

**RESOLUTION TO REVISE THE BYLAWS OF
THE VIRGINIA TECH BOARD OF VISITORS**

WHEREAS, legislation passed by the 2021 Virginia General Assembly and signed into law by Governor Northam expands the circumstances under which a member of a board of visitors may participate in a board meeting electronically to include the need to provide care to a family member due to the family member's medical condition; and

WHEREAS, earlier legislation passed by the General Assembly in 2018 also provided that a board member could participate in a maximum of two meetings per year for a personal matter (distinct from a medical condition), and the 2021 General Assembly modified that limitation to a maximum of two meetings or 25 percent of the meetings held per calendar year rounded up to the next whole number, whichever is greater; and

NOW, THEREFORE, BE IT RESOLVED that Article I, Section 3a, paragraph 2 of the Bylaws of the Virginia Tech Board of Visitors be amended as follows, effective immediately.

Additionally, providing that a quorum is physically present in one location, electronic communication means may be employed if on or before the day of a meeting, a Board member notifies the Rector or respective committee chair and Board Secretary that the Board member is unable to attend the meeting due to ~~either~~ (a) ~~a~~ the Board member's own disability or medical condition or the Board member's need to care for a family member due to the family member's medical condition, or (b) a personal matter. The minutes must include the remote location of the Board member and the reason that the Board member was unable to attend; if the reason is a personal matter, the specific nature of the personal matter must be cited in the minutes. If a Board member's request to participate remotely due to a personal matter is disapproved, such disapproval shall be recorded in the minutes with specificity. A Board member may participate remotely due to a personal matter ~~no more than twice in a calendar year~~ in up to two meetings per calendar year or 25 percent of the meetings held per calendar year rounded up to the next whole number, whichever is greater.

RECOMMENDATION:

That the Bylaws of the Virginia Tech Board of Visitors be amended as proposed, effective immediately.

November 8, 2021