

CALL TO ORDER AND APPROVAL OF MINUTES

The Rector called the meeting to order at 1:04 p.m. and asked for approval of the minutes of the Board of Visitors meeting held on April 22, 2021. Upon a motion made by Dr. Williams and Tc 0.02 7.-e

base funding for adjunct faculty (\$1.8M), student service operations (\$925K), Cybersecurity faculty (\$180K), Title IX staffing and operations (\$245K), student success coaches (\$132K), joint School of Public Health (\$2.5M), strategic initiatives holding fund (\$4.1M), and one-time enrollment mitigation and operating funds (\$20M). Vice President DuBois commented that the strategic initiative holding fund was established at the request of President Broderick to allow incoming President Hemphill to allocate the funds for his strategic initiatives.

In response to a question from Mr. Bradley, Vice President DuBois explained that the \$20M in one-time funding for enrollment mitigation and operating expenses may not all be spent in FY22 and could roll over to the next fiscal year and could possibly be used as “seed money” for new initiatives that could become self-sustaining or for which base funding is allocated in future years. If there is an enrollment shortfall and some of the mitigation funds are used for that purpose, a budget planning process will begin immediately to plan for the following year. At this point, however, the fall enrollment data is not yet available to make this decision. President Broderick added that all universities are experiencing retention issues for first-year students due to the shift to online le-2 (ve)-6 tg-10 (cp(e)4 ([npr)-12 ()]TJ0.03 ujEMC /P #MCID 2 BDC 0.07 Tw 0 -1.15 Tw o)-4 (t)-8

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Alicia works in the office of the Secretary of Health and Human Resources. She received her BA in History and Political Science from Old Dominion in 2019. She is a current graduate student studying public administration. She previously interned for State Senator John Cosgrove, Delegate James (Jay) Leftwich and Kieloch Consulting. Dawaan works in the office of the Secretary of Public Safety and Homeland Security. He is currently a senior majoring in Criminal Justice. He formerly interned for Two Capitols Consulting, Delegate Alex Askew, Delegate Cliff Hayes and State Senator Mamie Locke. The Rector said that she would like to continue the tradition at future Board meetings to recognize students and faculty members for their achievements.

Vice Rector Bradley gave an update on the Board's operating budgets. He said that there have been no changes since his report in April. \$2,177 has been spent from the E&G budget, leaving a

associate's degrees in registered nursing, general studies, engineering and computer science. She also shared a chart listing the areas of study covered among the partners and stated that these are coordinated to minimize duplication among the institutions. The program serves the non-traditional student demographic well.

Dr. Casiello brought the board members' attention to a handout listing the various awards and recognitions ODUOnline has received over the years, both in Virginia and nationally. ODU does all of the marketing for OVN and its member institutions, as well as handling the financials. It is truly a University-wide effort that makes this program a success. He reviewed the integrated marketing strategy to promote the program with the use of traditional media as well as digital channels and through partner development and relationship management. He illustrated the ODUOnline system as a four-gear approach: (1) online faculty training and course development, (2) online technology infrastructure, (3) marketing and promotion (lead generation), and (4) online student lifecycle support services. He also shared enrollment data, noting an average yearly increase of 14.2% in the conversion rate (completed inquiry forms) and an over 83% increase from FY14-15 to present. He then shared a brief promotional video and stated that the future of OVN would embrace the purpose and build on the premise of serving Virginians who started a degree but did not finish, providing accessible and affordable online education, offering a central location for students to locate courses and programs from partner institutions, and evolving its modest web presence to a robust resource for citizens and institutions in the Commonwealth. In response to a question from Mr. Pitts, Dr. Casiello said that each institution earns its own tuition revenue.

In his closing remarks, Mr. Ripley challenged the Board to become more strategically involved in OVN's future and encouraged those who have not visited the Distance Learning operation in Gornito Hall to do so.

Rector Kemper presented a resolution to name Kate Broderick First Lady Emerita. Upon a motion made by Ms. Smith and duly seconded, the following resolution was approved by roll-call vote (*Ayes: Allmond, Bennett, Bradley, Broermann, Corn, Dabney, Decker, Dickeski, Harris, Hill, Jones, Kemper, Mugler, Pitts, Slaughter, Smith, Williams; Nays: None*).

WHEREAS, in 2011 President and First Lady Broderick, along with family members, established and endowed the Evon-Broderick Award for Community Engagement and Service, named in honor of their mothers, to recognize students who display commitment to service and civic engag

startup in blockchain security for health data with Sentara and created a COVID vaccine supply chain model with daily shot and shipment forecasts for the Virginia Department of Health.

ODU, NSU and EVMS are in collaboration with the City of Norfolk on Digital Neighborhoods health-equity project. A “digital twin” of Norfolk neigh

An special session of the General Assembly is anticipated in late summer to discuss the distribution

as from the college dean. The Promotion and Tenure Committee for the Department of Finance (7-0), the Promotion and Tenure Committee for the College of Business (5-0) and the University Promotion and Tenure Committee (5-0) unanimously recommend this appointment. The chair and dean recommend appointment with tenure.

Based on my independent evaluation of the materials submitted and recommendations from review committees, it is my judgment that Dr. Zhang meets the standards for tenure at the rank of Associate Professor in the Department of Finance at Old Dominion University.

INITIAL APPOINTMENT OF FACULTY MEMBER WITH TENURE

RESOLVED, that upon the recommendation of the Academic and Research Advancement Committee, the Board of Visitors approves the appointment of Dr. Jomo Mutegi as Associate Professor of Teaching and Learning with the award of tenure in the Department of Teaching and Learning in the Darden College of Education and Professional Studies, effective July 25, 2021.

Salary: \$85,000 for 10 months
Rank: Associate Professor of Teaching and Learning

The following contains my recommendation for the initial appointment with tenure of Dr. Jomo Mutegi as Associate Professor in the Department of Teaching and Learning. He received a B.S. in Chemistry from Gannon University in Pennsylvania, a Ph.D. from Florida State University, and a Teaching License and served as a Post-doctoral Fellow at the University of Pittsburgh's Department of Instruction and Learning. Prior to assuming his current tenured faculty position in the School of Education at Indiana University Purdue University Indianapolis, he held an Assistant Professor position at University of Pittsburgh and Assistant Professor in the Departments of Teacher Education & Administration and Advanced Studies Leadership & Policy at Morgan State University in Maryland. At Indiana University, he served as Assistant Director of the Urban Center for the Advancement of STEM Education (UCASE) for a period of two years (2010-2012).

The ODU *Teaching and Research Faculty Handbook* states, "The main purposes of tenure are to protect academic freedom and to enable the University to attract and retain a permanent faculty of distinction in order to acco (gh&);2 (i)-m (i)-2 (o (c)44 (l)-6 (t)-6 (y)-4 (o)-m (i)-2-10 (c0)-5 (es)-5 (o)-4 .

and 1 absent) and the University Promotion and Tenure Committee (0-5) unanimously do not recommend tenure.

The Teaching and Research Faculty Handbook policy states, “Normally, an initial appointment with tenure will be granted only to a faculty member who already has achieved a distinguished academic record and held a tenured position.” [p. 26]. Dr. Mutegi is a tenured Associate Professor in the School of Education at Indiana University-Purdue University Indianapolis, a doctoral university with high research activity as classified by the Carnegie Classifications of Higher Education System.

One of the reasons cited by both the College and University Committees for the negative vote is that Dr. Mutegi did not meet research standard of “two publications per year in recognized peer-reviewed” journals. I find that this conclusion is arbitrary and inconsistent with the Department of Teaching and Learning Criteria for Evaluation of Faculty Scholarly Activity and Research Statement that was adopted in 2014 and revised in 2020. The Department of Teaching and Learning encourages “faculty members to engage in ongoing scholarly work” and “grow as a scholar, but the scholarship statement did not specify an expected average number of articles a faculty member must publish per year. In addition to publishing 3 book chapters, 14 peer-reviewed articles, one refereed practitioner article, and 17 non-refereed articles, he has delivered 123 regional, national, and international refereed and invited presentations and secured more than \$3.5 million in grants from foundations and government agencies. He has taught several undergraduate and graduate level courses and reviews of student qualitative feedback indicated that he is an engaged and effective teacher and mentor.

Based on my assessment of Dr. Mutegi’s accomplishments in the areas of research, teaching, and service, I believe that the recommendation of the Department Promotion and Tenure Committee is fair and objective. I also concur with the Dean of the College of Education and Professional Studies that Dr. Mutegi “is producing important scholarship that is recognized by his peers and is making a needed impact on STEM education for diverse learners” and that he brings “a needed focus on diversity in the STEM disciplines to the Teaching and Learning Department”.

In conclusion, it is my judgment that Dr. Mutegi meets the standards for initial appointment at the rank of Associate Professor with tenure in the Department of Teaching and Learning at Old Dominion University.

INITIAL APPOINTMENT OF FACULTY MEMBER WITH TENURE

RESOLVED, that upon the recommendation of the Academic and Research Advancement Committee, the Board of Visitors approves the appointment of Dr. Suzanne Wright as Associate Professor of Nursing with the award of tenure in the School of Nursing in the College of Health Sciences, effective June 10, 2021.

Salary: \$198,000 for 12 months
Rank: Associate Professor of Nursing
(Designated as Chair of the School of Nursing)

The following contains my recommendation for the initial appointment with tenure of Dr. Suzanne Wright as Associate Professor and Chair in the School of Nursing. Dr. Wright received a B.S. in Nursing, an M.S. in Nurse Anesthesia, and a Ph.D. in Health-Related Sciences, (Nurse Anesthesia) from Virginia Commonwealth University (VCU). Prior to ODU, she was a Registered Nurse (1997-2000), Graduate Teaching Assistant at VCU (2001), Director of the Center for Research in Human Simulation at VCU (2005-2019), and Certified Registered Nurse Anesthetist at HCA CJW Medical Center in Richmond, Virginia (2003-present). Dr. Wright has held multiple concurrent positions in the Department of Nurse Anesthesia in the School of Allied Health Professions at VCU, including Director of Doctoral Education for Nurse Anesthesia (October 2009-2019), Vice Chair for Academic Affairs and Assistant Program Director (2012-2019) and Associate Professor (2014-2019), and Herbert T. Watson Professor and Chair (2019-Present).

The ODU *Teaching and Research Faculty Handbook* states, “The main purposes of tenure are to protect academic freedom and to enable the University to attract and retain a permanent faculty of distinction in order to accomplish its mission.” [p. 53]. The *Teaching and Research Faculty Handbook* policy on Initial Appointment of Teaching and Research Faculty states a request for initial appointment with tenure at the rank of professor or associate professor must be “initiated by the chair and reviewed by all tenure review bodies.” The policy also says, “Normally, an initial appointment with tenure will be granted only to a faculty member who already has achieved a distinguished academic record and held a tenured position.” [p. 26].

Recommendations in support of tenure at the rank of Associate Professor for Dr. Wright were received from the departmental, college, and university promotion and tenure committees, as well as from the department chair and the college dean.

The Promotion and Tenure Committee for the School of Nursing (6-0), the Promotion and Tenure Committee for the College of Health Sciences (4-0) and the University Promotion and Tenure Committee (5-0) unanimously recommend this appointment. The chair and dean recommend appointment with tenure.

Based on my independent review of the materials submitted, it is my judgment that Dr. Suzanne Wright meets the standards for tenure at the rank of Associate Professor in the School of Nursing, College of Health Sciences at Old Dominion University.

HONORARY DEGREE

RESOLVED, that upon the recommendation of the Academic and Research Advancement Committee, the Board of Visitors approves the award of an honorary degree to Reverend Anthony C. Paige as noted below. A summary of Reverend Paige's career is included with this resolution for information purposes.

Rev. Anthony C. Paige, community leader
Doctor of Humane Letters (*honoris causa*)

Rev. Anthony C. Paige Senior Pastor, First Baptist Church Lambert's Point

Reverend Paige is an advocate for the Lamberts Point community and serves as the senior pastor at the First Baptist Church of Lamberts Point.

PROFESSION

- Senior Pastor, First Baptist Church Lambert's Point, Norfolk, VA
- Former Pastor, Mt. Nebo Baptist Church, West Point, VA

OLD DOMINION INVOLVEMENT

- 1995-2003, Old Dominion University, Board of Visitors
- Six years as the secretary of the University's Board of Visitors
- University Security task Force
- ODU Village Project Planning Taskforce

EDUCATION

Bachelors of Art degree in Sociology and Psychology, Stillman College, Tuscaloosa, Alabama
Master of Divinity, Virginia Union University, Richmond, VA

COMMUNITY INVOLVEMENT

Reverend Paige has devoted his life to community service for over 40 years in the state of Virginia, in various capacities.

- Coordinator of the #WHATNOW Community Resource Day
- Norfolk City Planning Commission
- 2004, Chairman of the Board, The Village Pointe Senior Housing Project
- Virginia State Board of Correction, developing state legislature for H.I.V and AIDS testing to all inmates leaving prison.
- Board of Trustees of Virginia Seminar and College
- Norfolk Emergency Shelter Team, Site Coordinator
- Lambert's Point Neighborhood Conservation Program: adopted to protect the neighborhood from industrial expansion in the Lambert's Point Community.
- General Board Member of the Baptist General Convention of Virginia

- Member Board of Director of the Norfolk Coalition for Quality Public Education
- Board of the Tidewater A.I.D.S Crisis Task Force
- Coordinator, Emergency AIDS/HIV Clinic with EVMS, Norfolk, VA
- Host of The On Air Forum program (AM-WTJZ)
- Founder of the Black Men’s Forum
- Board of Director, William A. Hunton YMCA, Norfolk, VA
- Drug Abuse Counselor, Portsmouth Public Health Department, Methadone Clinic, Portsmouth, Va
- Social Service Coordinator at the Norfolk Redevelopment and Housing Authority, Norfolk, VA
- Assistant to the Director of Counseling and Instructor, Virginia Union University, Richmond, VA

ACCOLADES AND AFFILIATIONS

- 2020, Governor’s Volunteerism and Community Service Awards
- 2016, Virginia State Senate Commendation, Resolution 18
- Alpha Phi Alpha Fraternity Inc, Epsilon Nu Chapter Stillman College / Nu Delta Lambda Chapter, Chesapeake, VA
- 2009, Hugo Owens Martin Luther King Memorial Award

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 2021-22 academic year, effective June 17, 2021: Academic and Research Advancement, Nina Brown; Administration and Finance, Steve Hsiung; University Advancement, David Burdige; and Student Enhancement and Engagement, James Rhoades.

Nina W. Brown is a Professor and Eminent Scholar in the Counseling and Human Services Department. She received her doctorate from The College of William and Mary. She has published 35 books on group counseling and narcissism, over 50 journal articles, was elected as the President of the Faculty Senate four years, is the current Vice President of the Senate, served as chair of several Senate committees, and has been active in many Senate initiatives. She is the current chair of the Faculty Mediation Committee. Recent awards and honors include Group Psychologist of the Year (2019), Distinguished Fellow for the American Group Psychotherapy Association, and Fellow of the American Psychological Association.

David J. Burdige is a Professor and Eminent Scholar in the Department of Ocean and Earth Sciences. He received a Ph.D. in oceanography from the Scripps Institution of Oceanography, UCSD in 1983. While at ODU his research has been continuously funded by numerous funding agencies including the National Science Foundation, the Office of Naval Research and US EPA

Chesapeake Bay Program. He has published more than 95 peer-reviewed papers, and in 2006 authored the book *Geochemistry of Marine Sediments* (Princeton Univ. Press). Burdige is co-Editor in Chief of the journal *Estuarine and Coastal Shelf Science*, a fellow of the Association for the Sciences of Limnology and Oceanography (ASLO) and in 2016 was awarded the NSF Antarctic Service Award Medal. He has been a member of the Faculty Senate since 2006 and served as the Chair of the Senate in 2018-19.

Steve Hsiung is a Professor of Electrical Engineering Technology. Prior to his current position, he worked for Maxim Integrated Products, Inc., Seagate Technology, Inc., and Lam Research Corp., all in Silicon Valley, CA. He also taught at Utah State University and California University of Pennsylvania. Hsiung earned his Ph.D. from Iowa State University in 1992. His research focuses are embedded system designs in applied engineering applications and education in active distance teaching and learning. His research earned three continuous NSF grants and funds from other agencies. He has published 22 peer review journals, given presentations at conferences, and been invited as a guest speaker by different institutions. Hsiung received awards for Excellence in Discovery, Teaching with Technology, Faculty Research Mentor, and Outstanding Undergraduate Research Mentor. He has been a member of the Faculty Senate since 2018.

Mr. James G. Rhoades is the Social Sciences Librarian at the Patricia W. and J. Douglas Perry Library. He received a Master of Library and Information Sciences from Florida State University in 2005. He works daily with undergraduates, graduates, and faculty regarding library research, resources, and services. While at ODU Libraries, he has served as Chair of the Libraries Faculty Assembly, Chair of the Collection Development Team, and Chair of the Promotion Committee. He serves as the standing ODU representative on Virginia's Academic Library Consortium (VIVA) Collections Committee and the Virginia Tidewater Consortium for Higher Education Collection Development Committee. He serves as the Libraries' Federal Depository Library Program (FDLP) coordinator and established the Libraries' Association of Southeastern Research Libraries (ASERL) Centers of Excellence collections. He has presented both regionally and nationally on library instruction, marketing public services, discovery services, collection development, and scenario planning. He has been a member of the Faculty Senate since 2020.

Committee members approved the consent agenda items including the appointment of 40 faculty, 19 administrative faculty, and 16 emeritus/emerita faculty. The following resolutions were brought forth as recommendations of the Academic and Research Advancement Committee and were approved by the Board by roll-call vote (*Ayes: Allmond, Bennett, Bradley, Broermann, Corn, Dabney, Decker, Dickseski, Harris, Hill, Jones, Kemper, Mugler, Pitts, Smith; Nays: None*).

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>
Dr. Salim Alsharif Lecturer, Department of Electrical and Computer Engineering	\$85,000	6/10/21	12 mos

Dr. Alsharif received a Ph.D., an M.S. and a B.S. in Electrical Engineering from Florida Institute of Technology. Previously he was a Lecturer in the Department of Electrical and Computer Engineering at Tennessee Technological University. (new position)

Dr. Safdar Hussain Bouk Research Assistant Professor, School of Cybersecurity	\$80,000	7/25/21	10 mos
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Dr. Bouk received a Ph.D. in Engineering and a Masters of Engineering from Keio University, Japan and a Bachelors of Engineering from Mehran University of Engineering and Technology. Previously he was a Research Professor in Information and Communication Engineering at Daegu Gyeongbuk Institute of Science and Technology, Republic of Korea. (Appointment is contingent upon successful work authorization.) (new position)

Ms. Lindy Brown Lecturer, Department of STEM Education and Professional Studies	\$60,000	6/10/21	12 mos
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Ms. Brown received an M.S. in Library and Information Sciences from Florida State University, an M.Ed. in Student Personnel in Higher Education from the University of Florida and a B.S. in Sociology from Oregon State University. Previously she was an Adjunct Professor in Library and Information Studies at Old Dominion University.

Mr. Thomas Campbell Clinical Assistant Professor, School of Rehabilitation Sciences	\$70,000	7/25/21	10 mos
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Mr. Campbell received an M.S. and a B.S. in Athletic Training from East Stroudsburg University of Pennsylvania and is expected to receive a Ph.D. in Kinesiology and Rehabilitation from Old Dominion University. Previously he was an Adjunct Faculty member in the School of Rehabilitation Sciences at Old Dominion University and an Instructor for ACES Preparatory Workshops in Williamsburg.

Dr. Nancy Krolikowski

Ms. Leanne Stone

\$68,250

Dr. Xiao Yang Assistant Professor, Department of Psychology	\$83,000	7/25/21	10 mos
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<u>Name and Rank</u>	<u>Effective Date</u>
Elliott C. Jones Associate Professor Emeritus of Art	June 1, 2021
William Q. Judge Professor Emeritus of Management and Entrepreneurship and E.V. Williams Endowed Chair Emeritus of Strategic Management	June 1, 2021
Marilyn Marloff Professor Emerita of Communication and Theatre Arts	June 1, 2021
Garrett J. McAuliffe University Professor Emeritus and Professor Emeritus of Counseling and Human Services	June 1, 2021
George Steven Rhiel University Professor Emeritus and Associate Professor Emeritus of Information Technology and Decision Sciences	June 1, 2021
Bruce Seifert Professor Emeritus of Finance	June 1, 2021
Deanne Shuman Professor Emerita of Dental Hygiene	June 1, 2021
Donald H. Smith Associate Professor Emeritus of Sociology and Criminal Justice	June 1, 2021
Janis Krebs Smith University Distinguished Teacher Emerita and Senior Lecturer Emerita of English	June 1, 2021
Martha Walker Associate Professor Emerita of Rehabilitation Sciences	June 1, 2021
Garland White Associate Professor Emeritus of Sociology and Criminal Justice	June 1, 2021

worker in the Interlibrary Loan Department. In 1983 she was hired as a full-time Library Assistant in the Government Publications Department. When that department merged with the Reference Department in the early 1990's, Boone became Government Information Specialist. In 2011, she assumed a new Administrative and Professional Faculty role, Learning Commons Operations Manager, managing services and operations at the newly launched Learning Commons @ Perry Library. In 2017, as part of the Libraries' reorganization, Circulation Services and the Art and Music Branch Libraries were merged with the Learning Commons, resulting in a new position title for Boone, Head of Learning Commons and Branch Libraries Department. She was promoted to the rank of Librarian III in June 2020.

Under Boone's leadership, the Learning Commons @ Perry Library has grown significantly over the last ten years. When it opened, she was the only full-time employee, with service desk support provided by librarians and staff from Reference and Research Services, and five part-time employees who covered evening and overnight hours. Under her leadership, the Learning Commons @ Perry Library has come to be recognized by the University as an essential student resource. This is evidenced by the fact that in July 2020, following the three-month COVID-19 campus closure, the Learning Commons was among the first facilities to reopen. In addition to responsibilities of the positions she has held, Boone has served on a multitude of Libraries and University-wide committees, teams, task forces, and working groups, as well as contributed to regional and state professional organizations. She was honored as the Libraries Classified Staff Member of the Year in 1994 and 2007, and as Librarian/Faculty Administrator of the Year in 2012 and 2020. Boone's professional contributions have included presenting at scholarly conferences sponsored by the Virginia Library Association and Canadian Learning Commons Network.

ROBERT F. DUNKER

Robert F. Dunker, MD received a BS in Biology from the College of William and Mary. He earned his medical degree from the Medical College of Virginia (MCV) School of Medicine. Dunker completed his three-year Family Medicine residency at Riverside Regional Medical Center in Newport News in 1986. He was voted by his peers as the chief resident in the last year of his residency training.

Prior to joining ODU, Dunker worked as an emergency medicine physician and Assistant Director at Northwest Regional Hospital in Margate, Florida. Subsequently he relocated to Virginia and worked as the Medical Director of the Naval Ambulatory Care Clinics at NAS Oceana, Naval Station Norfolk Sewell's Point and NAB Little Creek and then went into private practice as a partner at First Colonial Family Practice from 1993 to 2005.

In 2005, Dunker became the first full-time physician and Medical Director of Old Dominion University Student Health Services. In addition, he volunteered his time to assist the ODU sports medicine staff as a team physician covering many NCAA sporting events, including the first home football game in 2008. He also played a role with the ODU Club Sports athletic trainers and Monarch Physical Therapy.

Dunker has held a faculty appointment as an Assistant Professor at EVMS since 1998 mentoring medical students. He is a member of the Honor Society of Phi Kappa Phi. He is a Fellow of the American Board of Family Medicine and has maintained board certification since 1986.

RICHARD V. GREGORY

Richard Gregory obtained his Bachelor's degree in Chemistry from Old Dominion University and his PhD in Physical Chemistry from Clemson University. His postdoctoral training was in polymer thermodynamics under the direction of Professor Garth Spencer. He joined Milliken Research Corporation as a Research Scientist and later as a Major Project Leader. In 1990 Gregory joined Clemson University, where he rose to the rank of Full Professor. He was the founding Director of the Department of Material Science and Engineering and was a co-principal investigator and major thrust leader on a National Science Foundation Engineering Research Center. These research centers are large ten-year major research centers funded by NSF.

Gregory joined Old Dominion University in 2003 as Dean of the College of Sciences and Professor

Jones is a winner of various awards for his work. Among his notable commissions is a pastel portrait of Hugo A. Owens, trailblazer and former Rector of the Board of Visitors, for placement in the Hugo A. Owens African American Cultural Center on campus. Jones was also included among artists mentioned in *African American Today, A Celebration of History and Achievement*, a special promotional supplement to the *Virginian-Pilot Newspaper*, January 30, 1997.

Jones had a 44-year career in higher education, 29 of those years at Old Dominion University. He served as the Chief Departmental Advisor in the Art Department for ten years and previously served for seven years as Graduate Program Director. Jones also served as the Faculty Diversity Leader for the College of Arts & Letters and as a member of the President's Task Force for Inclusive Excellence.

In partnership with his colleagues, Jones made significant contributions to the delivery of the Foundations Curriculum in the Drawing & Design and Painting & Drawing programs. He was the recipient of the Shining Star Award – nominated by students for helping them succeed academically, professionally, or personally inside and outside of the classroom setting, presented by the Division of Student Engagement and Enrollment Services. He coordinated the Annual Undergraduate Research Symposium Student Art Exhibition from its inception for 13 years. For several years, he served as advisor to the Student Art League. Initiated by Jones, articulation agreements were reached with Tidewater Community College, Visual Arts Center, for Graphic Design in 2018 and Studio Arts in 2019. These agreements were designed to ease the transfer of TCC students in these areas to the Art Department at ODU.

Over the years, Jones has promoted numerous programs and activities in support of artists, conducted community arts workshops, organized exhibitions, and judged art shows throughout the region. He was a member of the Virginia Beach Center for Contemporary Art (now Virginia MOCA) Board for six years and is currently a member of the Virginia Beach Arts and Humanities Commission, having served off and on for 21 years, once as Vice Chair and once as Chair. He also serves as Chair of the Virginia Beach Arts and Humanities Commission's Public Art Committee.

WILLIAM Q. JUDGE

William Q. Judge is the E.V. Williams Endowed Chair of Strategic Management within the Strome College of Business and Professor of Management and Entrepreneurship in the Management Department. He obtained his MBA and PhD degrees at the University of North Carolina at Chapel Hill. During 1989-2006, he was a Professor of Strategic Management at the University of Tennessee at Knoxville. Prior to entering academia, he worked in the Strategic Planning Department at corporate headquarters for Armstrong World Industries.

Over the course of his career, Judge has earned teaching awards on six different occasions during which he has taught students at the undergraduate, master's, and doctoral levels as well as executives. He served as U.S. Fulbright scholar at MGIMO University in Moscow, Russia in 2001. He was a distinguished Visiting Scholar at Instituto Empresa in Madrid, Spain in 2013.

Judge is the founding President of the International Corporate Governance Society, which is based at Old Dominion University. Most recently, he was appointed the founding Dean of the Fellows of the International Corporate Governance Society.

Judge has published over 100 scholarly articles in such leading journals as the Academy of Management Review, Academy of Management Journal, Strategic Management Journal, Journal of Management, Journal of Management Studies, and the Journal of International Business Studies. In addition, he is the author of the very popular teaching simulation entitled the Change Management Simulation, which is currently in its third edition and distributed by Harvard Business Publishing, and he has published numerous practitioner articles as well. Judge currently serves on the Editorial Advisory Board for Corporate Governance: An International Review and served as Editor-

GARRETT J. MCAULIFFE

Garrett J. McAuliffe, Professor of Counseling and Human Services, received a BA in Literature graduating Phi Beta Kappa from Queens College of the City University of New York, an MS in Student Development and Counseling from the State University of New York University at Albany, and an EdD in Counseling from the University of Massachusetts Amherst. He joined Old Dominion University in 1988, achieved the rank of Professor in 2004, and was designated as a University Professor in 2011.

McAuliffe has been one of the most significant contributors to the counseling profession. His book on *Preparing Counselors and Therapists: Creating Constructivist and Developmental Programs*, as well as the companion book, *Classroom Strategies for Constructivist and Developmental Counselor Education* have been widely used by faculty and students nationally and internationally. He has also written or edited other well-known books that are widely used in the field, including his book *Culturally Alert Counseling*, a multicultural and social justice text used throughout the country and globally. In addition to his books, McAuliffe has contributed many book chapters to the field, authored six training videos on culturally alert counseling, and published over 30 peer-reviewed articles. He has presented at approximately 130 conferences, mostly at the Association for Counselor Education and Supervision (ACES) and the American Counseling Association (ACA). Finally, McAuliffe has obtained numerous grants, all of which are related to the counseling profession.

While at ODU, McAuliffe taught and mentored many doctoral students. He served as Graduate Program Director, Coordinator of the Human Services program, and Coordinator of Admissions

DEANNE SHUMAN

Deanne Shuman received a BS in Dental Hygiene, an MS in dental hygiene, and a PhD in Urban Services – Management from Old Dominion University. She joined the University in 1976 as Assistant Professor of Dental Hygiene and Dental Assisting. She taught a variety of lecture and clinical courses in both the Dental Hygiene and Dental Assisting programs and held several positions, including Clinical Supervisor, First-Year Clinical Coordinator, Chief Academic Advisor, MS Program Director, Acting Chair, and Chair.

In 2011 Shuman was appointed Director of the PhD in Health Services Research program, which was housed under the College of Health Sciences' Dean's Office. During this time, she was asked to serve as Interim Dean of the College of Health Sciences. As PhD Program Director, Shuman moved out of the School of Dental Hygiene and became associated with the faculty of the School of Community and Environmental Health. She served as Interim Chair and later Chair of the School of Community and Environmental Health and also served as Associate Director of the Joint ODU EVMS Master's in Public Health program and taught several courses in the program.

Shuman has been active in dental hygiene professional organizations at the local, state, and national levels and served as contributing editor of the Journal of Dental Hygiene for four years and editorial review board member of several professional dental hygiene journals. She served as a member and chair of the Council on Research, American Dental Hygienists' Association, which developed the first national research agenda for dental hygiene. While it has since been updated, it is still the guiding standard today.

Shuman was the lead designer of a dental instrument, the ODU Explorer 11/12, which is used in dental hygiene students' instrument kits and dental practices globally as a basic tool in oral health care delivery. She volunteered with Operation Smile and helped to create a free dental clinic in

Smith is known for his research on a variety of criminal justice and international issues. He served as an expert witness in Virginia courts on issues such as eyewitness testimony, jury selection, change of venue, and more. Active in community organizations, Smith brought his survey research and statistical skills to local agencies to help them chart future directions. These included Norfolk city agencies, schools, libraries, and public radio. He was a recipient of a United States Information

Hampton Roads' Cranium Award for exemplary, thoughtful and rational communicating of pseudoscientific claims, phenomena or issues.

GARLAND WHITE

Garland White earned a BS in Physics and an MS in Sociology from Oklahoma State University and a PhD in Sociology from the University of Washington. He joined Old Dominion as an Assistant Professor of Sociology and Criminal Justice in 1973 and was promoted to Associate Professor in 1979.

White chaired the department of Sociology and Criminal Justice from 1995 to 1998, was Graduate Program Director from 1988-1990, and Director of Computer Labs for the College of Arts & Letters from 1982-1987. He taught a wide range of courses in Sociology and Criminal Justice and received several teaching awards including being named "Most Inspirational Teacher" four times by top students. He served on many department, college, and University committees and always supported junior faculty. White has published in the areas of communities and crime, crime prevention and environmental design, sports and domestic violence, and animal abuse.

Committee members approved the regular agenda items including proposed revisions to three policies: Evaluation of Tenured Faculty, Tenure, and Promotion in Rank. The following resolutions were brought forth as recommendations of the Academic and Research Advancement Committee and were approved by the Board by roll-call vote (*Ayes: Allmond, Bennett, Bradley, Broermann, Corn, Dabney, Decker, Dickeski, Harris, Hill, Jones, Kemper, Mugler, Slaughter, Smith; Nays: None*).

APPROVAL OF PROPOSED REVISIONS TO THE POLICY ON EVALUATION OF TENURED FACULTY

RESOLVED, that upon the recommendation of the Academic and Research Advancement

NUMBER: 1413

TITLE: Evaluation of Tenured Faculty

APPROVED: June 12, 1980; Revised September 14, 1984; Revised November 19, 1987; Revised December 3, 1992; Revised April 8, 1993; Revised December 2, 1993; Revised April 6, 1995; Revised April 10, 1997; Revised April 12, 2001; Revised June 14, 2005, Revised April 6, 2007; Revised September 17, 2009; Revised December 10, 2009; Revised September 26, 2013; Revised December 4, 2014 (eff. 1/1/15)

I. Board of Visitors Policy

- A. An annual evaluation of the performance of all faculty members will be conducted in order that they may receive full credit and review for their contributions to the University and to their disciplines. The three criteria on which this evaluation will be based are teaching, research, and service.
- B. The initial responsibility for evaluation of faculty performance rests with the chair, on the basis of evidence supplied by the faculty member or collected elsewhere. The faculty member shall be given a copy of the chair's evaluation and may submit comments. Both the chair's evaluation and the faculty member's comments are submitted to the dean, who has the final responsibility for evaluation of faculty. A copy of the dean's evaluation should be sent to the faculty member in a timely fashion.

II. Procedures for Evaluation of Faculty

A. Annual Evaluation

- 1. In order to insure that all relevant information is included in the evaluation, all faculty members are required to submit once a year a faculty information sheet in which they detail the evidence in support of their performance in teaching, p3 Tc 0gII.

professor will be provided by the department/school chair in consultation with the chair of the department/school promotion and tenure committee. The department/school chair will work with the faculty member to develop a plan for advancement to full professor.

B. Evaluation Process

1. The chair, using the faculty information sheet and whatever other information is obtainable, evaluates the performance of the faculty member during the previous year and writes up the evaluation into a formal statement of the contributions of the faculty member to the department, college, and university. In the case of chairs, these evaluations are written by the dean. Since evaluation of performa

documented from the cumulative annual evaluations, for a period of at least two years, the chair or dean shall call for an in-depth evaluation of the faculty member and may conduct a post-tenure review, as described in the Policy and Procedures on Post-Tenure Review. The chair should take particular care in the counseling of non-tenured faculty members who are working toward the criteria for tenure.

6. Copies of the faculty information sheets, the chair's evaluation, the faculty member's comments, and the dean's evaluation are retained for the record in the faculty member's personnel file maintained in the dean's office.
7. An annual evaluation is not required in the year a candidate is evaluated for tenure or for promotion to the rank of professor.

C. Appeal of Unfavorable Evaluations

1. Any faculty member who is dissatisfied with the personal evaluation prepared by the chair may present in writing additional comments or evidence to the chair and to the dean.
2. Any faculty member who is dissatisfied with the personal evaluation prepared by the dean may present in writing additional comments or evidence to the dean and to the provost and vice president for academic affairs.

D. Criteria for Evaluation

- 1.

Rationale: The proposed changes to the policy on Tenure are intended to clarify and update several sections in the policy.

Section III.E.3 – The current policy has three passages on early applications for tenure that are not consistent and are confusing to faculty who are considering applying early for tenure.

- Faculty members must have “met or exceeded the expectations of quantity and quality of achievements for teaching, scholarship, research, and service needed to qualify for tenure.”
- “The criteria for the award of tenure for such faculty will be the same as for those who apply after the normal probationary time period.”
- “It is the sense of the Board of Visitors that only demonstrably exceptional faculty or faculty with equivalent experience at a commensurate rank at another accredited institution of higher education or national institutions will be awarded tenure under this clause.”

Thus, the following statement has been added to the policy to define demonstrably exceptional.

Demonstrably exceptional is defined as meeting or exceeding expectations for quantity and quality of achievements for teaching, scholarship, research, and service needed to qualify for tenure prior to the conclusion of the normal probationary time period.

Section IV.B.2 –

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 (eff. 5/1/12); Revised June 14, 2012; Revised September 26, 2013; Revised April 24, 2014 (eff. 7/1/14); Revised September 18, 2014; Revised April 23, 2015 (eff. 6/1/15); Revised June 9, 2016 (eff. 7/1/16); Revised June 14, 2018 (eff. 7/1/18); Revised June 13, 2019 (eff. 7/1/19); Revised June 18, 2020 (eff. 7/1/20)

I. Purpose of Tenure

The main purposes of tenure are to protect academic freedom and to enable the University to attract and retain a permanent faculty of distinction in order to accomplish its mission. For these reasons, tenure is usually 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

III. Probationary Period

A. The probationary period begins with the initial full-time, tenure-track appointment at

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 a significant fraction 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

IV. Criteria for the Award of Tenure

A. The following criteria are used in the evaluation of every candidate for tenure. Each

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

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, including potential conflicts of interest. This documentation will become part of the tenure file. The chair (or replacement, see section V.B.) will select three reviewers from the candidate's list and three reviewers from the department tenure and promotion committee's list; the chair (or replacement, see section V.B.) will provide this list of reviewers to the dean. The dean will submit an agreed upon list to the provost and vice president for academic affairs for final approval prior to initiating the review process. The final list of external reviewers, together with the documentation of personal and professional relationships by the candidate (as outlined above), should be included as part of the application package for all internal reviewers. External reviewers should not be close collaborators or (former) mentors of the candidate. In general, co-authors on publications should be excluded as external reviewers, except as permissible under the departmental statement on evaluation of research (see the Policy on the Evaluation of Scholarly Activity and Research). 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 (or replacement, see section V.B.) 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.
- D. 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

college will participate in deliberations in the candidate's case but will not cast a vote.

8. Any committee member who participates in the tenure process votes at most only once on any particular case.
 9. In order to ensure transparency, fairness, and equity in the internal review process, a faculty member or administrator who participates in the tenure process must disclose any potential conflict of interest that might undermine the credibility of the process. The chair of the department (or replacement, see section V.B.) will work in consultation with the dean of the college to decide whether
- 8.

A copy of that review and recommendation letter will be sent to the faculty member and the dean by the chair of the department.

F. If either the tenured faculty (or their committee), or the chair (or replacement, see

(with reasons) concerning tenure, which is forwarded to the provost and vice president for academic affairs. All eligible committee members shall vote yes or no through a secret ballot, after participating (either in person or remotely) in the deliberation of the committee. Proxy votes or votes submitted by non-secure means (e.g., email or communication accessible to a third party) are not permitted. Members who are eligible to vote on a specific candidate's tenure application are defined in section V.D.5. In instances of a non-unanimous vote of all eligible voting members, the minority opinion must be included in the committee recommendation and the minority must be given the option to write the minority opinion. The Office of the Provost will provide a copy of the recommendation letter to the dean of the college, the department chair and the faculty member.

J. 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 (if tenured) and dean concerned.

K. If the determination of the provost and vice president for academic affairs is in favor

~~upends 4 (the provost and vice president) to be a public affair (forwards the) FJHJCTJ02 20210m)~~

- N. 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).
- O. 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.

VI. Pre-Tenure Review

- A. The concept of a major review of faculty performance is intended to serve the purpose of giving the faculty member a clear indication of progress toward tenure and to offer constructive suggestions for self-improvement.
- B. Non-tenured faculty members, without prior teaching experience, who are in their third year of probationary service at Old Dominion University will receive a major faculty review. This review will be conducted by the dean and will begin in the spring of the third year of faculty service (fall of the third calendar year of service for faculty hired mid-year). The review will include a meeting with the faculty member and chair. The review process, conducted by the department promotion and tenure committee, department chair, college promotion and tenure committee, and dean, will include an in-depth evaluation of teaching effectiveness, scholarly works, grant and contract efforts, and other professional activities. An evaluation report emphasizing the long-range impact of the faculty member on the University should be submitted to the provost and vice president for academic affairs by May 1 (December 1 for faculty hired mid-year) following the completion of the review at the college level with a copy provided to the faculty member at all evaluation levels. It is important that the review extend beyond certifying adequate teaching performance and focus on creative ability, productivity, and potential to excel.
- C. If a faculty member applies for tenure in or before their third year of probationary service at Old Dominion University, the pre-tenure review will not be conducted.

**APPROVAL OF PROPOSED REVISIONS TO THE POLICY ON
PROMOTION IN RANK**

RESOLVED, that upon the recommendation of the Academic and Research Advancement Committee, the Board of Visitors approves the proposed revisions to the policy on Promotion in Rank effective July 1, 2021.

Rationale: The proposed changes to the policy on Promotion in Rank are intended to clarify and update several sections of the policy. In addition, information has been added so that the policy contains the same language as comparable sections in the policy on Tenure.

I.A.2 – The responsibilities for non-tenure track research faculty do not always include service or teaching. The proposed language adds a section to the policy regarding the evaluation of non-tenure track faculty for promotion in rank.

Changes to the following sections match the proposed revisions to the policy on Tenure.

- Section II.A.4 – Verifying Authenticity and Veracity of Documents and Information Submitted in a Packet/Portfolio for Annual Review
- Section II.D. – Input on P&T Committee Letters for Promotion from Faculty Members Who Did Not Participate in Committee Deliberations

NUMBER: 1412

TITLE: Promotion in Rank

APPROVED: September 26, 2013; Revised June 9, 2016 (eff. 7/1/16); Revised June 6, 2017 (eff. 7/1/17); Revised June 14, 2018 (eff. 7/1/18); Revised June 13, 2019 (eff. 7/1/19); Revised June 18, 2020 (eff. 7/1/20)

I. Board of Visitors Policy

time in the previous rank as compared to the criteria established by the Board of Visitors for the rank being considered and any other criteria established by the center.

~~A.B.~~ Promotion to the rank of associate professor must occur at the time of the tenure award, and the policy on tenure applies.

~~B.C.~~ Promotion to the rank of full professor is normally considered no earlier than during the sixth year of a faculty member's service as associate professor at Old Dominion University. Exceptions are made only under the following circumstances:

1. A faculty member who has held the rank of associate professor at another institution and was initially appointed to Old Dominion University at the rank of associate professor may be considered for promotion at the time of the award of tenure.
2. A faculty member of extraordinary merit may be considered for promotion to the rank of full professor before the sixth year as associate professor at Old Dominion University.

~~C.D.~~ The president, upon the recommendation of the Faculty Senate, shall establish procedures for consideration of promotion to the rank of full professor (as well as for the designation as eminent scholar). Such procedures shall require consideration and recommendation by faculty members at the department and college level, the chair, the dean, and the University Promotion and Tenure Committee. The decision concerning promotion is to be made by the provost and vice president for academic affairs. If the provost and vice president for academic affairs decides against promotion, the faculty member may request a review by the president. The decision of the president is final.

II. Procedures for Promotion in Rank to Full Professor

A. Considerations Concerning Promotion

1. Each faculty committee and administrator considering a promotion case must specifically consider factors listed below as they apply to each case in the written recommendations that are submitted up the line to the provost and vice president for academic affairs. In the case of committees, the vote must be recorded in the recommendation, and the reasons produced by the minority members must be specified.
2. Each committee and administrator making a recommendation concerning promotion considers evidence of the faculty member's performance over the total time in which the previous rank has been held as compared to the guidelines for the rank be

3. The total rank structure of the department should be considered.
4. At the least, the committees and administrators should examine faculty information sheets, chair evaluations, dean's evaluations, and any other evidence submitted by the faculty member, the chair of the department, or any other relevant source. 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 promotion. It is the responsibility of the faculty member to ensure that all information submitted by him or her in support of promotion is factually accurate and valid, and to provide corroborating evidence (e.g., web links, complete citations, grant numbers, etc.) for all claimed accomplishments. The evidence should address the quality of the journals and the reputation of book and other such publishers. Fraudulent or non-valid claims can lead to faculty sanctions, including denial of promotion. The chair should work with promotion candidates to ensure the completeness and accuracy of their portfolios. The chair and the department promotion and tenure committee as a part of the regular review process should verify the accuracy of portfolio elements and8, (y of)3 d86]

1 above) will select three reviewers from the candidate's list and three reviewers from the department tenure and promotion committee's list; the chair (or designee) will provide the list of reviewers to the dean. The dean will submit an agreed upon list to the provost and vice president for academic affairs for final approval prior to initiating the review process. The final list of external reviewers, together with the documentation of personal and professional relationships by the candidate (as outlined above), should be included as part of the application package for all internal reviewers. External reviewers should not be close collaborators or (former) mentors of the candidate. In general, co-authors on publications should also be excluded as external reviewers, except as permissible under the departmental statement on evaluation of research (see the Policy on the Evaluation of Scholarly Activity and Research). The selection of potential external reviewers must be completed before the end of the semester prior to the submission of credentials for promotion.

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 promotion 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. A curriculum vitae 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 promotion

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7. The University and college administration will assist departments where reasonable expenses are necessary to obtain appropriate external reviews.
- C. A candidate for promotion in rank is initially considered by the faculty members in the department who hold the rank being considered or above. Only faculty holding the rank of full professor are eligible to deliberate, review, or otherwise participate and vote on candidates for promotion to full professor.
1. In the case of large departments, the faculty members in the rank being considered or above may select a committee from their ranks to consider and make recommendations concerning promotion. In that case, it is the responsibility of the committee to elicit opinions from all faculty members holding the rank being considered or above.
 2. In departments where fewer than three members hold appointments in the rank being considered or above, the dean, in consultation with the chair (or designee; see section II.B.1.), will appoint enough additional faculty in the rank or above from other disciplines to form a committee of at least three.
 3. Candidates for promotion 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.
 4. The group of faculty on the promotion committee elect a chair of the committee among their members. The chair is the responsibility of the department. The deliberation of either the departmental, college, or University Promotion and Tenure Committee. The deliberations of all three committees are confidential and must not be shared with anyone outside of the committee.
 6. The college committees shall consist of one tenured faculty member from each department. The committees shall be elected directly by the faculties they represent for a one-year term renewable twice for a total of three years. The committees shall consist of one member from each of the following categories: teaching and research faculty, and research faculty.

meetings for a significant time span, the department may elect a temporary replacement for that time span. 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. Only faculty holding the rank of full professor are eligible to join the deliberations and the vote on candidates for promotion to full professor. If the home department of a candidate for promotion to full professor has no full professor representing it on the college committee, a member of the departmental promotion committee for that candidate (convened as described in section C.1. and C.2. above) shall be elected to serve as its representative only during the duration of the deliberations on that specific candidate. In any case, the representative from a promotion candidate's department will participate in deliberations in the candidate's case but will not cast a vote.

7. 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. 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. The representative from a promotion candidate's college will participate in deliberations in the candidate's case but will not cast a vote.
8. Any committee member who participates in the promotion process votes at most only once on any particular case.
9. In order to ensure transparency, fairness, and equity in the internal review process, a faculty member or administrator who participates in the promotion process must disclose any potential conflict of interest that might undermine the credibility of the process. The chair of the department (or replacement, see Section II.B.1.) will work in consultation with the dean of the college to decide whether the person should be excluded from serving on the review committee.
10. The faculty member under consideration is informed whenever a committee is considering promotion and is given an opportunity to submit a statement (in electronic form) to the Provost's Office in support of their promotion case, or to correct any factual misinformation in previous recommendations. The Provost's Office will add such statements upon receipt in priority.

the recommendation letters by the committee or individual (e.g. dean) who first see this new material.

- D. The committee or faculty group makes its recommendation concerning promotion to the chair (or designee; see section II.B.1.) together with reasons for the recommendation (including a minority statement in the case of a non-unanimous vote). All eligible committee members shall vote yes or no through a secret ballot after participating (either in person or remotely) in the deliberations of the committee. Proxy votes or votes submitted by non-secure means (e.g., email or communication accessible to a third party) are not permitted. The chair of the committee shall record the names of all members participating in the discussion and voting in the recommendation letter, as well as the total number of votes in favor and against. Only those faculty present as

stipulations of II.E. above. The dean examines all documents, including the recommendation of the college committee, and makes a determination concerning promotion. If the dean's determination is negative and is in accordance with the recommendations of the departmental committee, the chair, and the college committee, then the faculty member is not promoted for the coming year. If the dean's determination is negative and is not in accordance with all previous recommendations, the faculty member may request a further review by the provost and vice president for academic affairs. The decision of the provost and vice president for academic affairs is final in such cases.

G. The dean, considering all previous recommendations and all credentials, then makes a recommendation concerning promotion, which is forwarded, with reasons, 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 promotion which is forwarded to the provost and vice president for academic affairs. All eligible committee members shall vote yes or no through a secret ballot after participating (either in person or remotely) in the deliberations of the committee. Proxy votes or votes submitted by non-secure means (e.g., email or communication accessd(G.)ose(t)-2 (i)-2 (ons)-1 (of)p-0.sd(by)]

- J. If the decision of the provost and vice president for academic affairs is for promotion, the faculty member will receive the higher rank in the subsequent academic year. The decision of the provost and vice president for academic affairs will be reported to the president.
- K. The faculty member may request that the president review a negative decision by the provost and vice president for academic affairs. The decision of the president is final.
- L. All promotions are reported by the president to the Board of Visitors.
- M. Copies of the recommendations by all committees, chairs, deans and the provost and vice president for academic affairs shall be provided to the faculty member being considered for promotion. The faculty member will be provided opportunity to correct any factual misinformation in such recommendations by placing a letter in his or her promotion file at any stage, or up until April 1, to the provost and vice president for academic affairs.
- N. The above procedures at the department 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 those designated above in all cases.

III. Research Faculty

- A. Promotion to the rank of research professor from the rank of research associate professor and promotion to the rank of research associate professor from the rank of research assistant professor shall be upon the recommendation of the department, chair, college promotion and tenure committee, dean and University Promotion and Tenure Committee to the provost and vice president for academic affairs. If the provost and vice president for academic affairs decides against the promotion, the person may request a review by the president. The decision of the president is final.
- B. The process for promotion to the rank of research professor and promotion to the rank of research associate professor will requireo6tex (t) (e)4 (pr)3 (e)al(eq)-4 ated6 (r)-2 (o)-4 (at)-16

the guidance of section II.C. of this policy pertaining to departments. This promotion committee should include at least one member from the academic department(s) most closely aligned to the center to ensure promotion considerations are being applied equitably between the faculty assigned to that department and those assigned to the center. In centers where fewer than three members hold appointments in the rank being considered or above, the center director will solicit members of the department(s) most closely aligned to the center, in consultation with the chair(s) of those department(s), to form a committee of at least three. The center director will review faculty promotion recommendations and will recommend to the vice president for research those members who have met the promotion criteria. The vice president for research will forward a recommendation regarding promotion to the Office of Academic Affairs for review by the University Promotion and Tenure Committee and the provost and vice president for academic affairs. The University Promotion and Tenure Committee will forward a recommendation to the provost and vice president for academic affairs. If the decision of the provost and vice president for academic affairs is for promotion, the faculty member will receive the higher rank.

dean to the provost and vice president for academic affairs. Full documentation of the credentials of the faculty member being recommended for promotion is required. If the provost and vice president for academic affairs denies the promotion, the faculty member may request a review by the president. The decision of the president is final.

**APPROVAL OF PROPOSED REVISIONS TO THE
BOARD OF VISITORS BYLAWS**

RESOLVED, that upon the recommendation of the Governance Committee, the Board of Visitors approves the following proposed revisions 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 §§23.1-2000 through 23.1-2004](#), 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 Commonwealth 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.

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. The University's Mission shall be reviewed every five years in conjunction with the development of the Strategic Plan, or more frequently if a significant activity or event necessitates further consideration.

(c) Strategic Planning. The Board is responsible for ensuring there is an ongoing strategic planning process that results in the Board approving a Strategic Plan at least every five years. The President is responsible for leading the strategic planning process (§7.02.b of these Bylaws) 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 and Financial Statements. 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 ~~who are accountable to receive budget related information in a meeting prior to approving the University's annual budget. The Board is responsible for directing a process that seeks input from oversight in submitting the Board annual financial statements to the Auditor of Public Accounts (Va. Code §23.1-1303 B.10), and reporting to SCHEV (the "Council") the required financial information contained in Va. Code §23.1-1303 B.11 by December 1 of each year.~~

(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. In accordance with Va. Code §23.1-1303 B.9 this also includes adopting regulations related to research involving human subjects along with submission of an annual report to the Governor, General Assembly, and University President if conducted.

~~(g) — Student Quality of Life~~. (g) Student Success. The Board has a vested interest in student success and considers an array of factors related to student access. 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-, including the release of student records (Va. Code §23.1-1303 B.5) and posting a list of required textbooks (Va. Code §23.1-1308 B).

(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

(n) Additional Responsibilities. The Code of Virginia also requires the Board to submit to the General Assembly and the Governor an annual executive summary of its activities (Va. Code §23.1-1303 B.12), provide to the Council annual data related to expenditures (Va. Code §23.1-209), and make available to any interested party upon request the most recent report of the Uniform Crime Reporting Section of the Department of State Police pertaining to institutions of higher education (Va. Code §23.1-1303 B.13).

ARTICLE II Members

~~§ 2.01-~~§ 2.01 Composition – The Board of Visitors is composed of 17 members appointed by the Governor, of whom at least 14 shall be residents of the Commonwealth and at least three shall be alumni of the University. The members are appointed to a four-year term and are eligible for appointment to a second four-year term. (Va. Code §23.1-2001 A). A Board member may be appointed by the Governor after having served two four-year terms if at least four years has passed since the end of the previous consecutive four-year term (Va. Code §23.1-1300 B).

§ 2.02. 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.

~~§ 2.0203.~~ Removal. Pursuant to Va. Code §23.1-1300, if any member of the Board of Visitors fails to attend (1) the meetings of the board for one year without sufficient cause, as determined by a majority vote of the board, or (ii) the educational programs sponsored by the State Council of Higher Education for Virginia, pursuant to Va. Code §23.1-1304, in the first two years of membership without sufficient cause, as determined by a majority vote of the board, the remaining members of the board shall record such failure in the minutes of its next meeting and notify the Governor, and the office of such member shall be vacated. ~~However, no member serving as of January 1, 2015 shall be removed for failing attend the educational programs required by §23.1-1304 if he or she attends training by January 1, 2016.~~ In addition, pursuant to Va. Code §2.2-108, notwithstanding any provision of law to the contrary, the Governor may remove from office for malfeasance, misfeasance, incompetence, or gross neglect of duty any member of the board of any public institution of higher education or other educational institution of Virginia, and fill the vacancy resulting from the removal. Each appointment to fill a vacancy shall be subject to confirmation by the General Assembly.

~~§ 2.0304.~~ 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 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. Public notice for all open and closed meetings shall be provided in accordance with Va. Code §2.2-3707 C, which requires notice at least three working days in advance of the date scheduled for the meeting, except in cases of emergency.

§ 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 exists 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 -4 (t)-6 (i)-reetirlon(-m)-6

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~~University Counsel 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~~The University Counsel shall attend 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; or (2) the Board is seeking legal advice about the amounts and methods of compensating the President or other officers involved.~~in accordance with Va. Code § 23.1-1303.

§ 3.08. Voting Procedures. Except when a roll-call vote is specifically requested by any member of the Board, motions shall 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 (Va. Code §2.2-3708.2.D.7). No proxies, secret, or written ballots are authorized in any Board meeting (Va. Code §2.2-3710). 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. Any action taken in a closed meeting must be approved in an open meeting before it can have any force or effect.

§ 3.09. Minutes. Minutes shall be kept of all meetings of the Board and its committees in accordance with Va. Code §2.2-3707.H. Draft minutes of meetings shall be posted as soon as possible but no later than 10 working days after the conclusion of the meeting. The Executive Secretary to the Board of Visitors shall notify the Board when draft minutes have been posted. Final approved meeting minutes shall be posted within three working days of approval of the minutes.

§ 3.10. Conflict of Interests. Board members are subject to the provisions of the State and Local Government Conflict of Interests Act and must file reports as required (Va. Code §2.2-3114. B). University Counsel will review filings in accordance with these provisions. Board members must disclose any conflicts to University Counsel and recuse themselves from any meeting

discussions on related topics and abstain from voting. An example includes, but is not limited to, a board member having an interest in any entity with which the University transacts business or is proposing to conduct business.

ARTICLE IV Committees

§ 4.01. Executive Committee.

Composition. The Executive Committee shall consist of ten 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 ten members. A quorum of the Executive Committee shall consist of ~~three~~the majority of Executive Committee. 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, Administration and Finance Committee, Athletics Committee, Audit and Compliance Committee, Governance Committee, Student Enhancement and Engagement Committee, and University Advancement Committee. The chairs and members of the seven standing committees shall be appointed by the Rector, after consultation with the parties involved, and shall serve until their successors have been duly appointed. All members 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 Athletics and Audit and Compliance Committees 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 and

generally-accepted accounting procedures and financial reporting and controls. The Committee may also receive reports from the Chief Audit Executive on matters of economy, efficiency and effectiveness of operations and internal controls and from the Vice President for Administration and Finance on matters of compliance.

(e) Governance Committee – The Governance Committee provides oversight of functions relating to board governance and conduct of business. The Committee develops the Board’s annual planning retreat and self-assessment process, regularly reviews the Board’s Bylaws for recommended amendments to the Board of Visitors and oversees a formal review process for Board policies and procedures. The Committee also develops a set of qualifications and competencies for members on the Board of Visitors and assists with Board nominations to the Governor.

(f) Student Enhancement and Engagement Committee. The Student Enhancement and Engagement Committee supports the Board’s responsibilities for ensuring student quality of life and fiscal affordability, enrollment, government relations, and communication and marketing. The Committee is responsible for making recommendations to the Board on .06 Tw (t)-2 (i87B)-3 (oa)4 (r)3 (d on .06 Tw 9cvn.7ft22 Twd) (i)-2 (c)p Tw (t)-2trd c(or)3 (m)-2 (m)-3

§ 4.05. Subcommittees. Committees may appoint subcommittees of not less than three

(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 cfor(d r)3 (e)4 4 (.4 (C)-3 (om)-4 (l)-2f)3 (o6 (co)-4 (n)-4 (s)-5

the time specified in such notice and the acceptance of such resignation shall not be necessary to make it effective.

§ 6.04. 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.

§ 6.05. 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.

(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*

- (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

(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. The President or designee shall report to the Administration and Finance Committee, any budget changes of \$250,000 or more.

(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,~~In accordance with Va. Code §23.1-1303.B.8, the Board shall meet with the President at least once annually, in closed session pursuant to subdivision A 1 of §2.2-3711, and deliver an evaluation of the President's performance. Any change to the President's employment contract during any such meeting or any other meeting of the Board shall be made only by a vote of the majority of the Board's members. Prior to such evaluation, the President 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 perfos aDee sng ornheivesits(a)3.4 (t)-1.1 (i)-2.2 (bmt)- ()JTJ180

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§ 8.04. Regular Review. Board Policies and Procedures shall be reviewed on at least a five-year cycle, as established by the Board's Governance Committee, or as necessary due to changes in the laws or regulations, or to reflect current practice. The Governance Committee shall designate, as appropriate, the University administrator responsible for reviewing specific policies. The results of such review shall be shared with the full Board, and the date the policy was reviewed shall be noted on each policy, even if no revisions are recommended. University Counsel shall

ARTICLE XI

**APPROVAL OF PROPOSED REVISIONS TO BOARD OF VISITORS POLICY 1101,
BOARD OF VISITORS GOVERNANCE**

4. Allow stakeholders in the policy-making process to express their views and suggestions when policies affecting them are being reviewed and when the best solutions are being considered.
5. Ensure regular, two-way communication between representatives of stakeholders participating in policy-making and those they represent.
6. Seek to guarantee that participants in the policy-making process are provided with the appropriate resources and information so that they may participate in a timely fashion.
7. Recognize that the primary responsibility for policy-making and decision-making in each area of University life must be clearly designated.

Each governance body of Old Dominion University is responsible for ensuring that these principles are reflected in their constitutions and bylaws and otherwise upheld by their operations.

Governance Structure

At Old Dominion University, governance is an internal process of policy development sanctioned by the University's Board of Visitors, which holds overall authority for the activities of the institution. The President is delegated the authority to be the chief decision making and policy making authority for the University. The President's Cabinet is the University's conduit for communication, consulting with the President on all issues related to governance and providing information to the President to assist in decision-making.

The Faculty Senate and the Student Government Association have direct access to the Board of Visitors through non-voting representatives selected annually by the Board of Visitors.

Committees and Other Affinity and Advisory Groups

At Old Dominion University, there are a number of committees, taskforces, and advisory groups that contribute to campus dialogue, deal with special issues, and support the day-to-day operations of the institution. These groups, though not an official part of the University's governance system, can at various times be called to take part in the development of policy. Within each administrative division of the University, there are a number of advisory groups and other staff positions that play an important role in the development and vetting of policy.

The Committee also approved a new Conflict of Interests policy that outlines each board member's duty to disclose, report, and participate in training required of Board members by statute. The following resolution was presented as a recommendation of the Governance Committee and was approved by roll-call vote (*Ayes: Allmond, Bennett, Bradley, Broermann, Corn, Dabney, Decker, Dickeski, Hill, Jones, Kemper, Mugler, Pitts, Slaughter, Smith, Williams; Nays: None*).

**APPROVAL OF PROPOSED BOARD OF VISITORS POLICY 1108,
BOARD OF VISITORS CONFLICT OF INTERESTS POLICY**

RESOLVED, that upon the recommendation of the Governance Committee, the Board of Visitors approves the proposed Board of Visitors Policy 1108, Board of Visitors Conflict of Interests Policy.

NUMBER: 1108

TITLE: Board of Visitors Conflict of Interests Policy

APPROVED:

Members of the Old Dominion University Board of Visitors, as appointed by the Governor shall abide by the Commonwealth of Virginia's State and Local Government Conflict of Interests Act ([Va. Code §2.2-3100, et seq.](#)). This includes avoiding both conflicts of interests as defined by law and the appearance of such conflicts, reporting promptly to the Rector and University Counsel any potential or existing conflicts, timely filing of the annual Financial Disclosure Statement, and completing Conflict of Interest training offered by the Ethics Advisory Council every two years.

A board member shall be considered to have a conflict of interest if he or she, or persons or entities with which he or she is affiliated, has a direct or indirect interest that may impair or may reasonably appear to impair the board member's independent, unbiased judgment in the discharge of his or her responsibilities to the institution.

1. Obligation to Disclose

A. Each board member has a continuing obligation to disclose promptly and fully any actual or potential conflicts of interest of which he or she is aware.

B. Board members who believe they may have a conflict of interest must inform the

D.

without sufficient cause, as determined by majority vote of the Board and may be subject to removal by the Governor.

promote campus resources such as safety, counseling services 24/7; and Mathematics and Statistics resources for students. She identified the following ideas to meet this goal: Update Facebook and create an Instagram account for the position; continue the Peer Mentorship Program; promote campus resources related to safety, student access to counseling, and Math resources for students on social media and more.

UNIVERSITY ADVANCEMENT COMMITTEE

Dr. Dabney, chair of the University Advancement Committee, reported that Vice President Alonzo Brandon presented dashboard items measuring productivity in the area of University Advancement including total giving and Fundraising Initiative breakdowns by focus area and donors. The Fundraising Initiative has raised over \$211M since July 2016. He also gave a quarterly review of virtual events for both Alumni Relations and Community Engagement.

Mr. Jeff Martin, Senior Director for EAB Advancement Forum, reviewed the EAB Advancement Investment and Performance Initiative: A study of FY2020 costs, staffing and fundraising at ODU. He reported on ODU's placement among universities across the country and within our benchmarking cohort for key areas such as fundraising production, advancement investment and FTE's, and investment per alumnus. He also discussed total major and principal gift offices, staffing and expenditures by unit and return on investment.

MOTION FOR CLOSED SESSION

The Rector recognized Ms. Jones, who read the following motion: “Madam Rector, I move that this meeting be convened in closed session as permitted by Virginia Code Sections 2.2-3711A.1 and 8 for the purpose of discussing a personnel matter, specifically, the President's employment agreement, and consultation with legal counsel employed or retained by a public body regarding specific legal matters requiring the provision of legal advice by such counsel. The motion was seconded by Ms. Smith and approved by roll-call vote (*Ayes: Allmond, Bennett, Bradley, Broermann, Corn, Dabney, Decker, Dickseski, Harris, Hill, Jones, Kemper, Mugler, Pitts, Slaughter, Smith, Williams; Nays: None*).

In addition to the Board members in attendance, President Broderick and Earl Nance were present during the closed session.

RECONVENE IN OPEN SESSION AND FOIA CERTIFICATION

At the conclusion of Closed Session, the Rector reconvened the meeting and the following Freedom of Information Act Certification was read: “Any person who believes that the Board discussed items which were not specifically exempted by law or not included in the motion, must now state where they believe there was a departure from the law or a departure in the discussion of matters other than that stated in the motion convening the closed session. I shall now take a vote of the Board. All those who agree that only lawfully exempted matters and specifically only the business matter stated in the motion convening the closed session were discussed in closed session say “aye.” All those who disagree say “nay.” The certification was approved by roll-call vote

