MEMORANDUM

TO: The Executive Committee of the Board of Visitors:

William H. Goodwin Jr., Chair
Frank M. Conner III, Vice Chair
Frank B. Atkinson
L.D. Britt, M.D.
Kevin J. Fay
John A. Griffin
Victoria D. Harker
Barbara J. Fried, Advisor
Frank E. Genovese, Advisor
John G. Macfarlane III, Advisor

and

The Remaining Members of the Board:

Mark T. Bowles James V. Reyes
Whittington W. Clement Jeffrey C. Walker
Helen E. Dragas Joe Garofalo
Bobbie G. Kilberg Daniel T. Judge
Tammy S. Murphy

FROM: Susan G. Harris

SUBJECT: Minutes of the Executive Committee Meeting on February 17, 2016

The Executive Committee of the Board of Visitors of the University of Virginia met, in Open Session, at 3:05 p.m. on Wednesday, February 17, 2016 in the President’s Conference Room, Madison Hall. William H. Goodwin Jr., Chair, presided.

Frank M. Conner III, Frank B. Atkinson, L.D. Britt, M.D., Kevin J. Fay, Victoria D. Harker, Barbara J. Fried, John G. Macfarlane III, and Daniel T. Judge were present.
Present as well were Teresa A. Sullivan and Thomas W. Leback (for Open Session only), Susan G. Harris, and Patricia M. Lampkin.

Action Items

On motion, the committee approved the following two action items. The first is a recommendation to the full Board of revisions to the Manual of the Board of Visitors of the University of Virginia, and the second is an extension of a lease for the Sunnyside residence.


WHEREAS, in 2016 and 2017, The University of Virginia will undergo a decennial reaccreditation review by the Southern Association of Colleges and Schools Commission on Colleges (SACSCOC); and

WHEREAS, the University has been informed by SACSCOC that its corporate structure must be clarified; and

WHEREAS, the clarification must be reflected in the University's bylaws, which are contained in the Manual of the Board of Visitors of the University of Virginia;

RESOLVED, in accordance with the provisions of Section 5.9 of the Manual of the Board of Visitors of the University of Virginia (the Manual) and the Code of Virginia Section 23-75, and upon recommendation of the Executive Committee, the first paragraph of the Preface of the Manual is revised as follows:

THE UNIVERSITY of Virginia is an educational institution of the Commonwealth of Virginia. It is comprised of three divisions - the Academic Division, the Medical Center, and the College at Wise. The duties and powers of its governing body, the Board of Visitors, are determined and controlled by the statutes of the State, as amended by the General Assembly. The most pertinent statutory provisions are printed in an appendix to this Manual. The portions of the Code of Virginia that treat the general organization and governance of the University may be found in Va. Code Sections 23-62 et seq. The Board itself, through the Manual, largely determines its internal organization, its procedures of operation, and the responsibilities of the administrative officers selected by it to carry out its directives of policy and program.

RESOLVED FURTHER, sections 4.2 and 4.22 of the Manual are revised as follows:

SECTION 4.2 THE PRESIDENT OF THE UNIVERSITY - The President of the University shall be the principal administrative officer chief
executive officer of the University. The President also serves as the chief executive officer of the Academic Division. The President shall be a member of the General Faculty and of the faculty of the College and of each of the schools of the University. The President also shall be the principal administrative officer of The University of Virginia's College at Wise.

SECTION 4.22 POWERS AND DUTIES — As the principal administrative officer of the University and chief executive officer of the Academic Division, the President shall have the following powers and duties:

1. The President shall have responsibility for the operation of the University in conformity with the purposes and policies determined by the Board;
2. The President shall act as adviser to the Board and shall have responsibility for recommending to it for consideration those policies and programs which in the opinion of the President will best promote the interests of the University;
3. The President shall recommend to the Board long-range educational goals and programs and the new degrees that may be best suited to attain those goals and programs;
4. The President shall have the power to establish and modify as he or she deems necessary the internal administrative structure of the University and shall appoint or provide for the appointment of all administrative officers except for the Vice Presidents and the Chancellor of The University of Virginia’s College at Wise, making a report of his or her actions thereon to the Board at the next regular meeting;
5. The President shall serve as President of the Faculty Senate of the University and of the Faculty Senate of The University of Virginia’s College at Wise;
6. The President shall have primary responsibility for the establishment and maintenance of proper relationships with the alumni;
7. The President shall at all times maintain cordial relationships with the students, guarding and protecting their best interests;
8. The President shall use particular efforts to preserve and foster the Honor System;
9. The President shall be responsible for the discipline of students with the power to impose appropriate penalties including expulsion;
10. The President shall submit to the Board each year an annual budget for the operation of the University for the following fiscal year and shall prepare and submit to the Governor a biennial budget request as required by law or regulation;
11. The President shall promote the development of the endowment funds of the University and shall be authorized to accept any gift or grant subject to the approval of the Governor as required, making a report to the Board of such gifts or grants; and
12 The President shall perform such other duties as may be required by the Board.

EXTENSION OF SUNNYSIDE LEASE

WHEREAS, the Board of Visitors agreed to lease Sunnyside for a period of two years to the Center for Diabetes Technology for the purposes of conducting clinical studies related to artificial pancreas research; and

WHEREAS, the Center for Diabetes Technology has additional trials upcoming that would benefit from an extension of the lease;

RESOLVED, the lease of Sunnyside to the Center for Diabetes Technology is extended until June 30, 2016 on the same terms and conditions that are currently in effect.

Executive Session

At 3:10 p.m., the committee adopted the following motion and proceeded in closed session:

That the Executive Committee of the Board of Visitors go into executive session for the purpose of interviewing candidates for student Board representative, in accordance with Section 2.2-3711 (A) (1) of the Code of Virginia.

At 5:20 p.m., the committee left closed session and, on motion, unanimously adopted the following resolution certifying that the deliberations in closed session had been conducted in accordance with the exemptions permitted by the Virginia Freedom of Information Act:

That we vote on and record our certification that, to the best of each Member’s knowledge, only public business matters lawfully exempted from open meeting requirements and which were identified in the motion authorizing the closed session, were heard, discussed or considered in closed session.

On further motion, the committee adjourned at 5:20 p.m.

SGH:ddr
These minutes have been posted to the University of Virginia Board of Visitors website.
http://www.virginia.edu/bov/executivecommitteeminutes.html