

OLD DOMINION UNIVERSITY
BOARD OF VISITORS
GOVERNANCE COMMITTEE MEETING
Tuesday, September 14, 2021

MINUTES

The Governance Committee of the Board of Visitors of Old Dominion University met at 10:00 a.m. on Tuesday, September 14, 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. Dickseski, Chair
Yvonne T. Allmond, Vice Chair
R. Bruce Bradley, Rector (*ex-officio*)
Robert S. Corn
Peter G. Decker, III
Lisa B. Smith
Omotomilola Jegede (*Student Representative*)

Also present from the Board:

Toykea Jones
Kay A. Kemper
Armistead D. Williams, Jr.

Also present:

Brian O. Hemphill, President
Alonzo Brandon
Donna Meeks
Harry Minium
September Sanderlin
Ashley Schumaker
Amanda Skaggs
Don Stansberry
Allen Wilson

The Chair called the meeting to order at 10:03 a.m

APPROVAL OF MINUTES

Upon a motion by Ms. Allmond and seconded by Ms. Jones, the minutes of the Governance Committee meeting held on August 9, 2021 were unanimously approved (*Ayes: Allmond, Bradley, Corn, Decker, Dickseski, Smith; Nays: None*).

REPORT FROM NAMING SUBCOMMITTEE

Mr. Corn reported that the subcommittee met with Provost Agho to discuss the next steps and will meet with President Hemphill in the near future to get his direction on the leadership of the committee and the naming of the Task Force.

PROPOSED REVISIONS TO BOARD POLICY 1104, REPRESENTATION TO THE BOARD OF VISITORS

At the request of the Chair, Ms. Meeks reviewed the proposed changes to the policy regarding selection of student and faculty representatives to the Board. As discussed previously by the Committee, representatives to the Athletic and Audit & Compliance Committees were added. Provost Agho and Vice President Stansberry reviewed the policy and suggested revisions that reflect the process for selecting faculty and student representatives. Upon a motion made by Ms. Allmond and seconded by Ms. Smith, the proposed revisions were approved unanimously by the Committee (*Ayes: Allmond, Bradley, Corn, Decker, Dickeski, Smith; Nays: None*).

PROPOSED PROCESS FOR BOARD POLICY REVIEW

The Chair asked Ms. Meeks to review the proposed process for Board policy review. She referred Committee members to the draft that was included with the agenda. The proposal recommends that the Governance Committee request the President to assign the review of policies to the appropriate vice president, with priority given to those policies that had been recommended by University Counsel for removal as board-level policies. Committee members and President Hemphill concurred that this review should take place prior to the Board meeting in December, with the goal of recommending to the Committee and Board those policies that should be relegated to other publications such as the *Teaching & Research Faculty Handbook* or university-level policy. Ms. Skaggs commented that completing this process by the December meeting would show progress toward meeting the recommendations of the Board Governance Audit.

Those policies that remain at the Board level that have not been revised since 2018 should also be reviewed by the appropriate vice president. President Hemphill suggested that this review occur in order for recommendations to be made to the Committee and Board at their meeting in April 2022. University Counsel will be asked to review those policies that fall under the 1000 and 1200 series that deal primarily with legal issues. The Executive Secretary to the Board and University Counsel will provide assistance during the review process as requested.

In order to satisfy SACSCOC requirements, the Committee concurred that Board Policy 1001, The Mission of the University (although reaffirmed in December 2020), also undergo a formal review for approval at the April 2022 meeting. Policy 1002, The Major Goals of the University, should be revised once the strategic planning process has concluded and a new Strategic Plan is approved in December 2022.

The Governance Committee will focus its review on 1100-series Board policies that pertain specifically to the practices of the Board of Visitors.

To ensure that a regular review process is established, all policies will be assigned a five-year review date. The Executive Secretary to the Board will maintain the schedule for these reviews. All reviews will be documented even if a determination is made those no revisions are recommended. All existing policies that have been reviewed since 2018 will be assigned a five-year review date of 2023.

Upon a motion made by Ms. Smith and seconded by Ms. Allmond, the proposed review process was approved unanimously by the Committee (*Ayes: Allmond, Bradley, Corn, Decker, Dickeski, Smith; Nays: None*).

NEXT STEPS

The Chair reminded Committee members that the Committee is scheduled to meet on a monthly basis in conjunction with the Executive Committee meetings. She asked Ms. Meeks to share with Committee members the 1100-series policies so that they can begin their review.

With no further business to discuss, the meeting was adjourned at 10:29 a.m.