

## **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

**Resolution to Establish an Administrative and Professional Faculty Representative to the Board of Visitors**

**WHEREAS**, CAPFA Resolution 2020-21A *Resolution to Approve the Constitution and Bylaws for the Administrative and Professional (A/P) Faculty Senate* was approved by University Council on February 15, 2021 and approved by the Board of Visitors on March 22, 2021; and

**WHEREAS**, CAPFA Resolution 2020-21B *Joint Resolution to Revise Shared Governance at Virginia Tech* was approved by University Council on February 15, 2021; and

**WHEREAS**, the A/P Faculty Senate Constitution and Bylaws outline the leadership, membership, and role of the A/P Faculty Senate; and

**WHEREAS**, there is wide recognition of the complexity of the university's governance and general acknowledgement of the need for administration, faculty, staff, and student participation in the conduct of university affairs; and

**WHEREAS**, at this time, there is a mechanism for representatives from the faculty, staff, and student body to meet regularly with the Board of Visitors, but there is no such structured opportunity for communication between the Administrative and Professional Faculty and the Board of Visitors;

**NOW, THEREFORE, BE IT RESOLVED** that the President of the Administrative and Professional Faculty Senate be invited to sit with the Board of Visitors in open session and, when recognized by the Rector of the Board, to speak on matters of which they may be able to make contribution;

**BE IT FURTHER RESOLVED**, that the President of the Administrative and Professional Faculty Senate be invited to sit with any committee of the Board of Visitors in open session and to provide information and advice as deemed appropriate by the chair of that committee; and

**BE IT FURTHER RESOLVED**, that this resolution will be effective immediately and that the By-laws of the Board of Visitors be updated accordingly.

**Recommendation:**

That the Resolution to Establish an Administrative and Professional Faculty Representative to the Board of Visitors be approved.

November 8, 2021