Dormitory and Dining System, Electric Service Utility System, University Services System, and Athletic Facilities System be approved.

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

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

Resolution for Approval of the 2017-2018 Operating and Capital Budgets

That the proposed 2017-18 operating and capital budgets, as displayed on Schedules 1, 2, and 3, be approved.

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

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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, approval of the following resolution was moved by Mr. Treacy, seconded by Mr. Sanghani, and approved unanimously.

Resolution to Approve the Capital Project for Renovations to Undergraduate Science Laboratories

That the resolution authorizing Virginia Tech to complete the renovations to undergraduate science laboratories at a total project budget not to exceed \$10 million approved. (Copy filed with the permanent minutes and marked Attachment Y.)

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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 Z.)

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

Resolution for Approval of Reappointments to the Virginia Coal and Energy Research and Development Advisory Board

That the resolution reappointing K. Scott Keim, J. Scott Kreutzer, George Mason, and Michael Onifer to the Virginia Center for Coal and Energy Research and Development Advisory Board to serve through 2021 be approved. (Copy filed with the permanent minutes and marked Attachment AA)

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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 BB.)

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REPORT OF THE BOV TASK FORCE ON BOARD STRUCTURE AND GOVERNANCE

Rector Chapman brought to the Board’s attention the **Report of the BOV Task Force on Board Structure and Governance** that is in portal. This report was provided by Mr. Treacy, Task Force Chair, at the Board’s information session on June 4. (Copy filed with the permanent minutes and marked Attachment CC.)

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PRESIDENT’S REPORT

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

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

President Sands thanked Mr. Chapman, Dr. Ryan, and Mr. Sturgis for their service on the Board as their terms come to an end.

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Constituent Reports (no action required)

- 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 EE.)

Following each report, Rector Chapman, along with President Sands, presented each representative with a certificate of appreciation.

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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.

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. 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. Valeiras and second by Mr. Sanghani, approval was given to the resolutions to **Name University Facilities (4)** as considered in Closed Session. (Copies filed with the permanent minutes and marked Attachment FF.)

Note: Mr. Hill recused himself from the discussion and vote on this agenda item in both closed and open sessions.

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Upon motion by Dr. Ryan and second by Mr. Sanghani, unanimous approval was given to the resolution to approve the **Reappointment to Alumni Distinguished Professor (1)** as considered in Closed Session. (Copy filed with the permanent minutes and marked Attachment GG.)

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Upon motion by Dr. Ryan and second by Mr. Sanghani, approval was given to the resolution for **Emeritus status (1)** as considered in Closed Session. (Copy filed with the permanent minutes and marked Attachment HH.)

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Upon motion by Dr. Ryan and second by Mr. Sanghani, approval was given to the resolution for **Endowed Chairs, Professorships, and Fellowships (1)** as considered in Closed Session. (Copy filed with the permanent minutes and marked Attachment II.)

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Upon motion by Dr. Ryan and second by Mr. Sanghani, approval was given to the resolution for approval of the **2017-2018 Promotion, Tenure, and Continued Appointment Program (89)** 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 JJ.)

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Upon motion by Dr. Ryan and second by Mr. Sanghani, 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 KK.)

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**Litigation Report
No Action Required**

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Election of Officers for 2017-2018

Rector Chapman thanked Tom Ryan and Steve Sturgis for their service on the Board as their terms come to an end.

He then called on Mr. Quillen for a report of the Nominating Committee for officers of the Board. On behalf of the Nominating Committee, which Mr. Quillen chaired and which also included Mr. Petersen and Mr. Sanghani, Mr. Quillen presented the following nominees:

Rector: Mr. Dennis Treacy
Vice Rector: Ms. Debbie Petrine
Secretary: Ms. Kim O'Rourke

Additional nominations were invited from the floor. There being no additional nominations, a motion was made to close nominations; the motion was seconded and passed. Mr. Quillen made a motion for approval of the nominees presented. The motion was seconded by Mr. Robinson and passed.

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Rector Chapman expressed his gratitude for the opportunity to serve as Rector of the Board for the past year. He was humbled by the honor. On behalf of the university, President Sands thanked Rector Chapman for his service.

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The Executive Committee will meet on June 26, 2017, in Richmond, Virginia, and there will be a retreat for the full Board on August 19, 2017, in Arlington, Virginia. The date of the next regular meeting is September 10-11, 2017, in Blacksburg, Virginia.

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Following a motion by Mr. Treacy and second by Mr. Quillen, the meeting was adjourned at 3:55 p.m.

James L. Chapman, IV, Rector

Kim O'Rourke, Secretary