

OLD DOMINION UNIVERSITY
BOARD OF VISITORS
GOVERNANCE COMMITTEE MEETING
Monday, November 15, 2021

MINUTES

The Governance Committee of the Board of Visitors of Old Dominion University met at 12:00 Noon on Monday, November 13, 2021, in the Board Room of the Kate and John R. Broderick Dining Commons on the Norfolk campus. Present from the Committee were:

Jerri F. Dickeski, Chair
Yvonne T. Allmond, Vice Chair
R. Bruce Bradley, Rector (*ex-officio*)
Peter G. Decker, III
Lisa B. Smith

Absent from the Committee: Robert S. Corn
Toykea S. Jones (*ex-officio*)

Also present: Austin Agho
Donna Meeks
Todd Johnson
Teresa Murrell
Ashley Schumaker
Allen Wilson

The Chair called the meeting to order at 12:28 p.m. and thanked everyone for attending. She commented that, although this Committee was scheduled to meet following a meeting of the Executive Committee, she felt that it was important to meet even though the Executive Committee meeting was canceled.

APPROVAL OF MINUTES

The Chair called for the approval of the minutes of the Governance Committee meeting held on September 14, 2021. Upon a motion made by Ms. Smith and seconded by Ms. Allmond, the minutes were approved (*Ayes: Allmond, Bradley, Decker, Dickeski; Nays: None*).

REPORT FROM NAMING SUBCOMMITTEE

The Chair said that she spoke with Bob Corn, who was not able to attend today's meeting. He said that the next step in the process is to share the draft naming policy with new University Counsel Allen Wilson for his review and input. It was noted that when Jay Wright drafted the policy, he used the University of Virginia's and Yale's policies as a model. After that review, the plan is to move forward with the naming of the Task Force.

Allen Wilson introduced Teressa Murrell who recently joined his office as a third attorney. She gave some background about herself, noting that she received her undergraduate degree at JMU and her law degree from the University of Richmond. Mr. Wilson said that Jay Wright will also be returning to the University at a yet undetermined date.

PROPOSED REVISIONS TO BOARD OF VISITORS POLICIES

The Chair reminded committee members that the three policies the Committee will be reviewing today are the remaining 1100-series policies that deal specifically with the Board. They, along with all of the Board policies, will be reviewed on a five-year schedule.

Policy 1102 – Communications With the Board of Visitors - Policy 1102, Communications with the Board of Visitors, was reviewed by the Committee. A question was asked if Board members are aware of the University's governance structure and the concept of shared governance. It was noted that SCHEV's orientation required of every new board member in their first two years of service covers this topic. Upon a motion by Mr. Decker and seconded by Ms. Smith, the Committee approved Policy 1102 with no recommended revisions (*Ayes: Allmond, Bradley, Decker, Dickeski; Nays: None*).

Policy 1103 – Recommended Qualifications and Competencies for Members of the Old Dominion University Board of Visitors - Following a brief discussion and upon a motion by Mr. Decker and seconded by Ms. Allmond, Board Policy 1103, Recommended Qualifications and Competencies for Member of the Old Dominion University Board of Visitors, was approved with no recommended revisions (*Ayes: Allmond, Bradley, Decker, Dickeski; Nays: None*).

Policy 1110 – Editorial Revisions to Board of Visitors Policies and Procedures When There are Title Changes and Changes in Office Names - Following discussion, the Committee recommended revisions to Policy 1110, Editorial Revisions to the Board of Visitors Policies and Procedures When There are Title Changes and Changes in Office Names. Approval of non-discretionary statutory code changes to the Virginia Code was added as well as the provision that the Board is notified of these editorial changes at the next Board meeting. Upon a motion made by Ms. Smith and seconded by Ms. Allmond, the Committee approved the proposed revisions to Policy 1110 (*Ayes: Allmond, Bradley, Decker, Dickeski; Nays: None*).

2022 BOARD OF VISITORS SELF-ASSESSMENT

The Chair stated that it was time to begin planning for the Board's annual self-assessment. Copies of the 2021 Self-Assessment Survey and Results were distributed to Committee members. The Chair asked committee members to review the questions and suggestions from the last survey and be prepared to discuss recommended revisions at the committee meeting on December 9. She also invited them to send her suggestions via email. She asked Donna Meeks to send it to President Hemphill for his input. The new survey will be distributed in early 2022.

NEXT STEPS

At the request of the Chair, Donna Meeks explained the process underway for review of Board policies that had been recommended for removal. President Hemphill asked the Vice Presidents to review those policies under their purview and make a recommendation as to whether they should remain as a Board policy, be relegated to a university-level policy, or rescinded. The President's Cabinet will review the recommendations at their next meeting and the recommendations will be shared with committee members in advance of the December meeting. The remaining policies will be reviewed for recommended revisions for presentation to the Board for approval at the April meeting.

The process for recommending revisions was discussed. Committee members concurred that the recommended policy revisions should first be presented to the appropriate standing committee (for example, academic policies will go to the Academic & Research Advancement Committee), and then to the Governance Committee for recommendation to the full Board for approval.

The Chair noted that the Committee may not need to meet as frequently in early 2022. Currently meetings of the Committee are scheduled to coincide with Executive Committee meetings on the months that the full Board does not meet.

With no further business to discuss, the meeting was adjourned at 1:17 p.m.