

MINUTES

June 8, 2021

The Board of Visitors of Virginia Polytechnic Institute and State University met on Tuesday, June 8, 2021, at 1:15 p.m. in Latham Ballroom at The Inn at Virginia Tech in Blacksburg, Virginia.

Present

Edward H. Baine
Shelley Butler Barlow
Carrie H. Chenery
Greta J. Harris
C. T. Hill
Anna L. James
Letitia A. Long (Vice Rector)
Sharon Brickhouse Martin
Melissa Byrne Nelson
L. Chris Petersen
Horacio A. Valeiras (Rector)
Jeff Veatch
Preston M. White

Absent

Mehul P. Sanghani

Constituent Representatives:

Eric Kaufman, Faculty Representative
Sabrina Sturgeon, Graduate Student Representative
Camellia Pastore, Undergraduate Student Representative
Tamarah Smith, Staff Representative

Also present were the following: President Timothy Sands, Kim O'Rourke (Secretary to the Board), Mac Babb, Whit Babcock, Callan Bartel, Eric Brooks, Bob Broyden, Lori Buchanan, Gregory Carter, Cyril Clarke, Karen DePauw, Jon Deskins, Corey Earles, Kari Evans, Ron Fricker, Mike Friedlander, Bryan Garey, Cathy Grimes, Rebekah Gunn, Tony Haga, Luisa Havens Gerardo, Kay Heidbreder, Chris Kiwus, Sharon Kurek, Elizabeth McClanahan, Nancy Meacham, Scott Midkiff, Ken Miller, Phil Miskovic, Mike Mulhare, April Myers, Justin Noble, Mark Owczarski, Charlie Phlegar, Dwayne Pinkney, Ellen Plummer, Menah Pratt-Clarke, Robin Queen, Chris Rahmes, Frank Shushok, Jon Clark Teglas, Tracy Vosburgh, Robert Weiss, Lisa Wilkes, Chris Yianilos, Serena Young, and a Roanoke Times reporter.

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There was no public comment period.

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Rector Valeiras convened the meeting and welcomed everyone.

APPROVAL/ACCEPTANCE OF THE CONSENT AGENDA OPEN ITEMS*
(Refer to Attachments A through DD)

[*Note: Items on the consent agenda are matters of importance that have been reviewed carefully by members of the board in preparation for the meeting but have been determined not to require discussion by the board or its committees.]

Rector Valeiras asked for a motion to approve/accept the consent agenda open session items as listed. The motion was made by Ms. Long, seconded by Mr. Hill, and approved unanimously.

- **Approval of Minutes from March 22, 2021, BOV Meeting**
- **Approval of Minutes from March 21, 2021, Selection Committee Meeting - Attachment A**
- **Approval of Minutes from June 7, 2021, Executive Committee Meeting - Attachment B**
- **Approval of Minutes from June 7, 2021, Information Session - Attachment C**
- **Academic, Research, and Student Affairs Committee General Report (6/8/21) - Attachment D**
- **Buildings and Grounds Committee General Report (6/8/21) - Attachment E**
- **Compliance, Audit, and Risk Committee General Report (6/7/21) - Attachment F**
- **Finance and Resource Management Committee General Report (6/8/21) - Attachment G**
- **Governance and Administration Committee General Report (6/7/21) - Attachment H**

From the Academic, Research, and Student Affairs Committee Consent Agenda:

- **Resolution to Approve Revisions to Policy 13015 Ownership and Control of Research Data, Results, and Related Materials - Attachment I**

- **Resolution to Establish a Continuous Enrollment Policy for Undergraduate Students - Attachment J**
- **Resolution to Approve School of Environmental Security in College of Natural Resources and Environment - Attachment K**
- **Resolution to Change Name of Department of Interprofessionalism to Department of Healthcare Innovation and Implementation Science in the Virginia Tech Carilion School of Medicine - Attachment L**
- **Resolution to Approve the Awarding of Tenure in the Virginia Tech Carilion School of Medicine - Attachment M**
- **Resolution to Approve Bachelor of Science in Plant Science and Discontinue Bachelor of Science in Crop and Soil Environmental Sciences and Bachelor of Science in Horticulture - Attachment N**
- **Resolution to Discontinue Master of Science in Biomedical Technology Development and Management - Attachment O**
- **Resolution to Discontinue PhD/EdD in Career and Technical Education - Attachment P**
- **Resolution to Approve the 2021 - 2022 Student Code of Conduct - Attachment Q**
- **Resolution to Approve Amendment to the Acceptable Use Standard of the Acceptable Use Policy Related to Partisan Political Purposes by Employees - Attachment R**
- **Resolution to Amend and Approve Virginia Tech Undergraduate Housing Policy - Attachment S**
- **Resolution to Extend Term Limit for Postdoctoral Associate Faculty Appointment - Attachment T**

From the Buildings and Grounds Committee Consent Agenda:

- **Amendment to the Resolution on the Demolition of Femoyer Hall - Attachment U**
- **Amendment to the Resolution on the Partial Demolition of the Art and Design Learning Center - Attachment V**

From the Finance and Resource Management Committee Consent Agenda:

- **Resolution Extending the Delegation of Authority to the President for Athletics Employees** - Attachment W
- ***Resolution to Approve 2021-22 Pratt Fund Budgets** - Attachment X
- **Resolution to Approve 2021-22 Hotel Roanoke Conference Center Commission Budget** - Attachment Y
- **Revision to the Resolution to Amend Delegation of Authority for Selected Faculty Personnel Actions** - Attachment Z

From the Governance and Administration Committee Consent Agenda:

- **Resolution to Revise the Faculty Handbook Employment Policies and Procedures for Administrative and Professional Faculty** - Attachment AA

Consent agenda information items; no Board of Visitors action required:

- **Acknowledgement of Unauthorized Deficit Regulation** - Attachment BB
- **Atlantic Coast Conference Governing Board Certification** - Attachment CC
- **Report of Research and Development Disclosures** - Attachment DD

REPORT OF THE ACADEMIC, RESEARCH, AND STUDENT AFFAIRS COMMITTEE

Rector Valeiras called on Ms. Harris for the report of the Academic, Research, and Student Affairs Committee.

REPORT OF THE BUILDINGS AND GROUNDS COMMITTEE

Rector Valeiras called on Mr. Hill for the report of the Buildings and Grounds Committee.

REPORT OF THE COMPLIANCE, AUDIT, AND RISK COMMITTEE

Rector Valeiras called on Ms. Long for the report of the Compliance, Audit, and Risk Committee.

REPORT OF THE FINANCE AND RESOURCE MANAGEMENT COMMITTEE

Rector Valeiras called on Mr. Baine for the report of the Finance and Resource Management Committee.

As part of the Finance and Resource Management Committee report, approval of the following resolution was moved by Mr. Baine, seconded by Mr. White, and approved unanimously.

**Resolution for Approval of Revision to
Policy 12005: Policy on Commemorative Tributes**

That the resolution approving Revision 8 of Policy 12005: Policy on Commemorative Tributes be approved, effective immediately.
(Copy filed with the permanent minutes and marked Attachment EE.)

As part of the Finance and Resource Management Committee report, approval of the following resolution was moved by Mr. Baine, seconded by Mr. White, and approved unanimously.

**Resolution for Approval Processes for Leases Under
Governmental Accounting Standards Board Statement No. 87**

That the resolution authorizing management to implement the proposed approval processes for leases, ratifies \$79 million of long-term leases to be recognized as of July 1, 2021, and authorizes the university to administer new and renewal leases less than the current dollar value threshold for capital projects in the Management Agreement. (Copy filed with the permanent minutes and marked Attachment FF.)

As part of the Finance and Resource Management Committee report, approval of the following resolution was moved by Mr. Baine, seconded by Mr. White, and approved unanimously.

Approval of Resolution for Authority to Loan Funds to Virginia Tech Innovations Corporation and Its Subsidiary(ies)

That the resolution authorizing the university to loan three months of working capital up to \$2.5 million to VTIC/VTIC subsidiary(ies) be approved. (Copy filed with the permanent minutes and marked Attachment GG.)

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As part of the Finance and Resource Management Committee report, approval of the following resolution was moved by Mr. Baine, seconded by Mr. White, and approved unanimously.

Resolution for Approval of Strategies for the Development of the 2022-28 Six-Year Plan

That the resolution approving the university's strategies for the development of the 2022-28 Six-Year Plan proposal to advance shared goals be approved. (Copy filed with the permanent minutes and marked Attachment HH.)

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As part of the Finance and Resource Management Committee report, approval of the following resolution was moved by Mr. Baine, seconded by Mr. White, and approved unanimously.

Approval of 2021-22 Faculty Compensation Plan

That the proposed 2021-22 Faculty Compensation Plan be approved. (Copy filed with the permanent minutes and marked Attachment II.)

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As part of the Finance and Resource Management Committee report, approval of the following resolution was moved by Mr. Baine, seconded by Ms. James, and approved unanimously.

Approval of 2021-22 University Operating and Capital Budgets

That the proposed fiscal year 2021-22 operating and capital budgets, as displayed on Schedules 1, 2, and 3, be approved. (Copy filed with the permanent minutes and marked Attachment JJ.)

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As part of the Finance and Resource Management Committee report, approval of the following resolution was moved by Mr. Baine, seconded by Ms. James, and approved unanimously.

**Approval of Year-to-Date Financial Performance Report
(July 1, 2020 – March 31, 2021)**

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, 2020, through March 31, 2021, and the Capital Outlay report be approved. (Copy filed with the permanent minutes and marked Attachment KK.)

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REPORT OF THE GOVERNANCE AND ADMINISTRATION COMMITTEE

Rector Valeiras called on Mr. Petersen for the report of the Governance and Administration Committee.

As part of the Governance and Administration Committee report, approval of the following resolution was moved by Mr. Petersen, seconded by Ms. Long, and approved unanimously.

**Resolution to Approve Constitution and Bylaws of the
Graduate and Professional Student Senate**

That the resolution amending the Constitution of the Graduate Student Assembly and reenacting it as the Constitution of the Graduate and Professional Student Senate be approved. (Copy filed with the permanent minutes and marked Attachment LL.)

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As part of the Governance and Administration Committee report, approval of the following resolution was moved by Mr. Petersen, seconded by Ms. Long, and approved unanimously.

Resolution to Revise Board of Visitors Bylaws

That the resolution amending the Bylaws of the Virginia Tech Board of Visitors as proposed in the attached document be approved, effective immediately. (Copy filed with the permanent minutes and marked Attachment MM.)

Rector Valeiras introduced the new CEO of the Virginia Tech Foundation, Elizabeth McClanahan.

CONSTITUENT REPORTS (no action required)

- Undergraduate Student Representative to the Board - Camellia Pastore
- Graduate Student Representative to the Board - Sabrina Sturgeon
- Staff Representative to the Board - Tamarah Smith
- Faculty Representative to the Board - Eric Kaufman

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

Motion to Begin Closed Session

Ms. Long 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 .11.

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

**CLOSED SESSION REPORT
(No Board action required)**

1. Litigation report – Ms. Kay Heidbreder

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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 Valeiras asked Ms. Long to make the motion to return to open session. Ms. Long 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 Ms. Martin and passed unanimously.

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PRESIDENT'S REPORT

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

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As part of the President's report, approval of the following resolution was moved by Mr. White, seconded by Ms. Long, and approved unanimously.

**Resolution Delegating Authority to the President
during Public Health Emergencies**

That this resolution delegating authority to the President of the university to implement necessary health and safety measures based upon institutional needs and the health and safety of students, faculty, staff, and the surrounding community during the current and any future public health emergencies be approved. (Copy filed with the permanent minutes and marked Attachment PP.)

President Sands noted that he will take action soon as the leadership team has been working on this issue and solicited input from the constituent groups and representatives of the student body.

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Upon motion by Ms. Long and second by Mr. Baine, approval was given to the following group of resolutions as considered in closed session. Items marked with an asterisk were considered by the Academic, Research, and Student Affairs Committee and the Finance and Resource Management Committee.

- ***Resolutions to Approve Emeritus/a Status (7)** - Attachment QQ
- ***Resolution to Approve Endowed Chairs, Professorships, or Fellowships (1)** - Attachment RR
- ***Resolution to Approve Faculty Research Leave Requests (3)** - Attachment SS
- ***Resolution to Approve 2020-21 Promotion, Tenure, and Continued Appointment Program** - Attachment TT
- ***Resolution to Approve 2021-22 Faculty Salary Program, as amended** - Attachment UU
- ***Resolution to Ratify the Personnel Changes Report** - Attachment VV
- **Building Namings (29)** - Attachment WW

(Copies are filed with the permanent minutes and marked as noted above.)

Rector Valeiras, along with President Sands, thanked Ms. Long and Ms. James for their service on the Board as their first terms come to an end.

Rector Valeiras presented certificates of appreciation to the four constituent representatives whose terms are ending: Camellia Pastore, Sabrina Sturgeon, Tamarah Smith, and Eric Kaufman.

Rector Valeiras appointed Mr. Baine and Dr. Nelson to serve on a **planning committee for the Board retreat** along with Kim O'Rourke. The retreat will be held on the Sunday preceding the upcoming August Board meeting.

Election of Officers for 2021-2022

Rector called on Ms. Harris for a report of the Nominating Committee for officers of the Board. On behalf of the Nominating Committee, which Mr. Sanghani chaired and which included Ms. Harris and Ms. Chenery, Ms. Harris presented the following nominees:

Rector: Tish Long
Vice Rector: Ed Baine

Rector Valeiras asked if there were any other nominations from the floor. There being no additional nominations, Ms. Harris made a motion for approval of the nominees presented, contingent upon Ms. Long's reappointment. The motion was seconded by Mr. Hill and passed, contingent upon Ms. Long's reappointment to the Board by Governor Northam. Ms. Long and Mr. Baine abstained from voting for their respective positions. **Ms. Kim O'Rourke, as Vice President for Policy and Governance, will remain Secretary to the Board, in accordance with the Board's bylaws.**

Rector Valeiras expressed his gratitude for the opportunity to serve as Rector of the Board. He also thanked the administration, faculty, staff, students, and entire Hokie Nation for their efforts to meet the challenges of the Covid-19 pandemic and continue to advance the university.

On behalf of the university, President Sands thanked Rector Valeiras for his service as Rector for the past two years.

The meeting was adjourned at 4:11 p.m.

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The dates of the next regular meeting are August 30-31, 2021 (Monday-Tuesday), location to be determined.

Horacio A. Valeiras, Rector

Kim O'Rourke, Secretary