

DRAFT – SUBJECT TO COMMITTEE APPROVAL

**OLD DOMINION UNIVERSITY
BOARD OF VISITORS
GOVERNANCE COMMITTEE MEETING
Thursday, June 2, 2022**

M I N U T E S

Jerri F. Dickeski , Chair
Yvonne T. Allmond, Vice Chair
R. Brue Bradley, Retor (*ex-officio*)
Peter G. Decker, III
Lisa B. Smith
Antra Patel (*Student Representative*)
Robert S. Corn
Toykea S. Jones (*ex-officio*)
Armistead D. Williams, Jr.
Brian O. Hemphill, President
Bruce Aird
Traci Daniels
Annie Gibson
Donna Meeks
Chad Reed
Ashley Schumaker
Amanda Skaggs
Don Stansberry
Allen Wilson

Absent from the Committee:

Also present from the Board:

Also present:

CALL TO ORDER AND APPROVAL OF MINUTES

The Chair called the meeting to order at 3:24 p.m. and asked for approval of the minutes of the Governance Committee meetings held on April 21, 2022, and May 11, 2022. Upon a motion made by Mr. Decker and seconded by Ms. Smith, the minutes were approved by all members present and voting (*Ayes: Allmond, Bradley, Decker, Dickeski, Smith; Nays: None*).

PROPOSED POLICY REVISIONS

The Committee reviewed the three remaining Board policies required by the SACSCOC reaccreditation review team. Policy 1415, Advanced Placement, International Baccalaureate and A/AS Level Credit; was reviewed by the Faculty Senate and no revisions were proposed. Policy

1810, Naming of University Buildings, Building Spaces, or Areas; was reviewed with no revisions proposed at this time. A summary of the proposed revisions to Policy 1530, Code of Student Conduct, was provided by Vice President Stansberry and Ms. Traci Daniels, SEES Advisor and Special Assistant to the Vice President.

The review of the Code of Student Conduct was initiated during academic year 2020. Feedback was obtained from student leadership and the Faculty Senate and University Counsel consulted during the process. The revised Code was reviewed and endorsed by the Student Enhancement and Engagement Committee at its meeting in April. The Executive Summary provides additional background information and highlights the proposed revisions, which include reorganizing and summarizing content, adding a hazing policy, including a section that addresses interim suspensions and measures, and modifying provisions to ensure compliance with the law (interim suspension, Title IX, harassment/bullying).

A motion was made by Ms. Smith to approve the proposed revisions to Board Policy 1530, Code of Student Conduct. The motion was seconded by Mr. Decker and approved by all members present and voting (*Ayes: Allmond, Bradley, Decker, Dickeski, Smith; Nays: None*).

A motion was made by Mr. Decker to approve Board Policies 1415 and 1810 with no revisions. The motion was seconded by Ms. Smith and approved by all members present and voting (*Ayes: Allmond, Bradley, Decker, Dickeski, Smith; Nays: None*).

GOVERNANCE COMMITTEE CHARTER

The Chair stated that all Board committees were asked to review proposed charters for recommendation to the Governance Committee at its meeting in September. The Governance Committee's proposed charter was distributed with the agenda. Upon a motion made by Mr. Decker and seconded by Ms. Smith, the proposed charter was approved by all members present and voting (*Ayes: Allmond, Bradley, Decker, Dickeski, Smith; Nays: None*).

BOARD OF VISITORS GOVERNANCE COMMITTEE CHARTER

Purpose and Responsibilities

To assist the Board of Visitors in fulfilling its oversight responsibilities relating to board governance and conduct of business, the Governance Committee was established by the Board of Visitors on September 17, 2020, to fulfill the following responsibilities:

- Develop a set of qualifications and competencies for members of the Board of Visitors, as needed;
- Serve as the nominating committee and recommends the process for Board elections for Board approval;
- Develop and implement the Board's annual planning retreat;
- Implement the Board's annual self-assessment process;
- Oversees the formal review of the Board's Bylaws and policies and procedures; and
- Assist with recommended Board nominations to the Governor.

Composition

The Governance