

## MINUTES

November 18, 2019

The Board of Visitors of Virginia Polytechnic Institute and State University met on Monday, November 18, 2019, at 1:15 p.m. in Torgersen Boardroom (Room 2100), Virginia Tech Campus, Blacksburg, Virginia.

### Present

Mr. Edward H. Baine  
Ms. Shelley Butler Barlow  
Ms. Greta J. Harris  
Mr. C.T. Hill  
Ms. Anna L. James  
Ms. Letitia A. Long (Vice Rector)  
Ms. Sharon Brickhouse Martin  
Dr. Melissa Byrne Nelson  
Mr. L. Chris Petersen  
Mr. Mehul P. Sanghani  
Mr. Dennis H. Treacy  
Mr. Horacio A. Valeiras (Rector)  
Mr. Jeff Veatch  
Mr. Preston M. White

### Absent

### Constituent Representatives:

Dr. John Ferris, Faculty Representative  
Ms. Tamarah Smith, Staff Representative  
Mr. Ryan King, Graduate Student Representative  
Ms. Madelynn Todd, Undergraduate Student Representative

Also present were the following: President Timothy Sands, Ms. Kim O'Rourke (Secretary to the BOV), Mr. Mac Babb, Ms. Callan Bartel, Mr. Bob Broyden, Ms. Lori Buchanan, Mr. Brock Burroughs, Mr. Ralph Byers, Dr. Cyril Clarke, Mr. Al Cooper, Mr. John Cusimano, Dr. Karen DePauw, Mr. Jon Deskins, Dr. John Dooley, Mr. Corey Earles, Mr. Juan Espinoza, Ms. Kari Evans, Dr. Jack Finney, Mr. Kevin Foust, Dr. Lance Franklin, Dr. Ron Fricker, Ms. Lee Friesland, Ms. Rachel Gabriele, Mr. Bryan Garey, Ms. Debbie Greer, Dr. David Guerin, Ms. Rebekah Gunn, Ms. Trish Hammer, Ms. Dee Harris, Ms. Angela Hayes, Ms. Kay Heidbreder, Mr. Tim Hodge, Dr. Chris Kiwus, Dr. Paul Knox, Ms. Sharon Kurek, Ms. Robin McCoy, Ms. Nancy Meacham, Dr. Scott Midkiff, Mr. Ken Miller, Ms. April Myers, Mr. Justin Noble, Mr. Mark Owczarski, Dr. Patty Perillo, Mr. Charles Phlegar, Dr. Dwayne Pinkney, Dr. Ellen Plummer, Dr. Menah Pratt-Clarke, Mr. Chris Rahmes, Mr. M. Dwight Shelton, Ms. Kayla Smith, Dr. G. Don Taylor, Mr. Jon Clark Teglas, Ms. Tracy Vosburgh, Mr. Chris Yianilos, faculty, staff, students, guests, and reporters.

\* \* \* \* \*

There was no public comment period.

\* \* \* \* \*

Rector Valeiras convened the meeting and welcomed everyone to the Board meeting.

\* \* \* \* \*

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

[\*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 Mr. Hill, seconded by Ms. Long, and approved unanimously.

- **Minutes of the Board of Visitors Meeting held August 26, 2019**
- **Minutes of the Board of Visitors Executive Committee Meetings held August 25, 2019, and November 17, 2019 - Attachment A**
- **Report of Board of Visitors Information Session (11/17/19) - Attachment B**
- **Report of the Academic, Research, and Student Affairs Committee (11/18/19) - Attachment C**
- **Report of the Buildings and Grounds Committee (11/17/19) - Attachment D**
- **Report of the Compliance, Audit, and Risk Committee (11/7/19) - Attachment E**
- **Report of the Finance and Resource Management Committee (11/18/19) - Attachment F**
- **Report of the Governance and Administration Committee (11/18/19) - Attachment G**

*From the Academic, Research, and Student Affairs Committee and Finance and Resource Management Committee Consent Agendas:*

- **Resolution for Approval of the Pratt Fund Program and Expenditures Report - Attachment H**

**That the 2018-19 Pratt Funds Activity Statements for Animal Nutrition and the College of Engineering be approved.**

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

- **Resolution to Discontinue Bachelor of Science Degree in Engineering Science and Mechanics - Attachment I**

**That the Board of Visitors approve the resolution to discontinue the Bachelor of Science degree in engineering science and mechanics.**

*From the Buildings and Grounds Committee Consent Agenda:*

- **Resolution on Appointment to the NRV Emergency Communications Regional Authority - Attachment J**

**That the resolution recommending that Kevin L. Foust, Associate Vice President for Safety and Security, be appointed as the university's representative to the New River Valley Emergency Communications Regional Authority Board of Directors to complete the current four-year term expiring August 31, 2023, be approved.**

- **Resolution on Appointment to the Virginia Tech-Montgomery Regional Airport Authority - Attachment K**

**That the resolution appointing Christopher H. Kiwus, Associate Vice President and Chief Facilities Officer, as the university's representative to the Virginia Tech/Montgomery Regional Airport Authority to complete the current four-year term expiring August 31, 2023, be approved.**

- **Resolution on Appointments to the Blacksburg-VPI Sanitation Authority - Attachment L**

**That the resolution recommending that Raymond D. Smoot, Jr. and Ron F. Rordam be reappointed as joint representatives, and that Christopher H. Kiwus, Associate Vice President and Chief Facilities Officer, be appointed as the university's representative to the Blacksburg-Virginia Polytechnic Institute Sanitation Authority Board of Directors with terms of all expiring January 1, 2024, be approved.**

- **Resolution on Appointment to the New River Valley Regional Water Authority - Attachment M**

**That the resolution appointing Christopher H. Kiwus, Associate Vice President and Chief Facilities Officer, as the university's representative to the New River Valley Regional Water Authority, effective December 1, 2019, through June 30, 2020, be adopted.**

- **Resolution on Authority for Parking Regulation Procedures - Attachment N**

**That the resolution authorizing the Senior Vice President and Chief Business Officer or designee to approve changes to the Parking and Traffic operating procedures be adopted.**

- **Resolution for Demolition of a Cattle Feed Shed and Equipment Storage Facility at the Shenandoah Valley AREC - Attachment O**

**That the resolution authorizing the demolition of Building No. 0857 be approved.**

*From the Finance and Resource Management Committee Consent Agenda:*

- **Resolution to Appoint University Commissioner to the Hotel Roanoke Conference Center Commission - Attachment P**

**That the resolution appointing the Senior Vice President and Chief Business Officer of Virginia Tech as the university's representative on the Hotel Roanoke Conference Center Commission be approved, effective immediately.**

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

- **Report of Research and Development Disclosures - Attachment Q**

(Copies of consent agenda items are filed with the permanent minutes and marked as noted above.)

\*\*\*\*\*

## **PRESENTATION OF EMERITUS RESOLUTION**

Rector Valeiras called on Mr. Treacy to read the resolution honoring M. Dwight Shelton, Jr. as Vice President for Finance and Chief Finance Officer Emeritus and asked for a motion to approve/accept the resolution. The motion was made by Ms. Long, seconded by Ms. Harris, and approved unanimously. Rector Valeiras and President Sands then presented Mr. Shelton with the framed resolution, and Mr. Shelton received a standing ovation for his decades of extraordinary service to higher education, the university, and the Commonwealth of Virginia (Attachment R).

Additionally, Rector Valeiras noted that the Hotel Roanoke Conference Center Commission honored Mr. Shelton with a resolution expressing appreciation at their meeting held September 25, 2019 (Attachment S).

\*\*\*\*\*

**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.

Mr. White noted that agricultural facilities had languished in disrepair for years and for the record wanted to recognize former BOV member Robert Mills and current BOV member C.T. Hill for their efforts to begin to rectify that situation.

\*\*\*\*\*

**REPORT OF THE COMPLIANCE, AUDIT, AND RISK COMMITTEE**

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

\*\*\*\*\*

**REPORT OF THE FINANCE AND RESOURCE MANAGEMENT COMMITTEE**

Rector Valeiras called on Ms. Long for the report of the Finance and Resource Management Committee.

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

**Resolution for the Athletics Weight Room Renovation and Expansion**

**That the resolution authorizing Virginia Tech to complete the Athletics Weight Room Renovation and Expansion project with an expected construction value of \$3.31 million plus associated soft costs including existing design expenditures for a total project not to exceed \$4.5 million be approved.** (Copy filed with the permanent minutes and marked Attachment T.)

\* \* \* \* \*

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

**Resolution Authorizing Commercial Paper Increase**

**That the resolution reauthorizing the use of the VML/VACo Commercial Paper Program, authorizing the pledge of university general revenues as security for the payments under the program, and increasing the borrowing capacity of the program up to \$120 million be approved.** (Copy filed with the permanent minutes and marked Attachment U.)

\* \* \* \* \*

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

**Review and Approval of the 2020-2026 Six-Year Plan**

**That the Board of Visitors approve the revisions to the 2020-2026 Six-Year Plan.** (Copy filed with the permanent minutes and marked Attachment V.)

\* \* \* \* \*

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

**Approval of Year-to-Date Financial Performance Report  
(July 1, 2019 - September 30, 2019)**

**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, 2019, through September 30, 2019, and the Capital Outlay report be approved.** (Copy filed with the permanent minutes and marked Attachment W.)

\* \* \* \* \*

## REPORT OF THE GOVERNANCE AND ADMINISTRATION COMMITTEE

Rector Valeiras called on Mr. Sanghani for the report of the Governance and Administration Committee. [Note: Under the new BOV meeting schedule, the Governance and Administration Committee will meet twice a year, with the next meeting scheduled for June 2020.]

\*\*\*\*\*

## PRESIDENT'S REPORT

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

Rector Valeiras congratulated the Fralin Biomedical Research Institute at VTC in Roanoke on the partnership with Children's National Hospital in Washington, DC, announced the prior week. The partnership will focus on pediatric brain cancer, and the announcement was attended by Rector Valeiras and Vice Rector Long.

\*\*\*\*\*

### **Constituent Reports (no action required) (Presented at BOV Information Session on November 17, 2019)**

Undergraduate Student Representative to the Board - Ms. Madelynn Todd  
Graduate Student Representative to the Board - Mr. Ryan King  
Faculty Representative to the Board - Dr. John Ferris  
Staff Representative to the Board - Ms. Tamarah Smith

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

\*\*\*\*\*

## 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. Fundraising activities.
4. Special awards.

all pursuant to the following subparts of 2.2-3711 (A), Code of Virginia, as amended, .1, .7, .9, and .11. The motion was seconded by Mr. Hill and passed unanimously.

\* \* \* \* \*

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

1. Litigation report – Ms. Heidbreder
2. Fundraising report and special awards – Mr. Phlegar

\* \* \* \* \*

**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 called the meeting to order and 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. Harris and passed unanimously.

\* \* \* \* \*



Rector Valeiras asked for a motion to approve/accept the agenda items that were considered in closed session, as listed. The motion to approve the following three resolutions as a group was made by Ms. Long, seconded by Ms. Harris, and approved unanimously.

- **Resolutions for Approval of Emeritus/a Status (17)** - Attachment Z [Note: The resolution conveying emeritus status to M. Dwight Shelton, Jr., was approved in open session earlier in the Board meeting.]
- **Resolutions for Approval of Endowed Chairs, Professorships, or Fellowships (10)** - Attachment AA
- **Resolution to Approve Special Faculty Research Leave** - Attachment BB

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

\* \* \* \* \*

Upon motion by Ms. Long and second by Ms. Harris, unanimous approval was given to the resolution ratifying the **Personnel Changes Report including Addendum A** as considered in Closed Session. This item was reviewed by the Finance and Resource Management and the Academic, Research, and Student Affairs Committees. (Copy filed with the permanent minutes and marked Attachment CC.)

\* \* \* \* \*

Upon a motion by Mr. Petersen and second by Ms. Long, the meeting was adjourned at 2:47 p.m.

\* \* \* \* \*

The date of the next regular meeting is March 29-30, 2020, in Blacksburg, Virginia.

---

Horacio A. Valeiras, Rector

---

Kim O'Rourke, Secretary