MEMORANDUM

TO: The Executive Committee:

Helen E. Dragas, Chair
George Keith Martin
Marvin W. Gilliam
Victoria D. Harker
John L. Nau III
Timothy B. Robertson

and

The Remaining Members of the Board:

Frank B. Atkinson
A. Macdonald Caputo
Hunter E. Craig
The Hon. Alan A. Diamonstein
Allison Cryor DiNardo
Bobbie G. Kilberg
Stephen P. Long, M.D.

Vincent J. Mastracco Jr.
Edward D. Miller, M.D.
Linwood H. Rose
Hillary A. Hurd
William H. Goodwin Jr.
Leonard W. Sandridge Jr.

FROM: Susan G. Harris

RE: Minutes of the Meeting of the Executive Committee on Friday, October 19, 2012

The Executive Committee of the Board of Visitors of the University of Virginia met, in Open Session, at 12:45 p.m., Friday, October 19, 2012, in the Lower West Oval Room of the Rotunda; Helen E. Dragas, Chair, presided.

Present were Ms. Helen E. Dragas, George Keith Martin, Marvin W. Gilliam, John L. Nau III, and Timothy B. Robertson.

Also present were Ms. Susan G. Harris and Paul J. Forch.
The Chair opened the meeting. She said the executive committee was assembled to review the governance items discussed in the Governance and Engagement committee. The committee discussed the following items and agreed they should be reflected in resolutions for review by the executive committee and approval by the Board at the November regular meeting. Some of these items are changes to the Manual of the Board of Visitors and some are not:

1. The full Board should meet to discuss and act on the resignation of the president; this should be added to the current language that requires full Board action to terminate the president of the University. This is a change to the Manual.

2. Change the name of the External Affairs committee to the Advancement and Communications committee. This requires a Manual change.

3. Establish vice chairs for standing committees. The committee agreed the chair should appoint after consulting with the rector.


5. All standing committees shall have a faculty consulting member. Currently, Educational Policy, External Affairs, and Medical Center Operating Board have faculty consulting members.

6. The Manual provisions should state that executive committee actions in between regular meetings of the Board must be approved by 2/3 of the whole executive committee.

7. A consultant on board governance should be retained by the University. The executive committee will determine the scope of the engagement.

The Chair asked the Secretary to develop resolutions reflecting these revisions.

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On motion, the meeting was adjourned at 1:45 p.m.

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