

OLD DOMINION UNIVERSITY

BOARD OF VISITORS
Thursday, September 18, 2014

MINUTES

The Board of Visitors of Old Dominion University met in regular session on Thursday, September 18, 2014, at 8:30 a.m. in the Board Room of Webb University Center on the Norfolk campus. Present from the Board were:

Fred J. Whyte, Rector
Carlton F. Bennett
David L. Bernd
J. William Cofer
Alton J. Harris
Andrea M. Kilmer
Mary Maniscalco-Theberge
Ross A. Mugler
Ronald C. Ripley
William D. Sessoms, Jr.
Lisa B. Smith
Judith O. Swystun
Robert M. Tata
Rodin Ndandula (*Student Representative*)

Absent were:

John F. Biagas
Richard T. Cheng
Barry M. Kornblau
Frank Reidy

Also present were:

John R. Broderick, President	Todd Johnson
Bruce Aird	Elizabeth Kersey
Alonzo Brandon	Rick LeMoal
Veronica Burke	Rick Massey
Jonathan Cawley	Donna W. Meeks
Jane Dané	Earl Nance
Traci Daniel	Ellen Neufeldt
Karen Eck	September Sanderlin
Morris Foster	Wood Selig
Giovanna Genard	Carol Simpson
Dillard George	Deb Swiecinski
Velvet Grant	Rusty Waterfield
David Harnage	Johnny Young
Scott Harrison	

CALL TO ORDER

The Rector called the meeting to order at 8:30 a.m. and welcomed the new members of the Board.

STRATEGIC PLAN UPDATE

President Broderick told the Board that he is seeking the Board's approval of the 2014-2019 Strategic Plan, recognizing that some of the aspirations and strategies will need to be refined following additional dialogue with the campus in the coming weeks. He noted that the plan was originally drafted under the assumption that the University would receive \$15M in new resources that were subsequently cut from the budget. The reduction in resources requires adjustments to the Plan and it is essential to reengage the campus in the fall to ensure they understand the necessary changes. For example, a necessary change relates to the proposed joint institute of public health with EVMS. While still a priority that should remain within our vision, the funding is no longer there to hire the faculty to support it.

Carol Simpson, Provost and Vice President for Academic Affairs, and Ellen Neufeldt, Vice President for Student Engagement and Enrollment Services, provided background on the process, which included participation and input from faculty, staff and students. They then reviewed the five goals of the Plan and their accompanying objectives. The five goals are: (1) enhance the University's academic and research excellence; (2) support student success from first point of contact through graduation and beyond; (3) enrich the quality of university life; (4) engage with the greater community; and (5) create an entrepreneurial culture to catalyze economic development.

Mr. Bernd stated that institutions are under economic pressure and he was glad to see that we're keeping the strategic plan even though the tactics may have to change and it may take longer to get there. It is important to maintain the strategic vision you have for the university.

Dr. Maniscalco-Theberge asked about the objective of raising the visibility of graduate education. Provost Simpson said that while Old Dominion has offered graduate education for a long time, the perception is it focuses primarily on undergraduate education. Creating a centralized graduate school will strengthen the visibility of the University's graduate presence and allow for pooling of resources for recruitment, retention and promotion as well as general services for graduate students.

Vice President Neufeldt emphasized the University's commitment to supporting student success, noting the 83% retention rate and 60% graduation rate goals, and said that the retention rate for fall is 81%. President Broderick noted Vice President Neufeldt and Jane Dané on their efforts to increase the retention rate.

Under the goal to enrich the quality of university life, the message was loud and clear as this went through the committee process that this was not only about our students, but also about our faculty and staff. As a result, the objective to evaluate the quality of university has been moved

up to a top priority, and Vice President Sanderlin and her staff are involved to ensure that the whole of the campus community, including the faculty and staff, are a focus in this effort. They are also taking leadership in developing a comprehensive talent management initiative, with the aim of helping people have the tools to succeed every day. Another very important objective is to promote the safety and well-being of the University community, an objective that was much appreciated by the Student Government Association when the Plan was presented to them.

President Broderick commented that the goal to enrich the quality of university life is essential in order to keep faculty, staff and students. Faculty and staff need to believe they belong in this plan in this role too and not just in the implementation role. He also emphasized the need to follow up evaluating and assessing with incorporating what was learned into the work life of the employees.

Under the goal to engage with the greater community, the University includes opportunities for service learning in some courses, including those available to freshmen, which allow students to engage in the community in a meaningful way. The administration will also expand and strengthen its engagement with international communities and internationally focused agencies, with the goal of becoming the focal point of community education on issues of regional and international importance such as the sea-level rise initiative. Continuing to enhance the University's collaboration with the military community remains a high priority, and the addition of Admiral David Architzel to the staff has strengthened this relationship.

Provost Simpson noted that the Center for Economic Development was changed to the Center for Enterprise Innovation under the last goal. The new executive director suggested the name change which he feels will resonate more with the external community. He also suggested the addition of the objective to foster a culture of idea commercialization among faculty and students. Dr. Maniscalco-Theberge suggested that alumni be included in that objective as well.

Vice President Neufeldt reviewed the rollout of the plan, noting that Board approval will be sought at the meeting in December. Provost Simpson reviewed the proposed indicators to measure implementation progress.

Mr. Mugler commended the work of the administration in developing the Strategic Plan and noted that he recalls reading about using executives-in residence or guest lecturers as instructors and encouraged the administration to continue pursuing these opportunities. Provost Simpson said that the University currently does this and noted, as an example, Betsy Duke of the Federal Reserve Board who is an executive-in-residence in the College of Business. Mr. Mugler suggested that we market her and others' relationship with the University.

Mr. Ripley said that the Plan is a good one and is broken down into five very distinct areas. He agreed with Mr. Mugler's comments about promoting what we are doing, and added that that is usually the most difficult things for businesses to do. He noted the transportation study ODU's Modeling & Simulation is doing for the City of Virginia Beach and the need to let the public know about this service the University brings to the community.

Mr. Bernd suggested that the University explore using distance learning as way to expand revenue, particularly in light of the current budget situation and the likelihood that shortfalls will occur for a number of years. President Broderick stated that the University has been reinventing its distance learning program over the past 18 months and are looking at where the University has a particular niche in this area, whether that's public procurement or nursing, for example, because we cannot with institutions like Liberty and Phoenix on all levels. The Provost said that there is a great amount of opportunity and the administration has been focusing on the same high quality programs that we offer on campus in an online format. That requires more work and resources to engage the students.

The Rector suggested that during these difficult budget times, it is incumbent upon the Board to revisit the Strategic Plan more frequently in order to ensure the progress of the Plan in relation to the financial resources of the institution. President Broderick noted that the implementation of the Board's dashboard as well the Board's website allows the administration to keep the Board informed of the progress of the Strategic Plan in addition to the formal presentations at meetings.

Rector Whyte clarified that the administration is asking for an endorsement of the five goals and major objectives that were presented, with the understanding that over the course of the fall the individual action items will be tweaked as needed to support the objectives. He suggested, however, that the Board first hear the report from Chief Operating Officer on the budget before voting on the Strategic Plan.

2014-2015 OPERATING BUDGET

President Broderick introduced the budget presentation by reminding the Board of the sequence of events with the passage of the budget in June when it had just been announced that University was losing the \$15M allocated by the General Assembly. We are now approaching the fourth month of the fiscal year and are still not quite certain what our budget will be, but expenses have already accrued to keep the institution running with the 25,000 students who arrived in August. David Harnage and the vice presidents have become quite adept at changing the budget at the last minutes and have done a great job of figuring out how we would operate regardless of the potential budget cuts. The University, however, did receive some reasonably good news from the Governor that will be shared later in the presentation.

Chief Operating Officer David Harnage said his goals for his presentation were: (1) to explain, document and gain approval on an amended operating budget; (2) to share the required 5% and 7% reduction plans that are due in Richmond tomorrow; and (3) to share what we believe will happen as a result of legislation that is currently up for consideration in Richmond and how that impacts the University.

Mr. Harnage reviewed the process that led to the development of the original budget approved in June (which included \$19.6M in new E&G and Equipment Trust Fund resources), the actions by the Governor and General Assembly to remove all new general funds from all higher education institution and state agencies (which for Old Dominion was \$15.3M), and the reappropriated \$2.4M in central funds to cover 56% of the total benefit costs (\$2.4M), bring the net loss of

general and central funds to \$12.9M. The President requested that the Vice Presidents regroup and collaborate on budget priorities. The group recommended to the President that existing resources continue to be reallocated to four institutional priorities (academic enterprise, student recruitment and enrollment management, campus infrastructure, and campus life and student retention) and that they be allocated on a one-time basis given the economic uncertainty. In addition, because the University's budget was developed based on conservative enrollment estimates, and actual and projected enrollment growth is now anticipated, \$1.8M in new tuition revenue is available. Taken together with the \$15.3M reduction and the \$2.4M in central funds, the net reduction is \$11.1M.

Mr. Harnage detailed the major proposed changes to the budget approved in June in the academic enterprise, student recruitment and enrollment management, campus infrastructure, and campus life and student retention. He commented that, in his opinion, the reduction of funds to hire 51 additional faculty members was the most painful consequence of the reduction. He pointed out the \$1.8M from the additional tuition revenue that will be used to fund a 1% one-time bonus for employees, which will be enacted once the situation with the state budget stabilizes. President Broderick emphasized the importance of rewarding the University's employees, especially when other institutions have been finding ways to do so, with one local institution built into its tuition increase a 3% salary increase.

Chief Operating Office Harnage stated that the University is seeking the Board's support to amend the original \$276M budget to \$265M, which addresses the \$11.1M loss in resources but still preserves \$1.8M in reserve. Upon a motion made by Ms. Swystun and seconded by Dr. Maniscalco-Theberge, the following resolution was approved by all members present and voting. (*Bennett, Bernd, Biagas, Cofer, Harris, Kilmer, Maniscalco-Theberge, Mugler, Ripley, Smith, Swystun, Tata*)

**RESOLUTION APPROVING 2014-2015 AMENDED
OPERATING BUDGET AND PLAN**

RESOLVED, that upon the recommendation of the President, the Board of Visitors approves the amended expenditure plan as displayed below as the University's 2014-2015 Operating Budget and Plan. This amended plan is subject to additional revisions pending final decisions on the University's State Mandated Reduction Plan.

EXPENDITURES	2014-15 Approved	2014-2015 Amended
	Budget Plan	Budget Plan
E&G		
Instruction	\$132,680	\$125,508
Research & Sponsored Programs	\$5,059	\$5,059
Public Service	\$258	\$258
Academic Support	\$46,938	\$45,921
Student Services	\$16,593	\$15,783
Institutional Support	\$40,375	\$39,053
Operations & Maintenance of Plant	\$29,749	\$29,592
Scholarships & Fellowships	\$1,800	\$1,800
Subtotal	\$273,452	\$262,974
Allocation to E&G Reserve	\$2,500	\$1,800
Total E&G	\$275,952	\$264,774
Auxiliary Services	\$102,250	\$102,250
Grants & Contracts	\$10,137	\$10,137
Gifts & Discretionary	\$11,105	\$11,105
Scholarships & Fellowships	\$50,253	\$50,253
Student Loan Funds	\$130,000	\$130,000
Total University Expenditures	\$579,697	\$568,519
Summary of University Revenues & Expenditures		
Revenues	\$585,284	\$574,106
Expenditures	\$579,697	\$568,519
Net	\$5,587	\$5,587
Commitment to Auxiliary Capital Reserve	\$5,587	\$5,587
Contributions to/(Use of) Fund Balance	\$0	\$0

The Rector congratulated President Broderick and Chief Operating Officer Harnage on developing an amended budget in a very short period of time. Mr. Harnage stated it was a team effort.

Mr. Harnage continued his report, stating the University (along with all higher education institutions) has received instructions for submitting 5% and 7% budget reduction plans to the Commonwealth, which is due tomorrow. A 5% reduction would reduce the general fund resources of the University by \$5.6M in the current year, which, this far into the year, would magnify the impact of such a loss. On a cash basis, the total plan requires a \$7.8M reduction in cash over two years.

Mr. Mugler asked what impact this would have on tuition and Mr. Harnage stated that the University would need a 7% tuition increase just to break even. However, the Vice Presidents recommended to the President a strategy to address the potential reductions, which he shared with the Board and noted would impact the academic enterprise of the institution. He noted that, in an effort to protect jobs, the proposal includes reduction of vacant positions only.

Subsequently, the Governor and the General Assembly have developed legislation (HB 5010) that gives specific reduction targets to institutions. Old Dominion's reduction of 2.1% is the lowest among the six doctoral institutions. Mr. Harnage commented that he has never seen the funding level of the institution be an influencing factor on reduction target. This did not happen by chance. President Broderick, Elizabeth Kersey, and several Board members spent a lot of time working on this and all of higher education has benefitted from that investment. Not only did those efforts influence higher education in total, but it specifically influenced this institution. He expressed how thankful he is for those efforts, because it has made a huge difference for Old Dominion University. President Broderick specifically thanked Ross Mugler, Carlton Bennett and Will Sessions for taking his requests to call the Governor. He spoke to the Governor as well, and he and Elizabeth spoke to the collective heads of the House and Senate and the head of SCHEV. These efforts may have gotten the Governor to review the whole fairness piece for higher education and the calls from our board members played a significant role.

President Broderick said that the bill will be voted on by the House and the Senate by the end of the day, likely before the end of today's meetings. Mr. Harnage said that once the voting is complete and our reduction target is firm, the administration will once again develop an amended budget. The intent is to develop and execute the amended budget based on adoption of the objectives of the Strategic Plan.

Dr. Maniscalco-Therberge made a motion to adopt the goals of the 2014-2019 Strategic Plan with the understanding that the Plan would be further refined and brought before the Board for final approval in December. The motion was duly seconded and approved by all members present and voting. *(Bennett, Bernd, Biagas, Cofer, Harris, Kilmer, Maniscalco-Theberge, Mugler, Ripley, Sessoms, Smith, Swystun, Tata)*

REVISIONS TO BOARD OF VISITORS BYLAWS AND PROPOSAL TO RESCIND BOARD POLICY 1013

University Counsel Earl Nance presented the proposed Bylaws revisions for approval. He noted that the required 45-day notice period was given and the revisions proposed provide consistency with how the institution and Board has evolved. He pointed out that the proposed amendment to Section 6.01 (b) that was to have eliminated the requirement to report budget changes of \$250,000 or more to the Board is being removed from consideration after discussion with one of the Board members, and the administration will continue to report budget variances of \$250,000 or more in the Dashboards that are distributed in advance of every meeting. Mr. Mugler stated that he appreciated the change, which he had suggested, and provided some background on why the Board added that provision to the Bylaws. He noted that a previous board had included in the Bylaws the requirement of board approval of budget changes of \$100,000 or more. It was subsequently revised to require only that budget changes of the \$250,000 or more be reported to the Board, so that the Board maintained its fiduciary oversight without tying the administration's hands.

Upon a motion made by Dr. Maniscalco-Theberge and seconded by Mr. Harris, the following resolution to approve amendments to the Board's Bylaws was approved by all members present and voting. (*Bennett, Bernd, Biagas, Cofer, Harris, Kilmer, Maniscalco-Theberge, Mugler, Ripley, Sessoms, Smith, Swystun, Tata*)

PROPOSED AMENDMENTS TO THE BOARD OF VISITORS' BYLAWS

RESOLVED, that the Board of Visitors approves the following amendments to the Board of Visitors' Bylaws.

**BYLAWS
OF THE OLD DOMINION UNIVERSITY
BOARD OF VISITORS**

PREFACE

The Board of Visitors adopts the Bylaws that follow for the orderly and efficient conduct of its meetings and the business of Old Dominion University. This preface is to provide a brief overview of the source of the Board's authority as a public institution of higher education, and a component of the executive branch of the government of Virginia.

The Virginia statutes specific, or organic to the University, Va. Code §§ 23-49.11 through 23-49.22, might be thought of as the University's charter. These statutes constitute the Board of Visitors as a public corporation named "Old Dominion University," and set the corporation's basic purpose and authority. Other statutes apply to all of the Commonwealth's institutions of higher education to impose other duties and confer additional powers. The University is also subject, along with all agencies of the executive branch of the state government, to such statutes as, for example, the Virginia Freedom of Information Act which governs, *inter alia*, the circumstances under which a public body, such as this Board, may meet in closed session. Ultimately, however, the University's operations are dependent on the terms

of the Appropriations Act adopted biannually in the even numbered years by the Virginia legislature, the General Assembly, and amended in the odd numbered years. Finally, it is to be noted that the Commonwealth's agencies and institutions are not as a rule subject to the general statutes of Virginia, as well as the ordinances enacted by the local governments, unless the General Assembly expressly provides otherwise.

Members of the Board, the University staff, and the public should be aware at all times that the authority conferred on the Board of Visitors by the General Assembly resides solely in the Board. That is, no visitor or other individual, regardless of title or position, shall speak for, or exercise the Board's authority except to the extent that the Board may so provide by delegation contained in these Bylaws, or by other action of the Board.

The Commonwealth demands institutional direction by a Board composed of active, informed, and engaged visitors. As a measure of this need, the General Assembly provided that if any member of the Board should fail to perform the duties of a visitor for a year, without sufficient cause, the Board shall certify the same to the Governor; and the office of that member shall then be vacant.

ARTICLE I

Power, Authority, and Duties

1.01. Role and Responsibilities. The Board of Visitors is the body responsible for the University. The Board's trust includes the following responsibilities.

(a) Presidential Selection and Oversight. The Board's most important responsibility is selection (§ 4.04. of these Bylaws) and oversight (§ 6.01(f) of these Bylaws) of the University President. The President reports only to the Board and it is the responsibility of the Board to ensure that the President is implementing the Board's formally adopted policies and efficiently and effectively accomplishing the University's goals.

(b) University Mission. The Board is responsible for ensuring that the University's mission reflects and directs the relative commitment to undergraduate, graduate, and professional programs, as well as an appropriate balance among instruction, research, and service.

(c) Strategic Planning. The Board is responsible for ensuring there is an ongoing strategic planning process and overseeing its implementation. In conjunction with the President, and in consultation with the faculty, other internal groups, and external constituencies, the Board shall take an active part in developing priorities and goals essential to the accomplishment of the University's mission, allocation of resources, and measurement of success.

(d) University Budget. The Board is responsible for ensuring that the University's mission, priorities, and goals are visible in and expressed through its budget. The budget shall reflect the priorities developed in the strategic planning process. The Board shall periodically review and approve the University's annual budget and work in conjunction with the

President and his/her administration that are accountable for directing a process that seeks input from the Board.

(e) Academic Integrity. The Board is responsible for advancing and protecting the academic quality of the education offered by the University including, but not limited to considering, strategic planning, admission standards, graduation requirements, grading policies, use of technology in the classroom, and faculty structure, development, productivity, priorities, and incentives for outstanding teaching.

(f) Research Integrity. The Board is responsible for promoting and preserving excellence in basic and applied research.

(g) Student Quality of Life. The Board is responsible for assuring the high quality of student life necessary to ensure that higher education achievement can take place in an environment conducive to a high level of learning.

(h) Affiliated Foundations. The Board is responsible for assuring that priorities for fund raising, research, athletics, real estate acquisition and disposal, and other affiliated foundation activities are consistent with the University's mission, priorities, and goals. While the Board recognizes the independent governance of these private activities, the Board is responsible for private resources contributed to the University for public purpose. Guidelines for the exercise of this responsibility are contained in the Board Policies and Procedures Manual (see Article VIII of these Bylaws) and affiliation agreements.

(i) Audit Planning and Review. The Board is responsible for the selection of accountability measures, review of results, and determination of how effectively its policies have been implemented through the audit process; i.e., whether the University's allocation of resources is consistent with the Board's priorities and with the University' financial position.

(j) Fiscal Efficiency. In its review and approval of the University's annual operating budget and the setting of tuition and fees, the Board is ultimately responsible for assuring fiscal efficiency; i.e., the cost-effective operation of the University.

(k) University~~Institutional~~ Advancement. The Board is responsible for promoting the academic purpose, strategic initiatives, service, and solvency of the University among its many constituents by communicating the institution's accomplishments, sharing its vision for the future, relating the community to the campus and the campus to the community, maintaining constituent trust, and engaging the larger local, national and international community in partnerships to achieve University goals and objectives.

ARTICLE II

Members

§ 2.01. Resignation. Any member of the Board of Visitors may resign at any time by providing notice to the Governor. Notice also shall be provided to the Rector so that the Board can take measures to accommodate said resignation. Such resignation shall take effect at the

time specified in such notice and, unless otherwise specified therein, the acceptance of said resignation shall not be necessary to make it effective.

§ 2.02. (Reserved)

§ 2.03. Visitors Emeriti. In recognition of the invaluable service rendered to the University during their appointments to the Board of Visitors and the informed counsel they are capable of providing after their terms expire, former members of the Board shall be designated Visitors Emeriti. They shall be entitled to ~~have access to receive copies of~~ minutes of the regular Board meetings posted online and be invited to meet at least once each year with current members of the Board at a social or other function hosted by the Board of Visitors.

ARTICLE III Meetings

§ 3.01. Regular Meetings. Regular meetings of the Board of Visitors shall be held no less frequently than four times each year on such dates and in such places as may be set by the Rector and the Board of Visitors. Regular meetings scheduled annually in excess of the four published regular meetings shall be announced to Board members, University staff, and the public at least 30 calendar days prior to the day the regular meeting is to be convened to assure maximum participation, the three day statutory notification notwithstanding. The regular meeting during the month of June of each year shall be the annual meeting.

§ 3.02. Special Meetings. Special meetings of the Board may be called by the Rector, or, in his/her absence or disability, by the Vice Rector, or by any three Visitors at such dates, times, and places, with agenda, as may be specified in the call for such meeting.

§ 3.03. Emergency Meetings. Emergency meetings are special meetings and may be called by giving reasonable notice to all members and the public whenever in the judgment of the Rector, in consultation with the President, there is an emergency. A quorum of five voting members shall be sufficient to transact any business with respect to said emergency, except declarations of fiscal exigency. Declarations of fiscal exigency only must be made by an affirmative vote of at least 12 voting members.

§ 3.04. Special and Emergency Meeting Notice. For special meetings under normal, non-emergency circumstances, three days' notice shall be given of the date, time, place, and agenda of all non-electronic communication meetings, by the Secretary/Executive Secretary of the Board. Emergency meeting notice shall be provided, as reasonably timely as possible under the circumstances, and be given contemporaneously to the public with notice provided to Board members.

§ 3.05. Quorum. (Effective July 1, 2002) A majority of voting members of the Board of Visitors serving at any time shall constitute a quorum (§ 23-49.17(b), *Code of Virginia*).

§ 3.06. Order of Business. The order of business at meetings is set forth in the Board Policy and Procedures, unless modified at the discretion of the Rector with the modification(s)

approved by a majority of the voting Board members present. Matters to be placed on the Board's regular and special meeting agenda and requests for public comment shall be brought to the attention of the Rector or the President in writing at least 15 calendar days in advance of the meeting at which the issue is to be addressed or public comment accepted. Reports of invited representatives and anticipated issues or resolutions requiring Board decisions under unfinished and new business and the point or points during the meeting where public comment will be accepted will be specified in the published pre-meeting agenda. Such agenda shall be distributed to all Board members at least seven days prior to each regularly scheduled Board meeting. Supplementary agenda items originating after distribution of the pre-meeting agenda shall be provided to all Board members as soon as they are identified and may be considered if confirmed by a majority of the voting members of the Board.

§ 3.07. Conduct of Business. All meetings shall be conducted in accordance with the *Code of Virginia*, these Bylaws, Board Policies and Procedures, and *Robert's Rules of Order Newly Revised*, in order of descending precedence. The Vice Rector shall serve as Board parliamentarian for purposes of interpreting *Robert's Rules of Order Newly Revised*. The Board shall request the presence of the University's— legal representative at all open and closed meetings and committee meetings except those where the President is being evaluated or presenting portions of his/her Annual Report dealing with the evaluation of University officers, unless otherwise directed by the Attorney General. At the Board's discretion, it may request the presence of the University's legal representative during evaluations if it is considering: (1) whether the party or parties involved are in breach of his/her contract; (2) or the Board is seeking legal advice about the amounts and methods of compensating the President or other officers involved.

§ 3.08. Voting Procedures. ~~Votes on substantive matters shall be taken by roll-call vote, conducted by the Secretary, of all voting members supporting, opposing, or abstaining from the matter. Incidental or procedural~~ Except when a roll-call vote is specifically requested by any member of the Board, motions (e.g., adjournment) shall ~~may~~ be carried or defeated by voice vote, ~~with the Secretary noting members supporting, opposing, or abstaining from the matter.~~ However, all votes taken during electronic communication meetings shall be by roll-call and so recorded in the meeting minutes (§ 2.2-3708.D., *Code of Virginia*). No proxies, secret, or written ballots are authorized in any Board meeting (§ 2.2-3710., *Code of Virginia*). The roll-call vote shall be recorded in the minutes by the Secretary calling the roll. Should members attending the meeting be absent for the vote, their absence shall be noted in the minutes. The Student Representative to the Board of Visitors is a non-voting member, but his/her comment regarding an issue may be recorded in the minutes.

ARTICLE IV Committees

§ 4.01. Executive Committee.

(a) Composition. The Executive Committee shall consist of eight members of the Board, three of whom shall be the elected officers of the Board. The remaining members of the Executive Committee shall be the chairs of each standing committee of the Board.

Vacancies, other than Board officers who must be elected, may be filled at any time by appointment of the Rector and confirmation by the Board. In the event a standing committee chair is also an elected officer, the vice chair of that particular standing committee shall be a member of the executive committee to maintain the executive committee membership at eight members. A quorum of the Executive Committee shall consist of three Executive Committee members. In the absence of standing committee chairs, standing committee vice chairs may serve on the Executive Committee and count towards a quorum as directed by the Rector.

(b) Duties and Authority. The Executive Committee shall meet upon the call of the Rector or the President. The Executive Committee shall have the power of the Board to take such actions as are necessary to direct the affairs of the University between meetings of the Board. The full Board must be notified of all actions taken by the Executive Committee and all actions must be ratified by the Board at its next regular or a special meeting called for that purpose in emergency situations. The committee shall coordinate the policy development and the goals/objectives of all Board committees and shall recommend the means whereby the Board will assess its effectiveness in accordance with § 9.03 of these Bylaws. A complete record of all actions of the Executive Committee shall be maintained by the Secretary and shall be provided to each member of the Board within 15 working days after the Executive Committee meeting at which such actions were taken. All members of the Board shall be invited to attend Executive Committee meetings and all Board members in attendance at an Executive Committee shall be entitled to vote. Meeting notices shall be provided as set forth in § 3.04 of these Bylaws.

§ 4.02. Standing Committees. In addition to the Executive Committee, the standing committees of the Board shall consist of the Academic and Research Advancement Committee, ~~University Institutional~~ Advancement Committee, Administration and Finance Committee, the Student ~~Enhancement and Engagement Advancement~~ Committee, and the Audit Committee. The chairs and members of the five standing committees shall be appointed by the Rector, after consultation with the parties involved, ~~and approved by the Board at the meeting at which the appointments are proposed by the Rector,~~ for terms of two years, and shall serve until their successors have been duly appointed. All members subsequently may be reappointed from year to year. Board members shall typically serve on two standing committees, except that those who are appointed to serve on the Audit Committee may serve on three standing committees. The chairs of standing committees shall serve until their successors have been duly appointed. Officer vacancies shall be filled in accordance with § 5.04 of these Bylaws and Standing Committee chair vacancies (versus temporary absences) may be filled at any time by appointment of the Rector and confirmation by the Board. A quorum of each of the standing committees shall consist of three voting Visitors who are committee members. The Rector and Vice Rector are deemed committee members for all purposes, including a quorum. The agenda for each regular Board meeting shall include reports by committees, to the Board. Unless otherwise specifically provided by the Board, decisions/recommendations of standing committees (except decisions by the Academic and Research Advancement Committee on review of negative tenure decisions and the approval of the annual internal compliance and operations audit plan by the Audit Committee) are advisory and must be ratified and approved by the Board of Visitors.

(a) Academic and Research Advancement Committee. The Academic and Research Advancement Committee supports the Board's responsibility to advance and protect the academic quality of the education and research offered by the University. The Committee shall make recommendations to the Board on the academic mission, purpose, strategic plans, important academic and research initiatives, and regular and special programs of the University; on awards and honorary degrees; on faculty personnel appointments, policies and procedures, including tenured appointments, policies, and procedures; ~~and on student recruitment and admissions criteria and policies~~. The Academic and Research Advancement Committee is designated by the Board as the committee with the responsibility of responding, on behalf of the Board, to requests from faculty for review of negative tenure decisions. In the case the Committee recommends in favor of tenure, this must be approved by the Board. A negative decision is final. The Committee may meet, as it deems necessary, with faculty, staff representatives, and other University members as requested through the President.

(b) University Institutional Advancement Committee. The University Institutional Advancement Committee supports the Board's responsibility for relations with affiliated foundations and is responsible for making recommendations to the Board on matters and policies pertaining to the University's government relations, fund raising, community (including military) and public relations, and alumni activities.

(c) Administration and Finance Committee. The Administration and Finance Committee supports the Board's responsibilities for the budget process, accountability, and fiscal efficiency in general. The Committee is responsible for making recommendations to the Board on matters pertaining to the purchase, lease, sale, construction, and maintenance of University owned or controlled land and buildings; on fiscal policies; oversight of the fiscal accounts and operations of the University, including budget, investments, and the impact of the foregoing on the University's overall fiscal condition, mission and purpose. ~~The Committee may also receive reports from the University Auditor on matters of economy, efficiency and effectiveness of operations and internal controls.~~

(d) Student Enhancement and Engagement Advancement Committee. The Student Enhancement and Engagement Advancement Committee supports the Board's responsibilities for ensuring student quality of life and fiscal affordability. The Committee is responsible for making recommendations to the Board on matters and policies pertaining to students and shall continuously assess and appraise the quality of student life. It shall review policies relating to student rights, responsibilities, conduct, and discipline, including matters related to the student honor system. The Committee shall consider issues concerning student organizations and their funding, extracurricular activities, and matters related to student government and appropriate student participation in University governance by all types of students and on student recruitment and admissions criteria and policies. The Committee shall review athletic policy and programs, both intramural and intercollegiate, and shall make appropriate recommendations to the Board.

(e) Audit Committee. The Audit Committee helps the Board fulfill its financial oversight and compliance responsibilities. The Committee is responsible for (1) oversight of financial reporting and financial statement matters and any critical accounting and

reporting issues; (2) reviewing annually the audited financial statements with internal auditors, determining that the administration has been open and has acted in good faith in connection with the audit; and (3) oversight of the internal audit function, including receiving reports and approval of the annual audit plan. Members of the Audit Committee should have some basic knowledge of generally-accepted accounting procedures and financial reporting and controls. Members of the Audit Committee may serve on the Administration and Finance Committee; however, a majority of the Audit Committee may not serve on the Administration and Finance Committee. The Committee may also receive reports from the University Auditor on matters of economy, efficiency and effectiveness of operations and internal controls.

(f) Additional Responsibilities. Each standing committee shall periodically review Board Policies and Procedures in its areas of responsibility and recommend revisions as necessary. The standing committees shall have such other duties and responsibilities as are assigned to them by the Board or by the Rector, subject to the Board's approval. ~~In accordance with the preceding and after consulting with their respective committees and appropriate University officials, committee chairs shall present goals/objectives for the coming year at the Executive Committee meeting set by the Rector. Goals/objectives shall be initiatives consistent with the mission of each standing committee as set forth in subparagraphs (a) through (d) in this Bylaws section, and previously initiated goals and objectives of the University and the Board's Standing Committees.~~

§ 4.03. Nominating Committee. The Nominating Committee is responsible for nominating Board members for Board officer positions. In even numbered years, at the annual June meeting of the Board, a Nominating Committee of an odd number of not less than three members along with two alternates shall be elected by the Board. The Committee shall meet at the same meeting during which it is created to elect its chair. The Nominating Committee shall consult with the Rector, the President, and all other Board members about the needs of the University without being bound by their suggestions.

(a) Nominations. The Nominating Committee shall post a call for nominations for officers from the Board no later than July 15. Nominations shall be submitted in writing to the committee chair and shall be due no later than ~~1431~~31 days following the date of the call for nominations. Members of the Board may feel free to nominate themselves for an office to the chair of the Nominating Committee. Nominees for officers must have more than one year remaining on their terms of appointment. The Nominating Committee should give priority to nominating members for office whose terms of appointment on the Board do not expire simultaneously so the Board shall not be without a presiding officer.

(b) Presentation of Nominations. The Nominating Committee shall meet at least ~~1430~~ days prior to the September ~~Fall~~ Board meeting to determine the nominations to be presented to the Board. The recommendation of the nominating committee shall be distributed with the announcement of the meeting of the Board of Visitors in the even numbered year in which the election of officers is to be held. At that meeting, the nominating committee shall present one candidate for each office for election in accordance with § 5.01 of these Bylaws. Nominations from the floor may be made from the floor prior to such election.

(c) Committee Vacancies. In the event a member of the Nominating Committee cannot serve or becomes a candidate for an office for which the committee is selecting candidates, he/she shall resign from the committee immediately and the Rector shall immediately appoint a previously elected alternate as a replacement. Should circumstances require additional alternates, they shall be elected by the Executive Committee at a special meeting convened for that purpose.

(d) Officer Vacancies. The Nominating Committee may be elected by Board members at a regular or special meeting to fill vacant officer positions that may be created. The Nominating Committee shall then meet as required by § 5.04, Vacancies, of these Bylaws.

§ 4.04. Presidential Search Committee. As necessary, but not later than the first regular meeting of the Board after the President expresses to the Board his/her intent to step down or leave the University or departs under other circumstances (e.g., prolonged illness or death), the Board shall elect a Presidential Search Committee of five or more Board members, along with two alternates, and may include no more than four non-Board members as non-voting members to that committee. The Committee, whose mission is to search for and select the best possible choices for a new president, shall meet at the same meeting at which it is created to elect its chair who must be a voting Board member, regardless of whether nonmember appointments have been made. All Committee meetings shall be held in conformity with the provisions of the Freedom of Information Act and its exceptions.

(a) University Needs. The Presidential Search Committee shall consult with the Rector, the President, other members of the Board of Visitors, the faculty, the alumni and students, and the community about the needs of the University. The Board may secure the services of a search firm or consultant to assist in the search and selection. The Board may also immediately commission the conduct of an institutional review by a reputable agency or consultant.

(b) Practices and Procedures. The Committee shall prepare a search budget and a range of compensation for the next president, both of which shall be approved by the Board early in the search process. The Board shall be kept informed of the Committee's progress and expenses incurred and anticipated at regular Board and Executive Committee meetings by the committee chair. The search committee shall consider external and internal candidates equally, based on the depth of their experience and the needs of the University. The Committee's duties shall be completed when it recommends the requisite number of candidates previously specified by the Board to the Board for consideration, unless the Board requests that other candidates be brought forth or the search be continued. Approval of a candidate requires the affirmative vote of at least nine voting members of the Board.

(c) Committee Vacancies. In the event a member of the Presidential Search Committee cannot serve, he/she shall resign from the Committee immediately and the Rector shall promptly appoint a previously elected alternate as a replacement. Should circumstances require additional alternates, they shall be elected by the Board at the next regular Board or Executive Committee meeting or, if necessary, at a special meeting convened for that purpose.

(d) Unexpected Vacancy in the President's Position. In case of an unplanned vacancy in the position of the President, the Board shall expeditiously designate an Acting President to serve until a President shall be appointed by the Board and installed in the office. The Board shall hold an emergency meeting and proceed with the preceding provisions of this section of the Bylaws. The Presidential Selection Committee shall be tasked to select expeditiously the best possible choice for the Acting President following the procedures outlined in this section of the Bylaws.– In the interim, ~~the Provost and Vice President for Academic Affairs shall act as the University's Acting President.~~ the terms of University Policy #1010 (the University Succession Policy) shall determine who shall exercise executive authority for the University.

§ 4.05. Special Committees. Special or *ad hoc* committees may be created at any time either by action of the Board of Visitors, or by written direction of the Rector with the approval of the Board. Special committees shall consist of no fewer than three members appointed by the Rector who shall appoint the chair, and fill vacancies in consultation with the Chair. The Rector shall also have the power to change the membership of special committees at any time with the concurrence of the chair and the Board, unless it is the chair who is to be removed. In making initial or subsequent assignments of individuals to special committees, the Rector shall take volunteers into account. Special committees ~~shall have a life-~~ specified by the Board at the time of constitution, shall be subject to annual reviews, and may be renewed for a specified period by action of the Board. At the time the special committee is created, its mission shall be specifically established and articulated either by action of the Board or by written direction of the Rector with approval of the Board. The resolution of the Board or the direction of the Rector shall specify the time the special committee is to make its report to the Board.

§ 4.06. Subcommittees. Committees may appoint subcommittees of not less than three voting Board members from within their memberships to consider such specific business as required, subject to Board approval of such subcommittee's creation.

§ 4.07. Appointment of Non-Board Advisors to Committees. Non-Board members cannot be appointed to Board of Visitors committees without the Board approving each individually named proposed member. The advisors who are approved for membership shall serve under the same conditions as Board members; however, they shall serve in a non-voting, advisory capacity.

§ 4.08. Attendance. Board of Visitors members are entitled to attend all Board functions, including open and closed meetings of Board committees. Where conflicts arise due to several committees meeting simultaneously, the Board member shall give priority to the standing committee to which he/she has been assigned, unless excused by the standing committee chair and the Rector.

§ 4.09. Notice and Conduct. The chair, or vice chair acting on behalf of the chair, or a majority of the membership of the committee or subcommittee, may call meetings. Committee meetings shall be noticed in the same manner as Board meetings as set forth in § 4.04 of these Bylaws. The conduct of business of any committee or subcommittee shall be governed by the procedures set forth in these Bylaws.

§ 4.10. Removal. Standing and special committee chairs only may be removed by the Rector with prior approval of the Board, with at least nine voting members voting in the affirmative for removal. Members or advisors may be removed from Board committees on the recommendation of the committee chair and approved by a majority of committee members, after an affirmative vote by a majority of Board members attending the meeting at which the recommendation is presented.

ARTICLE V

Board Officers

§ 5.01. Officers Elected from the Board. The officers to be elected from the members of the Board of Visitors shall be the Rector, Vice Rector, and Secretary. Officers must have at least one year remaining in their terms. At the first regular meeting after July 1 of even numbered years, the Board shall elect its officers from its own body (§ 23-49.17(b), *Code of Virginia*). Newly elected officers shall take office immediately following the close of the meeting at which elected and shall serve for a term of two years, or until their successors have been elected. Officers must be elected by an affirmative vote of at least nine voting members of the Board. Officers may not hold the same office for more than one term. For purposes of the preceding sentence, service of a partial term of one year or less shall not be considered.

§ 5.02. Removal. At any meeting of the Board of Visitors, any elected officer may be removed, either with or without cause, by an affirmative vote of at least nine voting members of the Board of Visitors.

§ 5.03. Resignation. Any elected officer may resign at any time by giving written notice to the Board of Visitors, to the Rector, or to the Secretary. Any such resignation shall take effect at the time specified in such notice and the acceptance of such resignation shall not be necessary to make it effective.

§ 5.04. Vacancies. Vacancies in any office shall be reported to the Board as soon as possible after notice is received. The vacancy shall be filled for the unexpired term by the Board of Visitors at the meeting during which the vacancy is first created or discovered by immediately electing a Nominating Committee as outlined in § 4.03 of these Bylaws and electing an officer or officers at the current, or special, or next regular meeting to fill vacancies. The election shall require an affirmative vote of at least nine voting members of the Board. In the temporary absence of all three officers, the Board shall elect one of its voting members to preside.

§ 5.05. Rector. The Rector shall serve as the presiding officer, spokesperson, and designated representative of the Board.

(a) Duties. The Rector shall preside at all meetings of the Board and its Executive Committee. As presiding officer, the Rector has an obligation to ensure that all sides of a pending question are heard and, though not required, he/she may voluntarily step aside and have the next senior officer present preside or appoint a temporary chair if the Rector wishes to enter into the debate. The Rector's relationship with other Board members is as an equal among

equals with no authority over other Board members except as stated in *Robert's Rules of Order Newly Revised*. The Rector is the liaison between the Board and the President who works for the entire Board. The Rector shall maintain the integrity of Board procedures and facilitate a high level of interest, involvement, and activity among the Board members ~~(Board Policies and Procedures Manual)~~.

(b) Authority. The Rector has no authority to act on behalf of the Board or the University except as that authority is expressly delegated to the incumbent by these Bylaws or a majority vote of the Board prior to the initiation of such activities.

(c) Committees. The Rector shall serve as *ex-officio* member of all committees of the Board, except the Nominating and Presidential Search Committees, and appoint all standing and *ad hoc* committee members with the approval of the Board, except members to the Nominating and Presidential Search Committees.

(d) Board Meeting Agenda. The Rector shall determine, in consultation with the President, committee chairs, and other Board members, business to be brought before meetings of the Board, act as the Board's spokesperson, and perform such other duties as are incident to the presiding officer of the Board, or as may be assigned by the Board.

~~(e) Board of Visitors Operating Budget. The Rector shall provide guidance to the Vice Rector and the Executive Secretary to the Board in the development of a budget for Board operations (§ 10.04 of these Bylaws) annually as required by the budgeting cycle.~~

§ 5.06. Vice Rector. The Vice Rector shall serve as *ex-officio* member of all standing committees of the Board, except the nominating committee, and shall perform the duties of the Rector in the Rector's absence and such other special duties as are assigned by the Rector. The Vice Rector shall serve as Board parliamentarian. ~~He/she shall be responsible for presenting Executive Committee reports at regular meetings and tracking and reporting unfinished business. The Vice Rector shall be responsible for formulating the Board of Visitors Operating Budget (see Bylaws § 9.04) for presentation to the Board for approval at the Spring regular meeting and shall regularly ensure that the status of the Board Budget Account is reported at each regular and Executive Committee meeting.~~

§ 5.07. Secretary. The Secretary shall take or supervise the taking of minutes of the open meetings of the Board and the Executive Committee, have constructive custody of all books and records of the Board, supervise the issuance of notices of meetings of the Board and Executive Committee in advance of the meeting, have constructive custody of the Seal of the University and affix the Seal to any instrument as authorized by the Board, the Rector, the Vice Rector, or President. ~~The Secretary shall represent the Board and preside at the meetings of the Board and its Executive Committee in the absence of the Rector and Vice Rector, and perform such other duties as are incident to the office (see Bylaws § 7.04 and Article VIII) or as may from time to time be assigned by the Board. When directed by the Board, the Secretary shall take the minutes of closed meetings and be responsible for the security of draft minutes and audio recordings of closed meetings. The Secretary shall be responsible for ensuring that all Board of Visitors' reports required by the Commonwealth are submitted in a timely manner by the Rector.~~

§ 5.08. Other Representatives of the Board. From time to time, the Rector may designate a member of the Board, who is not an officer, to represent the Board on special occasions or for special ceremonies. Any member so designated shall be limited in his/her actions on behalf of the Board by the express role delegated by the Board for each occasion. The Rector only shall delegate his/her role as Board spokesperson for policy and other Board matters to other Board officers.

ARTICLE VI

University Administrative Officers

§ 6.01. The President. The President of the University is appointed by the Board of Visitors and serves at the pleasure of the Board and may be removed only by an affirmative vote of at least nine voting Board members. The President is the chief executive and academic officer of the University and has direct charge of and is responsible to the Board for the operation of the University. The President shall submit to the Board, in writing, an annual report on the condition of the University.

- (a) Responsibilities of the President include, but are not limited to:
- (1) Providing leadership in the development of the University's mission and programs;
 - (2) Providing leadership for the governance of the University's faculty, all other University employees, and students;
 - (3) Balancing the University's revenues and expenditures, managing the University's funds and other resources, assuring the financial integrity of the University, and reporting the financial condition of the University to the Board, on a regular basis.
 - (4) Managing and personally participating in public and private fund-raising;
 - (5) Managing the University's facilities;
 - (6) Implementing the Policies and Procedures of the Board relating to University operations.
 - (7) Making recommendations to the Board concerning the initial appointment of faculty, the award of tenure to faculty, and the granting of emeritus status;
 - (8) Making recommendations to the Board concerning the comprehensive fee to be charged to students and setting other fees including, but not limited to, fees for certain vocational, non-credit,

institute and specialized courses based on the type of courses and the cost of instruction;

- (9) Recommending to the Board a management structure for the University and the organization of the University's academic programs into colleges, schools, departments, divisions, and centers of instruction;
- (10) Making other recommendations, as necessary, to the Board or to Board committees with regard to matters falling within the authority of the Board;
- (11) Speaking on behalf of the University as its official spokesperson and representing the University as its designated representative;
- (12) Presiding over official meetings and functions of the University, except Board of Visitors meetings and Board-sponsored events;
- (13) Keeping the Rector informed and informing the Board of actions taken by the President on behalf of the Board and of the development of critical or controversial issues at the next regular Board meeting, or sooner via correspondence as the situation warrants;
- (14) Reviewing, accepting, modifying, or rejecting recommendations of the campus governance bodies, or causing such activities to be done, with respect to any matter concerning academic policy, programs, or procedures, presenting to the Board all formal recommendations on such matters and ensuring that significant dissenting positions are reported, and formally informing the faculty and other governance bodies of the Board's position in those areas where their interests and well-being are affected; and
- (15) Performing such other specific responsibilities as are required by the Policies and Procedures of the Board or by the laws and regulations of the Commonwealth of Virginia.

(b) As the University's designated representative, the President is delegated the general authority to act on behalf of the University and the Board of Visitors, except in the selection and contracting of a new president.

(c) The authority of the President to act on behalf of the University and the Board includes, but is not limited to, the authority:

- (1) To appoint and to reappoint all faculty and fix their salaries, subject to Board ratification;

- (2) To approve promotions in rank of faculty and to designate faculty to the honors of eminent professor or university professor;
- (3) To take final actions on behalf of the University in all other personnel matters concerning the University employees, except that the President shall not have the authority to make final decisions on faculty requests for Board review of negative tenure decisions or to make final decisions on severe faculty sanctions as set forth in the Board Policies and Procedures;
- (4) To recommend to the Board for approval the awarding of degrees and certificates to candidates who have completed all degree requirements and are recommended by the faculty of the appropriate college, school, or division, and the authority to confer such degrees and certificates.
- (5) To approve the use of University facilities;
- (6) To approve the use of the University's name and visual identification;
- (7) To execute contracts, leases and other legal instruments;
- (8) To execute documents necessary to purchase, sell or otherwise convey interests in real property, subsequent to Board approval;
- (9) To accept gifts;
- (10) To write off uncollectible debts and to settle claims;
- (11) To make final decisions on student disciplinary matters;
- (12) To recommend to the Board for approval the comprehensive fee and to set other fees for certain vocational, non-credit, institute and specialized courses based on the type of courses and the cost of instruction; and
- (13) To exercise such other authority as is provided by the Policies and Procedures of the Board or by the statutes and regulations of the Commonwealth of Virginia.

(d) The President may designate another University officer or employee to exercise, in whole or in part, the authority provided to the President herein, provided that the President shall be responsible to the Board for the actions of his/her designee.

(e) The authority of the President, as provided herein, shall be exercised in accordance with all applicable federal and state laws and regulations and in accordance with the bylaws, policies, procedures, and specific instructions of the Board.

(f) Evaluation of the President. The Board is responsible for oversight of the President's performance (§ 1.01(a) of these Bylaws). At the annual meeting of the Board, ~~the~~ President, in open or closed session, as appropriate, ~~at the annual meeting of the Board,~~ shall submit his/her annual report on objectives, specific and general, developed by the President and the Rector and agreed to by the Board for the past year. The Board shall subsequently evaluate the President's performance for the past year. Objectives for each ensuing year shall also be presented at the annual meeting of the Board for approval. At least every three years or at any time deemed desirable by the Board, the President shall be evaluated more formally.

§ 6.02. Vice Presidents and Deans

(a) Appointment. Vice Presidents and Deans of the University shall be appointed by the Board of Visitors on the recommendation of the President in all cases and additionally by the Provost and Vice President for Academic Affairs for Deans and shall serve at the pleasure of the President.

(b) Powers and Duties. Vice Presidents shall ~~report directly and~~ be responsible to the President and report to the President or the President's designee. The Vice Presidents shall be responsible for the coordination, supervision and direction of those activities assigned by the President or the President's designee. Deans, as chief administrative officers of their respective colleges, are responsible to the Provost and Vice President for Academic Affairs for the operation and development of their college.

§ 6.03. Other University Officers. The University shall have such administrative officers as are appointed by the President with the approval of the Board. Such other administrative officers shall have duties and responsibilities as assigned to them by the President, and shall serve at the pleasure of the President.

ARTICLE VII

Staff Personnel Supporting the Board

§ 7.01. University Auditor. The University Auditor is appointed by the Board of Visitors and is the internal auditor for the University. The University Auditor is functionally accountable and reports to the Board, but is a University employee reporting administratively to the President. The incumbent serves as an independent appraiser within the University for the review of University operations as a service to the Board and the President. The University Auditor shall report to the Board through the Audit and Administration and Finance Committees, as directed by the Board, and shall perform such specific duties and responsibilities incident to the office as are assigned by the Board or the President. The Board shall delegate to the President or his designee the responsibility to hire, annually evaluate, recommend compensation increases, and dismiss the person serving in this position, based on recommendations of the Audit

Committee. The ~~budget for, and~~ authorization of positions in the Office of the University Auditor shall be reviewed and recommended to the Board for approval via the Audit Committee.

(a) Removal. Any recommendation by the University Administration to terminate the incumbent must be approved by the Board of Visitors. The University Auditor may be removed only by assent of at least nine voting Board members.

(b) Resignation. A resignation by the University Auditor must be submitted to the President, the chair of the Audit Committee, and the Rector. Board members shall be notified immediately by the Rector or his/her designated representative.

(c) Vacancy. When there is a vacancy in this position, the Rector shall appoint a special committee from the Audit Committee, with the chair's concurrence, to seek and recommend a person to fill the vacancy. The committee shall consist of no fewer than five members, at least three of whom must be voting members of the Board. Procedures to be followed for an executive search shall be similar to those contained in § 4.04 of these Bylaws. The President may be involved in the process and an external audit of the Office of the University Auditor shall replace the institutional review if deemed necessary. Approval of a candidate requires the vote of at least nine voting members of the Board.

§ 7.02. Legal Representation. The University's legal counsel is appointed by the Attorney General and provides all legal services as set forth in § 2.2-507., *Code of Virginia*.

~~§ 7.03. Assistant Vice President for Institutional Equity and Diversity. The University Assistant Vice President for Institutional Equity and Diversity supports the Board of Visitors in assisting the University in its commitment to equal opportunity and affirmative action.~~

§ 7.04. Executive Secretary to the Board. The Executive Secretary to the Board is a university employee who shall be appointed by the President and serves at the pleasure of the Board. The Executive Secretary to the Board manages the Office of the Board of Visitors, provides staff support to the Board and its Secretary, maintains the Board of Visitors Manual and the official records of the Board, has actual custody of the Seal of the University and may affix the Seal to any instrument as authorized by the Board, the Rector, the Vice Rector, or President with approval of the Board Secretary, ensures that the content of official regulations of the University contained in its publications corresponds with the content of Board established policies and procedures, manages funds allocated to the Office of the Board of Visitors, and shall submit the Board's budgetary needs as part of the University's annual budgeting process ~~in support of the responsibilities of the Vice Rector as contained in §§ 5.06 and 9.04 of these Bylaws~~. In conjunction with the Office of ~~University~~Institutional Advancement, maintains contact with Visitors Emeriti as set forth in § 2.03 of these Bylaws, issues notices of meetings of the Board, Executive Committee, and other special committees in advance of each meeting, and performs such other duties and responsibilities incident to the Office of the Board of Visitors as may be assigned by the Board and the President or his/her designee relating to the incumbent's other duties in the University, if any. The President shall annually evaluate this individual in accordance with University policy, and may dismiss the person serving in this position, with the advice and counsel of the Board.

(a) Removal. Any decision by the University Administration to terminate the incumbent must be approved by the Board of Visitors. The Executive Secretary to the Board may be removed only by assent of at least nine voting Board members.

(b) Resignation. A resignation by the Executive Secretary to the Board must be submitted to the President and the Rector. Board members shall be notified immediately by the Rector or the President.

(c) Vacancy. When there is a vacancy in this position, the Rector shall request the President to fill the vacancy. The Board will be represented on the selection committee.

ARTICLE VIII

Board Policies and Procedures

§ 8.01. Definition. Actions by the Board of Visitors establishing policies or procedures shall be known as Board Policies and Procedures. Heretofore, Board Policies and Procedures have been styled "Rules and Regulations." All Rules and Regulations of the Board in existence on the date of the adoption of these Bylaws shall be considered as part of the Board Policies and Procedures and shall be referred to as such.

§ 8.02. Adoption. Board Policies and Procedures may be adopted, amended, modified or repealed, in whole or in part, at any meeting of the Board by an affirmative vote of at least nine of the voting members of the Board provided that notice of the proposed change has been given at least 15 calendar days prior to the meeting. ~~Each member of the Board shall be provided a copy in manual form along with subsequent updates of the~~ Board Policies and Procedures shall be posted to the Board of Visitors' website and ~~which shall be~~ indexed so that Board members can find and use them expeditiously.

§ 8.03. Effective Date. Board Policies and Procedures shall be effective on adoption by the Board, or the Executive Committee when the Board is not in session, unless a different date ~~is~~ be fixed by the Board.

§ 8.04. Publication of Policies and Procedures. The Board Secretary, assisted by the Executive Secretary to the Board, shall supervise the maintenance of all Policies and Procedures and may direct the publication of all or any part of same from time to time.

ARTICLE IX

Miscellaneous Provisions

§ 9.01. Suspension of Bylaws. Except as set forth in this section, sections of these Bylaws or any portion thereof may be temporarily suspended at any meeting of the Board by a three-fourths majority affirmative vote of all voting members present provided that no section shall be suspended unless at least nine members vote affirmatively therefore. Articles I and II of

these Bylaws and other portions pertaining to the *Code of Virginia*, as referenced in the text, shall not be subject to suspension by the Board under any circumstances.

§. 9.02. Institutional Review. The Board may periodically commission an institutional review. This review may also serve as the evaluation of the president as set forth in §701(f) of these Bylaws to preclude unnecessary duplication.

§ 9.03. Board Evaluation. The Board should conduct a self-evaluation annually at a Board retreat. ~~The Board should occasionally have a formal evaluation of its processes and procedures which could be conducted by an external evaluator at the discretion of the Executive Committee. In these endeavors, the candid opinions regarding the Board should be sought in an appropriate fashion from the University President, University Staff, Faculty, and Students along with the public at large.~~

§ 9.04. Board of Visitors Budget. The Office of the Board of Visitors shall be allocated funds in the annual University budget adopted by the Board. The Vice Rector, in conjunction with the Executive Secretary to the Board, shall be responsible for formulating the Board of Visitors Base Budget for the coming year (see Bylaws § 5.06 and § 7.04) predicated on guidance developed by the Rector grounded on past spending patterns and anticipated needs. The Board of Visitors Budget shall be developed during the University's budget formulation process and shall be presented by the Vice Rector to the Board at the Spring regular meeting for approval. ~~The Vice Rector, based on reports prepared by the Executive Secretary to the Board, shall regularly report on the status of the Board Budget Account at each regular and Executive Committee meeting.~~

ARTICLE X

Amendments and Procedural Irregularities

§ 10.01. Procedure. The Bylaws may be amended at any regular or special meeting of the Board by a vote of at least 12 voting members of the Board of Visitors provided that notice of the proposed amendment has been given at least 45 calendar days prior to the meeting.

§ 10.02. Legislative Amendments. In the event any portion of the legislation pertaining to Old Dominion University is amended by Acts of the General Assembly in a manner in conflict with these Bylaws, the laws of the Commonwealth shall control and these Bylaws will be amended thereby. Those portions of the Bylaws which are not affected by such legislation shall remain in full force and effect until and unless otherwise amended or repealed. Annual legislative amendments to the *Code of Virginia* may be initiated by the Board and the President; however, the Board must pass by a majority vote on all amendments, including annual budget amendments, to be submitted to the General Assembly on behalf of Old Dominion University.

§ 10.03. State Budget Requests. The Board shall participate in the formulation of the biennium budget request process. The Board or the Executive Committee must approve operating and capital requests by a majority vote. The Board shall review planning and financial feasibility studies for capital projects and approve them by a majority vote of voting members of the Board or the Executive Committee prior to submission to appropriate state agencies.

§ 10.04. Ratification of *Ultra Vires* Act. Any action taken in violation of these Bylaws is taken without authority. For such action to be legally binding, it must be ratified by an affirmative vote of at least nine voting members of the Board.

§ 10.05. Adoption, Effective Date and Repealer. These Bylaws are hereby adopted and shall be effective as of the 16th day of September, 2010. All former Bylaws of the Board of Visitors are hereby repealed.

Mr. Nance also presented the following resolution to rescind Board of Visitors Policy 1013, Firearms, Weapons, and Certain Related Devices, stating that the policy was no longer required since the Board had adopted the Gun and Weapon Regulations in 2012 for publication in the *Virginia Register of Regulations*. Upon a motion duly made and second, the following resolution was approved by all members present and voting. (*Bennett, Bernd, Biagas, Cofer, Harris, Kilmer, Maniscalco-Theberge, Mugler, Ripley, Sessoms, Smith, Swystun, Tata*)

**RESCISSION OF CURRENT BOARD OF VISITORS POLICY 1013:
FIREARMS, WEAPONS, AND CERTAIN RELATED DEVICES**

WHEREAS, on January 12, 2012, the Board of Visitors approved the Gun and Weapon Regulation, included below, for publication in the *Virginia Register of Regulations*; and

WHEREAS, University Counsel has advised that Board policy regulating weapons on campus is no longer necessary with the adoption of the Regulation.

THEREFORE, BE IT RESOLVED, that the Board of Visitors approves the rescission of Board of Visitors Policy 1013: Firearms, Weapons and Certain Related Devices.

**OLD DOMINION UNIVERSITY
Gun & Weapon Regulation**

8VAC65-10-10. Definitions.

The following words and terms when used in this chapter shall have the following meanings unless the context clearly indicates otherwise:

"Police officer" means law-enforcement officials appointed pursuant to Article 3 (§ 15.2-1609 et seq.) of Chapter 16 and Chapter 17 (§ 15.2-1700 et seq.) of Title 15.2, Chapter 17 (§ 23-232 et seq.) of Title 23, Chapter 2 (§ 29.1-200 et seq.) of Title 29.1, or Chapter 1 (§ 52-1 et seq.) of Title 52 of the Code of Virginia or sworn federal law-enforcement officers.

"University property" means any property owned, leased, or controlled by Old Dominion University.

"Weapon" means (i) firearms; (ii) knives, machetes, straight razors, spring sticks, metal knucks, or blackjacks; (iii) any flailing instrument consisting of two or more rigid parts connected in such a manner as to allow them to swing freely, which may be known as a nun chahka, nun chuck, nunchaku, shuriken, or fighting chain; (iv) any disc, of whatever configuration having at least two points or pointed blades, that is designed to be thrown or propelled and that may be known as a throwing star or oriental dart; and (v) any electrical conduction weapon including tasers. "Weapon" does not mean knives used for domestic purposes, pen or folding knives with blades less than three inches in length, or box cutters and utility knives kept or carried for use in accordance with the purpose intended by the original seller.

8VAC65-10-20. Possession of weapons prohibited.

Possession or carrying of any weapon by any person, except a police officer, is prohibited on university property in academic buildings, administrative office buildings, student residence buildings, or dining facilities, or while attending sporting, entertainment, or educational events. Entry upon the university property described in this section in violation of this chapter is expressly forbidden.

8VAC65-10-30. Person lawfully in charge.

In addition to individuals authorized by university policy, Old Dominion University police officers are lawfully in charge for the purposes of forbidding entry upon or remaining upon university property while possessing or carrying weapons in violation of this chapter.

NUMBER: 1013

TITLE: Firearms, Weapons, and Certain Related Devices

APPROVED: September 19, 2008; Revised September 15, 2011; **RECOMMENDED FOR RESCISSION**

In the course of pursuing its mission as an institution of higher education of the Commonwealth of Virginia, Old Dominion University seeks to provide a safe and secure environment for its students, faculty, staff, and all others coming on campus. This policy regulates use of privately owned firearms, and prohibits firearms, related devices and weapons on campus to the extent permitted by law.

Application:

- A. Old Dominion University's students, employees, volunteers, and invitees may not carry firearms, weapons, or related devices on campus.
- B. Persons lawfully on campus, other than those listed in paragraph A above and who are not conceal carry permit holders, may not carry firearms, weapons or related devices into any building or facility on campus.

- C. This policy does not apply to conceal carry permit holders unless the permit holder is also a student, employee, volunteer or invitee.

Definitions:

1. "Campus" means any land in Virginia, with or without buildings or structures, owned or leased by the University, or otherwise under its control.
2. "Concealed Carry Permit Holder" is a person who is permitted to carry a concealed weapon pursuant to Virginia Code §18.2-308.
3. "Employee" means any person providing personal services under the direction and control of the University either full or part-time, whatever the basis for compensation may be.
4. "Firearms" means any pistol, rifle, shotgun, or other device designed or intended to propel a bullet, shot, or any other object of any kind as the result of an explosion of any combustible material whether or not the same is actually capable of being fired or discharged. "Firearms" includes pistols permitted to be carried or worn concealed. "Firearms" does not include firearms issued by the University, federal, state, and local agencies, departments, or the armed services, and carried in the performance of duty, or otherwise in accordance with the instructions of the issuing authority.
5. "Invitee" means any person other than an employee coming on campus for a business purpose, or in connection with the performance of a contract with the University. Solely for the purpose of this policy, the term does not include members of the general public including family of students, and alumni and former students of the University.
6. "Related Devices" means realistic replicas of firearms, including such replicas sold or traded as "toys" (other than transparent, brightly colored water guns), paintball guns, BB or pellet rifles and pistols, sling shots, bows and arrows, and crossbows and bolts.
7. "Students" means any person who (1) has been admitted to or has enrolled or intends to enroll at the University, and (2) has not completed a program of study for which she/he was enrolled. Student status continues whether or not the University's academic programs are in session.
8. "Volunteer" means a person meeting the criteria of, and selected and supervised according to University Policy 6023, "Guidelines for the Use of Volunteers."
9. "Weapons," means knives (other than knives used for domestic purposes, pen or folding knives with blades less than three inches in length, and box cutters, and utility knives kept or carried for use in accordance with the purpose intended by the original seller), machetes, straight razors, spring sticks, metal knucks, blackjacks; any flailing instrument consisting of two or more rigid parts connected in such a manner as to allow them to swing freely, which may be known as a nun chahka, nun chuck, nunchaku, shuriken, or

fighting chain; any disc, of whatever configuration having at least two points or pointed blades, which is designed to be thrown or propelled and which may be known as a throwing star or oriental dart, mace and any electrical conduction weapon including tasers.

Policy:

1. Firearms, weapons and related devices may not be carried, maintained or kept anywhere on campus, including in automobiles parked on campus, as limited by the “Application” provisions of this policy, except as permitted and described in paragraph 4..
- 2.a. During bow and crossbow hunting seasons, bows and crossbows with arrows and bolts may be stored with the ODU Police Department by students residing on campus, and may be so stored at other times for use in organized competitions. The Department shall accept and store bows and crossbows in accordance with Department procedures. These procedures shall make provision for bow and crossbow storage at all times, and for reasonable access to withdraw them; and,
- b. Any student residing on campus having lawful possession of a firearm may store the firearm and ammunition at the ODU Police Department during any hunting season, and at other times for use in organized competitions and at target ranges licensed to do such business. The Department shall accept and store firearms in accordance with Department procedures; provided that such procedures shall make provision for firearms storage at all times, and for reasonable access to withdraw them.
3. For the purpose of the foregoing subparagraphs, bows, crossbows, and firearms shall be brought from their off-campus location directly to the place of storage designated by the Department.
4. Exceptions to this policy may, for good cause shown, be made at the discretion of the President and University police chief. Any such application shall be in writing, and shall state with particularity the exception sought and the reason for same. Additional information may be required of the applicant, and the application and any additional information may be required to be submitted in the form of an affidavit.
5. When firearms are carried on campus as permitted by this policy, they shall be carried with the muzzle angled up or down so as to avoid pointing the firearm at oneself, or any other person. All firearms, including those permitted to be concealed, that have a safety feature shall have the safety in the “on” position. All semi-automatic firearms shall be carried with an empty breech or firing chamber. All revolvers shall be carried with an empty chamber to the immediate left or right of the barrel, depending on whether the cylinder turns clockwise or counterclockwise, and the chamber under the hammer shall be empty as well, unless the revolver is hammerless. All shotguns and other firearms that break to be loaded shall be carried broken and unloaded.

6. Violations of the foregoing policy shall be reported to the appropriate authority within the University for such disciplinary action as may be appropriate under the circumstances, including suspension, dismissal, termination and trespass. Failure to report a violation of this policy may itself result in disciplinary action.

CLOSED SESSION

The Rector recognized Ms. Kilmer, who made the following motion, “Mr. Rector, I move that this meeting be convened in closed session, as permitted by Virginia Code Section 2.2-3711(A) (19), for the purpose of discussion of plans related to the security of a governmental facility, building or structure and the safety of persons using such facility, building or structure. The motion was duly seconded and unanimously approved by all members present and voting. (*Bennett, Bernd, Biagas, Cofer, Harris, Kilmer, Maniscalco-Theberge, Mugler, Ripley, Sessoms, Smith, Swystun, Tata*)

RECONVENE IN OPEN SESSION AND FOIA CERTIFICATION

At the conclusion of the closed session, the meeting was reconvened in open session, at which time the Rector called for the Freedom of Information Act certification of compliance that (1) only public business matters lawfully exempted from the open meeting requirements under the Freedom of Information Act were discussed and (2) only such public business matters as were identified in the motion by which the closed session was convened were heard, discussed or considered. The certification of compliance vote was twelve in favor and none opposed. (*Bennett, Bernd, Biagas, Cofer, Harris, Kilmer, Maniscalco-Theberge, Mugler, Ripley, Sessoms, Smith, Swystun, Tata*)

The meeting was recessed by the Rector at 10:25 a.m.

RECONVENE MEETING AND APPROVAL OF MINUTES

The Rector reconvened the meeting at 1:05 p.m. and called for approval of the minutes of the annual meeting held on June 12, 2014. Upon a motion made by Dr. Maniscalco-Theberge and seconded by Mr. Reidy, the minutes were approved unanimously by all members present and voting. (*Bennett, Bernd, Biagas, Cofer, Harris, Kilmer, Maniscalco-Theberge, Mugler, Ripley, Sessoms, Smith, Swystun, Tata*)

RECTOR’S REPORT

Rector Whyte asked University Counsel Earl Nance to brief the Board on board member responsibilities under the Virginia statutes. Mr. Nance reviewed the powers of the Board, its

fiduciary duties, and issues and responsibilities required under the Freedom of Information and Conflict of Interests Acts.

REPORT OF THE NOMINATING COMMITTEE

On behalf of the Nominating Committee, Mr. Whyte presented the following slate of officer, all of whom have been contacted and are willing to serve:

Rector – Ronald C. Ripley
Vice Rector – John Biagas
Secretary – Mary E. Maniscalco-Theberge

No additional nominations were made from the floor, whereupon, a motion was made by Ms. Kilmer to approve the slate as presented. The motion was seconded by Ms. Swystun and approved unanimously by all members present and voting. (*Bennett, Bernd, Biagas, Cofer, Harris, Kilmer, Maniscalco-Theberge, Mugler, Ripley, Sessoms, Smith, Swystun, Tata*)

PRESIDENT'S REPORT

President Broderick shared a handout listing events associated with the opening of the Strome Entrepreneurial Center. He noted his appreciation of Mr. Whyte's service as Rector and particularly the relationship he has developed with him over the last two years.

The President presented the Six-Year Annual Academic and Financial Report, noting that the plan must be affirmed on an annual basis. The original plan was submitted in July, 2013, presented to the OP6 review group (Secretary of Education, Secretary of Finance, Director of Planning and Budget, Executive Director of SCHEV, Staff House Committee on Appropriations and Staff Director of the Senate Finance Committee), and subsequently accepted. An update was requested by SCHEV by August, 1, 2014. The update included FY15 budget actions of the General Assembly and updated priorities of the University. He reviewed the top 4 FY16 University Priorities: (1) increase the number of full-time faculty positions; (2) improve base adequacy percentage to 90%; (3) increase faculty salaries to attain the 60th percentile of peer group institutions; and (4) create a national center for sea level rise. He commented that, despite the budget situation, the last thing we can do is to get off message about the priorities of the institution.

At the conclusion of his report, a motion was made by Dr. Maniscalco-Theberge to approve the 2014-2020 Six-Year Academic and Financial Plan as presented. The motion was seconded by Mr. Ripley and approved by all members present and voting. (*Bennett, Bernd, Biagas, Cofer, Harris, Kilmer, Maniscalco-Theberge, Mugler, Ripley, Sessoms, Smith, Swystun, Tata*)

REPORTS OF STANDING COMMITTEES

AUDIT COMMITTEE

The Rector called on Mr. Reidy for the report of the Audit Committee. Mr. Reidy reported that Chief Operating Officer David Harnage shared with the Committee the final report of the external Quality Assessment Review (QAR) of the Internal Audit Committee. The review, which took place this summer, was conducted by audit directors from other state agencies appointed by the Inspector General, and included two minor recommendations and an overall finding that ODU's internal audit functions complies with the assessment criteria. The Committee congratulated the audit team for its dedication and its many contributions to the University.

Amanda Skaggs, interim university auditor, updated the Committee on the Office of the State Inspector General, noting that June Jennings was appointed inspector general by Governor McAuliffe in June after having served as acting inspector general since Michael Morehart's department this past spring. She also discussed internal audits in progress.

Mr. Harnage reported on the status of the audit director recruitment.

The Committee received, in closed session, information related to recent audits and reviews performed on the Continuity of Operations Plan, the University Budget Office, and the Environmental Health and Safety Office.

ACADEMIC AND RESEARCH ADVANCEMENT COMMITTEE

The Rector called on Ms. Kilmer for the report of the Academic and Research Advancement Committee. Ms. Kilmer reported that the Committee met in closed session to discuss the appointment faculty representatives to the Board's standing committees. The following resolution was brought forth as a recommendation of the Academic and Research Advancement Committee and was unanimously approved by all members present and voting. (*Bennett, Bernd, Biagas, Cofer, Harris, Kilmer, Maniscalco-Theberge, Mugler, Ripley, Sessoms, Smith, Swystun, Tata*)

APPROVAL OF FACULTY REPRESENTATIVES TO BOARD OF VISITORS' COMMITTEES

RESOLVED, that, upon the recommendation of the Academic and Research Advancement Committee, the Board of Visitors approves the following faculty representatives to Board of Visitors' committees for the 2014-15 academic year, effective September 18, 2014: Academic and Research Advancement, Andres Sousa-Poza; Administration and Finance, John Lombard; Institutional Advancement, Sebastian Kuhn; and Student Advancement, Linda Miller-Dunleavy.

Committee members approved by unanimous vote the resolutions on 31 faculty appointments and 56 administrative appointments. The following resolutions were brought forth as recommendations of the Academic and Research Advancement Committee and were unanimously approved by all members present and voting. (*Bennett, Bernd, Biagas, Cofer, Harris, Kilmer, Maniscalco-Theberge, Mugler, Ripley, Sessoms, Smith, Swystun, Tata*)

FACULTY APPOINTMENTS

RESOLVED, that upon the recommendation of the Academic and Research Advancement Committee, the Board of Visitors approves the following faculty appointments.

<u>Name and Rank</u>	<u>Salary</u>	<u>Effective Date</u>	<u>Term</u>
Ms. Melanie Fernandes Arisueño Lecturer, English Language Center	\$40,000	7/25/14	10 mos

Ms. Arisueño received an M.A. in Linguistics in 2005 from Syracuse University and a B.A. in Spanish in 1998 from LeMoyne College. Since 2010, she has been an Adjunct Instructor of English in the English Language Center at Old Dominion University.

Ms. Dianne Berger-Hill Lecturer of Sociology and Criminal Justice	\$45,000	7/25/14	10 mos
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Ms. Berger-Hill received an M.A. in Applied Sociology and a B.S. in Sociology/Criminal Justice, in 2013 and 2011 respectively, from Old Dominion University. She has been an Adjunct Instructor and Graduate Teaching Assistant in the Department of Sociology and Criminal Justice at Old Dominion University since 2011.

Dr. Douglas Allan Brent Visiting Professor of English	\$76,000	6/25/14	10 mos
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Dr. Brent received a Ph.D. in Rhetoric and Composition and a B.A. in English Literature, in 1988 and 1974 respectively, from the University of British Columbia and an M.A. in English Literature in 1976 from Carleton University. Since 1984, he has been a Professor in the Department of Communication and Culture at the University of Calgary.

Ms. Elizabeth Ann Burns Lecturer of Teaching and Learning	\$47,500	7/25/14	10 mos
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Ms. Burns received an M.S.Ed. in Secondary Education and a B.A. in English, in 2009 and 1996 respectively, and is expected to receive a Ph.D. in Education in 2014 from Old Dominion University. Since 2010, she has been a Library Information Specialist at W.W. Burrows Elementary School, Department of Defense Education Activity.

<u>Name and Rank</u>	<u>Salary</u>	<u>Effective Date</u>	<u>Term</u>
Dr. Christina Schoux Casey Visiting Assistant Professor of English	\$55,000	7/25/14	10 mos

Dr. Casey received a Ph.D. in Linguistics in 2013 from the University of Pittsburgh, an M.A. in English/TESOL in 2004 from George Mason University and a B.A. in Classics in 2001 from St. John's College. Since 2013, she has been a Visiting Assistant Professor in the Department of Linguistics and Technical Communication at the University of North Texas.

Ms. Denise M. Claiborne Lecturer of Dental Hygiene	\$60,200	7/25/14	10 mos
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Ms. Claiborne received an M.S. and B.S. in Dental Hygiene and a B.S. in Psychology, in 2011 and 2010 respectively, from Old Dominion University and is pursuing a Ph.D. in Health Services Research at Old Dominion University. Since 2012, she has been a Lecturer in the School of Dental Hygiene at Old Dominion University. (includes stipend of \$3,000 for serving as Director of Clinics)

Mr. Chad M. Driscoll Lecturer of Nursing	\$67,000	6/10/14	12 mos
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Mr. Driscoll received a Master of Health Science in 2002 from La Roche College, a Certificate in Nurse Anesthesia in 2002 from St. Francis Hospital and a B.S.N. in 1997 from St. Louis University. Since 2011 he has been part-time Simulation Instructor for the Nurse Anesthesia Program. Mr. Driscoll is also the Lead Certified Registered Nurse Anesthetist at Sentara Careplex and Sentara Bayside Hospital. (Designated as Simulation Instructor for the Nurse Anesthesia Program) (half-time appointment)

Ms. Maria L. Fornella-Oehninger Lecturer of Political Science and Geography	\$42,000	7/25/14	10 mos
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Ms. Fornella-Oehninger received an M.A. in Political Science, International Studies in 1990 from Old Dominion University. Since 2011, she has been an Adjunct Professor of Political Science at Old Dominion University.

Dr. Daniel R. E. Foster Assistant Professor of Engineering Technology (Tenure Track)	\$70,000	7/25/14	10 mos
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Dr. Foster received a Ph.D., an M.S. and a B.S. in Welding Engineering, in 2014, 2008 and 2007 respectively, from The Ohio State University. In 2013, he was a Graduate Teaching Assistant at The Ohio State University.

<u>Name and Rank</u>	<u>Salary</u>	<u>Effective Date</u>	<u>Term</u>
Dr. Ross J. Gore Research Assistant Professor, VMASC	\$100,000	6/25/14	12 mos

Dr. Gore received a Ph.D. and M.C.S. in Computer Science, in 2011 and 2007 respectively, from the University of Virginia and a B.S. in Computer Science in 2003 from the University of Richmond. Since 2013, he has been a Visiting Assistant Professor at Gettysburg College. Prior to that, Dr. Gore was a Post-Doctoral Researcher at Old Dominion University.

Dr. Benjamin D. Hamlington Assistant Professor of Ocean, Earth and Atmospheric Sciences (Tenure Track)	\$76,500	7/25/14	10 mos
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Dr. Hamlington received a Ph.D. in Aerospace Engineering Sciences in 2011 from the University of Colorado at Boulder and an M.S. in Mechanical Engineering and B.S. in Aerospace Engineering in 2007 from Washington University in St. Louis. Since 2013, he has been a Research Scientist II for the Cooperative Institute for Research in Environmental Sciences at the University of Colorado at Boulder.

Ms. Jessica M. Huffman Lecturer of Sociology and Criminal Justice	\$45,000	7/25/14	10 mos
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Ms. Huffman received an M.A. in Applied Sociology and a B.S. in Criminal Justice, in 2002 and 2000 respectively, from Old Dominion University and is expected to receive a Ph.D. in Criminology and Criminal Justice in 2014 from Old Dominion University. Since 2010, she has been an Adjunct Faculty member in the Department of Sociology and Criminal Justice at Old Dominion University.

Dr. Frank B. Kalupa Visiting Professor of Communication/Theatre Arts	\$70,000	8/25/14	10 mos
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Dr. Kalupa received a Ph.D. in Communication and an M.A. in Journalism, in 1979 and 1971 respectively, from the University of Southern California and a B.S. in Philosophy in 1969 from the University of Wisconsin, Madison. Since 2006, he has been a Professor in the School of Communication Studies at James Madison University.

Dr. Jennifer Katz Lecturer of Biological Sciences	\$60,000	8/25/14	12 mos
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Dr. Katz received a Ph.D. in Anatomy and Neurobiology in 2005 from Boston University and a B.S. in Biology/Chemistry in 1997 from Barry University. Since 2013, she has been an Adjunct Professor of Human Anatomy and Physiology in the Department of Biology at Tidewater Community College.

<u>Name and Rank</u>	<u>Salary</u>	<u>Effective Date</u>	<u>Term</u>
Ms. Stacey Minton McNeil Lecturer of Mathematics and Statistics	\$43,000	8/25/14	10 mos

Ms. McNeil received an M.S. in Pure Mathematics in 1997 from Florida State University and a B.S. in Mathematics and Computer Science in 1993 from the University of Mobile. From 2011-2013, she was a Mathematics Teacher at Bayside Academy, and she has taught as a Mathematics Instructor at the University of West Florida.

Ms. Paige H. O’Shaughnessy Instructor of Accounting	\$60,000	8/25/14	10 mos
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Ms. O’Shaughnessy received an M.B.A. with a concentration in Accounting in 2004 from Old Dominion University and a B.B.A. in Accounting in 1984 from James Madison University. Since 2006, she has been a Teacher at Virginia Beach City Public Schools, and she has also been an Adjunct Lecturer in Accounting at Tidewater Community College.

Mr. Anthony J. Pachuta Lecturer of Medical Diagnostic and Translational Sciences	\$52,000	6/25/14	12 mos
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Mr. Pachuta received an M.A. in Human Resource Development in 1999 from Webster University and a B.S. in Secondary Education Grades 7-12 in 1983 from the University of Concord. In 2013, he received a B.S. in Health Sciences from Old Dominion University and completed the Ophthalmic Technology program at Eastern Virginia Medical School. Since 2013, he has been an Ophthalmic Clinical Instructor at Eastern Virginia Medical School.

Mr. Noah C. Renn Instructor of English	\$42,000	7/25/14	10 mos
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Mr. Renn received an M.F.A. in Creative Writing and a B.A. in English, in 2011 and 2007 respectively, from Old Dominion University. Previously he was an Adjunct Assistant Professor in the Department of English at Old Dominion University, Tidewater Community College and Thomas Nelson Community College.

Ms. Kelly S. Rippard Lecturer of Teaching and Learning	\$49,000	7/25/14	10 mos
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Ms. Rippard received an M.A. in English and an M.S. in Secondary Education, in 2010 and 2007 respectively, from Old Dominion University, a B.A. in English in 2006 from Christopher Newport University and is expected to receive a Ph.D. in Curriculum and Instruction in 2014 from Old Dominion University. Since 2012, she has been an Instructional Designer and a Curriculum Operations Specialist at ECPI University.

<u>Name and Rank</u>	<u>Salary</u>	<u>Effective Date</u>	<u>Term</u>
Dr. Matthew William Schmidt Associate Professor of Ocean, Earth and Atmospheric Sciences	\$90,000	8/25/14	10 mos

Dr. Schmidt received a Ph.D. in Geology in 2005 from the University of California, Davis, an M.S. in Geology in 1997 from the University of South Florida and a B.S. in Geology and Fine Arts in 1993 from Vanderbilt University. Since 2007, he has been an Associate and Assistant Professor in the Department of Oceanography at Texas A&M University.

Dr. Manasi Sheth-Chandra Assistant Professor of Community and Environmental Health (Tenure Track)	\$70,000	7/25/14	10 mos
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Dr. Sheth-Chandra received a Ph.D. and an M.S. in Computational and Applied Mathematics, Statistics, in 2011 and 2010 respectively, from Old Dominion University. Since 2012, she has been a Statistician at Booz Allen Hamilton. Dr. Sheth-Chandra has also been an Adjunct Assistant Professor at Old Dominion University.

Ms. Jennifer Spiegel Lecturer, English Language Center	\$40,000	7/25/14	10 mos
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Ms. Spiegel received an M.A. in Applied Linguistics and a B.A. in English, in 2007 and 2005 respectively, from Old Dominion University. Since 2007, she has been an Instructor and an Adjunct Instructor in the English Language Center at Old Dominion University.

Ms. Alisha P. Springle Lecturer of Communication Disorders and Special Education	\$57,000	8/10/14	12 mos
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Ms. Springle received an M.S. in 1997 from Purdue University and a B.S. in 1995 from Bowling Green State University. Since 2012, she has evaluated and provided therapy for students with communication disorders for the School Board of Highland County.

Dr. Nancy L. Sweeney Professor of Practice in Nursing	\$100,000	12/25/14	10 mos
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Dr. Sweeney received a Ph.D. in Preventive Medicine and an M.S. in Nursing in 1995 and 1977 respectively, from The Ohio State University and a B.S. in Nursing in 1969 from St. John College of Cleveland. Since 2005, she has been Dean of the College of Nursing and Allied Health at Urbana University. (Designated as Director of the Nurse Executive DNP Program)

<u>Name and Rank</u>	<u>Salary</u>	<u>Effective Date</u>	<u>Term</u>
Ms. Elizabeth Blair Swoope Lecturer of Mathematics and Statistics	\$41,600	7/25/14	10 mos

Ms. Swoope received an M.S. in Computational and Applied Mathematics from Old Dominion University and a B.A. in Mathematical Physics and Economics from Sweet Briar College. Since 2002, she has been the Mathematics Department Chair at Norfolk Collegiate School. Ms. Swoope has also been an Adjunct Mathematics Professor at Thomas Nelson Community College and Old Dominion University.

Dr. Navid Tahvildari Assistant Professor of Civil and Environmental Engineering (Tenure Track)	\$80,000	6/25/14	10 mos
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Dr. Tahvildari received a Ph.D. in Civil Engineering in 2011 from Texas A&M University, an M.Sc. in Civil Engineering in 2007 from Sharif University of Technology and a B.Sc. in Civil Engineering in 2005 from Amirkabir University, Iran. Since 2011, he has been a Postdoctoral Scholar in the Environmental Fluid Mechanics Laboratory at Stanford University.

Ms. Beth M. Tremblay Lecturer of Nursing	\$62,400	8/25/14	10 mos
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Ms. Tremblay received an M.S. in Nursing in 2011 from Old Dominion University and a B.S. in Nursing in 1995 from the University of Southern Maine. Since 2011, she has been an Adjunct Faculty member in the School of Nursing at Old Dominion University and an R.N. in the Intensive Care Unit at Sentara Hospital.

Ms. Heather M. Weddington Lecturer of English	\$42,000	7/25/14	10 mos
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Ms. Weddington received an M.F.A. in Creative Writing and a B.A. in English, in 2011 and 2002 respectively, from Old Dominion University. Since 2011, she has been an Adjunct Professor in the Department of English at Old Dominion University.

Ms. Leslie L. West Instructor of Accounting	\$60,000	7/25/14	10 mos
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Ms. West received an M.S. in Accounting in 2002 from Old Dominion University, a B.S. in Accounting in 2001 from Virginia State University and is pursuing a Ph.D. in Business Administration from Hampton University. In 2014, she has been an Adjunct Faculty member in the Department of Accounting at Old Dominion University, and from 2012-2014, she was Instructor of Business Administration at Hampton University.

<u>Name and Rank</u>	<u>Salary</u>	<u>Effective Date</u>	<u>Term</u>
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Ms. Wood received an M.S.Ed. and a B.S. in Health Sciences, in 2012 and 1998 respectively, from Old Dominion University and completed the Ophthalmic Technology Program from Eastern Virginia Medical School/Old Dominion University in 1997. Since 2002, she has been Director and Assistant Professor of the Ophthalmic Technology Program at Eastern Virginia Medical School/Old Dominion University and an Adjunct Faculty member at Old Dominion University.

Ms. Charlotte Young Lecturer, English Language Center	\$40,000	7/25/14	10 mos
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Ms. Young received an M.A. in Applied Linguistics and TESOL in 2007 from Old Dominion University and a B.Sc. in Business Studies and Sociology in 2000 from the University of Surrey, London. Since 2008, she has been an ESL Instructor in the English Language Center at Old Dominion University.

ADMINISTRATIVE FACULTY APPOINTMENTS

RESOLVED, that upon the recommendation of the Academic and Research Advancement Committee, the Board of Visitors approves the following administrative faculty appointments.

<u>Name and Rank</u>	<u>Salary</u>	<u>Effective Date</u>	<u>Term</u>
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Mr. Brandon M. Adams Assistant Director of Facility Operations Recreation and Wellness and Instructor	\$44,720	7/25/14	12 mos
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Mr. Adams received an M.S. in Education, Sports Management in 2008 from Old Dominion University and a B.S. in Physical Education and Sports Pedagogy in 2005 from Grand Valley State University. Since 2008, he has been Assistant Director for Intramural and Extramural Sports at Old Dominion University.

Ms. Michelle Barr First Assistant Women’s Soccer Coach and Assistant Instructor	\$53,000	7/10/14	12 mos
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Ms. Barr received a B.A. Hons Degree in Leisure Management and Sports Development in 2008 from Loughborough College, England. Since 2011, she has been National Youth Coach and Program Manager for the Scottish Football Association. Ms. Barr was also Assistant Women’s Soccer Coach at Dartmouth College from 2005-2010.

<u>Name and Rank</u>	<u>Salary</u>	<u>Effective Date</u>	<u>Term</u>
Mr. Oliver L. Borden Admissions Counselor and Assistant Instructor	\$35,000	9/10/14	12 mos

Mr. Borden received a B.A. in History in 2014 from Old Dominion University. Since 2010, he has been a Resident Assistant for the Office of Housing and Residence Life at Old Dominion University.

Ms. Rachelle Bowman Assistant Athletic Trainer and Instructor	\$43,600	7/10/14	12 mos
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Ms. Bowman received an M.S. in Exercise Science and Health Promotion in 2012 from California University of Pennsylvania and a B.S. in Sports Medicine in 2002 from Palm Beach Atlantic University. Since 2006, she has been Assistant Athletic Trainer at Methodist University.

Mr. Zohn Burden Offensive Pass Game Coordinator/Wide Receivers Coach and Assistant Instructor	\$70,000	7/10/14	12 mos
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Mr. Burden received a B.A. in Psychology from Virginia Military Institute. Since 2012, he has been Wide Receivers/Offensive Pass Game Coordinator at Old Dominion University. Prior to that, Mr. Burden was a Wide Receivers Coach at the University of Richmond.

Mr. Scott J. Bye Assistant Director, Office of Student Conduct and Academic Integrity, and Instructor	\$36,000	6/25/14	12 mos
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Mr. Bye received an M.S.Ed. in Higher Education Administration/Student Affairs in 2014 from Old Dominion University and a B.A. in Health Sciences in 2011 from Gettysburg College. Most recently, he served as the Webb Information Desk Manager and the Graduate Assistant for Programming in the Office of Leadership and Student Involvement at Old Dominion University. He also served as a Graduate Intern in the Office of Student Conduct and Academic Integrity.

Mr. Casey J. Cegles Director of Major Gifts, Athletic Development, and Instructor	\$70,000	6/10/14	12 mos
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Mr. Cegles received a Master of Education in 2013 from Virginia Commonwealth University and a B.S. in Business Administration in 2009 from Towson University. Since 2012, he has held positions as Assistant Director and Director for the Old Dominion Athletic Foundation.

<u>Name and Rank</u>	<u>Salary</u>	<u>Effective Date</u>	<u>Term</u>
Ms. Daniela Cigularova Director, Transfer Advising and Articulation, and Instructor	\$59,000	7/10/14	12 mos

Ms. Cigularova received an M.S. in Student Affairs in Higher Education in 2006 from Colorado State University and a B.S. in Banking and Finance in 1998 from the University of Economics, Varna, Bulgaria. Since 2012, she has been Associate Director for Student Enrollment and Success at the Virginia Beach Higher Education Center.

Mr. Brian Cohen Assistant Men's Tennis Coach and Instructor	\$40,000	7/10/14	12 mos
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Mr. Cohen received an M.E.M. in Environmental Management in 2011 from Duke University and a B.A. in Environmental Studies in 2007 from Bucknell University. Since 2011, he has been Assistant Men's Tennis Coach at Washington and Lee University.

Ms. Jennifer K. Cohen Interim Associate Director of Student Activities and Leadership and Instructor	\$44,000	7/25/14	12 mos
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Ms. Cohen received an M.S. in Higher Education Administration in 2011 from Old Dominion University and a B.S. in International Relations and Diplomacy in 2007 from Seton Hall University. Since 2011, she has been Coordinator of Greek Life and Community Service in the Office of Student Involvement at the University of North Georgia.

Mr. Jeff Comissiong Assistant Head Coach/Defensive Line and Assistant Instructor	\$120,000	6/25/14	12 mos
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Mr. Comissiong received a Bachelor's Degree in Political Science in 2013 from the University of Maine. Since 2013, he has been Assistant Head Coach – Defensive Line at Old Dominion University. Prior to that, Mr. Comissiong was Assistant Football Coach – Defensive Line at Boston College.

Mr. John P. Costanzo Associate Director, Virginia Beach Higher Education Center, and Instructor	\$55,000	7/10/14	12 mos
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Mr. Costanzo received an M.B.A. in 1997 from Averett University and a B.A. in History in 1987 from Old Dominion University. Since 2013, he has been Assistant Director of the Tri-Cities Higher Education Center at Old Dominion University.

<u>Name and Rank</u>	<u>Salary</u>	<u>Effective Date</u>	<u>Term</u>
Ms. Elaine Deppe Assistant Sports Performance Coach and Instructor	\$40,000	8/25/14	12 mos

Ms. Deppe received an M.S. in Applied Sport Science (Kinesiology) and a B.S. in Fitness Specialist (Kinesiology), in 2011 and 2007 respectively, from Indiana University. Since 2008, she has been an Assistant Strength and Conditioning Coach at the Indiana University Department of Intercollegiate Athletics.

Mr. Carl A. Dieso Director for Business Operations Office of Housing and Residence Life and Instructor	\$78,000	9/25/14	12 mos
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Mr. Dieso received an M.A. in Higher Education Administration in 2000 from New York University and a B.S. in Natural Sciences in 1998 from Xavier University. Since 2008, he has been Associate Director of Housing at the University of Cincinnati.

Ms. Pamela Shannon Etheridge Student Clinical Services Coordinator, School of Nursing, and Instructor	\$65,000	8/25/14	12 mos
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Ms. Etheridge received an M.S. in Nursing in 2013 from the University of Phoenix and a B.S. in Nursing in 1998 from East Carolina University. Since 2013, she has been Clinical Nursing Adjunct Faculty at the College of the Albemarle, and she has been a Community Health Care Nurse at Sentara Albemarle Medical since 2009.

Ms. Collen Farrell Athletic Academic Advisor and Instructor	\$40,000	7/10/14	12 mos
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Ms. Farrell received a Master of Science in Higher Education in 2014 from Old Dominion University and a Bachelor's in Sports and Leisure Studies in 2008 from The Ohio State University. Since 2012, she has been Academic Athletic Advisor and Graduate Assistant at Old Dominion University.

Mr. Thomas M. Farrell Project Manager, Student Engagement and Enrollment Services, and Instructor	\$58,000	8/10/14	12 mos
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Mr. Farrell received an M.B.A. in 1992 from Vanderbilt University, a B.S. in Business Administration/Marketing in 1981 from the University of Illinois, Champaign-Urbana and completed a Certification course in Project Management Professional (PMP) in 2013. Since 2011, he has served as the USCG Disability Evaluations Branch Chief at USCG Personnel Services in Arlington, VA.

<u>Name and Rank</u>	<u>Salary</u>	<u>Effective Date</u>	<u>Term</u>
Dr. Bridget Giles Research Assistant Professor, Virginia Modeling, Analysis and Simulation Center	\$100,000	8/25/14	12 mos

Dr. Giles received a Ph.D. in Biomedical Sciences in 2001 from Eastern Virginia Medical School, an M.A. in Biology in 1994 from Hampton University and a B.S. in Biology in 1993 from Virginia Commonwealth University. Since 2011, she has been a Senior Project Scientist/Program Manager at the Virginia Modeling, Analysis and Simulation Center at Old Dominion University.

Ms. Jennifer L. Grimm Director of the Peer Educator Program	\$52,000	9/10/14	12 mos
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Ms. Grimm received a Master of Education in College Student Personnel and a Bachelor of Business Administration in Marketing and Human Resource Management, in 2011 and 2009 respectively, from Ohio University and is enrolled in a Ph.D. program in Educational Policy and Leadership at Marquette University. Since 2012, she has been Supplemental Instruction (SI) Coordinator, Academic Resources at Carroll University.

Mr. Alexander Harris, Jr. Assistant Director for Special Programs, English Language Center, and Instructor	\$56,000	6/25/14	12 mos
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Mr. Harris received an M.A. in English with an emphasis in Applied Linguistics/TESOL and a B.S. in Biology, in 2006 and 1988 respectively, from Old Dominion University. Since 2012, he has been Interim Assistant Director for Special Programs in the English Language Center at Old Dominion University.

Ms. Keyanna Hawkins Counselor, Student Support Services, and Instructor	\$43,284	8/25/14	12 mos
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Ms. Hawkins received an M.A. in Human Services in 2014 from Liberty University and a B.S. in Human Services in 2012 from Old Dominion University. Since 2012, she has been a Counselor Assistant in Student Support Services at Old Dominion University.

Ms. Suzanne M. Helms Associate Director for Fiscal Operations, Housing and Residence Life, and Assistant Instructor	\$70,000	8/25/14	12 mos
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Ms. Helms received a B.S.B.A. in Accountancy in 1978 from UNC Chapel Hill. Since 2013, she has been in Academic Affairs/Resource Management at UNC Wilmington, and she was also Enterprise Risk Management Officer and Director of Campus Services at UNC Wilmington.

<u>Name and Rank</u>	<u>Salary</u>	<u>Effective Date</u>	<u>Term</u>
Dr. Sandra L. Hogins Professional Counselor and Assistant Professor	\$49,920	8/10/14	12 mos

Dr. Hogins received a Psy.D. and an M.A. in Clinical Psychology, in 2014 and 2012 respectively, from the American School of Professional Psychology at Argosy University, an M.S.Ed. in Counseling in 2009 from Old Dominion University and a B.A. in Psychology in 2007 from the University of Arkansas at Little Rock. Since 2013, she has been a Pre-Doctoral Clinical Psychology Intern at American University Counseling Center.

Mr. John Hunting Admissions Counselor and Assistant Instructor	\$35,000	8/25/14	12 mos
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Mr. Hunting received a B.S. in Park, Recreation and Tourism Studies in 2014 from Old Dominion University. Since 2014, he has been Program Assistant for Student Organizations in the Office of Leadership and Student Involvement at Old Dominion University.

Mr. Craig A. Jordan Senior Project Scientist, VMASC, and Instructor	\$75,000	7/10/14	12 mos
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Mr. Jordan received an M.S. in Modeling and Simulation in 2012 from Old Dominion University and a B.S. in Civil Engineering in 2005 from the University of Connecticut. Since 2012, he has been a Senior Project Scientist in the Transportation Department at Virginia Modeling, Analysis, and Simulation Center (VMASC).

Mr. Martin J. Kazsubowski Executive Director of the Center for Economic Development and Instructor	\$130,000	8/4/14	12 mos
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Mr. Kazsubowski received an M.S. in Engineering Management in 1994 from George Washington University and a B.S.E. in Aerospace Engineering in 1982 from the University of Michigan. Previously, he served as President of General Ideas, Director of Innovation Strategies at Kaufman & Canoles Consulting, President and Executive Director of the Hampton Roads Technology Council and the Founding Director of the Hampton Roads Technology Incubator.

Mr. Keith M. Krepcho Lecturer, College of Health Sciences Success Advisor	\$40,000	6/10/14	12 mos
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Mr. Krepcho received a Masters of Divinity in 2012 from Southwestern Baptist Theological Seminary and a B.S. in Pastoral Ministry in 2004 from Southeastern University. Since 2012, he has been an Academic Advisor in the College of Health Sciences at Old Dominion University.

<u>Name and Rank</u>	<u>Salary</u>	<u>Effective Date</u>	<u>Term</u>
Mr. Nicholas B. Le Aquatics Coordinator and Instructor	\$38,000	7/25/14	12 mos

Mr. Le received an M.S. in Sport Management and a B.S in K-12 Physical Education, in 2012 and 2011 respectively, from Florida State University. Since 2013, he has been Aquatics Director at the YMCA in Fort Mill, SC.

Mr. Joshua Lowe Admissions Counselor and Assistant Instructor	\$35,000	8/10/14	12 mos
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Mr. Lowe received a B.A. in Spanish and Political Science in 2010 from the University of North Carolina at Charlotte. Since 2012, he has been an Admissions Counselor at North Carolina A&T State University.

Mr. Christopher J. Lynch Senior Project Scientist, VMASC, and Instructor	\$75,000	7/10/14	12 mos
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Mr. Lynch received an M.S. in Modeling and Simulation and a B.S. in Electrical Engineering, in 2012 and 2011 respectively, and is pursuing a Ph.D. in Modeling and Simulation from Old Dominion University. Since 2013, he has been a Senior Project Scientist at the Virginia Modeling, Analysis, and Simulation Center (VMASC).

Ms. Lauren Mayes Coordinator of Fitness and Wellness and Instructor	\$42,000	7/10/14	12 mos
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Ms. Mayes received a Master's in Physical Education, Exercise Science and Wellness in 2012 from Old Dominion University and a B.S. in Exercise, Sport, and Health Education in 2010 from Radford University. Since 2012, she has been Assistant Director for Fitness at Appalachian State University.

Mr. James Tennant McVea Second Assistant Men's Soccer Coach and Assistant Instructor	\$40,480	7/25/14	12 mos
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Mr. McVea received a B.A. in Communication in 2009 from Loyola University of Maryland. Since 2013, he has been Volunteer Assistant Men's Soccer Coach at Old Dominion University. Mr. McVea has also been a Club Coach for Beach FC in Virginia Beach.

Mr. Kevin N. Mondragon Admissions Counselor and Assistant Instructor	\$35,000	8/25/14	12 mos
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Mr. Mondragon received a B.A. in International Studies in 2014 from Old Dominion University. He held extensive student leadership positions, working since 2012 with the Latino Student Alliance.

<u>Name and Rank</u>	<u>Salary</u>	<u>Effective Date</u>	<u>Term</u>
Mr. Richard A. Nagy, Jr. Defensive Coordinator and Assistant Instructor	\$120,000	6/10/14	12 mos

Mr. Nagy received a B.S. in Political Science in 1987 from Trinity College. Since 2013, he has been Defensive Coordinator at Old Dominion University. Prior to that, he was a Defensive Coordinator and Assistant Defensive Coordinator at Western Michigan University.

Mr. Darrell Perkins Assistant Football Coach and Assistant Instructor	\$70,000	7/18/14	12 mos
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Mr. Perkins received a B.S. in Business Marketing in 1990 from the University of Wyoming. From 2010-2013, he was Defensive Backs Coach at the University of Connecticut and has 14 years of college coaching experience.

Ms. Marissa A. Pettinelli Children's Learning and Resource Center Site Manager and Instructor	\$38,000	7/25/14	12 mos
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Ms. Pettinelli received an M.S.Ed. in School Counseling in 2013 from Old Dominion University and a B.S. in Health Promotion and Education in 2001 from the University of West Florida. Since 2013, she has been a School Counselor Intern at Chesterfield Academy and Great Bridge High School, and she has also served as a School Counselor Substitute at Great Bridge High School.

Delegate Kenneth R. Plum Contributing Author for the Old Dominion University State of the Region Report Strome College of Business	\$7,000	5/1/14	2.5 mos
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Delegate Plum received a B.A. from Old Dominion University and an M.Ed. from the University of Virginia. He is a retired teacher and school administrator with Fairfax County Public Schools, where he served as Director of Adult and Community Education. Delegate Plum is a member of the Virginia House of Delegates, representing the 36th District. He has served in the House of Delegates from 1978-80 and 1982-present. He has been a contributing author each year since 2004.

Mr. Reneldo Randall Director of Advising, College of Sciences and Instructor	\$46,000	8/10/14	12 mos
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Mr. Randall received an M.B.A. in 2009 from Strayer University and a B.S. in Computer Information Systems in 2003 from the University of Virginia at Wise. Since 2011, he has been Incoming Student Advising Manager at Regent University, and he is CEO of Real People Educating Others.

<u>Name and Rank</u>	<u>Salary</u>	<u>Effective Date</u>	<u>Term</u>
Mr. John W. Richardson, III Assistant Men's Basketball Coach and Instructor	\$124,800	6/10/14	12 mos

Mr. Richardson received an M.S. in Sports Management in 2003 from Old Dominion University and a B.S. in Health and Physical Education in 1995 from Elizabeth City State University. Since 2012, he has been Assistant Men's Basketball Coach at Old Dominion University. Prior to that, he was Assistant Men's Basketball Coach at Virginia Tech.

Ms. Shannon E. Roberts Athletic Academic Advisor and Instructor	\$40,000	7/10/14	12 mos
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Ms. Roberts received an M.Ed. in Sport Leadership in 2012 from Virginia Commonwealth University and a B.S. in Sport Management in 2011 from West Virginia University. Since 2013, she has been Athletic Academic Advisor at Old Dominion University. Prior to that, she was an Assistant Academic Coordinator at North Carolina State University.

Mr. Jose R. Roman Interim Assistant Director, Peninsula Higher Education Center, and Assistant Instructor	\$40,992	8/10/14	12 mos
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Mr. Roman received a B.A. in Interdisciplinary Studies in 2014 from Old Dominion University. Previously he held positions in Veterans Academic and Office Support in the Military Connection Center and Student Veteran Consultant in the Career Management Center at Old Dominion University.

Ms. Lesley A. Rosenberg Lecturer, English Language Center	\$40,000	7/25/14	10 mos
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Ms. Rosenberg received an M.A. in English Linguistics in 1994 from Old Dominion University and a B.S. in Sociology in 1987 from James Madison University. Since 2013, she has been a Lecturer in the English Language Center at Old Dominion University.

Dr. Elizabeth M. Saltzman Grant Development Specialist, College of Health Sciences, and Assistant Professor	\$50,000	6/25/14	12 mos
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Dr. Saltzman received a Ph.D. and an M.S. in Pharmacology from the University of Rochester, School of Medicine and Dentistry and a B.S. in Chemistry from the State University of New York, College at Oswego. Previously she was an Adjunct Professor at the State University of New York, College at Brockport and Corinthian Colleges, Inc., Everest Institute and a Senior Research Scientist/Project Leader at Vaccinex, Inc.

<u>Name and Rank</u>	<u>Salary</u>	<u>Effective Date</u>	<u>Term</u>
Dr. Margaret B. Shaeffer Special Assistant to the Dean, Darden College of Education, and Professor	\$85,000	8/25/14	12 mos

Dr. Shaeffer received a Ph.D. in Teacher Education/Early Childhood, an M.S. in Elementary Education/Preschool Handicapped and a B.S. in Speech Pathology/Audiology from the University of North Dakota. Since 2005, she has been Associate Dean in the College of Education at James Madison University.

Mr. Timothy M. Siverd, Jr. Residence Hall Director and Instructor	\$32,000	6/25/14	12 mos
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Mr. Siverd received an M.A. in Higher Education and Student Affairs in 2014 from The Ohio State University and a B.A. in Government and English in 2012 from the College of William and Mary. Since 2012, he has been an Assistant Hall Director for University Housing at The Ohio State University.

Ms. Denise Dwight Smith Director of the Career Management Center	\$100,000	9/10/14	12 mos
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Ms. Smith received an M.S. in Counseling from Shippensburg University and a B.A. in Psychology from Millersville University. Since 1993, she has been Director of the University Career Center for Work, Service, and Internships at the University of North Carolina at Charlotte.

Ms. Elizabeth A. Smith Interdisciplinary Initiatives Administrator and Instructor	\$75,000	9/10/14	12 mos
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Ms. Smith received an M.S. in Physical Oceanography in 1987 from Florida State University and a B.S. in Marine Science in 1982 from the University of South Carolina. Since 2010, she has served as Program Manager for Coastal and Environmental Research Programs with the Southeastern Universities Research Association (SURA), and she also serves as the Old Dominion University Climate Change and Sea Level Rise Initiative Coordinator.

Mr. Bryant L. Stith Assistant Men's Basketball Coach and Assistant Instructor	\$90,000	6/10/14	12 mos
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Mr. Stith received a B.A. in Sociology in 1992 from the University of Virginia. Since 2013, he has been an Assistant Men's Basketball Coach at Old Dominion University. Prior to that, he was Head Varsity Boys Basketball Coach at Brunswick High School and played professional basketball in the NBA.

<u>Name and Rank</u>	<u>Salary</u>	<u>Effective Date</u>	<u>Term</u>
Mr. James A. Tripp Director of Engineering Services, Distance Learning, and Instructor	\$65,000	6/25/14	12 mos

Mr. Tripp received an M.P.A., an M.A. in Geography and a B.S. in Applied Economics from East Carolina University. Since 2011, he has been a Senior Network Operations Center Technician in Distance Learning at Old Dominion University.

Mr. Drew Turner Interim Director of Athletic Development and Assistant Instructor	\$55,000	7/10/14	12 mos
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Mr. Turner received a B.S. in Business Administration in 2013 from the University of South Carolina. Since 2013, he has been Assistant Director of Athletic Development for the Old Dominion Athletic Foundation (ODAF). Prior to that, he was Iron Dukes Annual Fund Assistant for Duke University Athletics.

Ms. Kelsey A. Utlak Instructor of Early Care and Education, Children's Learning and Resource Center	\$30,000	8/25/14	12 mos
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Ms. Utlak received a B.S. in Interdisciplinary Studies in 2011 from Old Dominion University. She previously was a Teacher Assistant at Virginia Commonwealth University and a Residential Flex Counselor for Intercept Youth Services.

Ms. K. Danielle Vaughan Assistant Athletic Trainer and Instructor	\$36,000	8/10/14	12 mos
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Ms. Vaughan received an M.S. in Athletic Administration and Coaching in 2014 from Western Kentucky University and a B.S. in Athletic Training in 2012 from the University of Evansville. Since 2012, she has been a Graduate Assistant Athletic Trainer at Western Kentucky University.

Dr. Runell Steed Washington Psychologist and Assistant Professor	\$60,000	6/25/14	12 mos
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Dr. Washington received a Psy.D. and an M.A. in Clinical Psychology, in 2013 and 2011 respectively, from Regent University and a B.A. in Christian Counseling and a B.A. in Theology in 2008 from John Wesley College. Since 2012, she has been a Clinical Supervisor at Christian Psychotherapy Services in Virginia Beach.

Ms. Sherri N. Watson Student Success Advisor, Center for Major Exploration, and Instructor	\$39,760	6/10/14	12 mos
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Ms. Watson received an M.S. in Counseling in 2012 from Regent University and a B.S. in Human Services and Communications in 2009 from Old Dominion University. Since 2012, she has been a Program Advisor in the School of Education at Regent University.

<u>Name and Rank</u>	<u>Salary</u>	<u>Effective Date</u>	<u>Term</u>
Ms. Kimberly J. Williamson Interim Assistant Director of Administration, Children's Learning and Research Center	\$55,238	9/10/14	12 mos

Ms. Williamson received an M.Ed. in Early Childhood Education in 1994 from Boston College and a B.A. in Sociology in 1990 from UMASS Boston. Since 2010, she has been an Instructor of Early Childhood Education at the Children's Learning and Research Center at Old Dominion University.

Dr. Robert Wojtowicz Associate Vice Provost for Graduate Studies and Professor of Art (Tenured)	\$112,000	7/10/14	12 mos
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Dr. Wojtowicz received a Ph.D. in History of Art and an M.A. and B.A. in American Civilization, in 1990 and 1983 respectively, from the University of Pennsylvania and an M.A. in Art History and Archaeology in 1984 from Columbia University. Since 2006, he has been Associate Dean for Research and Graduate Studies in the College of Arts and Letters at Old Dominion University.

Committee members approved by unanimous vote the proposed revisions to the policy on Academic Rank and Criteria for Ranks. The revision concerns the section of the policy that describes the rank of Professor and removes language that seems repetitive and could be confusing. The following resolution was brought forth as a recommendation of the Academic and Research Advancement Committee and was unanimously approved by all members present and voting. (*Bennett, Bernd, Biagas, Cofer, Harris, Kilmer, Maniscalco-Theberge, Mugler, Ripley, Sessoms, Smith, Swystun, Tata*)

**APPROVAL OF PROPOSED REVISIONS TO THE POLICY ON
ACADEMIC RANK AND CRITERIA FOR RANKS**

RESOLVED, that upon the recommendation of the Academic and Research Advancement Committee, the Board of Visitors approves the proposed revisions to the Policy on Academic Rank and Criteria for Ranks, effective September 18, 2014.

Rationale: The proposed revision concerns the section of the policy that describes the rank of Professor and would remove language that seems repetitive and could be confusing. The statement proposed for removal reads as if demonstrable contribution and excelling are so distinct that one could excel without making a demonstrable contribution.

NUMBER: 1410

TITLE: Academic Rank and Criteria for Ranks

APPROVED: June 12, 1980; Revised February 24, 1984; Revised June 20, 1985; Revised December 13, 1988; Revised September 27, 1990; Revised March 11, 1991; Revised April 9, 1992; Revised April 8, 1993; Revised April 10, 1997; Revised April 9, 1998; Revised December 10, 1998; Revised April 12, 2001; Revised December 14, 2001; Revised April 12, 2002; Revised June 14, 2002; Revised December 12, 2003; Revised September 22, 2006; Revised June 15, 2007; Revised December 7, 2007; Revised September 17, 2009; Revised April 8, 2010; Revised April 4, 2012; Revised December 6, 2012; Revised September 26, 2013

I. Board of Visitors Policy and Criteria for Academic Rank (Tenure-track Faculty)

A. Full-time faculty members holding the following academic ranks are eligible to be considered for tenure after a suitable probationary period, and time at Old Dominion University in these ranks is counted toward the probationary period unless procedures for reduction in the probationary period are followed (see Policy on Initial Appointment of Teaching and Research Faculty).

1. Professor – This rank is one of the highest honors that the University can bestow.
 - a. Professors are teacher-scholars of genuinely national standing who have made recognized contributions to the University and to their disciplines. They are expected to have demonstrated excellence in teaching, to have performed recognized and outstanding research and scholarly activity in their fields of specialization, and to have been pre-eminent in professional service. ~~All appointed or promoted to the rank of professor are expected to have made some demonstrable contribution in each area and to excel in all three areas.~~—Except under most unusual circumstances, the highest terminal degree in the field is required.
2. Associate Professor - Appointment or promotion to the rank of associate professor is an honor based on demonstrable performance.
 - a. Criteria include an established high quality of performance in teaching, research, and service and pre-eminence in at least one of these areas. Except under most unusual circumstances, the highest terminal degree normally attainable in the field is required.
3. Assistant Professor - Appointment or promotion to the rank of assistant professor is the usual rank upon initial hiring.

- a. Criteria – This rank usually requires the highest terminal degree normally held in the field or its clear equivalent. Evidence of promise in teaching, research, and service is required. Faculty members holding the rank of assistant professor may be considered for tenure only if promotion to associate professor is simultaneously considered.

II. Board of Visitors Policy and Criteria for Academic Rank (Nontenured-track Faculty)

- A. Full-time faculty members holding the following ranks are not eligible for tenure, but time at Old Dominion University in these ranks may be counted as part of the probationary period for tenure, except as noted in paragraph 1.a. below.

1. Instructor - Appointment to the rank of instructor is based on evidence of promise in teaching. Instructors normally hold master's degrees in their areas of specialization. There are three types of instructors at Old Dominion University:

- a. Faculty members normally lacking the highest terminal degree who are employed to teach undergraduate courses, usually on the freshman and sophomore levels - They normally receive annual appointments for a period of three years, but in exceptional circumstances they may be reappointed for a maximum of three additional annual contracts. They must be informed in writing at the time of the original appointment that their positions are not permanent and that they will not be eligible to be considered for tenure.
- b. Instructors who are terminal degree candidates - Candidates for a terminal degree may be given annual appointments as instructors if they can provide evidence that they will complete all requirements for the terminal degree within the first year of teaching at Old Dominion University. An instructor in this category who completes this work, and whose department recommends reappointment, is given a second annual contract as an assistant professor and is eligible for tenure at the end of the usual probationary period. An instructor in this category who completes all degree requirements during the first semester at Old Dominion University is given the title of assistant professor for the second semester. An instructor in this category who does not complete all requirements for the terminal degree within the first year of employment is normally not reappointed for a second year, but a second annual contract as instructor may be granted with the approval of the chair, dean and provost and vice president for academic affairs; if all requirements for the degree are completed within the second year, the instructor is promoted to the rank of assistant professor. If all degree requirements are not completed during the second year, a third and terminal contract as instructor may be granted but the faculty member is not eligible for consideration for promotion or tenure.

- c. Tenure-track, master's-level instructors - In certain professional departments in which the master's degree is the terminal degree, faculty members who have three years or less of full-time teaching experience at the college level are normally appointed initially to the rank of instructor. Such faculty members are eligible for promotion to the rank of assistant professor after two years in the instructor's rank on the recommendation of the chair and dean and on the approval of the provost and vice president for academic affairs. In exceptional cases, where professional experience is clearly demonstrated, the requirement of prior experience may be waived with the approval of the chair, dean, and provost and vice president for academic affairs.
 2. The following full-time academic ranks do not carry tenure, but if a faculty member who has held one of these ranks is subsequently appointed to a tenure-track position as described in section I.A., time spent at Old Dominion University in one of these ranks may be counted as part of the probationary period for tenure.
 - a. Visiting professor - This rank is reserved for scholars of distinction who agree to come to the University for one year or less in order to serve a particular need in a college or department. Credentials equal to those required of a full professor are required.
 - b. Visiting associate professor - This rank is reserved for scholars of distinction who agree to come to the University for one year or less in order to serve a particular need in a college or department. Credentials equal to those required of an associate professor are required.
 - c. Visiting assistant professor - This rank is reserved for scholars of distinction who agree to come to the University for one year or less in order to serve a particular need in a college or department. Credentials equal to those required of an assistant professor are required.
 3. The following academic ranks do not carry tenure, and time at Old Dominion University in these ranks is not counted as part of the probationary period for tenure. All appointments and reappointments are contingent upon available funding.
 - a. Assistant instructor - This is a full-time rank requiring at least a bachelor's degree in the area of specialization. Except under unusual circumstances, assistant instructors do not teach courses carrying degree credits.
 - b. Lecturer - This is a full-time rank that requires an appropriate master's degree and evidence of teaching ability. Demonstrated expertise in a specific field may also be required.

- c. Senior lecturer - This is a full-time rank that requires an appropriate master's degree, demonstrated expertise in the field, a sustained record of effective performance in teaching and professional service, evidence of continued development and study in the field, and a minimum of five years' experience at the rank of lecturer or equivalent. Persons appointed to this rank are expected to assume a predominantly instructional role, at undergraduate or graduate levels, and participate in other professional service activities normally assigned to or expected of full-time faculty.
- d. Faculty of Practice - Faculty of practice are appointed at the rank of professor, associate professor, or assistant professor. Such appointments are generally made for a specified term and do not lead to tenure or promotion during the specified term. A faculty of practice appointment may be for a term of one to three years and may be renewable under exceptional circumstances. Faculty members in such positions may be employed to work on a specific project or series of projects that could involve teaching, research or service or some combination of these activities. If used in teaching, they need to meet all university credential requirements. Employment of such faculty in project-related positions may be limited by the funds available. Faculty of practice may serve on some University-wide committees and, depending on college and department policies, may serve on some department and college committees. They cannot vote on appointments, retention, promotion, or tenure of faculty. Initial appointment or reappointment of faculty of practice must be reviewed and recommended for appointment or reappointment by the promotion and tenure committee of the department in question. A tenure-track faculty member who is denied tenure shall not be eligible for a faculty of practice appointment for five years after being denied tenure. Faculty of practice appointments should not exceed 10% of the total number of tenured/ tenure-track positions in a college.
- e. Intercollegiate coach - This is a full-time rank normally requiring a master's degree and a record of demonstrated performance in the area of specialization. Persons holding this rank devote half time or less to the instruction of credit students. These positions are normally funded from both Commonwealth and non-Commonwealth sources.
- f. The University supports the involvement of distinguished practitioners from many disciplines and fields as academics as a means to enrich the experiences of students. Examples of such practitioners are as follows.
 - 1. Artist-in-residence - The holder of this position is a distinguished practitioner of the fine arts, employed either full time or part time by the University. In most cases, an artist-in-residence devotes half time or less to the instruction of credit students. The rest of the time, for a full-time faculty member, is devoted to noncredit course work and

other public service activities; to unstructured instruction to University students; to professional service to the community; and to any combination of these activities. The main criterion for reappointment is pre-eminence in an artistic field, and the normal academic credentials, such as advanced degrees or experience in university teaching, are not necessarily required.

2. Performer-in-residence - The description of this position is basically equivalent to that of artist-in-residence, except that the holder is a distinguished practitioner of the performing arts whose service to the University and the community may include performances available to the University community and to the region.
3. Writer-in-residence - The description of this position is basically equivalent to that of artist-in-residence, except that the holder is a creative writer of distinction.

g. Research Faculty

1. Research professor - Faculty members in this position, which may be either full time or part time, are devoting most of their efforts to research and are normally not teaching more than one course a semester. These positions are normally funded from non-Commonwealth funds. A research professor must meet the research criteria demanded of a full professor in the relevant department.
2. Research associate professor - This position has the same credentials and expectations as that of research professor except that designation at this rank must also meet the research criteria for appointment to the rank of associate professor in the department(s) to which the research associate professor is attached.
3. Research assistant professor - This position has the same credentials and expectations as that of research associate professor except that this designation must also meet the research criteria for assistant professor in the department(s) to which the research assistant professor is attached.
4. Personnel with the title of research professor, research associate professor and research assistant professor may chair doctoral and master's committees provided they are certified as graduate faculty. Research personnel are subject to all University, college and department policies and procedures governing graduate teaching, program implementation, and oversight of graduate research and must undergo the same formal academic review and graduate certification as required of tenured and tenure-track faculty members.

5. Research associate - This position has the same characteristics as that of research assistant professor except that those holding it meet the criteria for instructor in the department(s) to which they are attached.
 6. Postdoctoral Research Associate - This position is generally reserved for a person who has recently completed his or her doctoral degree. While the primary employment activity will be research related, some teaching may be allowed. In general, these positions are funded through non-Commonwealth funds.
- h. Adjunct Faculty
1. Adjunct professor - This rank is awarded to persons engaged in part-time teaching or special services who meet the criteria demanded of a full professor in the department(s) to which they are attached.
 2. Adjunct associate professor - This position is awarded to persons engaged in part-time teaching or special services who meet the criteria established for associate professor in the department(s) to which they are attached.
 3. Adjunct assistant professor - This position is awarded to persons engaged in part-time teaching or special services who meet the criteria established for assistant professor in the department(s) to which they are attached.
 4. Adjunct instructor - This position is held by part-time faculty members who meet the criteria established for instructor in the department(s) to which they are attached.
 5. Adjunct assistant instructors - This position is held by part-time faculty members who meet the criteria established for assistant instructor in the department(s) to which they are attached.
 6. Adjunct clinical faculty, adjunct community faculty - The titles adjunct clinical faculty or adjunct community faculty (as appropriate), with their respective ranks, may be awarded to persons engaged in part-time teaching or special services relating to the practical instruction of students, and who meet the professional and academic criteria for those ranks established in the department(s) to which they are attached. These titles pertain to persons who are not normally paid a salary by the university, but who supervise activities designed to give students practical experience in a given profession.

- i. Other - The president may recommend to the Board of Visitors the establishment of other nontenured positions to allow the appointment of persons distinguished in their fields but not covered by any of the above.

Committee members approved by unanimous vote proposed revisions to the policy on Tenure. The revisions require a summary of minority opinion from the department committee and the college committee when there is not a unanimous vote on a tenure recommendation. Committee members approved an amendment to the policy language to use the term non-unanimous vote instead of split vote. The following resolution, as amended, was brought forth as a recommendation of the Academic and Research Advancement Committee and was unanimously approved by all members present and voting. (*Bennett, Bernd, Biagas, Cofer, Harris, Kilmer, Maniscalco-Theberge, Mugler, Ripley, Sessoms, Smith, Swystun, Tata*)

APPROVAL OF PROPOSED REVISIONS TO THE POLICY ON TENURE

RESOLVED, that upon the recommendation of the Academic and Research Advancement Committee, the Board of Visitors approves the proposed revisions to the policy on Tenure effective September 18, 2014.

Rationale: The proposed revisions would require a summary of minority opinion from the department committee and the college committee when there is a split vote on a tenure recommendation. A minority report is required from these committees when dealing with promotion to professor and is also required from the University committee in tenure cases. Thus, including the summary of minority opinion in the Tenure policy brings consistency to the policies and procedures on tenure and promotion.

NUMBER: 1411

TITLE: Tenure

APPROVED: June 12, 1980; Revised February 24, 1984; Revised November 19, 1987; Revised December 13, 1988; Revised September 27, 1990; Revised April 9, 1998; Revised December 10, 1998; Revised April 12, 2002; Revised April 11, 2003; Revised June 14, 2005; Revised September 9, 2005; Revised September 22, 2006; Revised June 15, 2007; Revised December 7, 2007; Revised September 17, 2009; Revised April 8, 2010; Revised April 4, 2012; Revised June 14, 2012; Revised September 26, 2013; Revised April 24, 2014

- I. Purpose of Tenure - The main purposes of tenure are to recognize the performance of faculty members who have given years of dedicated service to the University, to protect academic freedom, and to enable the University to retain a permanent faculty of distinction in order to accomplish its mission. For these reasons, tenure is awarded only

after a suitable probationary period, and the decision to award tenure is based both on the merit of the individual faculty member and on the long-term needs and mission of the department, the college, and the University.

II. Eligibility for Tenure

- A. Only faculty members who hold the ranks of assistant professor, associate professor, or full professor are eligible to be considered for tenure. Assistant professors will be awarded tenure only if they are simultaneously being promoted to the rank of associate professor.
- B. Faculty members may be considered for tenure only once.
- C. Under certain circumstances administrative faculty holding rank in a department at the assistant professor (if promotion to the rank of associate professor is being simultaneously considered), associate professor, or full professor level may be considered for tenure, as specified by the Board of Visitors policy concerning administrative faculty.
- D. Since tenure is granted as a faculty member in an academic department or program, the award of tenure does not imply continuance in any full-time or part-time administrative position, nor does it imply continuance of any specific work assignment within or outside the department in which tenure is granted.

III. Probationary Period

- A. The probationary period begins with the initial full-time, tenure-track appointment at Old Dominion University at the rank of instructor, assistant professor, associate professor, or full professor; only time spent in a tenure-track position at one of these ranks is counted as part of the probationary period.

Subject to agreement by the University and the faculty member, any academic year in which a faculty member was on a full-time tenure-track appointment in one of these ranks for at least one semester, may be counted as one year of the probationary period.

- B. The following do not count as part of the probationary period:
 - 1. Time in the rank of assistant instructor, faculty of practice, artist-in-residence, performer-in-residence, writer-in-residence, research professor, research associate professor, research assistant professor, research associate, or any part-time position.
 - 2. Time in appointment as an administrator, that is, in a position designated as a teaching/research administrative position or as a classified position in the state personnel system. (Time spent in a teaching and research faculty position as

defined in the state personnel system will count as part of the probationary period, even if administrative responsibilities are assigned as part of that position; normally, departmental administrative positions such as chair or assistant chair will thus count as part of the probationary period.)

3. Time in a position that involves no teaching of credit courses, for example as a teacher of children or a therapist in the Children's Learning and Research Center or as a teacher of exclusively noncredit course work.
4. Time spent on leave of absence.
5. Time spent on faculty exchanges if the faculty member so chooses.

C. A period of time, not to exceed one year, may be excluded from the probationary period, upon the approval of the provost and vice president for academic affairs subject to the following conditions.

1. That the faculty member submits a request in writing to the department chair. The department chair and the dean shall forward the request with a recommendation to the provost and vice president for academic affairs.
2. The request must be the result of the occurrence of a serious event. A "serious event" is defined as a life-altering situation which requires the faculty member to devote more than eight hours of each day to alleviate the impact of the event for a period greater than six weeks and less than one year. These events may include the birth of a child, adoption of a child under the age of six years, serious personal illness or care of an immediate family member including parent, stepparent, child, or spouse.
3. The faculty member shall provide documentation to justify the time requested and the seriousness of the event.
4. The request shall be made no later than one year from the first day of the serious event.
5. The faculty member must have been adequately performing the duties assigned prior to the first day of the serious event.
6. Faculty who are awarded this exclusion shall have no requirements or expectations beyond those of any probationary faculty member.
7. Work accomplished during the excluded period may be cited in the tenure case.
8. Requests for exclusion may be made at any time during each academic year. No request shall be made after the application for tenure has been submitted.

9. Decisions will be made within 60 days of the receipt of the faculty member's request by the department chair.
 10. The decision of the provost and vice president for academic affairs is final.
- D. The maximum length of the probationary period is seven academic years. The faculty member is informed of the decision of the provost and vice president for academic affairs on tenure by April 30 of the sixth year of probationary service. The faculty member will receive either a tenure contract or a terminal contract in the seventh year.
- E. The length of the probationary period may be reduced in any of the following instances:
1. A faculty member who has full-time teaching experience at the rank of instructor or above at another collegiate institution, or at Old Dominion University prior to a break in service, may have the probationary period reduced by either one or two years. If the probationary period is to be reduced, the reduction must be recommended by the chair and dean and approved by the provost and vice president for academic affairs at the time of the initial appointment. Unless such a reduction has been approved and the faculty member has been so notified in writing at the time of initial appointment, reduction for prior service will not be granted.
 2. A faculty member initially appointed to the rank of full professor may be notified of a tenure decision by April 30 of the second year of service; if tenure is awarded, a tenure contract will be offered for a third year of service. In addition, the probationary period for a full professor may be eliminated, and an initial tenure appointment may be recommended to the Board if such an appointment has been requested by the chair, voted on by the departmental tenure committee, the college promotion and tenure committee, the University Promotion and Tenure Committee and approved in writing by the dean, the provost and vice president for academic affairs, and the president. It is the sense of the Board of Visitors that the procedure of eliminating the probationary period for tenure should be rarely used.
 3. A faculty member initially appointed to the rank of associate professor may be notified of a tenure decision by April 30 of the fourth year of service. If tenure is approved, a tenure contract will be offered for the fifth year. In addition, the probationary period for an associate professor may be eliminated, and an initial tenure appointment may be recommended to the board if such an appointment has been requested by the chair, voted on by the departmental tenure committee, the college promotion and tenure committee, the University Promotion and Tenure Committee and approved in writing by the dean, the provost and vice president for academic affairs, and the president. It is the

sense of the Board of Visitors that the procedure of eliminating the probationary period for tenure should be rarely used.

4. A faculty member may apply for early consideration for tenure, if the faculty member believes that he or she has met or exceeded the expectations of quantity and quality of achievements for teaching, scholarship, research, and service completed at Old Dominion University needed to qualify for tenure before the end of the normal probationary time period. The criteria for the award of tenure for such faculty will be the same as those who apply after the normal probationary time period. A faculty member who applies for early consideration for tenure and is denied tenure will be offered a terminal contract for the ensuing year. It is the sense of the Board of Visitors that only demonstrably exceptional faculty will be awarded tenure under this clause.

IV. Criteria for the Award of Tenure

- A. The following criteria are used in the evaluation of every candidate for tenure. Each faculty committee and administrator considering a tenure case must specifically address each of these criteria as they apply to that case in the written recommendations that are submitted up the line to the provost and vice president for academic affairs. Committee votes must be recorded in the recommendations. In cases in which a vote is not unanimous, reasons for negative votes must be included.
- B. Criteria to be used are as follows:
 1. Since tenure may be awarded only to faculty members who hold the rank of associate or full professor or who are being simultaneously appointed to one of those ranks, any faculty member awarded tenure must meet the minimum requirements for the rank of associate professor.
 2. Merit - Merit of the faculty member in teaching, research and service over the entire probationary period and the contributions made by the faculty member in these areas to the University. (For definition of teaching, research, and service and a discussion of methods of evaluation, see policies and procedures concerning evaluation of faculty members, evaluation of teaching, evaluation of scholarly activity and research, and evaluation of service.) In addition to information supplied by faculty information sheets, the chair's evaluation and other material presented by the department, an opportunity shall be made available for the faculty member to provide in writing any other material in support of the tenure candidacy. It is the responsibility of the department chair and the departmental promotion and tenure committee to provide an assessment of the quality of the publications for the faculty being considered for tenure. The evidence should address the quality of the journals and the reputation of book and other such publishers. In case of material developments, additional documentation may be added to the portfolio before

the conclusion of the evaluation process with the concurrence of the department chair and dean.

External evaluation of the quality of the faculty member's research performance will be required from nationally recognized experts in the faculty member's field. Candidates for tenure are responsible for the preparation of the research portfolio and curriculum vitae to be sent to external reviewers. Candidates for tenure should provide a statement of potential external and/or internal reviewers with whom there is a conflict of interest, e.g., co-authors, co-investigators, etc.

- a. A curriculum vita will be required of each external reviewer. Each reviewer will be asked to describe any personal or professional relationship with the candidate. It is the responsibility of the chair to include a curriculum vitae of each reviewer. For tenure of department chairs, the responsibility belongs to the dean.
 - b. External reviewers will be asked to evaluate all submitted material mailed to them. In the case of the arts, reviewers may be asked to consider works of art or performances. External reviewers will be asked to evaluate: a) the quality of the scholarship or creative work under review; and b) the scholarly reputation (regional, national, international) of the candidate.
 - c. All candidates for tenure and promotion will be required to have their scholarship evaluated by no fewer than four external reviewers. If fewer than four reviews are received, the chair will choose additional reviewers alternately from the lists of the department promotion and tenure committee and of the candidates.
3. The determined long-term needs of the department, college, and University, including at least the following:
- a. The long-term enrollment of the department.
 - b. The need for an additional specialist in the faculty member's area of specialization as a permanent member of the department in terms of the mission of the department, the college, and the university.
 - c. The tenure structure of the department. (Although no maximum percentage of faculty members on tenure is established, all committees and administrators considering tenure must take into account the need for flexibility in course offerings and the desirability of a tenure structure that will allow openings for new tenured faculty members in the ensuing decades so that new areas of specialization and new needs can be met. The position of other nontenured faculty members in the department,

anticipated retirements, or other known departures, and projected new programs or changes in directions must be considered.)

4. No person can be awarded tenure unless convincing evidence is provided of effective teaching.
5. In departments offering graduate work, no faculty member can normally be awarded tenure unless convincing evidence is provided of successful performance in research. (Exceptions can be made only if the department can demonstrate a long-term need for an additional tenured faculty member who will not be teaching graduate students.)

V. Procedures for Tenure Considerationⁱ

- A. The provost and vice president for academic affairs, fifteen months prior to the date for giving notification of the tenure decision, shall formally advise the professor that the limit of the probationary period is approaching, and explain what procedures should be followed by those wishing to be considered for tenure.
- B. External review process
 1. The responsibility for initiating the external review, securing the reviewers, and forwarding complete review files to the dean, provost and vice president for academic affairs, and the University Promotion and Tenure Committee belongs to the department chair.
 2. External reviewers with academic positions will hold the same rank or higher than the promotion rank for which the faculty member is being considered; exceptions should be justified by the dean. The department tenure and promotion committee and the candidate will prepare separate lists of potential reviewers. The candidate will review both lists and will document personal and professional relationships with all potential reviewers. The chair will select three reviewers from the candidate's list and three reviewers from the department tenure and promotion committee's list. The chair will consult with the dean on the list of reviewers chosen prior to initiating the review process. As a general rule, external reviewers should not be co-authors or former mentors of the candidate. The selection of potential external reviewers must be completed before the end of the semester prior to the submission of credentials for tenure.
 3. External reviews will be confidential; reviewers will be so advised. Requests for exception to the confidentiality of external reviews should be made directly to the provost and vice president for academic affairs before the reviewers are asked to submit evaluations. If an exception is approved, candidates for tenure will be allowed access to the substance of external reviews, but the authorship of specific external reviews and other identifying

information contained therein will remain confidential. All external reviewers will receive a standard letter sent by the chair but prepared by the provost and vice president for academic affairs in consultation with the deans and a copy of the policy on external reviews so their responsibilities will be clear.

4. The University and college administration will assist departments where reasonable expenses are necessary to obtain appropriate external reviews.

C. Initial consideration of tenure cases is conducted by the tenured faculty of the department.

1. The tenured faculty of a department may determine that a tenure committee of a specified size will be selected from their membership to conduct the tenure deliberations and make recommendations to the chair. In this case, the entire full-time department faculty will elect the committee. It is the responsibility of this committee to determine the opinions of tenured members of the department not serving on the committee.
2. In departments where fewer than three members are tenured, the dean, in consultation with the chair, will appoint enough additional tenured faculty members to form a committee of at least three members.
3. No dean, associate dean, assistant dean, or other full-time administrator or department chair shall attend or participate in the deliberation of the departmental, college, University Promotion and Tenure Committee, or the tenured faculty of the department serving as a group to consider tenure, except in those cases when such committees or groups may, at their discretion, request administrators or chairs to answer specific questions concerning tenure cases.
4. The college committee shall consist of one tenured faculty member from each department in the college. All members of college promotion and tenure committees shall be elected directly by the faculties they represent for a one-year term renewable twice for a total of three years. This member shall be chosen by majority vote of all full-time, tenure-track teaching and research faculty members of the department, present and voting, by secret ballot before April 15 of each year for the ensuing year. There should be at least three professors on the college committee. No person shall serve on a college promotion and tenure committee for more than three years consecutively but is eligible for reelection after an absence of at least one year.
5. The University Promotion and Tenure Committee shall consist of one tenured full professor from each of the major degree-granting academic colleges. This member shall be elected by his/her college's promotion and tenure committee(s) by September 15. The University Promotion and Tenure Committee shall elect one of its members as chair.ⁱⁱ No person shall serve on

the University Promotion and Tenure Committee for more than three years consecutively but is eligible for reelection after an absence of at least one year.

- D. The committee or group of tenured faculty makes its recommendations to the chair. In cases of a non-unanimous vote, a summary of minority opinion must be included. All committee members should vote yes or no. Considering this recommendation, the chair makes an additional evaluation and recommendation concerning tenure.
- E. If either the tenured faculty (or their committee), or the chair, or both recommend tenure, the credentials of the faculty member together with the recommendations of the tenured faculty (or their committee) and the chair are forwarded to the tenure committee of the college, which examines the facts and the recommendations and makes a recommendation to the dean. The committee or group of tenured faculty makes its recommendation to the chair. In cases of a non-unanimous vote, a summary of minority opinion must be included. All committee members should vote yes or no. Considering this recommendation, the chair makes an additional evaluation and recommendation concerning tenure.
- F. If neither the departmental committee nor the chair recommends tenure for the faculty member, tenure is not granted in the ensuing year. The faculty member is given a terminal contract for the ensuing year unless a further review is requested.
- If the faculty member requests further review, all materials, including departmental and chair evaluations and recommendations are forwarded to the college tenure committee, which makes a separate recommendation to the dean. All committee members should vote yes or no. The dean then makes a decision concerning tenure and informs the faculty member.
- If either the decision of the college committee or that of the dean is positive, the faculty member's case is considered in accordance with the procedures in the following paragraphs. If both decisions are negative, the faculty member may request, within two weeks, a further review by the provost and vice president for academic affairs, who makes a final determination concerning further consideration of tenure.
- G. The dean of the college examines the facts and all previous recommendations and makes a recommendation concerning tenure, which is forwarded to the provost and vice president for academic affairs.
- H. The University Promotion and Tenure Committee, consisting of one tenured full professor from each of the major degree-granting academic colleges, examines the facts and all previous recommendations and documentation and makes a recommendation (with reasons, including minority reasons, if any) concerning tenure, which is forwarded to the provost and vice president for academic affairs.

- I. The provost and vice president for academic affairs, after examining all submitted documents and consulting with appropriate staff members, makes a determination concerning tenure for the faculty member. If the recommendations from all committees and administrators previously acting on the case have not all been the same, or if the provost and vice president for academic affairs disagrees with the recommendations that have been the same, then the provost and vice president for academic affairs shall consult with the University Promotion and Tenure Committee and with the chair and dean concerned.
- J. If the determination of the provost and vice president for academic affairs is in favor of tenure, the provost and vice president for academic affairs forwards the faculty member's name to the president for presentation to the Board of Visitors as a candidate for tenure. The Board of Visitors will act on the case by April 30 (mid-December for mid-year tenure candidates) of the year in which it is being taken up. Upon approval of the Board of Visitors, the faculty member is offered a tenure contract for the coming year.
- K. If the determination of the provost and vice president for academic affairs is against tenure, the faculty member is notified by April 30 (mid-December for mid-year tenure candidates) that a terminal contract will be offered for the ensuing year.
- L. The faculty member may request, within two weeks, that the president review a negative decision of the provost and vice president for academic affairs. The president should make a decision on the review within one month. If the president upholds the decision of the provost and vice president for academic affairs, the faculty member may request a further review by the Board of Visitors or its designated committee within two weeks. (Refer to the policy on Communications With the Board of Visitors for procedural information.) The decision of the Board of Visitors or its designated committee is final.
- M. Copies of the recommendation by all committees, chairs, deans, and the provost shall be provided to the faculty member being considered for tenure. The faculty member will be provided opportunity to correct any factual misinformation in such recommendations by placing a letter in his or her tenure file at any stage, or up until March 1 to the Provost (November 22 for faculty hired mid-year).
- N. The above procedures at the departmental and college level may be suitably adapted for faculty members who hold interdisciplinary or interdepartmental appointments. The adapted procedures should be recommended by the promotion and tenure committee of the college or colleges involved and approved by the dean or deans and the provost and vice president for academic affairs. Procedures above the college level will be the same as designated above in all cases.

Committee members approved by unanimous vote proposals to rename the Departments of Accounting and Urban Studies & Public Administration, the Regional Studies Institute, and the Experiential Learning Office. The following resolutions were brought forth as recommendations of the Academic and Research Advancement Committee and were unanimously approved by all members present and voting. (*Bennett, Bernd, Biagas, Cofer, Harris, Kilmer, Maniscalco-Theberge, Mugler, Ripley, Sessoms, Smith, Swystun, Tata*)

**APPROVAL TO RENAME THE DEPARTMENT OF ACCOUNTING TO THE
SCHOOL OF ACCOUNTANCY
AND TO RENAME THE DEPARTMENT OF URBAN STUDIES AND PUBLIC
ADMINISTRATION TO THE SCHOOL OF PUBLIC SERVICE**

RESOLVED, that upon the recommendation of the Academic and Research Advancement Committee, the Board of Visitors approves renaming the Department of Accounting to the School of Accountancy and Renaming the Department of Urban Studies and Public Administration to the School of Public Service effective September 18, 2014.

Rationale: The Board of Visitors renamed the College of Business and Public Administration to the Strome College of Business at its meeting on June 13, 2014. The renaming of the Department of Accounting to the School of Accountancy and the Department of Urban Studies and Public Administration to the School of Public Service is proposed in order to enhance visibility for these programs in the Strome College of Business.

While the College is accredited by the Association to Advance Collegiate Schools of Business (AACSB), the accounting program has its own and a separate accreditation by AACSB. Old Dominion University is one of 176 Business schools worldwide that have been separately accredited in Business and Accounting.

The public administration component of the Strome College of Business is also separately accredited by the Network of Schools of Public Policy, Affairs, and Administration, previously known as the National Association of Schools of Public Affairs and Administration (NASPAA). NASPAA is an international association of schools of public policy and administration at universities in the United States and abroad. The organization is the recognized accreditor of master's degree programs in public policy, public affairs, and public administration. Its stated mission is to ensure excellence in education and training for public service and to promote the ideal of public service. Old Dominion University's Master of Public Administration (MPA) program – offered by the Department of Urban Studies and Public Administration – is one of five NASPAA-accredited programs in the Commonwealth of Virginia.

Given the differences in the accreditation for the programs in Accounting and Public Administration and the public-orientation of the public administration programs (as opposed to the business orientation of the Strome College of Business), the College is seeking to change the department names to the School of Accountancy and the School of Public Service. This reflects the new structure of the Strome College of Business where AACSB-accredited programs more

related to business administration are organized as departments and other programs with separate accreditations are organized within Schools.

**APPROVAL TO RENAME THE REGIONAL STUDIES INSTITUTE TO
THE CENTER FOR ECONOMIC ANALYSIS AND POLICY**

RESOLVED, that upon the recommendation of the Academic and Research Advancement Committee, the Board of Visitors approves renaming the Regional Studies Institute to the Center for Economic Analysis and Policy effective September 18, 2014.

Rationale: The Regional Studies Institute houses the State of the Region Report and the Economic Forecasting Project. Over time, the activities of the Regional Studies Institute have broadened gradually and now include quite a few projects that have a statewide focus including tourism, the port and the coal industry. Professor Gary Wagner of the Economic Forecasting Project also now is one of a select few participants in the Philadelphia Federal Reserve's national economic panel.

The most important change, however, is the new "State of the State" report that will be produced beginning in 2015 under the sponsorship and support of the Virginia Chamber of Commerce. In essence, the State of the State reports will do the same things for the Commonwealth as the highly successful State of the Region reports have done for Hampton Roads – economic forecasting and analysis of issues. The Institute will continue to do the State of the Region report (published each year in early October), but now also will produce a State of the State report in early December each year. The Chamber will sponsor breakfasts and lunches around Virginia in the same fashion that the Hampton Roads Chamber of Commerce sponsors the initial presentations in Hampton Roads.

It is increasingly apparent that the work of the Regional Studies Institute no longer will be solely regional. Hence, the name change to the Center for Economic Analysis and Policy is requested. The new name will lead to enhancing the reputation of the Strome College of Business and bring additional recognition to the College and Old Dominion University.

**APPROVAL TO RENAME EXPERIENTIAL LEARNING
TO PRIOR LEARNING ASSESSMENT**

RESOLVED, that upon the recommendation of the Academic and Research Advancement Committee, the Board of Visitors approves renaming the Office of Experiential Learning to Prior Learning Assessment effective September 18, 2014.

Rationale: Currently, the term “experiential” is used by multiple offices on campus. The Office of Experiential Learning uses the term for assessing college-level knowledge gained through work, life experience and self-study and awards experiential learning academic credit.

The Career Management Center offers Experiential Education Internships and Cooperative Education, and uses experiential learning to refer to credit earned at ODU for faculty supervised work experience such as cooperative education and internships. Colleagues in ODU's Housing and Residence Life also utilize the term experiential learning for co-curricular activities hosted in the residence halls. The request to change the name of the Office of Experiential Learning to Prior Learning Assessment will reduce the confusion students have with the function of the office.

The Council for Adult and Experiential Learning (CAEL), which created standards for awarding credit through assessment, refers to Prior Learning Assessment as learning gained outside of a traditional academic environment. Prior Learning Assessment is the process of evaluating and credentialing learning gained in a variety of contexts. These contexts include both formal and informal experiences that could take place in work settings, military training, community involvement, independent study or certification by professional organizations. The use of the term "Prior Learning Assessment" would encompass these learning contexts and alleviate confusion by students, faculty and staff regarding credit earned based on internships/cooperative experiences to those awarded based on life learning.

Committee members received information on one request for leave of absence without compensation. In the report from the Vice President for Research, Morris Foster discussed recent notable grant awards, prospective collaboration meetings and new collaborations, and the research strategic plan. In the report from the Provost, Carol Simpson stated that the budget rescission is being addressed, with the hope that the impact on the academic enterprise will be minimal.

ADMINISTRATION AND FINANCE COMMITTEE

The Rector called on Mr. Tata for the report of the Administration and Finance Committee. Mr. Tata reported that Deb Swiecinski, Associate Vice President for Administration and Finance, presented a financing resolution for the Virginia College Business Authority for \$31,315,000 in 9(d) bonds for the Powhatan Sports Center, Campus Dining Facility, and Webb University Center capital projects. The following resolution was brought forth as a recommendation of the Administration and Finance Committee and was unanimously approved by all members present and voting. (*Bennett, Bernd, Biagas, Cofer, Harris, Kilmer, Maniscalco-Theberge, Mugler, Ripley, Sessoms, Smith, Swystun, Tata*)

**RESOLUTION OF THE BOARD OF VISITORS OF
OLD DOMINION UNIVERSITY
VIRGINIA COLLEGE BUILDING AUTHORITY FINANCING AUTHORIZATION**

WHEREAS, pursuant to and in furtherance of Chapter 3.2, Title 23 of the Code of Virginia of 1950, as amended (the “Act”), the Virginia College Building Authority (the “Authority”) developed a program (the “Program”) to purchase debt instruments issued by public institutions of higher education in the Commonwealth of Virginia (“Participating Institutions” and each a “Participating Institution”) to finance or refinance projects of capital improvement (“Capital Projects” and each a “Capital Project”) included in a bill passed by a majority of each house of the General Assembly of Virginia (the “General Assembly”);

WHEREAS, under the Program the Authority from time to time issues its Educational Facilities Revenue Bonds (Public Higher Education Financing Program) (“Pooled Bonds”) to finance the purchase or refunding of debt instruments issued by Participating Institutions to finance or refinance Capital Projects;

WHEREAS, if a Participating Institution desires to finance or refinance a Capital Project through the Program it must enter into a loan agreement with the Authority, under which: (i) the Participating Institution will issue its promissory note pursuant to Chapter 3, Title 23 of the Code of Virginia of 1950, as amended, to evidence a loan to it by the Authority; (ii) the Authority will agree to issue Pooled Bonds and use proceeds thereof to purchase the promissory note; (iii) the Participating Institution will agree to use proceeds of Pooled Bonds, loaned to it and received in exchange for its promissory note, to finance or refinance the Capital Project and to not take actions that may jeopardize any federal tax-exempt status of interest on Pooled Bonds allocable to financing or refinancing the Capital Project; and (iv) the Participating Institution will agree to make payments under the promissory note in sums sufficient to pay, together with certain administrative and arbitrage rebate payments, the principal of, premium, if any, and interest due on such Pooled Bonds;

WHEREAS, the Board of Visitors (the “Board”) of OLD DOMINION UNIVERSITY (the “Institution”) from time to time desires to finance or refinance Capital Projects for the Institution as a Participating Institution under the Program, and now proposes that the Institution issue its promissory note or notes (collectively, the “Note”) to be sold to the Authority in accordance with a loan agreement or loan agreements between the Institution and the Authority (collectively, the “Loan Agreement”), under which proceeds of Pooled Bonds will be loaned to and received by the Institution in exchange for the Note, to finance or refinance costs of the following Capital Projects authorized for bond financing by the General Assembly: the Powhatan Sports Center (221-17483), Campus Dining Improvements (221-17946), Replace the Webb University Center (221-17947) (collectively, the “Project”); and

WHEREAS the Board desires to designate certain Institution officers (i) delegated the authority to approve the forms of and to execute and deliver the Loan Agreement, the Note and any amendments thereto, and any other documents necessary or desirable in connection with financing or refinancing costs of the Project through and participation in the Program; and (ii) responsible for monitoring post-issuance compliance with covenants of the Institution related to maintaining any federal tax-exempt status of interest on Pooled Bonds.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD:

Section 1. The Project is hereby designated to be undertaken and financed or refinanced by the Authority and, accordingly, the **PRESIDENT & CHIEF OPERATING OFFICER** (the “Authorized Officers”) are each hereby delegated and invested with full power and authority to approve the forms of the Loan Agreement, the Note and any amendments thereto (in connection with any refunding of Pooled Bonds financing or refinancing the Project or otherwise), and any pledge to the payment of the Note and any amendment thereto of total gross university sponsored overhead, unrestricted endowment income, tuition and fees, indirect cost recoveries, auxiliary enterprise revenues, general and nongeneral fund appropriations and other revenues not required by law or previous binding contract to be devoted to some other purpose, restricted by a gift instrument for another purpose or excluded from such pledge as provided in the Loan Agreement, subject to the provisions of Section 3 hereof.

Section 2. Subject to the provisions of Section 3 hereof, the Authorized Officers are each hereby delegated and invested with full power and authority to execute, deliver and issue, on behalf of the Institution, (a) the Loan Agreement, the Note and any amendments thereto (in connection with any refunding of Pooled Bonds financing or refinancing the Project or otherwise), with approval of such documents in accordance with Section 1 hereof evidenced conclusively by the execution and delivery of the respective document, and (b) any other documents, instruments or certificates as may be deemed necessary or desirable to finance or refinance costs of the Project through and participate in the Program, and to further carry out the purposes and intent of this resolution. The Authorized Officers are authorized and directed to take such steps and deliver such certificates in connection with delivery of the Note, and any amendment thereto, as may be required under any existing obligations, including bond resolutions relating to any outstanding general revenue pledge bonds, and to notify Virginia Department of Treasury representatives serving as Authority staff at least 60 days in advance of a pledge of any amounts pledged to the payment of the Note in accordance with Section 1 hereof to, or as security for, the payment of any other Institution obligations issued or entered into after the date hereof for so long as the Note and any amendments thereto remain outstanding.

Section 3. The authorizations given above as to the approval, execution, delivery and issuance of the Loan Agreement, the Note and any amendments thereto (in connection with any refunding of Pooled Bonds financing or refinancing the Project or otherwise) are subject to the following parameters: (a) the principal amount to be paid under the Note allocable to any component of the Project, together with the principal amount of any other indebtedness with respect to such component, shall not be greater than the amount authorized for such component by the General Assembly plus amounts needed to fund issuance costs, original issue discount, other financing (including without limitation refunding) expenses and any other increase permitted by law; (b) the aggregate principal amount of the Note shall in no event exceed **\$31,316,000** as the same may be so increased; (c) the aggregate interest rate payable under the Note shall not exceed a “true” or “Canadian” interest cost more than 50 basis points higher than the interest rate for “AA” rated securities with comparable maturities, as reported by Thomson Municipal Market Data (MMD) or another comparable service or index, as of the date that the interest rates are determined, taking into account any original issue discount or premium; (d) the weighted average maturity of the principal payments due under the Note shall not exceed 20 years after the original issue date of the Note; (e) the last principal payment date under the

Note shall not extend beyond the reasonably expected weighted economic life of the Project; and (f) subject to the foregoing, the actual amount, interest rates, principal maturities, and date of the Note shall be approved by an Authorized Officer, as evidenced by the execution thereof.

Section 4. The Board acknowledges that if there is a failure to make, as and when due, any payment of the principal of, premium, if any, and interest on any promissory note issued by the Institution as a Participating Institution to the Authority under the Program, including without limitation the Note and any amendments thereto, the State Comptroller is authorized under the Program and Section 23-30.29:3 of the Code of Virginia of 1950, as amended, to charge against appropriations available to the Institution all future payments of principal of, premium, if any, and interest on such promissory note when due and payable and to make such payments to the Authority or its designee, so as to ensure that no future default will occur on such promissory note.

Section 5. The Board agrees that if the Authority determines the Institution as a Participating Institution shall be subject to continuing disclosure obligations under Rule 15c2-12 of the federal Securities and Exchange Commission with respect to any Pooled Bonds, (a) an Authorized Officer shall, and is hereby authorized and directed to, enter into a continuing disclosure undertaking in form and substance reasonably satisfactory to the Authority, and (b) the Institution will comply with the provisions and disclosure obligations contained therein.

Section 6. The Board designates the **CHIEF OPERATING OFFICER** to be responsible for implementing procedures to monitor post-issuance compliance with covenants in any loan agreement between the Institution as a Participating Institution and the Authority, including the Loan Agreement and any amendments thereto, related to maintaining tax-exempt status for federal income tax purposes of interest on any Pooled Bonds, including without limitation monitoring the use of any portion of all Capital Projects for the Institution financed or refinanced with such Pooled Bonds and compliance with any applicable federal income tax remedial action requirements in connection with certain changes in such use. Such officer shall review such post-issuance compliance at least annually for so long as such Pooled Bonds remain outstanding.

Section 7. This resolution shall take effect immediately upon its adoption.

Ms. Swiecinski also presented a resolution to approve reimbursement of expenditures totaling \$150,000 for the Powhatan Sports Center. The following resolution was brought forth as a recommendation of the Administration and Finance Committee and was unanimously approved by all members present and voting. (*Bennett, Bernd, Biagas, Cofer, Harris, Kilmer, Maniscalco-Theberge, Mugler, Ripley, Sessoms, Smith, Swystun, Tata*)

**RESOLUTION OF THE BOARD OF VISITORS OF
OLD DOMINION UNIVERSITY
DECLARING THE INTENTION TO REIMBURSE
THE COST OF CERTAIN EXPENDITURES**

WHEREAS, Old Dominion University (the “Institution”) has undertaken the construction of its Powhatan Sports Center (the “Project”); and

WHEREAS, the Institution has made or will make expenditures (the “Expenditures”) in connection with the Project; and

WHEREAS, the Institution may determine that the funds advanced and to be advanced to pay Expenditures will be reimbursed to the Institution from the proceeds of one or more debt obligations to be issued by or on behalf of the Institution (the “Indebtedness”).

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF VISITORS OF THE INSTITUTION:

1. The Board of Visitors of the Institution hereby adopts this declaration of official intent under Treasury Regulations Section 1.150-2 and declares that the Institution intends to reimburse itself, in accordance with such Section 1.150-2, with the proceeds of Indebtedness for Expenditures made on, after or within 60 days prior to the date of the adoption of this Resolution with respect to the Project, except that Expenditures made more than 60 days prior to the date hereof may be reimbursed as to certain *de minimis* or preliminary expenditures described in Treasury Regulations Section 1.150-2(f) and as to other expenditures permitted under applicable Treasury Regulations.
2. The maximum principal amount of Indebtedness expected to be issued for the Project is \$150,000.
3. This Resolution shall take effect immediately upon its adoption.

Associate Vice President Swiecinski reviewed the annual Debt Management Report, noting that Old Dominion’s FY2014 projected annual debt will total approximately \$25.2M. Board policy established a debt burden ratio (annual debt service costs to total operating expenditures) which is projected to be 6.81%, \$15.2M in debt services expenses to \$370.3M in total operating expenses. The policy guideline allows this ratio to exceed 7% in instances involving debt from revenue-producing projects such as student residence halls, parking or dining facilities, when the debt is secured by income from the project.

Chief Operating Officer Harnage reported to the Committee on the University's fall semester opening, including utilization and associated revenues from Dining Services, Transportation & Parking, and the University Bookstore, as well as safety initiatives.

The Committee received a capital outlay projects status report from Dale Feltes, Director of Design and Construction, and a status report on investments from Rick Massey, Associate Vice President for Foundations.

INSTITUTIONAL ADVANCEMENT COMMITTEE

The Rector called on Mr. Reidy for the report of the Institutional Advancement Committee. Mr. Reidy reported that Vice President Alonzo Brandon presented dashboard items measuring productivity in University Advancement and reviewed the Board's naming policy and upcoming naming opportunities. He also reviewed Strome-related initiatives.

STUDENT ADVANCEMENT COMMITTEE

The Rector called on Mr. Cofer for the report of the Student Advancement Committee. Mr. Cofer reported that Vice President Ellen Neufeldt presented an update on fall student enrollment, student well-being, campus life and career outcomes.

Rodin Ndandula, student representative to the Board, reported on the Monarch Citizenship campaign and highlighted how students are being responsible, engaged, and showing pride in their University. Students appreciate the LifeSafe app that promotes a safer campus community. During his year as the student representative to the Board, he plans to work closely with the Student Government Association, highlight the importance of student success, and connect students with faculty/staff and resources to ensure a signature Monarch experience.

Chief Rhonda Harris provided an overview of the safety and security enhancements set in place during the summer. She reviewed the jurisdiction of the University Police Department, Clery Act reporting responsibilities, and the Clery crime statistics to date for 2013-2014. Giovanna Genard, Acting Assistant Vice President for Marketing & Communications, provided information on strategies to highlight safety enhancements and combat misperceptions.

Athletic Director Wood Selig reviewed academic progress reports on student athletes, noting that all men's and women's programs met or exceeded APR standards for post-season eligibility.

CLOSED SESSION

The Rector recognized Ms. Kilmer, who made the following motion, “Mr. Rector, I move that this meeting be convened in closed session, as permitted by Virginia Code Section 2.2-3711(A) (1), for the purpose of discussion the evaluation and compensation of the President.” The motion was duly seconded and unanimously approved by all members present and voting. (*Bennett, Bernd, Biagas, Cofer, Harris, Kilmer, Maniscalco-Theberge, Mugler, Ripley, Sessoms, Smith, Swystun, Tata*)

RECONVENE IN OPEN SESSION AND FOIA CERTIFICATION

At the conclusion of the closed session, the meeting was reconvened in open session, at which time the Rector called for the Freedom of Information Act certification of compliance that (1) only public business matters lawfully exempted from the open meeting requirements under the Freedom of Information Act were discussed and (2) only such public business matters as were identified in the motion by which the closed session was convened were heard, discussed or considered. The certification of compliance vote was twelve in favor and none opposed. (*Bennett, Bernd, Biagas, Cofer, Harris, Kilmer, Maniscalco-Theberge, Mugler, Ripley, Sessoms, Smith, Swystun, Tata*)

REPORT OF THE PRESIDENTIAL EVALUATION AND COMPENSATION COMMITTEE

The Rector announced that the Board discussed the President’s evaluation and the recommendation of the Presidential Evaluation and Compensation Committee to award the President a 5% base salary increase. He also shared the President’s unwillingness to accept the salary increase because of the budget situation and the fact that faculty and staff would not be receiving salary increases. While commendable, the Board insisted that the President’s deferred compensation be increased by \$12,800. Whereupon, a motion was made by Ms. Swystun that the President’s deferred compensation be increased by \$12,800. The motion was seconded by Dr. Maniscalco-Theberge and approved by all members present and voting. (*Bennett, Bernd, Biagas, Cofer, Harris, Kilmer, Maniscalco-Theberge, Mugler, Ripley, Sessoms, Smith, Swystun, Tata*)

OLD/UNFINISHED BUSINESS

There was no old or unfinished business to come before the Board.

NEW BUSINESS

There was no new business to come before the Board.

ADJOURN

With no additional business to be discussed, the meeting was adjourned at 2:10 p.m.