



# VCU

**VIRGINIA COMMONWEALTH UNIVERSITY  
BOARD OF VISITORS  
1:00 P.M.  
DECEMBER 8, 2017  
JAMES BRANCH CABELL LIBRARY  
901 PARK AVENUE – ROOM 303  
RICHMOND, VIRGINIA**

**DRAFT**

**AGENDA**

- |  |   |
|--|---|
| <b>1. CALL TO ORDER &amp; OPENING COMMENTS</b>                                   | Ms. Phoebe Hall, <i>Rector</i>  |
| <b>2. APPROVAL OF AGENDA</b>   | Ms. Phoebe Hall, <i>Rector</i>  |
| <b>3. APPROVAL OF MINUTES</b><br>September 14, 2017 minutes and October 31, 2017 | Ms. Phoebe Hall, <i>Rector</i>  |
| <b>4. PRESIDENT'S REPORT</b>   | President Michael Rao   |
| <b>5. VCU HEALTH SYSTEM</b>  | Dr. Marsha Rappley, <i>CEO VCU Health System and VP of Health Sciences</i>            |
| <b>6. VCU INVESTMENT MANAGEMENT COMPANY</b>                                      | Ms. Nancy Everett, <i>Chief Investment Officer, VCU Investment Management Company</i> |
| <b>7. MASTER SITE PLAN UPDATE</b>  | Dr. Meredith Weiss, <i>Vice President Administration</i>                              |
| <b>8. FINANCE, BUDGET AND INVESTMENT COMMITTEE REPORT</b>                        | Mr. William Ginther, <i>Chair</i>   |

Report to the Board of Visitors

**Action Items:**

- (a) Recommendation to approve Request for Proposal – External Security Services
- (b) Recommendation to approve Amendment to Six-Year Capital Outlay Plan for Trani Life Sciences Roof and HVAC Replacement
- (c) Recommendation to approve selection of architect/engineer and/or project plans for
  - i. Siegel Center Chiller Replacement
  - ii. West Hospital Eighth Floor Renovation
  - ii. MCV Campus Steam Line Installation
- (d) Recommendation to approve demolition:
  - i. Strauss Research Laboratory Building

- ii. Virginia Treatment Center for Children
- (e) Recommendation to approve resolution for Series 2012AB Bond Modifications
- (f) Recommendation to approve resolution and amendment to Optional Retirement Plan

**9. ACADEMIC AND HEALTH AFFAIRS COMMITTEE REPORT** Dr. Carol S. Shapiro, *Chair*

Report to the Board of Visitors

**Action Items:**

- (a) Recommendation to change the name of the School of Allied Health Professions to the College of Health Professions
- (b) Recommendation to change the name of the School of Engineering to the College of Engineering
- (c) Recommendation to create a new graduate certificate in public history

**10. AUDIT, INTEGRITY AND COMPLIANCE COMMITTEE REPORT** Mr. Keith Parker, *Chair*

Report to the Board of Visitors

**11. GOVERNANCE AND COMPENSATION COMMITTEE REPORT** Mr. John A. Luke, Jr., *Chair*

Report to the Board of Visitors

**Action Items:**

Recommendation to Approve Presidential Evaluation Policy

**12. UNIVERSITY RESOURCES COMMITTEE REPORT** Mr. G. Richard Wagoner, *Chair*

Report to the Board of Visitors

**13. CLOSED SESSION** Ms. Phoebe Hall, *Rector*

Freedom of Information Act Sections 2.2-3711 (A) (1), (3), (7), (8), (9), (11), (23) and (29) specifically:

- a. President's Report
  - i. Faculty Appointments and Changes in Status and Other Personnel Actions Dr. Michael Rao, *President*
  - ii. Special Awards – Honorary Degree and Edward A. Wayne Medal recipients Dr. Michael Rao, *President*
- b. Athletic Facilities Update Mr. Ed McLaughlin, *Athletic*
- c. Closed session report from the Audit, Integrity Mr. Keith Parker, *Chair*

and Compliance Committee

- d. Closed session report from University Resources Committee
  - i. Funds Eligible for Naming
  - ii. Funds Eligible for Naming under \$50,000
- e. Closed session report from the Finance, Budget and Investment Committee

Mr. G. Richard Wagoner, *Vice Chair*

Mr. William M. Ginther, *Chair*

**Executive Session**

- f. Closed session report from Academic and Health Affairs Committee
- g. President's report
- h. Closed session report from Governance and Compensation Committee
  - i. Presidential Compensation Review
  - ii. Consultant Agreement

Dr. Carol Shapiro, *Chair*

Dr. Michael Rao, *President*

Mr. John A. Luke, Jr., *Chair*

**14. RETURN TO OPEN SESSION AND CERTIFICATION**

Ms. Phoebe Hall, *Rector*

**Action Item:**

Approval of items discussed in closed session, if any

**15. OTHER BUSINESS**

Ms. Phoebe Hall, *Rector*

**16. ADJOURNMENT**

Ms. Phoebe Hall, *Rector*



# VCU

**BOARD OF VISITORS  
1:00 P.M. SEPTEMBER 14, 2017  
JAMES CABELL LIBRARY  
901 PARK AVENUE, ROOM 311, RICHMOND, VIRGINIA**

## **MINUTES**

**DRAFT**

### **BOARD MEMBERS PRESENT**

Ms. Phoebe Hall, Rector  
Mr. John A. Luke Jr., Vice Rector  
Dr. Carol Shapiro, Secretary  
Mr. William M. Ginther  
Dr. Robert Holsworth  
Ms. Colette W. McEachin  
Mr. Ron McFarlane  
Reverend Tyrone E. Nelson  
Mr. Keith Parker  
Dr. Shantaram Talegaonkar  
Mr. Steve L. Worley

### **BOARD MEMBERS ABSENT**

Mr. Alexander B. McMurtrie, Jr.  
Mr. H. Benson Dendy III  
Ms. Jacquelyn Stone  
Mr. G. Richard Wagoner, Jr.

### **OTHERS PRESENT**

President Michael Rao  
Ms. Stephanie Hamlett, Esq. - University Counsel  
Ms. Michele N. Schumacher, J.D., Board Liaison  
VCU students, faculty and staff  
Members of the Media

### **CALL TO ORDER**

Ms. Phoebe P. Hall, Rector called the meeting to order at 1:15 p.m. in the James Cabell Library, 901 Park Avenue, Richmond, Virginia.

### **APPROVAL OF THE AGENDA**

Ms. Hall asked for a motion to approve the Agenda as published. After a motion duly made a seconded, the Agenda as published was unanimously approved.

## **APPROVAL OF MINUTES**

Ms. Hall asked for a motion to approve the minutes of the May 12, 2017 Board of Visitors Meetings and the minutes of the August 17, 2017 Board of Visitors Orientation and Retreat, as published. After motion duly made and seconded the Minutes of the May 12, 2017, Board of Visitors Meeting and the minutes of the August 17, 2017 Board of Visitors Orientation and Retreat were unanimously approved. A copy of the minutes can be found on the VCU website at the following webpage <http://www.president.vcu.edu/board/minutes.html>.

## **PRESIDENT'S REPORT**

President Michael Rao provided an oral report on activities and accomplishments at the University since the May 2017 Board of Visitors meeting, and noted that the start of the new fiscal year and academic year started with the announcement of the Federal Government to end the Deferred Action for Childhood Arrivals program and the steps the University is taking to allay the fears of our students affected by this decision. In addition, he acknowledged the US News and World Report ranking of the university but informed the Board that university is not focused how it is ranked by one publication. He continued that the metrics used in various rankings do not always reflect the university's mission, and that the success the university has had relative to its mission is the most important ranking. President Rao concluded his report with his vision to distinguish VCU and VCU Health System and provided an overview of his priorities to achieve that vision, namely: accessible, transformative education; collaborative, convergent research; and high quality healthcare. He concluded that all of the priorities are guided by a commitment to community impact

President Rao also recognized the death of Dr. Wanda S. Mitchell who served as VCU's founding chief diversity officer. Dr. Holly Alford, non-voting faculty representative to the Board, then read a resolution that the Faculty Senate had adopted recognizing Dr. Mitchell and her contributions to VCU.

## **REPORT OF THE FINANCE, BUDGET AND INVESTMENT COMMITTEE**

Mr. William M. Ginther, Chair of the Finance, Budget and Investment Committee, provided the Committee report and reported that the Committee received several information items, including:

- VCU's FY2017-2018 University Budget Plan Sources and Use Summary;
- VCU's Revenue and Expense Summary report as of June 30, 2017;
- VCU Health System and Financial Operations Report as of June 30, 2017;
- Capital Projects Update;
- Dashboard Update;
- Agency Risk Management and Internal Control Standards Update;
- Board of Visitors Fund Annual Report; and
- VCU's Small, Women and Minority (SWaM) Owned Business Discretionary Spending for fiscal years 2013 through 2017.

He also stated that Ms. Karol Gray, Vice President for Finance and Budget also provided an update on the new budget model, and provided the Treasurers Report. Dr. Meredith Weiss, Vice President for Administration also provided an update on the University's Master Plan.

## **Action Items**

Mr. Ginther reported that the Committee had several action items that required Board action.

### Committee Charter

He noted that the first item was the approval of the Committee Charter. He explained that the Committee Meeting Planner is also in the Board material for informational purposes only. Mr. Ginther then moved on behalf of the Committee that the Board approve the Committee's Charter. After motion duly made and seconded the Board approved the Committee's Charter, a copy of this is attached hereto as **Attachment A** and is made a part hereof.

### 9(d) Virginia College Building Authority Debt Financing

Mr. Ginther stated that the next item was approval of the 9(d) Virginia College Building Authority Debt Financing Resolution noting that the Commonwealth has authorized the university to seek financing for up to \$10.8 million plus amounts needed to fund costs, reserve funds and other financing expenses in connection with the construction of the new allied health professions building. He noted that the resolution and background information were provided in the board books. Mr. Ginther then moved on behalf of the Committee that the Board approve the resolution entitled "RESOLUTION OF THE BOARD OF VISITORS OF VIRGINIA COMMONWEALTH UNIVERSITY VIRGINIA COLLEGE BUILDING AUTHORITY FINANCING AUTHORIZATION" authorizing \$10.8 million to construct New Allied Health Professions Building. After motion duly made and seconded the resolution was unanimously adopted. A copy of the resolution and background material are attached hereto as **Attachment B** and are made a part hereof.

### Amendment to 2015A General Revenue Pledge Bond

The next item is approval of a resolution amending a June 11, 2015 relating to the University's \$27,000,000 Series 2015A General Revenue Pledge Bond to include in the project definition of that Bond University-owned parking facilities located in or around the University's campus. Mr. Ginther then moved on behalf of the Committee that the Board approve the resolution entitled "Amending Prior Resolution of the Board Relating to the University's \$27,000,000 Series 2015A General Revenue Pledge Bond". After second being duly made, the Board unanimously approved the resolution entitled "Amending Prior Resolution of the Board Relating to the University's \$27,000,000 Series 2015A General Revenue Pledge Bond", a copy of which is attached hereto as **Attachment C** and is made a part hereof.

### Administrative Fee – Endowment and Quasi-Endowments

Mr. Ginther continued that the next item was approval of a resolution authorizing the University to implement an administrative fee on the University-held endowments and the quasi-endowment of 1.00 percent of each endowment's market value, or 100 basis points. Mr. Ginther then moved on behalf of the Committee that the Board approve the resolution entitled "Approval of Administrative Fee"; after second being made, the Board unanimously approved the resolution. A copy of the resolution entitled "Approval of Endowment Administrative Fee" is attached hereto as **Attachment D** and is made a part hereof.

### Architect/Engineer Selections

Mr. Ginther then moved on behalf of the Committee that the Board approve the following Architect/Engineer Selections, specifically: Scott House Renovation – selection of Glave & Holmes Architecture, PC; West Hospital Eighth Floor Renovation – selection of KOP Architects, PC; West Main Street Deck Restoration – selection of Dunbar, Milby, Williams, Pittman & Vaughan; and MCV Campus Steam Line Installation – selection of Draper Aden, PC. After second being duly made, the Board approved the Architect/Engineer Selections as set forth in the motion.

### Amendments to 2016-2022 Six-Year Capital Plan

Mr. Ginther then moved on behalf of the Committee that the Board approve that the University's 2016-2022 Six-Year Plan be amended to include the following projects:

- (1) the MCV steam line installation project at a cost not to exceed \$4,000,000;
- (2) a \$6,000,000 increase in the estimated cost of the School of Engineering research expansion project;
- (3) the School of Engineering Research Expansion project plan, specifically, the construction of a new facility to allow the expansion of research facilities to meet the School's strategic goals;
- (4) an \$18.9 million energy performance project and to enter into a contract with Schneider Electric.

After a second, the motion was unanimously adopted. Attached hereto as **Attachment E** is the background information on the above named projects.

Mr. Ginther then informed the Committee that the next items were related to the approval of procurement procedures. He moved on behalf of the Committee that the Board adopt the modifications to the Construction Management at Risk Procurement Procedures, and the modifications to the Design-Build Construction Procurement Procedures. After second being duly made, the Board unanimously approved the proposed modifications to (1) the Construction Management at Risk Procurement Procedures, and (2) the Design-Build Construction Procurement Procedures. A copy of the said modified procedures are attached hereto as **Attachment F** and are made a part hereof.

Mr. Ginther continued that the next action item was an amendment to the current six-year capital plan (i) to increase the budget for the Raleigh Building Renovation by \$845,758 to the budget due to unforeseen conditions encountered during construction; and (ii) amend the University's 2016-2022 Six-Year Capital Plan to include the renovation of the Scott House at a total cost of \$7,000,000. Mr. Ginther then moved on behalf of the committee that the Board approve an amendment to the current six year capital plan (i) to increase the budget for the Raleigh Building Renovation by \$845,758 to the budget due to unforeseen conditions encountered during construction; and (ii) amend the University's 2016-2022 Six-Year Capital Plan to include the renovation of the Scott House at a total cost of \$7,000,000. After a second duly made, the motion was unanimously adopted and the amendments to the six-year capital plan were approved.

Mr. Ginther stated that the final item was approval of the financial assumptions as used in the University's 2017 Six-Year Plan that is found in the Board materials. He moved on behalf of the Committee that the Board approve the financial assumptions as used in the Six-Year Plan. After a second, the Board unanimously adopted the financial assumptions as used in the 2017 Six-Year Plan.

Ms. Hall thanked Mr. Ginther for his report.

### **REPORT ON THE 2017-2024 SIX-YEAR ACADEMIC, FINANCIAL AND ENROLLMENT PLAN**

Dr. Gail Hackett, Provost and Vice President for Academic Affairs, Dr. Marsha D. Rappley, Vice President for Health Sciences and CEO of the VCU Health System, provided a presentation on VCU's 2017-2024 Six-Year Academic, Financial and Enrollment Plan. Dr. Hackett reminded the Board that the 2017 Six-Year Plan is found in their Board materials. The presentation included (a) a discussion and review of the University's priorities including increasing tenured and tenured track faculty, increasing faculty diversity and improving compensation for faculty; (b) a review of the strategic goals related to research, innovation and the impact on regional health that are contained in the Plan; and (c) a review of the highlights of the Six-Year Plan.

The Rector thanked Dr. Hackett and Dr. Rappley for their presentation and noted that it was appropriate for the Board to approve a resolution that approves the 2017 Six-Year Plan as presented in the format provided by the State Council of Higher Education for Virginia and also authorizes the University to revise the 2017 Six-Year Plan as required by State officials for final submission by October 1, 2017. After motion duly made and seconded a resolution entitled "Approval of Virginia Commonwealth's University's 2017 Six-Year Plan" was unanimously adopted. A copy of the resolution is attached hereto as **Attachment G** and is made a part hereof.

### **REPORT ON VCU STRATEGIC PLAN 2025: EXCELLENCE AND ACCESS**

An update on the development of the VCU Strategic Plan 2025: Excellence and Access was provided by Dr. Hackett, Dr. Rappley, and the work group co-chairs as follow: Dr. Rosalyn Hargraves co-chair of the Leveraging Diversity work group; Dr. Tim Davey, co-chair of the Local Impact and Social Embeddedness work group; Dr. Montse Fuentes, co-chair of the National Prominence work group; Dr. Chuck Klink, co-chair of the Student Success work group; and Mr. Kevin Harris, co-chair of the Culture of Appreciation work group. A copy of the presentation is attached hereto as **Attachment H** and is made a part hereof.

### **REPORT OF THE ACADEMIC AND HEALTH AFFIARS COMMITTEE**

Dr. Carol S. Shapiro, Chair of the Academic and Health Affairs Committee, provided the committee report and noted that the Committee heard the following reports and updates:

- An update from Dr. Gail Hackett, Provost and Vice President for Academic Affairs, on the Committee's dashboard including the growth the University is experiencing in research funding, and the increase in the 6-year graduation rate, and challenges related to total enrollment.
- Dr. Marsha D. Rappley, Vice President for Health Sciences and CEO of the VCU Health System, provided an update on the Health Equity Plan.

Dr. Shapiro also reported that the Committee discussed at length the broader issue of higher education in the United States specifically looking at the overall national goals that suggest 60%

of the population should have a post-secondary degree within the next 10 years. It was noted that many colleges and universities focus on the top two economic quartiles which have historically seen growth over the past decades, yet VCU serves the lower quartiles which affects many things including college rankings. The Committee discussed way that the University can communicate its compelling information about its mission to a broader audience.

Dr. Shapiro also noted that the Committee welcomed the new student, faculty and staff non-voting advisory representatives to the Committee.

Ms. Hall thanked Dr. Shapiro for her report.

### **REPORT OF THE AUDIT, INTEGRITY AND COMPLIANCE COMMITTEE**

Mr. Keith Parker, Chair of the Audit, Integrity and Compliance Committee provided Committee report and noted that the Committee heard the following reports and updates:

- Mr. William H. Cole, Executive Director of Audit and Compliance Services, reviewed the Audit and Compliance Services Charter with the Committee, and noted that there was one revision to recognize the review of information technology management and security within the department's scope of work.
- Mr. Cole also reviewed the Committee's annual goals and the Committee's dashboard.
- Mr. Tom Briggs, assistant VP for Safety and Risk Management, provided a progress report on the university's Enterprise Risk Management (ERM) program. The ERM Steering Committee has been reviewing the risks identified during the workshops held with university risk owners earlier this year. Enterprise risks will be shared with the cabinet before being presented to the board.
- Jacqueline Kniska, the university's compliance officer, provided highlights from the Annual Integrity and Compliance Report, which supports the board by providing information on aspects of the university's integrity and compliance activities. The report also facilitates awareness and transparency throughout the university on ethics and compliance matters.

#### **Action Item**

##### **Audit and Compliance Services Charter**

Mr. Parker also noted that there was one action, the approval of the Audit and Compliance Services Charter. Mr. Parker moved on behalf of the Committee that the Board approve the revised Audit and Compliance Services Charter. After a second, the Board unanimously approved the revised Audit and Compliance Services Charter. A copy of the revised Charter is attached hereto as **Attachment I** and is made a part hereof.

Ms. Hall thanked Mr. Parker for his report.

### **REPORT OF THE GOVERNANCE AND COMPENSATION COMMITTEE**

Mr. John A. Luke, Jr., Chair of the Governance and Compensation Committee, provided the Committee report and noted that Ms. Michele N. Schumacher, Board Liaison and Assistant to the President, reviewed the 2017-2018 Committee Dashboard, the revised Committee

Charter, and the Committee meeting planner. He stated that the remainder of his report will be provided in closed session.

Mr. Luke informed the Board that the Committee's planner is included in the Board materials for informational purposes, and that the revisions to the Charter will require Board Approval.

### **Action Item**

#### **Governance and Compensation Committee Charter**

Mr. Luke moved on behalf of the Committee that the Board approve the revised Governance and Compensation Committee Charter. After a second the Board unanimously approved the revised Governance and Compensation Committee Charter. A copy of the Committee Charter is attached hereto as **Attachment J** and is made a part hereof.

Ms. Hall also reported that Ms. Schumacher also provided the Committee with revised copies of the Committees' Charter, Meeting Planner and Dashboard. She noted that the Committee will vote on same at the September 2017 meeting.

### **REPORT OF THE UNIVERSITY RESOURCES COMMITTEE**

Rev. Tyrone Nelson, Vice Chair of the University Resources Committee, provided the Committee report and noted that the Committee heard the following reports and updates:

- **Government Relations**

Mr. Matthew Conrad, Executive Director of Government Relations, and Ms. Karah Gunther, Executive Director of Government Relations – Health System, provided an update on the Government Relations fiscal year 2018 plan; an update on the local, state and federal governmental activities. In addition it was noted that all 100 members of the Virginia House of Delegates are up for re-election, and that the Commonwealth will elect a new governor, lieutenant governor, and attorney general in 2017. Based upon this 2017 general elections the staff will work closely with the incoming administration and legislative leadership from now until January to ensure that the University's strategic priorities, as found in the Six-Year Plan, are reflected in the Commonwealth's new biennial budget.

- **University Relations**

Ms. Pamela Lepley, Vice President for University Relations, presented the strategy behind the Make-It-Real campaign together with a preview of advertising concepts. She reviewed the goals of the campaign including the need to elevate VCU's brand awareness; encourage interaction with the brand and to start prospective students on their college decision-making journey, and to increase the number of individuals applying to VCU.

- **Development and Alumni Relations**

Mr. Ed Grier, Interim Vice President of Development and Alumni Relations, and Mr. Chris Ritrievi, Senior Associate Vice President for Campaign Leadership and Constituency, provided a summary of fundraising activities.

Rev. Nelson noted that the Committee was also introduced to Mr. Jay Davenport, the new Vice

President for Development and Alumni Relations.

Ms. Hall thanked Rev. Nelson for his report.

**CLOSED SESSION**

Ms. Hall moved that the Virginia Commonwealth University Board of Visitors convene into closed session pursuant to Sections 2.2-3711 (A) (1), (3), (9), (11), (23), and (29) of the Virginia Freedom of Information Act for the for the discussion of personnel matters, more specifically relating the appointment of the faculty and staff representatives and to the performance evaluation of the President of Virginia Commonwealth University and various faculty members, and the evaluation of performance of certain departments of Virginia Commonwealth University which will require performance evaluations of specific individuals in those departments; the acquisition of real property for a public purpose, or of the disposition of publicly held real property, where discussion in an open meeting would adversely affect the bargaining position or negotiating strategy of the university; for the discussion of gifts, bequests, and fund-raising activities of Virginia Commonwealth University, namely the Named Funds and Spaces Report, and the Approved Named Funds under \$50,000 Report; the discussion or consideration of honorary degrees or special awards to be given at the December 2017 and May 2018 commencement ceremonies; discussions related to Virginia Commonwealth University Health System Authority, specifically qualifications and evaluations of members of its staff, and discussion of its marketing or operational strategies or operational plans; and discussion of the award of a public contract involving the expenditure of public funds, including the discussion of terms or scope of such contract

The Rector asked that members of the Cabinet, Ms. Burke, Mr. Cole, Ms. Gentius, Ms. Schumacher and Ms. Hamlett, and Dr. Allison remain for the closed session.

**RECONVENED SESSION**

Following the closed session, the public was invited to return to the meeting. Ms. Hall called the meeting to order. On motion duly made and seconded, the following resolution of certification was approved by a roll call vote:

**Resolution of Certification**

**BE IT RESOLVED**, that the Board of Visitors of Virginia Commonwealth University certifies that, to the best of each member’s knowledge, (i) only public business matters lawfully exempted from open meeting requirements under this chapter were discussed in the closed meeting to which this certification resolution applies, and (ii) only such public business matters as were identified in the motion by which the closed session was convened were heard, discussed or considered by the Board.

<b><u>Vote</u></b>	<b><u>Ayes</u></b>	<b><u>Nays</u></b>
Ms. Phoebe B. Hall, Rector	X	
Dr. Carol S. Shapiro, Secretary	X	
Mr. William M. Ginther	X	

Dr. Robert D. Holsworth	X
Ms. Colette McEachin	X
Mr. Ron McFarlane	X
Rev. Tyrone Nelson	X
Mr. Keith Parker	X
Dr. Shantaram Talegaonkar	X

Mr. John A. Luke, Jr., and Mr. Steve Worley left the meeting during the closed session. All remaining members present responding affirmatively, the resolution of certification was unanimously adopted.

After the closed session Ms. Hall asked for a motion to approve the following items (i) the faculty appointments and changes in status and tenure and other personnel actions as discussed in closed session; (ii) the recipients of the honorary degree for the December 2017 commencement and the recipients of the Edward A. Wayne Medal for the December 2017 and May 2018 Commencement as discussed in closed session; (iii) the Named Funds and Spaces Report as discussed in closed session; (iv) approve the real estate matters specifically a land transfer and a lease as discussed in closed session and to authorize the President and/or the Vice President of Administration and/or the Vice President of Finance and Budget to negotiate, sign and deliver any and all documents necessary to effectuate the land transfer as discussed in closed session, and to approve a resolution associated with the lease as discussed in closed session; and (v) approve a 3% merit increase in the base salary of the President Michael Rao and to authorize the Rector in working with the VCUHS to approve the cost of a comparable new vehicle for the President should said cost be in excess of the cap as set forth in the President's current contract, it being understood that the cost of the new vehicle shall be that of the VCUHS.

After motion made and seconded, the Board unanimously approved (i) the faculty appointments and changes in status and tenure and other personnel actions as discussed in closed session; (ii) the recipients of the honorary degree for the December 2017 commencement and the recipients of the Edward A. Wayne Medal for the December 2017 and May 2018 Commencement as discussed in closed session; (iii) the Named Funds and Spaces Report as discussed in closed session; (iv) approve the real estate matters specifically a land transfer and a lease as discussed in closed session and to authorize the President and/or the Vice President of Administration and/or the Vice President of Finance and Budget to negotiate, sign and deliver any and all documents necessary to effectuate the land transfer as discussed in closed session, and to approve a resolution associated with the lease as discussed in closed session; and (v) approve a 3% merit increase in the base salary of the President Michael Rao; and (vi) and to authorize the Rector in working with the VCUHS to approve the cost of a comparable new vehicle for the President should said cost be in excess of the cap as set forth in the President's current contract, it being understood that the cost of the new vehicle shall be that of the VCUHS

## **ADJOURNMENT**

With no further business to come before the Board, Ms. Phoebe P. Hall, Rector adjourned the meeting at 3:48 p.m.

## **ATTACHMENT A**

### **VIRGINIA COMMONWEALTH UNIVERSITY BOARD OF VISITORS**

#### **FINANCE, BUDGET, AND INVESTMENT COMMITTEE CHARTER**

##### **I. PURPOSE**

The primary purpose of the Finance, Budget, and Investment Committee (“Committee”) is to assist the Board of Visitors in fulfilling its objectives and fiduciary responsibilities related to applicable policy/ies and oversight of:

- University finances and investments
- University policies on debt management
- University facilities planning, design, construction and renovation.
- University purchase and divesture of land, including any easements.

The Committee is responsible for reviewing financial statements, budgets, debt, investments, cash management, six-year financial operating and capital plans, and make corresponding recommendations to the Board of Visitors all for the purpose of maintaining a sound fiscal standing. In addition and contributing to fiscal standing, the Committee is responsible for reviewing the University’s tuition and fee charges for each year. The Committee directly oversees the investment of the cash management pool and reviews the financial activities of any foundation or organization established to benefit the University, including foundations, partnerships, or other affiliated entities.

The Committee also approves selection of engineers and architects for University construction capital projects exceeding \$2 million, approves the renovation or replacement of outdated facilities and equipment, and approves project plans for construction projects exceeding \$2 million, approves the acquisition of all property, and the sale and demolition of property.

University management is responsible for day to day operation of the University within the established authorities, under the governance of the Committee.

##### **II. COMPOSITION AND INDEPENDENCE**

The Committee will be comprised of three or more Visitors. In addition to complying with the Commonwealth of Virginia’s Conflict of Interest laws and any University policies, each member must be free from any financial, family or other material personal relationship that, in the opinion of the Board or the Committee members, would impair their independence from management and the University. Committee members should also refrain from activities that a reasonable person would view as unethical or contrary to the institutional mission.

### III. RESPONSIBILITIES

In performing its oversight responsibilities, the Committee shall:

#### A. **General:**

1. Adopt a formal written charter that specifies the Committee's scope of responsibility. The charter should be reviewed annually and updated as necessary.
2. Maintain minutes of open session meetings.
3. Report Committee actions to the Board of Visitors with such recommendations as the Committee may deem appropriate.
4. Consistent with state law, the Committee may meet in closed session (with or without members of senior management present) with the external auditors and/or the Vice President for Finance and Administration to discuss matters that the Committee or any of these groups believe should be discussed privately.
5. Become well acquainted with all of the information and pertinent facts under the purview of the Committee.
6. Implement best practices across the institution for financial management.
7. Ensure that the institution is operating efficiently, effectively and appropriately with regard to the use of public and other funds to support its stated mission.

#### B. **Financial Policy and Investments:**

1. Review recommendations of the Administration concerning new or revised financial policy and make appropriate recommendations to the Board of Visitors.
2. Review financial assumptions upon which budgets are based.
3. Review and recommend approval of the six-year financial plan and operating budget.
4. Review and recommend approval of the six-year capital outlay plan and capital outlay budget, and all amendments to the plan.
5. Review periodically and compare financial operating results with appropriate budgets and benchmarks.
6. Approve major design changes to the VCU Optional Retirement Plan.
7. Review annual financial statements and supporting schedules and report to the Board the results of that review.
8. Serve, with the advice of the Investment Advisory Subcommittee, as an investment committee and oversee University investment policies and activities including direct management of the University's cash investment pool and monitoring of the policies and activities of the University-related private foundations.
9. Review annually the BOV Fund.
10. Review quarterly the University Efficiencies.
11. Review quarterly the F&A Dashboard.

C. **Facilities Planning and Debt Management:**

1. Review and recommend approval of the master site plan.
2. Review and recommend approval of plans for new construction and major renovation projects in accordance with Board-approved procedures.
3. Review and recommend approval of the six year capital outlay program and amendments thereto.
4. Review and recommend to the Board all debt issuance and review debt management policies.
5. Review and recommend approval of property acquisition or disposition of real estate and other interests therein.
6. Consider such other matters relating to the maintenance and security of the University's buildings and grounds and the care and preservation of the University's furnishings and equipment as may warrant its consideration.

D. **Emergency Preparedness:**

1. Review and recommend approval of plans pertaining to emergency preparedness and campus security.

E. **Administration:**

1. Review and approve the Committee charter annually and any significant updates to the charter.
2. Review and approve the annual Committee work plan and any significant changes to the plan.
3. Review the qualifications of the Committee members, staff and the level of staffing by the institution as needed.
4. Review annually the Deficit Disclosure.
5. Annual Investment Conflict of Interest Disclosure Statement.
6. Review annually all Investment Policy Statements – specifically asset allocations.
7. Review reports of the Financial Integrity and Stewardship Committee as needed.
8. Review annually Agency Risk Management and Internal Control Standards (ARMICS)

F. **Tuition and Fees:**

1. Review and recommend tuition and fee charges if needed to provide guidance to the Board.

IV. **MEETINGS**

The Committee will meet at least four times annually. Additional meetings may occur more frequently as circumstances warrant. The Committee Chair should communicate with the Vice President of Finance and Administration prior to each Committee meeting to finalize the meeting agenda and review the matters to be discussed.

# ATTACHMENT B

## Approval of 9(d) Virginia College Building Authority Debt Financing Resolution

### FINANCE, BUDGET AND INVESTMENT COMMITTEE

The following project has been authorized to be financed pursuant to Section 9(d) of Article X of the Constitution of Virginia and will seek financing for up to \$10.8 million plus amounts needed to fund issuance costs, reserve funds and other financing expenses:

**Construct New Allied Health Professions Building (Project #18206):                      \$10,800,000**

The Construct New Allied Health Professions Building project will construct a 154,100 gross square foot building with additional classroom, teaching laboratory, and faculty office space for the School of Allied Health Professions. The new building will allow the School to consolidate its operations into a single building and to increase enrollment in some of the University's most in-demand programs. The project is located at the corner of 10<sup>th</sup> Street and Leigh Street on the MCV Campus. The total project cost is approximately \$87.3 million, which will be funded with \$10.8 million of debt and \$76.5 million of state appropriations. Debt service payments will be paid by the School of Allied Health Professions from tuition and fee revenues.

The bonds for the project will be issued through the Virginia College Building Authority (VCBA), and the university will enter into a loan agreement and promissory note subject to the following parameters: (a) the principal amount to be paid under the Note allocable to any component of the Project, together with the principal amount of any other indebtedness with respect to such component, shall not be greater than the amount authorized for such component by the General Assembly plus amounts needed to fund issuance costs, original issue discount, other financing (including without limitation refunding) expenses and any other increase permitted by law; (b) the aggregate principal amount of the Note shall in no event exceed \$10,800,000 as the same may be so increased; (c) the aggregate interest rate payable under the Note shall not exceed a "true" or "Canadian" interest cost more than 50 basis points higher than the interest rate for "AA" rated securities with comparable maturities, as reported by Thomson Municipal Market Data (MMD) or another comparable service or index, as of the date that the interest rates are determined, taking into account any original issue discount or premium; (d) the weighted average maturity of the principal payments due under the Note shall not exceed 20 years after the original issue date of the Note; (e) the last principal payment date under the Note shall not extend beyond the reasonably expected weighted economic life of the Project; and (f) subject to the foregoing, the actual amount, interest rates, principal maturities, and date of the Note shall be approved by an Authorized Officer, as evidenced by the execution thereof.

The resolution identifies (1) the Vice President for Finance and Budget, and (2) the University Treasurer as each being authorized to execute and deliver all certificates and instruments and to take all such further action as may be considered necessary or desirable in connection with the sale and issuance of the bonds.

**RESOLUTION OF THE BOARD OF VISITORS OF  
VIRGINIA COMMONWEALTH UNIVERSITY  
VIRGINIA COLLEGE BUILDING AUTHORITY FINANCING AUTHORIZATION**

**WHEREAS**, pursuant to and in furtherance of Chapter 3.2, Title 23 of the Code of Virginia of 1950, as amended (the “Act”), the Virginia College Building Authority (the “Authority”) developed a program (the “Program”) to purchase debt instruments issued by public institutions of higher education in the Commonwealth of Virginia (“Participating Institutions” and each a “Participating Institution”) to finance or refinance projects of capital improvement (“Capital Projects” and each a “Capital Project”) included in a bill passed by a majority of each house of the General Assembly of Virginia (the “General Assembly”);

**WHEREAS**, under the Program the Authority from time to time issues its Educational Facilities Revenue Bonds (Public Higher Education Financing Program) (“Pooled Bonds”) to finance the purchase or refunding of debt instruments issued by Participating Institutions to finance or refinance Capital Projects;

**WHEREAS**, if a Participating Institution desires to finance or refinance a Capital Project through the Program it must enter into a loan agreement with the Authority, under which: (i) the Participating Institution will issue its promissory note pursuant to Chapter 3, Title 23 of the Code of Virginia of 1950, as amended, to evidence a loan to it by the Authority; (ii) the Authority will agree to issue Pooled Bonds and use proceeds thereof to purchase the promissory note; (iii) the Participating Institution will agree to use proceeds of Pooled Bonds, loaned to it and received in exchange for its promissory note, to finance or refinance the Capital Project and to not take actions that may jeopardize any federal tax-exempt status of interest on Pooled Bonds allocable to financing or refinancing the Capital Project; and (iv) the Participating Institution will agree to make payments under the promissory note in sums sufficient to pay, together with certain administrative and arbitrage rebate payments, the principal of, premium, if any, and interest due on such Pooled Bonds;

**WHEREAS**, the Board of Visitors (the “Board”) of Virginia Commonwealth University (the “Institution”) from time to time desires to finance or refinance Capital Projects for the Institution as a Participating Institution under the Program, and now proposes that the Institution issue its promissory note or notes (collectively, the “Note”) to be sold to the Authority in accordance with a loan agreement or loan agreements between the Institution and the Authority (collectively, the “Loan Agreement”), under which proceeds of Pooled Bonds will be loaned to and received by the Institution in exchange for the Note, to finance or refinance costs of the following Capital Projects authorized for bond financing by the General Assembly: the Construct New Allied Health Professions Building (Project Code 18206) (collectively, the “Project”); and

**WHEREAS** the Board desires to designate certain Institution officers (i) delegated the authority to approve the forms of and to execute and deliver the Loan Agreement, the Note and any amendments thereto, and any other documents necessary or desirable in connection with financing or refinancing costs of the Project through and participation in the Program; and (ii) responsible for monitoring post-issuance compliance with covenants of the Institution related to maintaining any federal tax-exempt status of interest on Pooled Bonds.

**NOW, THEREFORE, BE IT RESOLVED BY THE BOARD:**

**Section 1.** The Project is hereby designated to be undertaken and financed or refinanced by the Authority and, accordingly, the Vice President for Finance and Budget and the University Treasurer (collectively, the “Authorized Officers”) are each hereby delegated and invested with full power and authority to approve the forms of the Loan Agreement, the Note and any amendments thereto (in connection with any refunding of Pooled Bonds financing or refinancing the Project or otherwise), and any pledge to the payment of the Note and any amendment thereto of total gross university sponsored overhead, unrestricted endowment income, tuition and fees, indirect cost recoveries, auxiliary enterprise revenues, general and nongeneral fund appropriations and other revenues not required by law or previous binding contract to be devoted to some other purpose, restricted by a gift instrument for another purpose or excluded from such pledge as provided in the Loan Agreement, subject to the provisions of Section 3 hereof.

**Section 2.** Subject to the provisions of Section 3 hereof, the Authorized Officers are each hereby delegated and invested with full power and authority to execute, deliver and issue, on behalf of the Institution, (a) the Loan Agreement, the Note and any amendments thereto (in connection with any refunding of Pooled Bonds financing or refinancing the Project or otherwise), with approval of such documents in accordance with Section 1 hereof evidenced conclusively by the execution and delivery of the respective document, and (b) any other documents, instruments or certificates as may be deemed necessary or desirable to finance or refinance costs of the Project through and participate in the Program, and to further carry out the purposes and intent of this resolution. The Authorized Officers are authorized and directed to take such steps and deliver such certificates in connection with delivery of the Note, and any amendment thereto, as may be required under any existing obligations, including bond resolutions relating to any outstanding general revenue pledge bonds, and to notify Virginia Department of Treasury representatives serving as Authority staff at least 60 days in advance of a pledge of any amounts pledged to the payment of the Note in accordance with Section 1 hereof to, or as security for, the payment of any other Institution obligations issued or entered into after the date hereof for so long as the Note and any amendments thereto remain outstanding.

**Section 3.** The authorizations given above as to the approval, execution, delivery and issuance of the Loan Agreement, the Note and any amendments thereto (in connection with any refunding of Pooled Bonds financing or refinancing the Project or otherwise) are subject to the following parameters: (a) the principal amount to be paid under the Note allocable to any component of the Project, together with the principal amount of any other indebtedness with respect to such component, shall not be greater than the amount authorized for such component by the General Assembly plus amounts needed to fund issuance costs, original issue discount, other financing (including without limitation refunding) expenses and any other increase permitted by law; (b) the aggregate principal amount of the Note shall in no event exceed \$10,800,000 as the same may be so increased; (c) the aggregate interest rate payable under the Note shall not exceed a “true” or “Canadian” interest cost more than 50 basis points higher than the interest rate for “AA” rated securities with comparable maturities, as reported by Thomson Municipal Market Data (MMD) or another comparable service or index, as of the date that the interest rates are determined, taking into account any original issue discount or premium; (d) the weighted average maturity of the principal payments due under the Note shall not exceed 20 years after the original issue date of the Note; (e) the last principal payment date under the Note shall not extend beyond the

reasonably expected weighted economic life of the Project; and (f) subject to the foregoing, the actual amount, interest rates, principal maturities, and date of the Note shall be approved by an Authorized Officer, as evidenced by the execution thereof.

**Section 4.** The Board acknowledges that if there is a failure to make, as and when due, any payment of the principal of, premium, if any, and interest on any promissory note issued by the Institution as a Participating Institution to the Authority under the Program, including without limitation the Note and any amendments thereto, the State Comptroller is authorized under the Program and Section 23-30.29:3 of the Code of Virginia of 1950, as amended, to charge against appropriations available to the Institution all future payments of principal of, premium, if any, and interest on such promissory note when due and payable and to make such payments to the Authority or its designee, so as to ensure that no future default will occur on such promissory note.

**Section 5.** The Board agrees that if the Authority determines the Institution as a Participating Institution shall be subject to continuing disclosure obligations under Rule 15c2-12 of the federal Securities and Exchange Commission with respect to any Pooled Bonds, (a) an Authorized Officer shall, and is hereby authorized and directed to, enter into a continuing disclosure undertaking in form and substance reasonably satisfactory to the Authority, and (b) the Institution will comply with the provisions and disclosure obligations contained therein.

**Section 6.** The Board designates the University Treasurer to be responsible for implementing procedures to monitor post-issuance compliance with covenants in any loan agreement between the Institution as a Participating Institution and the Authority, including the Loan Agreement and any amendments thereto, related to maintaining tax-exempt status for federal income tax purposes of interest on any Pooled Bonds, including without limitation monitoring the use of any portion of all Capital Projects for the Institution financed or refinanced with such Pooled Bonds and compliance with any applicable federal income tax remedial action requirements in connection with certain changes in such use. Such officer shall review such post-issuance compliance at least annually for so long as such Pooled Bonds remain outstanding.

**Section 7.** This resolution shall take effect immediately upon its adoption.

## **Attachment C**

### **RESOLUTION OF THE BOARD OF VISITORS OF VIRGINIA COMMONWEALTH UNIVERSITY**

#### **AMENDING PRIOR RESOLUTIONS OF THE BOARD RELATING TO THE UNIVERSITY'S \$27,000,000 SERIES 2015A GENERAL REVENUE PLEDGE BOND**

**WHEREAS**, on June 11, 2015 the University issued its \$27,000,000 General Revenue Pledge Bond, Series 2015A (the "Bond") for the purpose of financing various projects at the University;

**WHEREAS**, the Bond was issued pursuant to a bond resolution dated June 11, 2015 approved by the University's Associate Vice President for Finance and Administration, as authorized by a resolution adopted by the Board on May 8, 2015 (collectively, the "Resolutions"); and

**WHEREAS**, the University desires to amend the Resolutions to expand the projects eligible to be financed with the proceeds of the Bond to include University-owned parking facilities located in or around the University's campus.

#### **NOW, THEREFORE BE IT RESOLVED BY THE BOARD OF VISITORS OF VIRGINIA COMMONWEALTH UNIVERSITY:**

1. The Resolutions are hereby amended to include within the definition of "Project" therein any University-owned parking facilities located in or around the University's campus.
2. Except as modified hereby, the Resolutions are hereby reaffirmed and ratified in all respects.
3. This resolution shall take effect immediately upon its adoption.

## Attachment D

### RESOLUTION OF THE BOARD OF VISITORS OF VIRGINIA COMMONWEALTH UNIVERSITY

#### APPROVAL OF ENDOWMENT ADMINISTRATIVE FEE

WHEREAS, the Board of Visitors wishes to fund institutional priorities by instituting an administrative fee on the University-held endowments and the quasi endowment;

WHEREAS, each of the University's affiliated foundations charge a similar administrative fee;

WHEREAS, investment returns and a prudent spending policy have resulted in an accumulation of excess appreciation on the University-held endowments and the quasi endowment; and

WHEREAS, an increase in endowment distributions through the addition of an administrative fee can be implemented without affecting the sustainability of future payouts on the University-held endowments and the quasi endowment.

NOW, THEREFORE BE IT RESOLVED BY THE BOARD OF VISITORS OF VIRGINIA COMMONWEALTH UNIVERSITY:

1. That the University shall implement an administrative fee on the University-held endowments and the quasi-endowment of 1.00 percent of each endowment's market value, or 100 basis points (bps).
2. This Resolution shall take effect immediately upon its adoption.

# ATTACHMENT E

## VIRGINIA COMMONWEALTH UNIVERSITY Amendment to 2016-2022 Six-Year Capital Plan MCV Steam Line Installation

### DESCRIPTION

This project is to upgrade the steam and condensate line along Duval Street. This line serves the northern area of the MCV Campus. The improvements will allow sufficient capacity to serve new facilities and expanded needs for steam service. The \$4,000,000 cost will be paid from MCV steam plant auxiliary reserves.

### BACKGROUND

The VCU University master plan and VCU Health System master plan identify potential long term capacity deficiencies in the steam infrastructure on the north branch steam line along Duval Street. The north branch serves the N Deck (including child care center), Larrick Student Center, Cabaniss Dormitory, Biotech 1, Biotech Center, and the School of Allied Health Professions. The expanded line will serve the VCU Health System's proposed Adult Outpatient Clinic.

### PURPOSE

The purpose of this project is to provide sufficient steam delivery capacity for proposed future construction of VCU Health System and University facilities.

### OPERATING COST

Operating costs associated with the steam distribution are included in the rates charged to existing facilities served. As new facilities are constructed, those facilities will be charged for steam consumption.

### RECOMMENDATION

Approve amendment of the 2016-2022 Six-Year Capital Plan to include the MCV steam line installation project at a cost not to exceed \$4,000,000.

**VIRGINIA COMMONWEALTH UNIVERSITY**  
**Amendment to 2016-2022 Six-Year Capital Plan**  
**Engineering Research Expansion**

DESCRIPTION

This is a request to increase the size and budget for the School of Engineering research expansion project approved for construction in the 2016 General Assembly session. The University is proposing to increase the size of the facility from 120,000 to 133,000 gross square feet and to increase the budget from \$86,000,000 to \$92,000,000. The additional \$6,000,000 in cost will be financed by the School of Engineering.

BACKGROUND

In May 2015, the Board of Visitors approved the 2016-2022 Six-Year Capital Plan which included an \$86,000,000 School of Engineering research expansion capital project. Funding was to be shared 50/50 between State- and University-supported debt. As planning progressed, the University determined that to meet program needs, the size of the project should increase from 120,000 to 133,000 gross square feet.

PURPOSE

The School of Engineering is poised for enrollment growth and anticipates reaching maximum capacity in its existing facilities in 2017. Additionally, the School has recruited top tier researchers consistent with the University's Quest for Distinction strategic plan and expects to continue on this track. In order to provide adequate instructional facilities, the School needs to construct new robust research facilities for faculty who will then vacate sub- standard laboratory space which can be converted to instructional use. This project provides a new four story research laboratory building with related support space adjacent to East Hall to enable the VCU School of Engineering to reach its strategic goals.

OPERATING COST

The annual operating cost for the building is estimated to be \$ 1,672,169 which will be paid by the School of Engineering.

RECOMMENDATION

Approve amendment of the 2016-2022 Six-Year Capital Plan to include a \$6,000,000 increase in the estimated cost of the School of Engineering research expansion project.

**VIRGINIA COMMONWEALTH UNIVERSITY**  
**Project Plan**  
**School of Engineering Research Expansion**

Purpose of the Project

The School of Engineering is poised for enrollment growth and anticipates reaching maximum capacity in its existing facilities in 2017. Additionally, the School has recruited top tier researchers consistent with the University's Quest for Distinction strategic plan and expects to continue on this track. In order to provide adequate instructional facilities, the School needs to construct new robust research facilities for faculty who will then vacate sub-standard laboratory space which can be converted to instructional use. This project provides a new four story research laboratory building with related support space adjacent to East Hall to enable the VCU School of Engineering research its strategic goals.

Location

This project is located at the northeast corner of Cary and Belvidere Street

Project Alternatives

Three alternatives were evaluated.

1. Do Nothing - This alternative would prevent the School of Engineering from meeting their strategic goals.
2. Renovation - There is no space in existing engineering facilities available for renovation.
3. New Construction - The preferred alternative is to build a new facility to allow the expansion of research facilities to meet the School's strategic goals.

Timetables

Complete Planning	May 2018
Construction Starts	August 2018
Construction Complete	June 2020

Project Design

The project includes new construction of research laboratories and related support space, career services, a collaboration hub, maker space and a vivarium to support the School of Engineering's strategic goals. The new wing will frame an enclosed courtyard with amenities to enhance student engagement and interaction.

Recommendation

Approve the project plan

**VIRGINIA COMMONWEALTH UNIVERSITY**  
**Contract Approval**  
**Energy Performance Contract**

REQUEST

This request is to amend the 6 year capital plan and approve an \$18.9 million energy performance contract with Schneider Electric.

BACKGROUND

The State has pre-qualified Energy Service Companies (ESCO) for state agencies and higher education institutions to contract with for Energy Performance Contracts (EPC). Since 2001, public entities within the Commonwealth have executed over \$761,500,000 of energy performance contracts.

Virginia Commonwealth University using the pre-qualified ESCO list, contracted with Schneider Electric, an international company with over 144,000 employees and annual revenues in excess of \$31 Bn to perform an Investment Grade Audit (IGA) of fourteen of the University's highest energy usage buildings. Schneider Electric has executed 33 ESCO projects in the Virginia higher education market segment since 2004. They have executed performance contracts at the College of William and Mary, VMI, and the Virginia Community College System. They have executed over 650 ESCO projects nationwide since 1993.

The purpose of the audit was to: 1) identify relevant Energy Conservations Measures (ECMs), 2) quantify the projected savings (approximately \$1.3 million per year guaranteed by Schneider Electric), and 3) leverage the energy savings realized to replace or repair items that are on the deferred maintenance backlog.

The current estimate of deferred maintenance is approximately \$330 million. This project will by itself reduce the backlog by \$12.8 million within 2 years<sup>1</sup>.

The payback for this project is approximately 13.2 years. Payback is determined by taking the cost of the project and dividing it by the guaranteed annual savings. The payback period will be reduced to 8 years by augmenting the energy savings with University funds provided to reduce the deferred maintenance backlog.

A Measurement and Verification (M&V) protocol is included within the contract to monitor performance. The VCU Director of Energy and Utilities will monitor the results on a monthly Building Automation System.

PROJECT LIST:

- Aircuity - Kontos
- Aircuity - Kontos - Deferred Maintenance
- Aircuity - Sanger
- Aircuity - Smith
- Aircuity - Smith - Deferred Maintenance

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<sup>1</sup> Overall University deferred maintenance continues to grow. An assessment is underway to update the current deferred maintenance amount and to determine the yearly growth in deferred maintenance versus current maintenance reserve funding levels.

- Boiler Upgrades - Cabell New Boiler Plant
- Boiler Upgrades - Oliver
- Building Automation System Optimization - Cabell
- Building Automation System Optimization - Kontos
- Building Automation System Optimization - Perkinson
- Building Automation System Optimization – School of Engineering West
- Building Automation System Optimization - Smith
- Building Automation System Optimization - Snead
- Building Automation System Optimization - Temple
- Building Automation System Upgrades - McGuire Annex (Steam Mains & Radiator Shutoffs)
- Building Automation System Upgrades - McGuire Hall (57 Pneumatic-Thermostats)
- Building Automation System Upgrades - Oliver (New JCI Building Automation System system)
- Building Automation System Upgrades - Sanger (Wireless Pneumatic Thermostats)
- Condensate Recovery - Kontos
- Condensate Recovery - Sanger
- Condensate Recovery - Smith
- Condensate Recovery - Temple
- Cooling Tower Optimization - Oliver
- Domestic Hot Water Reconfigure with Hot Water Boiler - Temple
- Domestic Hot Water to Natural Gas Conversion - Oliver
- Duct Sealing - Temple
- Energy Recovery - Kontos
- Energy Recovery - Smith
- Envelope - Cabell
- Envelope - Fine Arts
- Envelope - Kontos
- Envelope - McGuire
- Envelope - Oliver
- Envelope - Perkinson
- Envelope - Sanger
- Envelope – School of Engineering West
- Envelope - Smith
- Envelope - Snead
- Envelope - Temple
- Flex Joint Repair - Oliver
- Flex Joint Repair - Temple
- LED Lighting - Cabell
- LED Lighting - Fine Arts
- LED Lighting - Kontos
- LED Lighting - McGuire
- LED Lighting - Oliver
- LED Lighting - Perkinson
- LED Lighting - Sanger
- LED Lighting – School of Engineering West
- LED Lighting - Smith
- LED Lighting - Snead

- LED Lighting - Temple
- Lighting Occupancy Sensor HVAC Control - Sanger
- Power Monitoring Equipment Installation - sites TBD
- Steam Traps - Kontos
- Steam Traps - McGuire
- Steam Traps - Perkinson
- Steam Traps - Sanger
- Steam Traps - Smith
- Variable Frequency Drives - Kontos
- Variable Frequency Drives - Smith
- Water Recommissioning - Cabell
- Water Recommissioning - Fine Arts
- Water Recommissioning - Kontos
- Water Recommissioning - McGuire
- Water Recommissioning - Oliver
- Water Recommissioning - Perkinson
- Water Recommissioning - Sanger
- Water Recommissioning – School of Engineering West
- Water Recommissioning - Smith
- Water Recommissioning - Snead
- Water Recommissioning - Temple

SOURCE OF FUNDS:

University Funds .....\$18.9M  
 To be repaid as an internal loan or from the line of credit through energy savings and  
 University funds allocated to address the backlog of deferred maintenance.

RECOMMENDATION

Amend the six year capital plan and approve the contract with Schneider Electric.

## **Attachment F-1**

### **VIRGINIA COMMONWEALTH UNIVERSITY Approval of Procurement Procedures Construction Management at Risk Procurement Procedures**

#### DESCRIPTION

The General Assembly made significant changes to the Code of Virginia (CoV) related to Construction Management (CM) and Design-build (D-B) procurement and reporting effective July 1, 2017. See one page overview included for details on these changes.

Before VCU procedures can be implemented, they must be approved by the Board of Visitors.

Below are the Construction Management at Risk Procurement Procedures with proposed modifications (annotated in red) that meet the changes to the Code of Virginia (CoV).

#### RECOMMENDATION

Approve the modified Construction Management at Risk Procurement Procedures

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### **Construction Management at Risk Procurement Procedures**

#### **Purpose:**

Subject to the Management Agreement between the Commonwealth of Virginia and Virginia Commonwealth University, the university shall have and shall exercise all authority relating to the procurement of goods, services, insurance and construction. Procurement procedures for professional and construction services are identified in the Higher Education Capital Outlay (HECO) Manual adopted by Virginia Commonwealth University as approved by the Board of Visitors.

#### **Responsible Staff:**

*University Planning, Design and Construction* is the Facilities Management Division responsible for the procurement, administration, management and implementation of major Capital Outlay Projects.

*PD&C Project Manager* coordinates with PD&C management and project stakeholders to recommend an appropriate delivery method.

*Directors of Design and Construction Management* provide leadership, manage operations and recommend project delivery methods to meet university goals.

*Associate Vice President for Facilities Management* approves project delivery methods and recommends contracts for execution.

**Procedures:**

1. The use of the Construction Management (CM) delivery method is typically limited to complex projects where competitive sealed bidding is determined to be not practicable or advantageous to the university. The project complexity and timeline are critical components when selecting the CM delivery method.
2. If competitive sealed bidding is not selected, the PD&C Project Manager shall provide a written recommendation for the project delivery method through the Director of Construction Management to the AVPFM. The written recommendation shall state in sufficient detail why competitive sealed bidding was not practicable and/or financially advantageous to the university.
3. The PD&C Project Manager shall consider the following criteria, listed in no particular order or priority, in recommending the using the CM@Risk construction delivery method for each project:
  - a. Construction Cost
  - b. Project Complexity
  - c. Project Timeline - Schedule, schedule challenges and critical completion dates
  - d. Building Use
  - e. Project Phasing - Coordination of phased or fast-track construction
  - f. Value Engineering and/or Constructability Analysis
  - g. Quality Control/Vendor Prequalification Needs
  - h. Cost/Design Control Needs
4. Based on the written justification provided, the VCU Associate Vice President for Facilities Management (AVPFM) shall review and give the official written determination that Construction Management at Risk is the appropriate construction delivery method for the specific capital outlay project.
5. **Once the AVPFM has approved the use of Construction Management at Risk, VCU shall provide to Department of General Services their written determination that competitive sealed bidding is neither practicable nor advantageous and a completed Construction Management at Risk Procurement Submittal form identifying the project characteristics relevant to CM@Risk procurement. DGS will review and make its recommendation to this submittal within five working days.**
6. Construction Management at Risk Procurement procedures:
  - a. The Director, Construction Management shall appoint an Evaluation Committee that consists of at least three members, including at least one licensed design professional as well as representatives from the client organization.
  - b. A two-step Request for Qualifications/Request for Proposals (RFQ/RFP) process shall be utilized.
  - c. The Director of Construction Management shall develop the Request for Qualifications which shall include:

- i. The justification for the particular delivery method.
  - ii. Statement on why sealed bidding is not practicable and/or fiscally advantageous.
  - iii. **Criteria for contractor selection**
- d. Procurement shall be initiated no later than the Schematic Design Phase unless prohibited by funding authorization restrictions.
- e. The Director, Construction Management shall prepare a Request for Qualifications containing the University's project requirements, building and site criteria, , construction cost estimate and project schedule as well as the University's justification for the use of CM@Risk.
- f. **The criteria for evaluation of contractor qualifications shall be included in the RFQ, including any unique capabilities and qualifications.**
- g. **The RFQ shall be posted in accordance with the current requirements of the Code of Virginia for a minimum of 30 days.**
- h. The Evaluation Committee shall evaluate the firms' RFQ responses and any other relevant information and determine those best qualified with respect to the criteria established for the project and included in the RFQ. **Prior CM@Risk or BCOM experience shall not be a prerequisite for award.**
- i. The RFQ process shall result in a short list of two to five offerors to receive the Request for Proposals. An offeror may be denied prequalification only as specified under the **Code of Virginia § 2.2-4317**, but the short list shall be those deemed best qualified.
- j. The Director, Construction Management shall develop the Request for Proposals. The criteria for evaluation shall be included in the RFP and the RFP shall be posted in accordance with the current requirements in the Code of Virginia **for a minimum of 30 days.**
- k. **In addition, at least 30 days prior to the date for RFP response submission, those RFQ offerors who were not selected for the short list shall be provided written notification and the reasons for such decision. In the event that an offeror is denied prequalification, the written notification shall state the reasons for such a denial of prequalification and the factual basis of such reasons.**
- l. The Evaluation Committee shall evaluate and rank the firms' Proposals. Prior CM@Risk or BCOM experience shall not be a prerequisite for award.
- m. After evaluation and ranking, the Committee shall invite the top two or three offerors for Oral Presentations/Interviews. Following the Oral Presentations, the Committee shall determine the top two firms and conduct negotiations with those offerors.
- n. The Contract shall be awarded to the offeror who is determined fully qualified and has been determined to have provided the best value in response to the RFP. The University shall notify all offerors who submitted proposals, which offer was selected for the project. When so provided in the RFP, awards may be made to more than one offeror.

- o. Upon request, documentation of the process used for the final selection shall be made available to the unsuccessful offerors.
7. Contracting Requirements for CM@Risk:
  - a. Preconstruction Services shall be contracted as a non-professional service.
  - b. **The Guaranteed Maximum Price (GMP) shall be established at the completion of Working Drawings.** If the University and CM@Risk cannot agree on a GMP, the University may competitively bid the project with the other prequalified CM@Risk offerors or enter into competitive negotiations with the other CM@Risk offerors in accordance with the requirements of the Code of Virginia.
  - c. Interim GMPs for early release packages are permitted.
  - d. 90% of the construction work under a CM@Risk contract must be subcontracted through publicly advertised sealed bidding to the maximum extent practicable.
8. Procurement Services shall identify the particular procurement method in eVA as the “category” for the solicitation, either “Construction, Construction Management” or “Construction, Design-Build”.

## Reporting

After the Department of General Services has reviewed and made their recommendation regarding the procurement method for a particular project, Virginia Commonwealth University shall report to the Director of the Department of General Services the method utilized.

## References

- Virginia Commonwealth University Management Agreement
- Virginia Commonwealth University Higher Education Capital Outlay Manual
- **Code of Virginia 2.2-4378 - 4383**

# Attachment F2

## VIRGINIA COMMONWEALTH UNIVERSITY Approval of Procurement Procedures Design-Build Construction Procurement Procedures

### DESCRIPTION

The General Assembly made significant changes to the Code of Virginia (CoV) related to Construction Management (CM) and Design-build (D-B) procurement and reporting effective July 1, 2017. See one page overview included for details on these changes.

Before VCU procedures can be implemented, they must be approved by the Board of Visitors.

Below are the Design-Build Construction Procurement Procedures with proposed modifications (annotated in red) that meet the changes to the Code of Virginia (CoV).

### RECOMMENDATION

Approve the modified Design-Build Construction Procurement Procedures

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## Design-Build Construction Procurement Procedures

### **Purpose:**

Subject to the Management Agreement between the Commonwealth of Virginia and Virginia Commonwealth University, the university shall have and shall exercise all authority relating to the procurement of goods, services, insurance and construction. Procurement procedures for professional and construction services are identified in the Higher Education Capital Outlay (HECO) Manual adopted by Virginia Commonwealth University as approved by the Board of Visitors.

### **Responsible Staff:**

*University Planning, Design and Construction* is the Facilities Management Division responsible for the procurement, administration, management and implementation of major Capital Outlay Projects.

*PD&C Project Manager* coordinates with PD&C management and project stakeholders to recommend an appropriate delivery method.

*Directors of Design and Construction Management* provide leadership, manage operations and recommend project delivery methods to meet university goals.

*Associate Vice President for Facilities Management* approves project delivery methods and recommends contracts for execution.

## Procedures:

1. The use of the Design-Build (DB) delivery method is typically limited to projects where competitive sealed bidding is determined to be not practicable or advantageous to the university. The projects are typically relatively simple and straightforward and the timeline is a critical component when selecting the DB delivery method since the procedure generally reduces the design timeline and the construction timeline, minimizes change orders, and operates on a fast-track schedule. Use of Design-Build results in a single point of contact and responsibility for both the design and construction of the project.
2. If competitive sealed bidding is not selected, the Planning and Design Project Manager shall provide a written recommendation for the project delivery method through the Director of Construction Management to the AVPFM. The written recommendation shall state in sufficient detail why competitive sealed bidding was not practicable and/or financially advantageous to the university.
3. The PD&C Project Manager shall consider the following criteria, listed in no particular order or priority, in recommending use of the Design-Build construction delivery method for each project:
  - a. Construction Cost
  - b. Project Complexity
  - c. Project Timeline - Schedule, schedule challenges and critical completion dates
  - d. Building Use
  - e. One contract with a Design-Build contractor for both professional design services and building construction services
4. Based on the written justification provided, the VCU Associate Vice President for Facilities Management (AVPFM) shall review and give the official written determination that Design-Build is the appropriate construction delivery method for the specific capital outlay project.
5. Once the AVPFM has approved the use of Design-Build, VCU shall provide to Department of General Services their written determination that competitive sealed bidding is neither practicable nor advantageous and a completed Design-Build Procurement Submittal form identifying the project characteristics relevant to DB procurement. DGS will review and make its recommendation to this submittal within five working days.
6. Design-Build Procurement procedures:
  - a. The Director, Construction Management shall appoint an Evaluation Committee that consists of at least three members, including at least one licensed design professional as well as representatives from the client organization.
  - b. A two-step Request for Qualifications/Request for Proposals (RFQ/RFP) process shall be utilized.
  - c. The Director of Construction Management shall develop the Request for Qualifications which shall include:
    - i. The justification for the particular delivery method.
    - ii. Statement on why sealed bidding is not practicable and/or fiscally advantageous.

iii. Criteria for Design-Build Team selection

- d. The Director, Construction Management shall prepare a Request for Qualifications containing the University's facility requirements, building and site data (if available), as well as the University's justification for the use of Design Build. All offerors shall be required to have a licensed Class "A" contractor and an Architect or Engineer registered in the Commonwealth of Virginia as part of the Project Team.
- e. The criteria for evaluation of the Design-Build contractor qualifications shall be included in the RFQ, including any unique capabilities and qualifications.
- f. The RFQ shall be posted in accordance with the current requirements of the Code of Virginia for a minimum of 30 days.
- g. The Evaluation Committee shall evaluate the teams' RFQ responses and any other relevant information and determine those best qualified with respect to the criteria established for the project and included in the RFQ. Prior DB or BCOM experience shall not be a prerequisite for award.
- h. The RFQ process shall result in a short list of two to five offerors to receive the Request for Proposals and project Bridging Documents. An offeror may be denied prequalification only as specified under the Code of Virginia § 2.2-4317, but the short list shall be those deemed best qualified.
- i. The criteria for evaluation shall be included in the RFP and the RFP shall be posted in accordance with the current requirements in the Code of Virginia for a minimum of 30 days.
- j. In addition, at least 30 days prior to the date for RFP response submission, those RFQ offerors who were not selected for the short list shall be provided written notification and the reasons for such decision. In the event that an offeror is denied prequalification, the written notification shall state the reasons for such a denial of prequalification and the factual basis of such reasons.
- k. Bridging Documents are prepared for the project by an A/E firm that will be precluded from submitting a Proposal, that detail the university's requirements for the project. The Bridging Documents are included as part of the Request for Proposals.
- l. Sealed Technical Proposals as described in the RFP shall be submitted to the Evaluation Committee. Separately, sealed Cost Proposals shall be submitted to the university's Virginia Construction Contracting Officer (VCCO) and shall be secured and kept sealed until evaluation of the Technical Proposals and any design adjustments are completed.
- m. The Evaluation Committee shall evaluate the teams' Technical Proposals based on the criteria contained in the RFP. It shall inform each DB offeror of any adjustments necessary to make its Technical Proposal fully comply with the requirements of the RFP. In addition, the university may require that offerors make design adjustments necessary to incorporate project improvements and/or additional detailed information identified by the Evaluation Committee during design development.

- n. Based on the adjustments requested by the Evaluation Committee, the offerors shall provide a revised Technical Proposal and cost Proposal as necessary. In addition, an offeror may submit cost modifications to its original sealed cost Proposal which are not based upon revisions to the Technical Proposals.
  - o. The Evaluation Committee shall evaluate (and rank, if technical rankings are to be considered as a criterion for award) the teams' Technical Proposals and open the Cost Proposals and apply the criteria for award as specified in the RFP. Cost is a critical component of the selection and will be evaluated according to the criteria specified in the RFP.
  - p. After evaluation and ranking, the Committee shall invite the top two or more offerors for Oral Presentations/Interviews. Following the Oral Presentations, the Committee shall determine the top two or more firms and conduct negotiations with those offerors.
  - q. The Contract shall be awarded to the offeror who is determined fully qualified and has been determined to have provided the best value in response to the RFP. The University shall notify all offerors who submitted proposals, which offer was selected for the project. When so provided in the RFP, awards may be made to more than one offeror.
  - r. Upon request, documentation of the process used for the final selection shall be made available to the unsuccessful offerors.
7. Procurement Services shall identify the particular procurement method in eVA as the "category" for the solicitation, either "Construction, Construction Management" or "Construction, Design-Build".

## Reporting

After the Department of General Services has reviewed and made their recommendation regarding the procurement method for a particular project, Virginia Commonwealth University shall report to the Director of the Department of General Services the method utilized.

## References

- Virginia Commonwealth University Management Agreement
- Virginia Commonwealth University Higher Education Capital Outlay Manual
- Code of Virginia 2.2-4378 - 4383

# Attachment G

## Resolution

*Approval of Virginia Commonwealth University's  
2017 Six-Year Plan  
September 14,  
2017*

**WHEREAS**, the Higher Education Opportunity Act of 2011 became effective July 1, 2011, and requires each public institution of higher education in Virginia to develop and submit an institutional six-year plan; and

**WHEREAS**, § 23-38.87:17 of the Act requires, “*The governing board of each public institution of higher education shall develop and adopt biennially and amend or affirm annually a six-year plan for the institution and shall submit that plan to the Council (State Council of Higher Education for Virginia), the Governor, and the Chairs of the House Committee on Appropriations and the Senate Committee on Finance no later than July 1 of each odd-numbered year, and shall submit amendments to or an affirmation of that plan no later than July 1 of each even-numbered year or at any other time permitted by the Governor or General Assembly*”; and

**WHEREAS**, Virginia Commonwealth University prepared a six-year plan in accordance with the requirements of the Higher Education Opportunity Act of 2011 and guidelines provided by the State Council of Higher Education for Virginia; and

**WHEREAS**, the University submitted the six-year plan to the State Council of Higher Education for Virginia by the stated deadline of July 1, 2017 for the 2017 submission; and

**WHEREAS**, the 2017 Six-Year Plan must be approved by the Board of Visitors prior to the October 1 final submission;

**THEREFORE, BE IT RESOLVED** the Virginia Commonwealth University Board of Visitors approves the Virginia Commonwealth University 2017 Six-Year Plan as presented in the format provided by the State Council of Higher Education for Virginia; and

**BE IT FURTHER RESOLVED**, that the University is authorized to revise the 2017 Six-Year Plan as required by State officials for final submission by the stated deadline.



# VCU Strategic Plan 2025: Excellence and Access

Work Group Updates to Board of Visitors

*September 14, 2017*



# VCU

Attachment H

# Progress to Date

- On pace to meet key milestones
- 12 months from launch (*Fall 2018*)
- Preliminary goals being presented to Steering Committee 9/28
- Finalize strategic goals with feedback from VCU community in October
- Implementation planning launches early October
- Plan details – themes, goals and initial priorities – to be shared with BOV in early December

# National Prominence

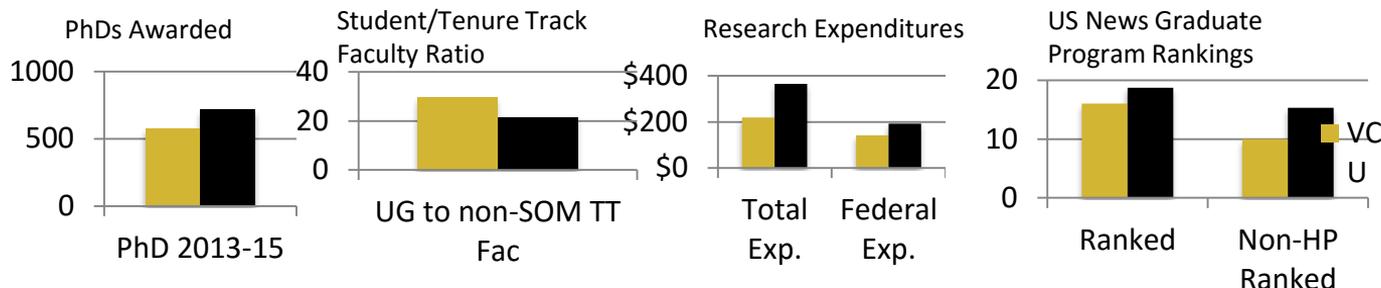
## Our aim:

- Determine existing areas of excellence
- Understand capacity and priorities
- Identify best practices and strategies for raising national prominence
- Formulate recommendations

## Progress to date:

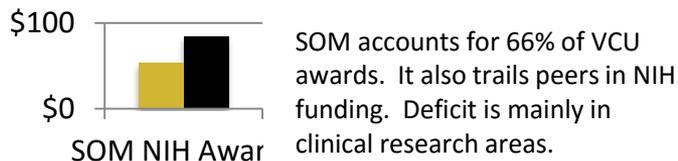
- Four task groups launched
  - Research
  - Educational
  - Awards and Distinctions
  - Strategic Communications
- Baselines established; background research conducted
- Preliminary goals submitted for consideration

## University-Wide Measures of Research Performance/Prominence



**Observation:** Despite having similar resources as peers\*, VCU has smaller investments in research infrastructure: Graduate Programs and Tenure-Track Faculty. VCU trails peers in research expenditures and number of graduate programs ranked by US News – many highly ranked programs are not research focused (i.e health professions).

### Health Sciences Performance Measures



### Interdisciplinary Research Possibilities

- **Addiction Studies:** currently strong across many units.
- **Sustainability:** Engages multiple schools and builds on investments in Engineering.
- **Children's Health:** Community interest and engagement opportunities.

### Highlights in Research Performance

**Education, Psychology, and Social Work** are ranked in top 50 in PhD production and expenditures. Targets for enhancing VCU research prominence.

#### Enhancing Research Performance

1. VCU cannot compete with peers given its current investment in graduate programs and tenure-track faculty.
2. Added support for clinical research needed to be competitive in health sciences expenditures.

\* Peer group: Universities of Alabama at Birmingham, Cincinnati, Louisville, South Carolina, South Florida, and Illinois at Chicago.  
2015 IPEDS data, 2016 NIH, 2017 US News

# Student Success

## Our aim:

- VCU will serve as a catalyst for student success by providing access and opportunities to all students to pursue exceptional curricular and co-curricular experiences

## Progress to date:

- Two themes proposed; final recommendation underway
- Three preliminary goals submitted for consideration
- Operational task groups launched to address specific initiatives

# Student Success

## We will make VCU distinctive by:

- Leveraging our presence as a premier national research university
- Capitalizing on our urban location to
- Connecting students' academic learning with real world experiences to prepare them as global citizens

# Culture of Appreciation

## Our aim:

- Establish a university-wide culture that:
  - Embeds a culture of appreciation in daily interactions
  - Establishes a climate that fosters a sense of belonging
  - Nurtures a university environment where all people feel pride in what they do, have mutual trust with colleagues and are treated fairly and with respect

## Progress to date:

- Task groups launched
- Nine preliminary goals submitted for consideration

# Culture of Appreciation

## We will make VCU distinctive by:

- Formal and informal recognition and awards that acknowledge day-to-day behaviors, activities and campus life
- Promoting an environment based on trust and respect
- Measuring and communicating our progress against cultural goals
- Pursuing continuous improvement

# Leveraging Diversity

## Our aim:

- Take full advantage of the unique character and quality of VCU to make the whole greater than the individual parts

## Progress to date:

- Work group members embedded in other Strategic Plan work groups to ensure diversity and inclusion integration
- Task group convened to review strategic plans of peer institutions and other leading institutions to evaluate how diversity is woven into their strategic plans
- Five preliminary goals submitted for consideration

# Leveraging Diversity

## We will make VCU distinctive by:

- Embracing difference – *valuing and respecting members of our community*
- Engaging difference – *members of the community can hear their own voice in the larger narrative of the university*
- Empowering difference – *members of the community can thrive*
- Ownership – *valuing diversity, equity, and inclusion drives the productivity*
- Becoming a role model for other universities - *There is optimism about who we are and can be as a model and beacon for other institutions.*

# Local Impact

## Our aim:

- Foster VCU engagement, research and service to address community-identified needs and opportunities

## Progress to date:

- Five task groups launched
  - Cultural Vitality/Public Art
  - Education
  - Environmental Sustainability and Conservation
  - Social Stability
  - Workforce and Economic Development
- Work around health care is being aligned with the VCU/VCUHS Health Equity Plan
- Documented indicators are being researched to ensure the Work Group's proposed metrics are in congruence

# Local Impact

## We will make VCU distinctive by:

- Leveraging, connecting and aligning our resources and priorities to provide greater impact on the region
- Combined focus on:
  - Diversity and inclusion
  - Interdisciplinary collaboration
  - Student learning
  - Developing equitable partnerships between the university and the regional community

# AUDIT AND COMPLIANCE SERVICES CHARTER

## VIRGINIA COMMONWEALTH UNIVERSITY and VCU HEALTH SYSTEM

Virginia Commonwealth University (university) and VCU Health System Authority (health system) maintain comprehensive and effective internal audit and compliance programs. The objective of Audit and Compliance Services (“department”) is to assist members of the Board of Visitors, Board of Directors, and management in the effective performance of their responsibilities. The department fulfills this objective by providing independent and impartial examinations, investigations, evaluations, counsel, and recommendations for the areas and activities reviewed.

### Scope of Work

The scope of the department’s work is to determine whether the university’s and health system’s risk management, internal control, governance, and compliance processes, as designed and represented by management, are adequate and functioning in a manner to provide reasonable assurance that:

- Risks are appropriately identified and managed
- Control processes are adequate and functioning as intended
- Significant, financial, managerial, and operating information is accurate, reliable, and timely
- An effective university compliance program is maintained to provide guidance and resources, in an oversight role, for all educational, research, and athletic compliance programs to optimize ethical and compliant behavior
- An effective health system compliance program is implemented to further the health system’s mission, vision, and values by promoting a culture of compliance, and preventing, correcting, and investigating issues through education, monitoring, and enforcement
- [An effective program of information technology \(IT\) management and security is maintained to ensure university IT and data assets are properly secured, integrity protected, available as needed and kept confidential as required by applicable policies laws and regulations](#)
- Employees’ actions are in compliance with the respective codes of conduct, policies, standards, procedures, and applicable laws and regulations
- Resources are used efficiently and are adequately protected
- Program plans and objectives are achieved
- Significant legislative and regulatory issues impacting the university and health system are recognized and appropriately addressed

Opportunities for improving management controls and financial performance and for protecting the reputation of the university and health system may be identified, and will be addressed with the appropriate level of management.

### **Accountability**

The Executive Director of Audit and Compliance Services shall be accountable to the Board of Visitors, through the Audit, Integrity, and Compliance Committee, and the Board of Directors, through the Audit and Compliance Committee, to maintain comprehensive and professional internal audit and compliance programs. In fulfilling those responsibilities, the Executive Director will:

- Establish annual goals and objectives for the department, and report periodically on the status of those efforts.
- Execute the annual audit and compliance work plans and initiatives.
- Coordinate efforts with other control and monitoring functions (risk management, campus police, university counsel and health system general counsel, external auditors, etc.).
- Report significant issues related to the department's scope of work, including potential improvements, and continue to provide information about those issues through resolution.
- Provide updates to the respective board committees, the university president, and the chief executive officer of the health system on the status of the audit work plan, compliance initiatives, qualifications of staff, and sufficiency of department resources.

### **Independence and Objectivity**

All work will be conducted in an objective and independent manner. Staff will maintain an impartial attitude in selecting and evaluating evidence and in reporting results. Independence in fact and appearance enables unbiased judgments that are essential to the proper conduct of the department's scope of work.

To provide an appropriate reporting structure to support independence, the Executive Director shall report to the Audit, Integrity, and Compliance Committee of the Board of Visitors and to the Audit and Compliance Committee of the Board of Directors. The Executive Director shall report administratively to the university's President.

### **Responsibility**

The department will assist the Board of Visitors, Board of Directors, and management by:

- Maintaining a professional staff with sufficient knowledge, skills, and experience to fulfill the requirements of this charter.
- Developing and executing annual and long-range risk-based audit and compliance plans and initiatives. The plans and initiatives will be submitted to management for review and comment and to the respective board committee for approval. The department recognizes that one of

the primary benefits of these programs is the ability to respond to issues that arise during the normal course of business. Accordingly, the annual plans shall include time for management requests and special projects.

- Participating in an advisory capacity in the planning, development, implementation, or change of significant compliance and control processes or systems. The Executive Director shall ensure that the level of participation in these projects does not affect the department's responsibility for evaluating these processes or systems during future reviews nor compromise its independence.
- Conducting or assisting in the investigation of any suspected fraudulent activities, misconduct, or non-compliance issues, and notifying management and the respective board committees of the results.
- Issuing periodic reports to management and the respective board committees summarizing the results of the department's activities.
- Considering the scope of work of the external auditors, as appropriate, to provide optimal audit coverage to the university and health system at a reasonable overall cost.
- Reporting at least annually to the Board of Visitors, Board of Directors, and senior management on the department's purpose, authority, responsibility, and performance relative to its plans, and on its conformance to standards. Reporting should also include significant risk exposures and control issues, corporate governance issues, serious misconduct or non-compliance, and other matters needed or requested by the Board and senior management.

### **Authority**

The department and its staff are authorized to:

- Have unrestricted access to all activities, records, property, and personnel. Cooperation from all university and health system personnel and affiliates is required.
- Have full access to the respective board committee.
- Allocate departmental resources, set audit frequencies, determine scopes of work, and apply the techniques necessary to accomplish audit objectives.
- Obtain the necessary assistance of personnel in departments when audits are performed, as well as that of other specialists.

The department and its staff are not authorized to:

- Perform operational duties in interim status, or otherwise, unless authorized in advance by the respective board committee.
- Initiate or approve accounting transactions external to the department.

## **Standards of Practice**

The department will conduct its scope of work in accordance with requirements and best practices as established by relevant authoritative and objective sources from industry and government.

For internal audit functions, this includes both mandatory and recommended guidance from the Institute of Internal Auditors International Professional Practices Framework. The mandatory guidance requires our department to conform with the Core Principles for the Professional Practice of Internal Auditing, Definition of Internal Auditing, Code of Ethics, and *International Standards for the Professional Practice of Internal Auditing (Standards)*. Internal auditing is an independent, objective assurance, and consulting activity designed to add value and improve an organization's operations. Our department will help the university and health system accomplish its objectives by bringing a systematic, disciplined, and risk-based approach to evaluate and improve the effectiveness of risk management, control, and governance processes.

For maintaining effective compliance programs, standards of practice are driven by the guidance provided in Chapter 8 of the Federal Sentencing Guidelines as promulgated by the US Sentencing Commission. The main focus of an effective program is to prevent and detect misconduct, remedy harm when identified, self-report where applicable, and maintain due diligence in promoting an organizational culture that encourages ethical conduct and a commitment to compliance with the law.

For the health system compliance program, guidance by the Health Care Compliance Association is also included. This organization sets the standard for professional values and ethics in the health care compliance field.

## **Quality Assurance and Improvement Program**

The department will maintain a quality assurance and improvement program that covers all aspects of the internal audit activity. This program will be designed to:

- evaluate internal audit's conformance with the *Standards* and application of the Code of Ethics;
- assess the efficiency and effectiveness of the department; and
- identify opportunities for improvement.

The quality program includes both internal and external assessments. Internal assessments will include ongoing monitoring and periodic assessments of internal audit activity. An external assessment will be performed at least once every five years by qualified individuals who are independent of the internal audit function.

**VIRGINIA COMMONWEALTH UNIVERSITY  
BOARD OF VISITORS**

**GOVERNANCE AND COMPENSATION COMMITTEE CHARTER**

**I. PURPOSE**

The primary purpose of the Governance and Compensation (“Committee”) is to assist the Board of Visitors in fulfilling its objectives and responsibilities related to applicable policy/ies and oversight of:

- University Governance Issues
- Relationship with affiliated VCU Entities
- BOV Nominations to Governor
- Presidential Evaluation and Compensation Process

The Committee is responsible for reviewing University Governance Policies and make recommendations to the Board of Visitors for the purpose of maintaining sound governance. In addition, the Committee will serve in the role of the Presidential Evaluation and Compensation Committee per the policy which will be reviewed annually. University management is responsible for day to day operation of the University within the established authorities, under the direct guidance of the President.

**II. COMPOSITION AND INDEPENDENCE**

The Committee will be comprised of three or more Visitors. In addition to complying with the Commonwealth of Virginia’s Conflict of Interest laws and any University policies, each member must be free from any financial, family or other material personal relationship that, in the opinion of the Board or the Committee members, would impair their independence from management and the University. Committee members should also refrain from activities that a reasonable person would view as unethical or contrary to the institutional mission.

**III. RESPONSIBILITIES**

In performing its oversight responsibilities, the Committee shall:

**A. General:**

1. Adopt a formal written charter that specifies the Committee’s scope of responsibility. The charter should be reviewed annually and updated as necessary.
2. Maintain minutes of open session meetings and consistent with state law, meet in closed session when applicable.
3. Report Committee actions to the Board of Visitors with such recommendations as the Committee may deem appropriate.
4. Become well acquainted with all of the information and pertinent facts under the purview of the Committee.

5. Ensure that the institution is operating appropriately with regard to governance.

**B. Shared Governance:**

1. Review the BOV and affiliated entities' bylaws, charters, and management agreements for inclusion of agreed upon common elements, as appropriate, ~~and to ensure compliance with legislation and requirements of accreditation bodies (e.g. SACS).~~

Review and recommend approval of the guidelines for VCU affiliated entities with regard to compliance (e.g., conflict of interest, investment management, COC participation, etc....)

**C. Evaluation and Compensation:**

1. Review and recommend approval of Presidential Evaluation Policy and Timeline.
2. Review Presidential Goals as outlined in the Presidential Evaluation Policy
3. Review Results of Evaluation; the Proposed Compensation and Proposed Presidential Goals

**D. Administration:**

1. Review committee dashboard.
2. Review and approve any significant changes to the Committee calendar and charter.
3. Review best practices for board governance, including review of the current board of visitor's statement of governance and governance training sessions.
4. Review the set of qualifications and competencies for membership on the board as needed.
5. Review Board Policies.
6. Review BOV Bylaws ~~and ensure to determine if same are in~~ compliance with legislation and requirements of —accreditation bodies (e.g., SACS).
7. Review orientation and continuing education process for visitors that includes training on the Virginia Freedom of Information Act (§ 2.2-3700 et seq.) Create, monitor, oversee, and review compliance with a code of ethics for visitors

**IV. MEETINGS**

The Committee will meet at least four times annually. Additional meetings may occur more frequently as circumstances warrant. Senior leadership will coordinate with the Committee Chair prior to each Committee meeting to finalize the meeting agenda and review the matters to be discussed.



**BOARD OF VISITORS  
9:30 A.M.  
OCTOBER 31, 2017  
910 WEST FRANKLIN STREET  
RICHMOND, VIRGINIA**

**MINUTES**

**DRAFT**

**BOARD MEMBERS PRESENT**

Ms. Phoebe Hall, Rector  
Mr. John A. Luke Jr., Vice Rector  
Mr. H. Benson Dendy III  
Mr. William M. Ginther  
Dr. Robert Holsworth  
Mr. Edward McCoy  
Ms. Colette W. McEachin  
Mr. Ron McFarlane  
Reverend Tyrone E. Nelson  
Mr. Keith Parker  
Ms. Jacquelyn Stone  
Dr. Shantaram Talegaonkar

**BOARD MEMBERS ABSENT**

Dr. Carol Shapiro, Secretary  
Mr. Alexander B. McMurtrie, Jr.  
Mr. G. Richard Wagoner, Jr.  
Mr. Steve L. Worley

**OTHERS PRESENT**

President Michael Rao  
Dr. Kevin Allison, Executive Director for Strategic  
Dr. Paula Gentius,  
Ms. Stephanie Hamlett, Esq. - University Counsel  
Ms. Michele N. Schumacher, J.D., Board Liaison

**CALL TO ORDER**

Ms. Phoebe P. Hall, Rector called the meeting to order at 9:32 a.m. at 910 West Franklin Street, Richmond, VA.

## **ACTION ITEMS**

Ms. Karol Kain Gray, Vice President for Finance and Budget, and Dr. Meredith Weiss, Vice President for Administration, brought several action items for Board approval as follows:

### **Navitas Contract**

Ms. Gray presented information to the Board concerning Request For Proposal (RFP) number 7498456BA issued in connection with the international pathway program. Ms. Gray indicated that the RFP resulted in three proposals being received and evaluated against the solicitation criteria and that a determination was made to enter into negotiations and a contract with Navitas and that Board approval was required. After discussion, Ms. Hall asked for a motion to approve the contract negotiations with Navitas and the awarding of a contract to Navitas on terms and conditions acceptable to the University and subject to contract review by University Counsel. After motion duly made and seconded the Board approved awarding a contract to Navitas on terms conditions acceptable to the University and subject to contract review by University Counsel, by a vote of eleven for and one against the motion was adopted. A copy of the contract award summary is attached hereto as **Attachment A** and made a part hereof.

### **Online Education@VCU**

Ms. Gray also informed the Board that in connection with Online Education @ VCU the University that to quickly optimize online programs for national competitiveness, external support is necessary. It was noted that currently the University does not have adequate staff and expertise to build, market, and grow online programs. The University is seeking the Board's approval to issue a request for proposal (RFP) to support online learning at the University. and that the cost of the anticipated contract would approximately be \$5 million per fiscal year. During discussion it was noted that the Board would like to receive periodic updates on the status of the RFP as well online education. Ms. Hall asked for a motion to authorize the University to issue an RFP to solicit proposals to support online learning at the University. After motion duly made and seconded, the motion was unanimously adopted. A copy of the information presented to the Board is attached hereto as **Attachment B** and is made a part hereof.

### **Amendments to Six-Year Capital Outlay Plan**

Dr. Meredith Weiss, Vice President for Administration, informed the Board that there were two items that needed to be approved in connection with the University's Six-Year Capital Outlay Plan. The first amendment was in connection with the. Dr. Weiss noted that the cost of this project was initially estimated to be under \$2 million, however, the lowest bid received was over \$2 million, and as such an amendment is needed to the six-year capital outlay plan to include a project budget not to exceed \$2.5 million. Ms. Hall asked for a motion to amend the budget for the Massey Cancer Center Chiller Replacement project to an amount not to exceed \$2.5 million in the University's Six-Year Capital Outlay plan. After motion duly made and seconded the Board approved the amendment to the Six-Year Capital Outlay Plan to include Massey Cancer Center Chiller Replacement Project at a cost not to exceed \$2.5 million.

Dr. Weiss stated that the second amendment was in connection with the Siegel Center Chilled Water System Upgrade noting that original chiller was installed in 1999 and was approaching the end of its life cycle so that a long term solution was the most cost effective at this time. It was noted that temporary chillers when needed have been brought in at a cost of \$30,000 per month. A replacement pre-packaged chiller has been determined to be the best replacement option and will require a six month installation period, with an estimated cost in excess of \$2.5 million. The University is requesting at this time that the six year capital outlay plan be

amended to include the Siegel Center Chiller project at a cost not to exceed \$3.5 million and the University is authorized to issue a request for proposal (RFP) for this project and to enter into a contract for said project subject to legal review. Ms. Hall asked for a motion to amend the six-year capital plan by adding the Siegel Center Chiller project at a cost not to exceed \$3.5 million and to authorize the University to issue an issue an RFP and enter into a contract for same subject to legal review of the contract. After motion duly made and seconded the Board approved the amendment to the six-year capital outlay plan to add the Siegel Center Chiller project at a cost not to exceed \$3.5 million and to issue an RFP for same and enter into a contract subject to legal review.

## **REPORT OF THE GOVERNANCE AND COMPENSATION COMMITTEE**

Mr. John A. Luke, Jr., Chair of the Governance and Compensation Committee, provided the Committee report and noted that the amended and restated Bylaws of the Board of Visitors of Virginia Commonwealth University Board of Visitors (“Bylaws”) were provided to both the members of the Committee as well as to the members of the Board of Visitors. Mr. Luke informed the Board that Ms. Michele N. Schumacher, J.D., Board Liaison, reviewed the substantive bylaw changes that were being proposed. He stated that the Committee after review and discussion of the amendments unanimously agreed to recommend that the Board of Visitors approve the Bylaws as amended and restated. Mr. Luke moved on behalf of the Committee that the Board approve the amended and restated Bylaws. After a second being duly made, the Board unanimously approved the amended and restated Bylaws. A summary of the substantive changes to the Bylaws and the amended and restated Bylaws are attached hereto as **Attachment C and D** respectively and are made a part hereof.

Mr. Luke stated that the remainder of his report will be provided in closed session.

## **CLOSED SESSION**

Ms. Hall moved that the Virginia Commonwealth University Board of Visitors convene into closed session pursuant to Sections 2.2-3711 (A) (1), of the Virginia Freedom of Information Act for the for the discussion of personnel matters, more specifically relating to the performance evaluation, and compensation review of the Vice President of Health Sciences and CEO of the VCUHS Authority.

The Rector asked that Dr. Allison, Ms. Gentius, Ms. Schumacher and Ms. Hamlett, remain for the closed session.

## **RECONVENED SESSION**

Following the closed session, the public was invited to return to the meeting. Ms. Hall called the meeting to order. On motion duly made and seconded, the following resolution of certification was approved by a roll call vote:

### **Resolution of Certification**

**BE IT RESOLVED**, that the Board of Visitors of Virginia Commonwealth University certifies that, to the best of each member’s knowledge, (i) only public business matters lawfully exempted from open meeting requirements under this chapter were discussed in the closed meeting to which this certification resolution applies, and (ii) only such public business matters as were identified in the motion by which the closed session was convened were heard, discussed or considered by the Board.

<b><u>Vote</u></b>	<b><u>Ayes</u></b>	<b><u>Nays</u></b>
Ms. Phoebe B. Hall, Rector	X	
Mr. John A. Luke, Jr.	X	
Mr. H. Benson Dendy III	X	
Mr. William M. Ginther	X	
Dr. Robert D. Holsworth	X	
Mr. Edward McCoy	X	
Ms. Colette McEachin	X	
Mr. Ron McFarlane	X	
Rev. Tyrone Nelson	X	
Mr. Keith Parker	X	
Ms. Jacquelyn Stone	X	
Dr. Shantaram Talegaonkar	X	

All members present responding affirmatively, the resolution of certification was unanimously adopted.

After the closed session Ms. Hall asked for a motion to approve the recommendations of the VCU Health System Board of Directors regarding the compensation of Dr. Marsha Rappley, and a two year contract extension that will be ratified at the next joint meeting of the VCU Board of Visitors and the VCU Health System Board of Directors. After motion duly made and seconded the Board approved the compensation of Dr. Rappley as was recommended by the VCUHS Board of Directors and a two year contract extension subject to ratification at the next joint meeting of the VCU Board of Visitors and the VCU Health System Authority Board of Directors.

### **ADJOURNMENT**

With no further business to come before the Board, Ms. Phoebe P. Hall, Rector adjourned the meeting at 11:10 a.m.



**VCU**  
**SUMMARY**  
(Procurement Services)

**CONTRACT INFORMATION**

1. **Contract Number(s):** 7498456BA
2. **Contractor Names:** Navitas
3. **Description:** International Pathway Program
4. **Contract Amount:** TBD
5. **Contract Type:** TBD
6. **Base Term of Contract:** TBD - likely a base term of five (5) years
7. **Options to Renew, If any:** TBD - likely one (1) five (5) year renewal

**SOLICITATION INFORMATION**

1. **Type of Solicitation:** Request for Proposals (RFP)
2. **Issue Date:** 4/12/2017
3. **# of Notifications Sent:** 1263+
4. **Date Posted in eVA:** 4/12/2017
5. **Date Posted in Newspaper:** 4/16/2017
6. **Deadline for Receipt of Offers:** 5/19/2017
7. **# of Timely Offers:** 3
8. **Late Offers (Describe):** None

**EVALUATION PROCESS**

1. **Evaluation Committee:** Nine (9) Members, Seven (7) Voting.
2. **# of Proposals and Evaluation Process:**

Three proposals were received and evaluated against the solicitation criteria. All were determined to be acceptable. A written determination was provided to justify selecting only one vendor for negotiations.

3. **Proposed Cost/Revenue Summary:**

PATHWAY: Navitas collect 100% of tuition and will then pay VCU royalties of:

- 30% of gross tuition revenue applicable to the credit-bearing courses.
- 20% of gross tuition revenue applicable to the non-credit-bearing courses.
- 100% of university fees for students enrolled
- 100% of room and board for students utilizing these services

MATRICULATED: Once Pathway Program students progress to enroll in the mainstream VCU:

- From year 2 of degree, VCU will collect all tuition and fees
- VCU to pay Navitas a one-time pass-through recruitment fee of 10% of the gross tuition of the student's first year of enrollment in the VCU mainstream program

DIRECT ENROLL: As a direct result of Navitas marketing activity, VCU will agree to pay Navitas:

- A one-time recruitment fee of 30% of the gross tuition of the student's first year of enrollment at VCU

ADDITIONAL VCU EXPENSES/ RESPONSIBILITES:

- 100% IP and course content for credit-bearing courses within the pathway programs
- 100% of provision of a course coordinator for each pathway program
- 100% of issuance of I-20's for applicants to the pathway programs
- 100% of provision of facilities to accommodate the pathway program administration and delivery (office/admin space, classrooms, labs)

4. **Current Scores:**

<b>Vendor</b>	<b>Average Score</b>	<b>Status</b>
Navitas (Round 2)	77.43	In Negotiations
ELS (Round 2)	57.00	Unsuccessful
Cultiva (Round 1)	44.89	Unsuccessful

## **APPROVAL TO ISSUE REQUEST FOR PROPOSALS Online Education @ VCU**

### **Item**

VCU is moving toward executing online course and programming offerings, but does not currently have adequate staff and expertise to build, market, and grow online programs. To quickly optimizing online programs for national competitiveness, external support is necessary as internal capacity is being developed.

### **Background**

VCU's Quest for Distinction, Themes & Goals 2016-2018 Strategic Plan, calls for the expansion of online course and programming offerings as a means of meeting the goal to become a leader among national research universities in providing all students with high-quality learning/living experiences focused on inquiry, discovery and innovation in a global environment.

### **Purpose**

The intent is to solicit proposals through competitive negotiations to establish a contract for:

- Academics (instructional design, faculty training, quality assurance, video production and post-production, rights procurement, content production)
- Marketing (asset creation, search engine optimization, paid search strategy with a keen eye toward efficiency and effectiveness designed to target most-likely-to-convert prospective students who have the academic and intellectual credentials to succeed)
- Recruitment (technology-driven recruitment services designed to convert prospective students into applicants in a timely and efficient manner)
- Student support (experts to keep students engaged and persisting toward graduation)
- Placement (student placement into internships and clinical practice for online degree programs requiring a field-based practicum requirement, e.g., social work, nursing, and education)
- Technology integration (experts to link relevant VCU systems)
- VCU-specific market research

### **Procurement**

A Request for Proposals will be issued in compliance with all State and University procurement regulations. Based on proposal responses, a contract for the above services will be recommended for approval by the RFP committee. The initial term of the contract will not exceed three years with initial contract and renewal terms based upon mutual agreement of the parties.

### **Recommendation**

Approve the competitive solicitation of proposals to support online learning @ VCU. The anticipated cost of the contract is approximately \$5 million per fiscal year.

**SUMMARY OF PROPOSED VCU BOV BYLAW CHANGES:**

**I. Article I** – no substantive change – just formatting.

**II. Article II** – rewritten to specifically refer to the Board of Visitors. As re-drafted includes the following provisions:

1. Purpose of the board to be consistent with the Code of Virginia.
2. Specific provisions on removal and resignation of Board members as required by the Code of Virginia.
3. A new section 4 entitled Transparency – which pertains to the FOIA requirements required by the Code of Virginia to be in the Bylaws.
4. Quorum and Votes provision clarifies that the Board can meet without a quorum however; no official action may be taken.
5. Officers of the Board – included the appointment of an Assistant Secretary. In addition a provision was added that states either the Rector or Vice Rector must be a resident of the Commonwealth. Also added a statement that states there shall be no limitation on the number of non-consecutive terms an individual may serve as Rector, Vice Rector or Secretary.
6. Committee Section - totally rewritten to include a brief description of each standing committee's purpose. Also clarified that only standing committees require charters and not ad hoc committees.
7. Specified that Ad Hoc Committees do not need written Charters.

**III. Article III**

1. Clarified the duties of the President.
2. Other Officers – Amended to clarify that all Vice Presidents report to and serve at the pleasure of the President, and that only their appointment needs to be ratified by the Board, and powers and duties are those delegated to them by the President.
3. Regarding the Vice President of Health Sciences – paragraph was clarified to show that the initial appointment and compensation and any reappointment would need to be made at a joint meeting of the VCU Board and the VCUHS Authority Board; base salary increases must be approved by the VCU BOV and the VCUHS Authority Board respectively; and any reappointment must be made at a joint meeting.

**IV. Article IV** – Clarified the conflict of interest language.

**V. Article V** – Clarified language regarding Amendment of Bylaws. Also changed that the Bylaws could be suspended at any meeting by a majority of the Board members present rather than 2/3. This change is consistent with other schools.



**VCU**

**VIRGINIA COMMONWEALTH UNIVERSITY  
BOARD OF VISITORS  
BYLAWS**

**ARTICLE I  
LEGAL STATUS**

**SECTION 1. NAME**

The Board of Visitors of Virginia Commonwealth University is a corporation under the name and style of "Virginia Commonwealth University". The institution shall be known as Virginia Commonwealth University ("VCU").

**SECTION 2. PRINCIPAL OFFICE OF THE BOARD.**

The principal office of the Board shall be located, and all meetings held, as far as practical, in the City of Richmond.

**ARTICLE II  
BOARD OF VISITORS**

**SECTION 1. GOVERNING BODY.**

The University shall be governed by the Board of Visitors ("Board") and shall at all times be under the control of the General Assembly of the Commonwealth of Virginia.

**SECTION 2. PURPOSE OF THE BOARD.**

As set forth by the General Assembly, the Board is formed for the purpose of establishing and maintaining a university consisting of colleges, schools, and divisions offering undergraduate and graduate programs in the liberal arts and sciences and courses of study for the professions and such other courses of study, as may be appropriate, and in connection with the purpose, the board may maintain and conduct hospitals, infirmaries, dispensaries, laboratories, research centers, power plants, and such other facilities as it deems proper.

**SECTION 3. COMPOSITION, APPOINTMENT, MEMBER TERMS, REMOVAL AND RESIGNATION OF MEMBERS.**

**A. Composition and Appointment.** The Board shall consist of 16 members appointed by the Governor of the Commonwealth of Virginia, subject to confirmation by the General Assembly, and shall serve until their successors have been appointed and confirmed.

**B. Member Term Limits.** Members shall be eligible to serve for two four-year terms, which may be served consecutively. However, a member appointed by the Governor to serve an unexpired term is eligible to serve two additional four-year terms.

**C. Removal of Members.** If any member of the Board fails to attend (i) 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 for governing boards presented by the State Council of Higher Education for Virginia, as required by the Code of Virginia, in the member's 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 at the Board's next meeting and notify the Governor, and the office of such member shall be vacated.

Additionally, the Governor has the authority to remove from office for malfeasance, misfeasance, incompetence, or gross neglect of duty any member of the Board and fill the vacancy resulting from the removal. Each appointment to fill a vacancy shall be subject to confirmation by the General Assembly.

**D. Member Resignation.** Any Board member may resign at any time by providing notice of the date of resignation to the Governor, with a copy of said notice being provided to the Rector and a copy to the Assistant Secretary of the Board, 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 the resignation shall not be necessary for it to take effect.

#### **SECTION 4. TRANSPARENCY.**

The Board shall have the following responsibilities as set forth in the Code of Virginia related to transparency and open government:

1. Comply in all respects with the Commonwealth of Virginia's Freedom of Information Act ("FOIA").
2. Comply with the additional open requirements for Institutions of Higher Education, including but not limited to:
  - a. Adopt and post conspicuously on the VCU website these Bylaws;
  - b. Describe on the VCU website the Board's obligations under FOIA;
  - c. Conduct all discussions and actions on any topic not specifically exempted by FOIA in open meeting;
  - d. Give public notice of all meetings in accordance with FOIA; and
  - e. Approve in open meeting any action taken in closed session as required by FOIA.
3. Notify and invite the Attorney General's appointee or representative (the legal counsel of the institution) to all meetings of the Board, Executive Committee, and other Board committees.
4. The Board shall provide to the General Assembly and the Governor an annual executive summary of its interim activity and work no later than the first day of each regular session of the General Assembly. This report shall be submitted in accordance with procedures stipulated by law.

#### **SECTION 5. MEETINGS.**

**A. Regular Meetings.** The Board shall meet at least four times a year on dates and in places (within Richmond as far as it is practical) set by the Rector. The annual meeting will be the last regular meeting of the fiscal year.

**B. Special Meetings.** Special meetings of the Board may be called by the Rector, or in the absence or disability of the Rector, by the Vice-Rector, or by any three Members. The requests shall be submitted to the Assistant Secretary to the Board, who has the ministerial responsibility for making arrangements for the special meeting. The purpose, date, time, and place will be specified in the call for the special meeting.

**C. Notice.** At least three days' notice in writing (which may be by email) shall be provided and shall include the purpose, date, time, and place except that notice of an emergency meeting shall be reasonable under the circumstances and notice to the public shall be given contemporaneously with notice provided to members.

**D. Quorum and Votes.** A simple majority of the Members constitutes a quorum. Unless otherwise required by statute, actions of the Board are taken by simple majority of those present and voting. The Board or any of its committees may meet without a quorum present, however no official action may be taken at said meeting. Notice of such meeting shall be required if required by FOIA.

**E. Order of Business.** The order of business at meetings shall be determined by the Rector.

**F. Electronic Meetings.** The Board may adopt a policy on electronic meetings or participation in an electronic meeting as permitted by FOIA.

## **SECTION 6. OFFICERS OF THE BOARD.**

**A. Officers.** The officers of the Board shall be the Rector, Vice-Rector and Secretary, and shall be appointed from the Board membership. Either the Rector or Vice-Rector **shall** be a resident of the Commonwealth of Virginia.

**B. Election of Officers.** The Nominating Committee shall make its recommendation at the first regular Board meeting of the calendar year and the Board shall at that time elect a Rector. The Nominating Committee, in consultation with the Rector and Rector-Elect, shall make recommendations to the Board for the Vice-Rector and Secretary at the annual meeting and the Board shall at that time elect said officers. The Board may decide in its discretion to postpone the election for the Vice-Rector and Secretary until after July 1, and if so postponed the election shall occur at the next scheduled Board meeting.

### **C. Rector.**

**1. Election and Term.** The Board shall elect a Rector-Elect at the first meeting of the calendar year; the Rector-Elect will take the office of Rector on July 1 for a one-year term. The Rector may be reelected for one additional term. However, there shall be no limitation on the number of non-consecutive terms an individual may serve as Rector.

**2. Powers and Duties.** The Rector shall have the following duties and responsibilities:

- a. preside at all Board meetings;
- b. in consultation with the Rector-Elect appoint the members of each committee (both standing and ad hoc), including the Chair and Vice Chair;
- c. act as spokesperson or representative of the Board; and

- d. perform such other duties as are generally expected of the presiding officer or that are imposed by statute, these Bylaws, or action of the Board.

The Rector shall be a member, ex officio, with full voting rights, of all committees of the Board and shall be counted as a member in determining the quorum.

The Rector and the President shall work closely to develop the agenda for Board meetings and to submit reports and other communications to the Board. The Rector facilitates communication between the Board and the Administration. The Rector is normally anticipated to be one of the members of the Board to serve on the Board of Directors of the Virginia Commonwealth University Health System Authority.

#### **D. Vice-Rector.**

**1. Election and Term.** The Board, at its Annual meeting, or such other time as the Rector and Rector-Elect shall determine but in no event later than the first regular meeting of the fiscal year, elects a Vice-Rector who shall serve for a one-year term commencing on July 1, or on such date as a successor has been elected, whichever is later. The Vice-Rector may be reelected for one additional term. However, there shall be no limitation on the number of non-consecutive terms an individual may serve as Vice-Rector.

**2. Powers and Duties.** The Vice-Rector shall assume the duties and have the powers of the Rector in the absence or disability of the Rector. The Vice-Rector shall perform other duties as requested by the Rector or the Board.

The Vice-Rector shall be a member, ex-officio, with full voting rights, of all committees of the Board and shall be counted as a member in determining the quorum.

#### **E. Secretary and Assistant Secretary**

**1. Election and Term.** The Board, at its Annual meeting, or such other time as the Rector and Rector-Elect shall determine but in no event later than the first regular meeting of the fiscal year, elects a Secretary, who shall serve for a one-year term or until a successor has been elected. The Secretary may be re-elected for one additional term. However, there shall be no limitation on the number of non-consecutive terms an individual may serve as Secretary.

**2. Powers and Duties.** The Secretary shall preside at the meetings of the Board and its Executive Committee in the absence of the Rector and Vice-Rector, and shall perform such other duties as are incident to the office or as may from time to time be assigned by the Rector which include reviewing the minutes. Any of the enumerated duties of the Secretary may be delegated to an Assistant Secretary as set forth in subsection (3) below.

**3. Assistant Secretary.** The Board may appoint, in consultation with the President, an Assistant Secretary to the Board, who shall perform any or all of the duties of the Secretary, except for the duty to preside at the meetings of the Board and its Executive Committee. Specifically, the Assistant Secretary shall attend all meetings of the Board of Visitors and the Executive Committee and prepare minutes of such meetings and after approval by the Board, shall sign the minutes and record same in the permanent records of the Board, and shall authenticate and certify true and exact copies of documents that have been approved by the Board to comply with both internal and external requests. The Assistant Secretary shall provide proper notice of all meetings of the Board as required by these Bylaws and by law. In addition the Assistant Secretary shall assist the Board

in the discharge of its official duties, and shall under the immediate direction of the President, perform such other duties as may be assigned to him or her by the Board, the Vice-Rector, the Rector, or the President.

The Assistant Secretary's term shall continue until such time as a successor is appointed, or the individual is no longer employed as Board Liaison by the University, whichever first occurs.

#### **F. Inability or Incapacity of an Officer to Serve.**

**1. Replacement.** If an elected Officer of the Board is, or will be, unable to serve for a period in excess of thirty (30) days of their elected term, the Rector (or in the Rector's absence, the Vice-Rector), shall timely call a special meeting of the Nominating Committee to recommend another member of the Board to serve instead.

**2. Election.** If the Board has a regularly scheduled meeting within two (2) weeks of such nomination, the entire Board shall vote on that nominee. If the Board does not have a regularly scheduled meeting within that time period, the Rector (or in the Rector's absence the Vice-Rector), shall timely call a meeting of the Executive Committee which shall have the power to vote to elect the nominee.

**3. Terms of office.** Officers elected through these provisions shall serve the remainder of (or the entirety as the case might be) of the replaced Officer's term.

### **SECTION 7. COMMITTEES**

#### **A. Executive Committee.**

1. The Executive Committee shall be comprised of the Rector, Vice-Rector, Secretary, the Chairs of the standing committees, and two members-at-large who shall be elected by the Board at the first regular meeting of the year. The Rector shall serve as the Chair, and the Vice-Rector shall serve as the Vice Chair.

2. The Executive Committee shall be authorized to convene and exercise the full power and authority of the Board between meetings of the Board whenever circumstances require immediate action to address matters of an urgent nature, or as the Board may otherwise direct. All Board members shall be notified of meetings and provided the agenda and any documents distributed for such meetings. Any Board Member who wishes to do so may attend an Executive Committee meeting.

3. Consistent with the provisions of Virginia law, the Executive Committee shall assure that the following activities are conducted and completed as necessary:

- Development of a statement of governance setting forth the Board's role for recommendation to and adoption by the Board;
- Periodic review of the Board's Bylaws and recommendation of amendments as deemed necessary and appropriate;
- Provide advice to the Board on committee structure, appointments, and meetings, as deemed necessary and appropriate;
- Develop an orientation and continuing education process for Board members that includes training on the FOIA;

- Creation, monitoring, oversight and review of compliance by Board members with a code of ethics for Board Members; and
- Development of a set of qualifications and competencies for membership on the Board for approval by the Board and recommendation to the Governor.

4. A simple majority of the members of the Executive Committee shall constitute a quorum. In the event a quorum is not present, other members of the Board may be appointed by the Rector to serve in the place of absent members on an *ad hoc* and temporary basis in order that a quorum be attained.

5. The Assistant Secretary to the Board shall promptly inform all members of the Board of any action taken by the Executive Committee. The Rector shall report actions taken by the Executive Committee at the next full meeting of the Board.

**B. Standing Committees.** The Rector-Elect in consultation with the Rector shall appoint the members of each standing committee. The Rector-Elect shall designate the chair and vice-chair of each committee, except that the Chair of the Governance and Compensation Committee shall be the Vice-Rector.

The Rector, the full Board, the President, or the President's designee may refer matters to a standing committee. In addition to the specific responsibilities provided by these Bylaws, the standing committees shall have any other duties and responsibilities assigned by the Board or the Rector.

A simple majority of the members of a committee shall constitute a quorum. In the event that a quorum is not present, other members of the Board may be appointed by the Rector to serve in the place of absent members on an *ad hoc* and temporary basis in order that a quorum may be attained.

Each standing committee shall adopt and have approved by the Board a charter outlining its roles and responsibilities. Each standing committee shall also prepare an annual work plan to be shared with the Board.

Each standing committee shall report to the Board at the next regularly scheduled Board meeting.

Each standing committee has the authority to approve the minutes of its meetings without further Board approval. Unless otherwise specifically provided by the Board, the decisions and recommendations of standing committees are advisory and shall be approved and ratified by the Board of Visitors.

The Board shall have the following standing committees:

**1. Academic and Health Affairs Committee.** The primary purpose of the Academic and Health Affairs Committee shall be to assist the Board in fulfilling its fiduciary responsibilities by providing oversight and making recommendations to the Board on all policies and plans consistent with the stated goals and objectives of the University and with its academic health center, including its affiliation with the Virginia Commonwealth University Health System Authority, regarding the following areas:

- Strategic enrollment management

- Academic quality
- Student issues
- Faculty issues
- Athletics
- Research

**2. Audit, Integrity and Compliance Committee.** The primary purpose of the Audit, Integrity, and Compliance Committee shall be to assist the Board in fulfilling its fiduciary responsibilities related to oversight of:

- Soundness of the University's system of internal controls
- Integrity of the University's financial accounting and reporting practices
- Independence and performance of the internal and external audit functions
- Integrity of information technology infrastructure and data governance
- Effectiveness of the University's ethics and compliance program
- Institutional conflict of interest issues
- University's enterprise risk management program
- Legal matters

**3. Finance, Budget and Investment Committee.** The primary purpose of the Finance, Budget and Investment (FBI) Committee shall be to assist the Board in fulfilling its objectives and fiduciary responsibilities related to specific policy/policies and oversight of:

- University finances and investments
- University policies on debt management
- University facilities planning, design, construction and renovation
- University purchase and divestiture of land, including any easements.

The FBI Committee shall have an Investment Advisory Subcommittee chaired by the Chair of the FBI Committee and whose membership shall be appointed by the Chair of the FBI Committee from the members of the FBI Committee.

**4. Governance and Compensation Committee.** The primary purpose of the Governance and Compensation Committee shall be to assist the Board in fulfilling its objectives and responsibilities related to applicable policies and oversight of:

- Board and University Governance Issues
- Relationship with affiliated VCU Entities
- Board Nominations to Governor
- Presidential Evaluation and Compensation Process
- Board Self-Evaluation
- Review of Board Bylaws

**5. University Resources Committee.** The primary purpose of the University Resources Committee shall be to assist the Board in fulfilling its fiduciary responsibilities by monitoring and overseeing activities related to:

- Generating resources and stakeholder support of the University's strategic goals, particularly in the areas of government relations
- Development and alumni relations
- Public relations and marketing communications.

In addition, the University Resources Committee shall recommend to the Board the naming of any physical facility or part thereof or any programmatic element of the University as outlined in the Board approved "Policy Guidelines on Recognition of Donors and Friends."

**D. Subcommittees.** Each standing committee may establish and appoint subcommittees as required, subject to Board approval. Subcommittees are subject to the same procedural rules as the primary committee.

**E. Nominating Committee.** At the last meeting of the calendar year, the Rector shall appoint a Nominating Committee which shall have as its sole purpose the nomination of a candidate for Rector of the Board for the succeeding year. The Nominating Committee shall report at the first regular meeting of the calendar year at which time the election of the Rector shall be held. Upon election of the Rector-Elect, the Rector, in consultation with the Rector-Elect, shall appoint a second Nominating Committee which shall have as its purpose the nomination of candidates for Vice-Rector, Secretary and the Executive Committee. The Rector-Elect shall serve as a member of the second Nominating Committee with voice and vote. Before the meeting of the second Nominating Committee, the Rector-Elect shall identify those individuals the Rector-Elect intends to name as chairs of the standing committees of the Board. The second Nominating Committee shall report to the Board at its annual meeting, at which time the election of such officers and members of the Executive Committee shall be held.

**F. Ad Hoc Committees.** The Rector may from time to time appoint ad hoc committees of the Board, as the Rector deems necessary for the good conduct of Board and University affairs. Each such committee shall have a chair and at a minimum two additional members, all of whom shall be appointed by the Rector. The duties of all ad hoc committees shall be specified and reported to the Board by the Rector at the time of the appointment. Ad hoc committees are not required to have written charters.

## ARTICLE III ADMINISTRATIVE OFFICERS AND OTHER EMPLOYEES OF THE UNIVERSITY

### SECTION 1. THE PRESIDENT OF THE UNIVERSITY

**A. Chief Executive Officer.** The President of the University ("President") shall be the chief executive officer of the University.

**B. Appointment.** The President shall be appointed by the Board and serves at its pleasure.

**C. Powers and Duties.** The President in addition to serving as the chief executive officer of the University, shall also serve as President of the Virginia Commonwealth University Health System Authority, and shall also sit on the Virginia Commonwealth University Health System Authority

Board of Directors (VCUHS Board) and by statute shall be the Chair of the VCUHS Board. In addition, the President shall also serve on the Virginia Biotechnology Research Partnership Authority Board of Directors and the Virginia Biotechnology Research Park Corporation Board of Directors. The President is a member of the faculty of the University.

As chief executive officer of the University, the President shall have the following powers and duties:

- The President shall have the responsibility for the operation of the University in conformity with the purposes and policies determined by the Board;
- the President shall act as an advisor to the Board and shall have responsibility for recommending to the Board for consideration those policies and programs which in the opinion of the President will best promote the interests of the University;
- The President shall have the authority to oversee and to administer the policies of the Board;
- The President shall be the primary contact between the Board and the University;
- The President shall provide oversight and shall be accountable for the management of the University;
- The President shall have responsibility for the oversight of strategic planning and implementation as established by the Board;
- The President shall promote the development of both public and private resources to support the mission of the University;
- The President shall recommend an annual budget;
- The President shall serve as the primary spokesperson for the University;
- The President shall manage all matters delegated by the Board, including personnel matters;
- The President shall fulfill all statutory duties; and
- The President shall perform such other duties as may be required by the Board.

**C. Evaluation of the President.** The Board shall be responsible for oversight of the President's performance, and is required by statute to meet with the President annually to deliver an evaluation of the President's performance. The Governance and Compensation Committee of the Board shall be the committee to oversee such evaluation. Changes to the President's employment contract shall be made only by a vote of the majority of the Board's members.

## **SECTION 2. OTHER OFFICERS**

### **A. Vice President for Academic Affairs and Provost**

**1. Appointment.** The Vice President for Academic Affairs and Provost shall be the Chief Academic Officer and reports to, and serves at the pleasure of, the President subject to Board ratification of the appointment.

**2. Powers and Duties.** The Vice President for Academic Affairs and Provost will have all the powers and duties regarding academic matters that the President delegates to that office. The Vice President for Academic Affairs and Provost shall be the President's deputy and is empowered to act on behalf of the President in all respects in the event of the absence, unavailability or disability of the President.

## **B. Vice President for Health Sciences of Virginia Commonwealth University**

**1. Appointment.** The Vice President for Health Sciences of Virginia Commonwealth University is the Chief Academic Officer for the Health Sciences Schools of the University. By statute, this officer also serves as chief executive officer of the Virginia Commonwealth University Health System Authority. The initial appointment and compensation and any reappointment of this position shall be made jointly by the Board of Visitors and the VCU Health System Authority Board of Directors at a joint meeting of said Boards. After such appointment or reappointment the base compensation for this position shall be approved by the VCU Board of Visitors and the VCUHS Authority Board of Directors, respectively. Each board shall take into account the recommendations from the President.

**2. Powers and Duties.** The Vice President for Health Sciences shall have all the powers and duties for those responsibilities that the President delegates to that office and as set forth by statute.

## **C. Vice President for Finance and Budget & Chief Financial Officer**

**1. Appointment.** The Vice President for Finance and Budget and Chief Financial Officer of the University reports to, and serves at the pleasure of the President. The Vice President for Finance and Budget and Chief Financial Officer shall be selected by the President, subject to ratification of the Board.

**2. Powers and Duties.** The Vice President for Finance and Budget and Chief Financial Officer Finance shall have all the powers and duties related to financial management that the President delegates to that office.

## **D. Vice President for Administration & Chief Administrative Officer**

**1. Appointment.** The Vice President for Administration & Chief Administrative Officer reports to, and serves at the pleasure of, the President. The Vice President for Administration & Chief Administrative Officer shall be selected by the President subject to ratification by the Board.

**2. Powers and Duties.** The Vice President for Administration & Chief Administrative Officer shall have all the powers and duties related to administrative management that the President delegates to that office.

## **E. Vice Presidents.**

**1. Appointment.** Vice-Presidents of the University are appointed by the Board upon recommendation of the President and each shall serve at the pleasure of the President.

**2. Powers and Duties.** Vice-Presidents shall report directly and be responsible to the President or his designee. Their powers and duties shall be assigned by the President.

**F. Delegation of Authority.** Appointments at the level of vice president, any other position reporting directly to the President shall require Board approval. Upon consultation with the Rector, the President shall have interim authority to conclude any appointment or action otherwise requiring Board approval, subject to ratification by the Board. The President also shall report to the Board in advance any extraordinary appointment or compensation action that, in the judgment of the President, warrants such reporting to the Board.

### **SECTION 3. EXECUTIVE DIRECTOR OF AUDIT AND COMPLIANCE SERVICES**

**1. Appointment.** The Board, in consultation with the President, appoints, evaluates, and sets the compensation for the Executive Director of Audit and Compliance Services.

**2. Powers and Duties.** The Executive Director of Audit and Compliance Services shall have the powers and duties that are assigned by the Audit, Integrity and Compliance committee, in consultation with the President.

### **SECTION 4. FACULTY**

**A. Faculty.** The general faculty consists of the President, Vice President for Academic Affairs and Provost, deans, directors, professors, associate professors, assistant professors, research professors, associate research professors, assistant research professors, assistant, associate and full professors of clinical subjects, instructors and other ranks or titles as approved by the President.

**B. Appointment, Promotion and Tenure of Faculty.** The Board, on recommendations from the President, shall approve all faculty promotion and tenure decisions.

**C. Delegation of Authority.** The Board hereby delegates to the President the authority to approve the establishment of faculty positions and the appointment of individuals to those positions and the compensation paid to said individuals, subject to ratification by the Board. Further, the President shall determine leaves of absence for and termination of faculty members.

Academic dean appointments shall require Board approval. Upon consultation with the Rector, the President shall have interim authority to make any appointment or take any action otherwise requiring Board approval, subject to ratification by the Board. The President also shall report to the Board in advance any extraordinary appointment or compensation action that, in the judgment of the President, warrants such reporting to the Board.

## **ARTICLE IV CONFLICT OF INTEREST COMPLIANCE**

Each member of the Board shall comply with state statutes regulating conflict of interest which may include filing an annual financial disclosure statement and completion of required conflict of interest training.

## **ARTICLE V MISCELLANEOUS PROVISIONS**

### **SECTION 1. SEAL.**

The corporate seal of the University is the seal displayed in and/or appended to these Bylaws.

### **SECTION 2. ASSESSMENT OF BOARD PERFORMANCE.**

At least every two years, the Board shall assess its performance. The Rector shall determine the method of assessment, subject to Board approval. The Governance and Compensation Committee shall thereafter conduct said board self-assessment.

### **SECTION 3. CONDUCT OF BUSINESS.**

Unless otherwise specified by these Bylaws, all Board and committee meetings, actions, and rulings shall be guided by the most current edition of *Robert's Rules of Order*.

### **SECTION 4. SUSPENSION OR AMENDMENT OF BYLAWS.**

**A. Procedure.** These Bylaws may be amended in whole or in part at any meeting of the Board of Visitors by a majority vote of all members present at said meeting, provided the Governance and Compensation Committee has submitted its views on the amendment to the Board and that notice of the amendment was included in the regular notice of the meeting.

**B. Suspension.** Any provision of the Bylaws may be suspended at any regular or special meeting of the Board by a majority of the members present at said meeting.

**C. Ratification.** No action taken in violation of the Bylaws shall be effective unless ratified in accordance with the Bylaws.

**Effective Date.** The foregoing Bylaws shall go into effect immediately upon approval; revised September 17, 1992; revised November 17, 1994; revised May 19, 1995; revised May 16, 1997; revised September 17, 1998, effective January 1, 1999; revised February 11, 1999; revised November 14, 2002; revised August 24, 2006; revised August 9, 2007; revised February 11, 2010; revised April 15, 2013; revised May 9, 2014; revised December 12, 2014; revised February 12, 2015; revised May 8, 2015; revised March 23, 2016; revised and restated October 31, 2017.

**REQUEST FOR PROPOSALS**  
**External Security Services**  
**Term Contract**

**Item**

VCU Police is seeking approval to solicit a Request for Proposals from private contractors for external security services to provide increased visibility through the strategic deployment of mobile security vehicles in a defined core campus of both campuses; special event security coverage; and post security services to various buildings. The anticipated annual contract amount is \$2.8 million.

**Background**

VCU has utilized external security services since the fall 2012 semester. The initial contract provided a high-visibility security presence on both Monroe Park and MCV Campuses with the addition of a mobile patrol (4 vehicles and 2 bicycles).

Based on responses to the annual Perception of Safety survey, VCU students, faculty and staff wanted to see a more visible presence of VCU's police and security. As a result, VCU Police expanded and established a new security model for its Academic Security function. In June 2014, contracted security services were expanded to include private security for fixed posts in academic buildings and for temporary event services.

The initial twelve departments utilizing post security (two libraries, Snead/East Hall, Sanger, Fine Arts, SOE West, Dance Center, Life Sciences, Business Services [two locations], Police, and Psychological Services) have grown to include School of Dentistry, School of Nursing, Residential Life & Housing (14 facilities), ICA, Cabell Library expanding to include post services for two 24/7 officers, and Business Services adding one more location.

The most recent five-year contract was awarded in May, 2013 and has no remaining renewal options. The current contract will expire on May 12, 2018.

**Purpose**

VCU Police wants to establish a contract with one or more firms to provide mobile, bike, post and/or special event security coverage.

**Procurement**

In an effort to contract with the most highly qualified and capable firm, an RFP will be issued.

**Recommendation**

Approve the competitive solicitation to establish an external security services term contract with one or more contractors, for an initial five-year term.

**VIRGINIA COMMONWEALTH UNIVERSITY**  
**Amendment to the 2016-2022 Six-Year Capital Plan**  
**Trani Life Sciences Roof and HVAC Replacement**

DESCRIPTION

This is a request to amend the University's 2016-2022 Six-Year Capital Plan to include the replacement of the building's major mechanical equipment and roof.

BACKGROUND

The Trani Life Sciences Building is a 132,415 square foot teaching and research lab facility constructed in 2000 to house the Department of Biology, the Center for Environmental Studies and the Office of the Vice Provost for Life Sciences. The facility includes classroom, teaching and research laboratory, animal and administrative space. Roof-mounted mechanical equipment are displaying signs of corrosion leading to roof leaks and damage to interior spaces. Steps taken by the University to alleviate the problems have been unsuccessful and the University's consultant recommends replacement of the mechanical equipment and the roof.

This project includes roof replacement and replacement of all major rooftop HVAC equipment, serving the main 4-story wing of the building. The HVAC system for the main building is served by six rooftop air handling units, a cooling tower and various rooftop exhaust fans. All of the rooftop units and roofing have reached the end of their serviceable life.

PURPOSE

Replacement of the rooftop mechanical equipment and roof system to provide an appropriate environment for the conduct of instructional and research activities and protect the University's investment in plant and equipment in the Trani Life Sciences Building.

OPERATING COST

No incremental increase in operating costs is anticipated.

RECOMMENDATION

Approve amendment of the 2016-2022 Six-Year Capital Plan to include the roof and mechanical equipment replacement on the Trani Life Sciences Building. The total estimated cost is \$6,000,000. The project will be funded with State General Funds if they are made available, or alternatively with University Funds if State funds are not available.

December 2017

**VIRGINIA COMMONWEALTH UNIVERSITY**  
**Architect/Engineer (A/E) Selection and Project Plans**  
**Siegel Center Chiller Replacement**

**PROJECT:** The purpose of the project is to provide a reliable cooling system for the Stuart C. Siegel Center by replacing the current chilled water system. The work includes structural framing to support the chiller assembly and cooling towers. A prefabricated, water-cooled chiller will be delivered to the site and installed over and adjacent to Siegel Center loading dock on the north side of the building.

Total Budget Not To Exceed.....\$3,500,000

**SOURCE OF FUNDS:** Short-term financing to be repaid with  
Auxiliary Enterprise Funds.....\$3,500,000

**OPERATING COSTS:** Annual operating costs are not expected to change as a result of this renovation.

**ARCHITECT/ENGINEER SELECTION:** The University selected a firm from its pool of architectural and engineering firms chosen under the term contract selection process. The recommended firm is WSP Parsons Brinckerhoff Company (merged with CCRD), Richmond, Virginia. This firm was selected because of its extensive experience with VCU and in working on renovations of this type and magnitude. Comparable projects include:

1. Replacement for Air Handling Unit #4 at VCU's W.E. Singleton Center for the Performing Arts;
2. Upgrade of the VCU Health System's central generator plant;  
and
3. A 1,000-Ton addition to the Winchester Medical Center Chilled Water Plant.

**TIMETABLE:**

Complete Planning	December 2017
Construction Starts	December 2017
Construction Complete	May 2018

**RECOMMENDATION:** Approve selection of WSP Parsons Brinckerhoff Company and project plans for the Siegel Center chiller replacement project.

December 2017

**VIRGINIA COMMONWEALTH UNIVERSITY**  
**Project Plans**  
**West Hospital, Eighth Floor Renovations**

PROJECT: This project supports the need of the newly created cardio oncology program within the Pauley Heart Center. The School of Medicine is funding the \$2,480,000 renovation of 8,200 gross square feet on the north and west wings of the eighth floor of West Hospital.

LOCATION: Renovation in West Hospital at 1200 East Broad Street, Richmond, Virginia.

PROJECT COSTS: Construction Budget ..... \$1,640,000  
Total Budget ..... \$2,480,000

OPERATING COSTS: Annual operating costs are not expected to change as a result of this renovation.

FUND SOURCES: School of Medicine Funds ..... \$2,480,000

TIMETABLE: Complete Planning September 2017  
Construction Starts November 2017  
Construction Complete March 2018

PROJECT DESIGN: The project consists of the complete renovation of the north and west wings of the eighth floor of West Hospital including portions of the lobby. The project will reconfigure space to create offices for informatics and research fellows, study recruiters, and trainees. It will also include an image reading room, a patient interview room, a conference room, and workstations for analysts. The project also includes replacement of old mechanical and electrical systems and related asbestos abatement.

RECOMMENDATION: Approve project plans for the West Hospital 8th Floor Renovations project.

December 2017

**VIRGINIA COMMONWEALTH UNIVERSITY**  
**Project Plans**  
**MCV Campus Steam Line Installation**

**PROJECT:** The purpose of the project is to provide steam for the new School of Allied Health Professions and to increase the capacity of the steam line for future buildings included in the university and the health system’s master plans.

**LOCATION:** MCV Campus, Duval and 10<sup>th</sup> St

**PROJECT COSTS:** Construction Budget .....\$3,500,000  
Total Budget ..... \$4,000,000

**OPERATING COSTS:** The annual operating cost for the new steam line is not expected to vary from the operating cost for the existing steam line.

**FUND SOURCES:** Auxiliary Enterprise Reserves..... \$4,000,000

**TIMETABLE:** Planning Completion December 2017  
Construction Starts January 2018  
Construction Completion September 2018

**PROJECT DESIGN:** Facilities Management’s assessment of proposed University and VCU Health System construction on the MCV Campus identified potential long-term deficiencies in the ability of the steam infrastructure to serve the northern area of the campus. The existing steam line serves the “N” Parking Deck, Larrick Student Center, Cabaniss Hall Dormitory, Biotech 1, Biotech Center and the new School of Allied Health Professions. A new steam line could serve the Adult Ambulatory Care Facility, Perkinson Building, Wood Building, Lyons Building, MCV Alumni House, Grant House and the Leigh House. The route for the steam line begins at the reducing station under the Martin Luther King Bridge and follows Duval Street around “N” Deck and branches to serve areas North and South of Leigh Street. The project will include approximately 7,300 linear feet of steam and condensate piping.

**RECOMMENDATION:** Approve project plans for the MCV Steam Line Installation project.

**VIRGINIA COMMONWEALTH UNIVERSITY**  
**Demolition Request**  
**Strauss Research Lab Building**

**DESCRIPTION:** This is a request for permission to demolish the existing Strauss Laboratory Building (built in 1961) located at 527 North 12<sup>th</sup> Street on the MCV Campus.

**BACKGROUND:** The VCU Health System is investigating the possibility of constructing an inpatient bed tower and parking deck on this site.

The site is not located within a historic district that is listed in or eligible for listing in the Virginia Landmarks Register and National Register of Historic Places. Based upon a review of project information provided to the Department of Historic Resources, they have no concerns with the buildings proposed for demolition.

The building has been unused for several years.

**PURPOSE:** This demolition will make way for possible redevelopment of the site as an inpatient bed tower and parking deck or other needs.

**RECOMMENDATION:** Approve the request to demolish the Strauss Laboratory Building.

**VIRGINIA COMMONWEALTH UNIVERSITY**  
**Demolition Request**  
**Virginia Treatment Center for Children**

**DESCRIPTION:** This is a request to demolish the Virginia Treatment Center for Children (VTCC) (built in 1962, with addition in 1982), located at 515 North 10<sup>th</sup> Street on the MCV Campus.

**BACKGROUND:** The 2014 Master Site Plan identified the site of the existing VTCC building for use by VCU Health System's evolving needs. The VCU Health System plans to build an adult outpatient care facility and a patient/visitor parking deck.

The site is not located within a historic district that is listed in or eligible for listing in the Virginia Landmarks Register and National Register of Historic Places. Based upon a review of project information provided to the Department of Historic Resources, they have no concerns with the buildings proposed for demolition.

A new facility to house the Virginia Treatment Center for Children is being completed off Brook Road.

**PURPOSE:** This demolition will make way for redevelopment of the site as an adult outpatient care facility and a patient/visitor parking deck.

**RECOMMENDATION:** Approve the request to demolish the Virginia Treatment Center for Children building.

**RESOLUTION  
BOARD OF VISITORS  
VIRGINIA COMMONWEALTH UNIVERSITY**

**MODIFICATIONS TO SERIES 2012A AND 2012B BONDS**

**Recitals**

A. In 2012, Virginia Commonwealth University (the "University") issued its General Revenue Pledge Refunding Bonds, Series 2012A (the "2012A Bonds") and its General Revenue Pledge Refunding Bonds, Series 2012B (the "2012B Bonds" and, collectively with the 2012A Bonds, the "2012 Bonds") to refund prior bonds that were issued by the University to pay costs of the construction of facilities for the University's School of Engineering and School of Business.

B. The Bonds contain a "put" date of May 20, 2019 (the "Put Date") at which time US Bank N.A., the current holder of the 2012 Bonds (the "Bank"), has the right to either reset the interest rate on the 2012 Bonds or to put the 2012 Bonds back to the Borrower for purchase.

C. On November 2, 2017, the United States House of Representatives adopted a tax reform bill (the "House Bill") that prohibits the issuance or reissuance of private activity bonds on or after January 1, 2018.

D. If the House Bill is enacted into law, any modifications to the 2012 Bonds that occur on the Put Date may cause interest on the Bonds to become taxable, thereby significantly increasing the interest rate on the 2012 Bonds.

E. In light of the foregoing, it is prudent for the University to take action to extend the Put Date before January 1, 2018.

F. The University and the Bank have negotiated an extension to the Put Date as set forth in the term sheet attached hereto (the "Term Sheet"), and the Board of Visitors desires to authorize the modifications (the "Modifications") to the 2012 Bonds described in the Term Sheet.

**NOW, THEREFORE BE IT RESOLVED BY THE BOARD OF VISITORS OF  
VIRGINIA COMMONWEALTH UNIVERSITY:**

1. The Board of Visitors approves and authorizes the Modifications as described in the Term Sheet. To accomplish such Modifications, the Board hereby authorizes the execution and delivery of an amendment (the "Amendment") to the resolution pursuant to which the 2012 Bonds were issued, adopted by the Board on May 11, 2012 and approved on November 20, 2012 (the "2012 Resolution"), with such terms, provisions and other changes as may be approved by any Designated Officer, consistent with prior practice of the University, so that the 2012 Resolution as modified may reflect the final terms and conditions of the Term Sheet. Each Designated Officer is authorized to approve on behalf of the Board the final form of the Amendment and to evidence such approval on behalf of the University in writing.

2. The Designated Officers shall be the University's (a) President, (b) Vice President for Finance and Budget and (c) Treasurer.

3. In connection with the Modifications, the officers of the University are authorized to execute and deliver any and all documents necessary to reflect the Modifications described in the Term Sheet, including without limitation (a) amendments to the existing Project Development and Financing Agreements with, respectively, the Virginia Commonwealth University School of Engineering Foundation and the Virginia Commonwealth University School of Business Foundation (the "Foundations"), which provide that each Foundation will be obligated to pay debt service on all or an appropriate portion of the 2012 Bonds (as modified by the Modifications) issued for the benefit of such Foundation and (b) amendments to the Continuing Covenants Agreement between the University and the Bank, dated as of November 1, 2012.

4. The Designated Officers and all other officers of the University are authorized to take all steps necessary or desirable in connection with the Modifications, including without limitation the execution of certificates and agreements with respect to preserving the tax exempt status of such bonds.

5. The implementation of the Modifications is conditioned on the approval of the Modifications by the Foundations.



U.S. BANK N.A. TERM SHEET  
PREPARED FOR

**VIRGINIA COMMONWEALTH UNIVERSITY**

**CONTACT INFORMATION:**

<b>U.S. BANK NATIONAL ASSOCIATION</b>	
<b>KATHRYN D'ANGIO, SENIOR VICE PRESIDENT</b> Ph: 917.256.2840 Fax: 917.256.2830 E-mail: <a href="mailto:kathryn.dangio@usbank.com">kathryn.dangio@usbank.com</a>	<b>YA-ROO YANG, VICE PRESIDENT, PORTFOLIO MANAGER</b> Ph: 646.935.4567 Fax : 917.256.2830 E-mail : <a href="mailto:yaroo.yang@usbank.com">yaroo.yang@usbank.com</a>
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For Annual Reports : <a href="http://www.usbank.com">www.usbank.com</a>	

**U.S. BANK LONG-TERM DEPOSIT RATINGS:**

<b>U.S. BANK, N.A.</b>						
<b>Year</b>	<b>Moody's (long/short) *</b>	<b>Outlooks</b>	<b>S&amp;P (long/short)</b>	<b>Outlooks</b>	<b>Fitch (long/short)</b>	<b>Outlooks</b>
2017	Aa1/P-1	Stable	AA-/A-1+	Stable	AA/F1+	Stable
2016	Aa1/P-1	Stable	AA-/A-1+	Stable	AA/F1+	Stable
2015	Aa3/P-1	Stable	AA-/A-1+	Stable	AA-/F1+	Stable

**BORROWER:** Virginia Commonwealth University (the "University").

**EXISTING FACILITY:** Purchase of Virginia Commonwealth University General Revenue Pledge Refunding Bonds, Series 2012A and 2012B (the "Bonds") issued under a Resolution approved on November 20, 2012 (the "Resolution") pursuant to the terms of a Continuing Covenant Agreement between the University and the Bank (the "Facility").

**PROPOSED EXTENSIONS:** The Bank is considering an extension for 9.5 years calculated from the date of this most recent renewal:

- 71.5% of LIBOR plus 75 bps 9.5 years (114 months)

**PROPOSED CHANGES TO DOCUMENTATION:** The Bank's willingness to extend the Facility is subject to certain changes being made to the Resolution and Continuing Covenants Agreement. The following will be incorporated into the amendments:

- Margin Rate Factor Language that would come taken effect in the event of a change in the corporate tax rate and change the interest rate payable on the Bonds.
- The Bank's standard language relating to the Office of Foreign Assets Control, Anti-Corruption Laws and the Patriot Act.
- An updated definition of LIBOR to provide a 0% floor and to provide that if

LIBOR is unavailable in the market, a successor index successor generally accepted in the market will be used.

**CONDITIONS TO CLOSING:** The Bank's willingness to extend the Facility will be subject to the receipt of certain items, including evidence the University has duly approved the extension, receipt of an opinion of Bond Counsel that the amendment will not affect the tax-exempt status of the Bonds and payment of the fees of the Bank's counsel.

**CONFIDENTIALITY:** This summary of preliminary terms and conditions contains confidential and proprietary structuring and pricing information. Except for disclosure on a confidential basis to accountants, attorneys and other professional advisors retained by the University in connection with the proposed extension of the Facility or as may be required by law, the contents of this summary of preliminary terms and conditions may not be disclosed in whole or in part to any other person or entity without prior written consent, provided that nothing herein shall restrict disclosure of information relating to the tax structure or tax treatment of the proposed extension of the Facility.

**NOTE:** *This Term Sheet is not a commitment and is offered as indicative terms on which the Bank is willing to seek credit approval to extend the Facility. The Bank's participation in this transaction is subject to the foregoing terms, completion of appropriate diligence, satisfactory documentation and formal credit approval from Bank.*

*As more information is obtained, additional substantive conditions may be required and terms may be changed or be supplemented. In addition, upon completion of the Bank's analysis and due diligence and if Bank obtains formal credit approval, loan documentation must be created which will include terms and conditions customary to Bank, as well as warranties and covenants specific to this transaction.*

*To that end, this Term Sheet is an expression of interest only, and it is not a contract, commitment nor intent to be bound. The Bank does not intend that this Term Sheet or discussions relative to the terms of this Term Sheet create any legal rights or obligations, implicit or explicit, in favor of or against the other party. Also, no oral discussions and/or written agreements shall be in place of or supersede written loan agreements executed by the University and accepted by Bank.*

*Upon the University's acceptance of the terms and conditions contained within this Term Sheet, the Bank will seek formal credit approval to extend the Facility.*

**NO ADVISORY / FIDUCIARY ROLE:**

*The University acknowledges and agrees that: (i) the Bank has not assumed any advisory or fiduciary responsibility to the University with respect to the transaction contemplated hereby and the discussions, undertakings and procedures leading thereto (irrespective of whether the Bank or any of its affiliates has provided other services or is currently providing other services to the University on other matters); (ii) the only obligations the Bank has to the University with respect to the transaction contemplated hereby are expressly set forth in this Term Sheet; and (iii) the University has consulted its own legal, accounting, tax, financial and other advisors, as applicable, to the extent it has deemed appropriate.*

**RESOLUTIONS OF THE  
VIRGINIA COMMONWEALTH UNIVERSITY BOARD OF VISITORS  
RELATED TO THE  
OPTIONAL RETIREMENT PLAN FOR EMPLOYEES OF VCU  
and the  
SELECT DEFINED CONTRIBUTION BENEFIT PLAN FOR EMPLOYEES OF VCU**

**WHEREAS**, Virginia Commonwealth University (the “University”) maintains the Optional Retirement Plan for Employees of Virginia Commonwealth University (the “ORP”), as amended and restated January 1, 2014, and the Select Defined Contribution Benefit Plan for Employees of Virginia Commonwealth University (the “Select Plan”), as amended and restated January 1, 2014 (together the “Plans”);

**WHEREAS**, the University wishes to amend the ORP to align the eligibility provisions with the University’s employment classification system and to extend eligibility for benefits under the ORP to faculty and administrative professionals;

**WHEREAS**, Section 7.1 of the ORP permits the University to amend the ORP through affirmative action of the Board of Visitors (the “Board”);

**WHEREAS**, Section 7.1 of the ORP and Section 7.1 of the Select Plan permit the Board to delegate its authority to amend the Plans to one or more officers of the University;

**WHEREAS**, the Board desires to authorize the University’s Vice President for Administration, in consultation with the Vice President for Finance, to amend the Plans on behalf of the University to comply with changes in applicable state and federal laws and to make non-substantive amendments;

**WHEREAS**, the Second Amendment to the ORP attached hereto incorporates these changes;

**THEREFORE, BE IT RESOLVED** that the Board hereby adopts the Second Amendment to the ORP; and be it

**RESOLVED FURTHER**, that the Vice President for Administration, in consultation with the Vice President for Finance, is hereby authorized to amend the Plans as necessary to comply with changes in applicable state and federal laws and to make non-substantive amendments.

**IN WITNESS WHEREOF**, the undersigned duly authorized official of the University has executed these resolutions on December \_\_\_\_, 2017.

**By:** \_\_\_\_\_

**Name:** \_\_\_\_\_

**Title:** \_\_\_\_\_

**SECOND AMENDMENT TO THE  
OPTIONAL RETIREMENT PLAN FOR EMPLOYEES OF  
VIRGINIA COMMONWEALTH UNIVERSITY  
AS RESTATED JANUARY 1, 2014**

The Optional Retirement Plan for Employees of Virginia Commonwealth University ("Plan"), as restated effective January 1, 2014, is amended as follows, pursuant to Section 7.1 of the Plan, effective as of the dates indicated below.

1. Effective January 1, 2018, Section 1.8 of the Plan shall be and read as follows:

**1.8 Eligible Employee**

A salaried Employee who is engaged in the performance of teaching, administrative, or research duties, and who is designated by the Employer as a:

- a. Teaching and Research Faculty as defined in the University's Faculty Salary Administration Guidelines;
- b. Administrative and Professional Faculty as defined in the University's Faculty Salary Administration Guidelines; or
- c. Non-Faculty Professional or Administrator.

An Eligible Employee who is designated by the Employer as a Teaching and Research Faculty, Administrative and Professional Faculty, or Non-Faculty Professional or Administrator, and who subsequently changes position with the Employer such that he or she is no longer designated by the Employer as a Teaching and Research Faculty, Administrative and Professional Faculty, or Non-Faculty Professional or Administrator, shall continue to be an Eligible Employee, but only to the extent that he or she remains a salaried Employee who is engaged in the performance of teaching, administrative, or research duties.

An Eligible Employee shall not include: (i) an Employee who is regularly scheduled to work less than 20 hours per week; (ii) an Employee who either (a) is classified as a temporary or provisional appointment or (b) has an appointment of less than six months; (iii) an individual who is classified as an adjunct faculty by the University; (iv) an individual who is not a state employee as defined in section 51.1-124.3 of the Code of Virginia, as amended from time to time; (v) a Leased Employee; or (vi) an individual who is otherwise not eligible to participate in the VRS or the Commonwealth Hybrid Program. Subject to applicable state and federal law, the Administrator has the sole and absolute authority to determine whether an Employee is an Eligible Employee under the Plan.

2. Effective January 1, 2018, a new Section 1.33 of the Plan shall be added to be and read as follows:

**1.33 Non-Faculty Professional or Administrator**

An Employee whose position requires the exercise of discretionary and independent judgment and (i) the performance of work directly related to the management of the educational and general activities of the University or a department or division thereof and/or (ii) advanced learning and experience acquired by prolonged formal instruction and/or specialized work experience. Non-Faculty Professionals and Administrators are a subset of University and Academic Professionals as defined in the University's Working @ VCU: "Great Place" HR Policies. Non-Faculty Professionals and Administrators are typically exempt employees under the provisions of the Fair Labor Standards Act.

3. In all other respects, the Plan shall be and remain unchanged.

IN WITNESS WHEREOF, Virginia Commonwealth University has caused this Second Amendment to be duly executed on \_\_\_\_\_, 2017.

VIRGINIA COMMONWEALTH UNIVERSITY

By: \_\_\_\_\_

Print Name: \_\_\_\_\_

Title: \_\_\_\_\_

**Virginia Commonwealth University  
Proposed Organizational Change Brief**

**Proposal to Change the Name of the School of Allied Health Professions to the  
College of Health Professions**

**Overview**

The VCU School of Allied Health Professions (SAHP) requests approval to change the name of the school to “College of Health Professions” to more accurately reflect the breadth and level of its academic programs and the breadth of its research. The SAHP has two undergraduate degree programs, fourteen graduate degree programs at the master’s and doctoral levels and three certificate programs.

While VCU has retained its current name for Allied Health, the trend nationally and regionally has been to transition to the use of terms such as “college” and “health sciences”. This change meets the criteria outlined in the VCU policy “Changing the Designation of an Academic Unit from School to College” (approved 12/9/16). A college is defined as “a large academic unit with a broad scope of degree granting programs covering multiple disciplines.”

**Method of Delivery**

This is not applicable to organizational change proposals.

**Target Implementation Date**

Fall 2018

**Demand and Workforce Needs**

This is not applicable to organizational change proposals.

**External Competition**

VCU’s request for the use of “college” is consistent with the nomenclature employed by sister public research universities within Virginia.<sup>1</sup> While “health sciences” is the most common term for identifying the division type, VCU’s current school is comprised primarily of graduate professional programs with distinct certifications and/or licensures. As such, retaining the term “health professions” is most appropriate. This also brings it in line with the majority of institutions nationally.

**Target Population**

This is not applicable to organizational change proposals.

**Impact on Existing Programs**

This name change will not have any impact on existing degree programs or curricula. The administrative structure of the College of Health Professions will be the same as the current SAHP. This name change will not change the operations of the center or departments.

**Impact on Faculty**

The name change will not have any impact on existing faculty or faculty resources. The proposed College of Health Professions will retain the same faculty at the same salaries. The proposed name change will have no impact on their roles or salaries.

---

<sup>1</sup> George Mason University -- College of Health and Human Services; Old Dominion University -- College of Health Sciences; University of Virginia -- Jefferson College of Health Sciences, in Roanoke.

**Funding**

The cost of the name change will be incorporated into the expenses of building the new facility to house the eleven entities currently in five different buildings. No state funding will be required to initiate or implement this name change.

**Benefit to University**

The school's new name will signal its commitment to the future of the health professions.

**Next Steps**

President's Cabinet	October 16
Board of Visitors	December 8
Submit to SCHEV	December 13

**Full Proposal**

The full proposal for the School of Allied Health name change is attached.

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**Institution**

Virginia Commonwealth University

**Nature of Proposed Change**

The Virginia Commonwealth University (VCU) requests approval to change the name of the School of Allied Health Professions to the College of Health Professions.

**Appendix A: Organizational Structure Before and After Proposed Change****Background**

Currently, academic units within Virginia Commonwealth University are defined as colleges or schools. These terms have been used interchangeably based somewhat on historical rather than organizational precedent. In 2016, the University's Board of Visitors approved a new policy for changing the designation of an academic unit from school to college. This policy more clearly defined the distinction between a "college" and a "school." The primary distinction identifies a school as "an academic unit focused on teaching and research in a single disciplinary area," while a college is defined in part as "a large academic unit with a broad scope of degree granting programs covering multiple disciplines" ([https://policy.vcu.edu/sites/default/files/Changing the Designation of an Academic Unit from School to College.pdf](https://policy.vcu.edu/sites/default/files/Changing%20the%20Designation%20of%20an%20Academic%20Unit%20from%20School%20to%20College.pdf)). This new policy, as well as the current request were prompted by, and came following, considerable internal conversations within the University's senior leadership.

Discussion of the proposed name change began in the fall of 2016 between VCU President, Dr. Michael Rao, and Dr. Cecil Drain, the Dean of Allied Health Professions. Dean Drain then initiated regular conversation on the matter with each department chair. He brought the matter to a formal discussion at the December 5, 2016 meeting of the School's Executive Committee. A formal vote to recommend the name change took place at the February 6, 2017 Executive Committee meeting. The vote was unanimous. This recommendation was presented at the April 27, 2017 annual faculty meeting.

The School of Allied Health Professions is comprised of eleven (11) academic units: Clinical Laboratory Sciences, Gerontology, Health Administration, Health Related Sciences, Nurse Anesthesia, Occupational Therapy, Patient Counseling, Physical Therapy, Radiation Sciences, Rehabilitation Counseling, and the Virginia Center on Aging, a state agency.

**Purpose of Proposed Change**

In an effort to more accurately reflect the breadth and level of academic programs and the breadth of research, the School of Allied Health Professions requests permission to change its name to "College of Health Professions."

### **Rationale for Proposed Change**

The Association of Schools of Allied Health Professions (ASAHP) is the sponsoring national organization for academic divisions of health sciences and health services. The term “allied health” became popular during the congressional deliberations leading to the passage of the *Allied Health Professions Personnel Training Act* federal funding authorization of 1967. The term was further defined in *The Patient Protection and Affordable Care Act (ACA)* of 2010.<sup>1</sup> Membership in the ASAHP is voluntary with current nomenclature retained for consistency with federal legislation.

While VCU has retained its current name for Allied Health, the trend nationally and regionally has been to transition to the use of terms such as “college” and “health sciences”. Reviewing a recent list of 99 universities associated with the ASAHP, nomenclature varies widely. Fifty-five (56%) of the 99 institutions refer to themselves as a “college” with 41 (41%) using the “school” designation. Fifty-one (52%) employ the term “health professions” while 35 (35%) use the term “health sciences”. Only 13 (13%) of the institutions employ the word “allied”. At the majority of universities, “allied” health programs sit in a single unit. Virginia is a classic example of the diversity of nomenclature.

- Eastern Virginia Medical School -- School of Health Professions,
- Emory and Henry College -- School of Health Sciences,
- George Mason University -- College of Health and Human Services,
- Mary Baldwin College -- College of Health Sciences,
- Lynchburg College -- School of Health Sciences and Human Performance,
- Old Dominion University -- College of Health Sciences, and
- University of Virginia -- Jefferson College of Health Sciences, in Roanoke.

VCU’s request for the use of “college” is consistent with the nomenclature employed by sister public research universities within Virginia. While “health sciences” is the most common term for identifying the division type, VCU’s current school is comprised primarily of graduate professional programs with distinct certifications and/or licensures. As such, retaining the term “health professions” is most appropriate. This also brings it in line with the majority of institutions nationally.

Appendix B: Nomenclature of Membership Within Association of Schools of Allied Health Professions

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<sup>1</sup> <http://asahp.org/definition.html>

## **Curriculum/Academic Programs**

The SAHP offers two undergraduate and fourteen graduate degree programs at the master's and doctoral levels.

### Bachelor degree programs

Clinical Laboratory Sciences, B.S.  
Clinical Radiation Sciences, B.S.

### Master degree programs

Clinical Laboratory Sciences, M.S.  
Gerontology, M.S.  
Health Administration, M.H.A.  
Health Administration, M.S.  
Nurse Anesthesia, M.S.  
Occupational Therapy, M.S.O.T.  
Patient Counseling, M.S.  
Rehabilitation Counseling, M.S.

### Doctoral degree programs

Health Related Sciences, Ph.D.  
Health Services Organization and Research, Ph.D.  
Nurse Anesthesia Practice, D.N.A.P.  
Occupational Therapy, O.T.D.  
Physical Therapy, D.P.T.  
Rehabilitation and Movement Science, Ph.D.

SAHP also offers three post-baccalaureate graduate certificate programs in Aging Studies, Patient Counseling, and Professional Counseling.

## **Resources**

### Budget

The SAHP budget of more than \$15M is administered centrally from the office of the dean. All administrative and faculty positions are funded centrally by the SAHP. This will continue after the creation of the College of Health Professions. The school budget presents current expenditures for the SAHP and proposed expenditures for the first three years of the College of Health Professions.

### Administration

The administrative structure of the College of Health Professions will be the same as the current SAHP. The dean oversees nine department chairs (clinical laboratory sciences, gerontology, health administration, nurse anesthesia, occupational therapy, patient counseling, physical therapy, radiation sciences, and rehabilitation counseling), the center director, a senior associate dean, an associate dean for financial operations, and the senior director of development. This name change will not influence the roles or salaries of any of the individuals. This name change will not change the operations of the center or departments.

## Appendix C: Organizational Structure of the Proposed College

### Faculty

The proposed College of Health Professions will retain the same faculty at the same salaries. The SAHP currently has 77 teaching and research faculty. All 77 teaching and research faculty members hold the appropriate credentials to teach in the SAHP. Sixty-four (64) hold doctorate degrees and 13 hold master's degrees. All of the teaching and

research faculty are properly credentialed for the positions they hold. In addition, the SAHP has 17 administrative and professional faculty who have positions in the academic departments and the Virginia Center on Aging. All of these personnel are qualified for the positions they hold. The proposed name change will have no impact on their roles or salaries.

#### Graduate Assistants

The SAHP has eight graduate assistants. The graduate assistants assist faculty with teaching, grading, and research. The assistantships are and will be covered by VCU's Graduate School.

#### Space

The proposed name change has no impact on space requirements. The eleven entities comprising the SAHP are currently housed in 5 different buildings spanning both the Medical College of Virginia and the Monroe Park campuses of VCU. The School will be consolidated into one facility on the VCU Medical Center Campus, currently under construction, in the spring of 2019. Implementing the name change prior to entry into the new facility would symbolize the goal of inter-professional collaboration that should be a hallmark of the new arrangement. No additional space is needed for the proposed change.

#### Miscellaneous

New business cards, stationery, and other supplies associated with the creation of a new College name will be covered through funds allocated for supplies in the current operating funds in the program budget. No additional funds are needed. The timing of the change prior to consolidation and move will be fiscally responsible as it would eliminate any need to change building signage at a later time.

Stationery	\$ 10,000
Business cards	\$ 2,600
Signage	\$ ----
Total	\$ 12,600

No additional funds are requested and no new resources will be assigned to the proposed College of Health Professions to accomplish this name change. The table below shows the current and projected annual expenditures by type through FY2020-21. Virginia Commonwealth University and the SAHP have adequate and sufficient resources to initiate the proposed name change to the College of Health Professions.

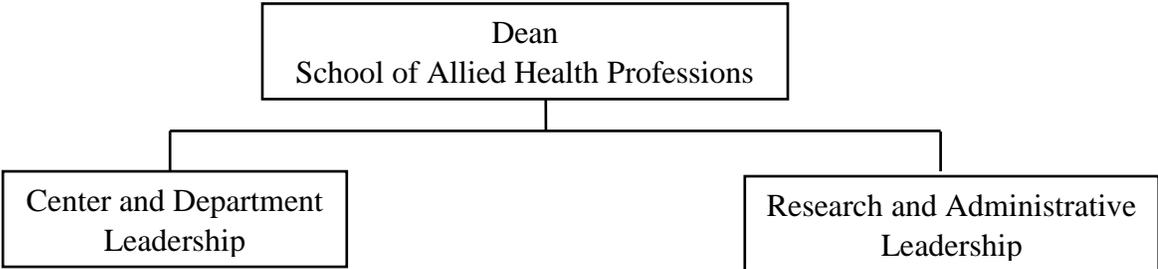
**College Budget – Launch and Operate FY 2017 - 2021**

<b>Expenditure Category</b>	<b>HDCT</b>	<b>FY 17-18 Current School Budget</b>	<b>FY 18-19 Proposed College Budget</b>	<b>FY 19-20 Proposed College Budget</b>	<b>FY 20-21 Proposed College Budget</b>
<b>Personnel</b>					
Teaching & Research Faculty	77	\$6,829,000	\$6,829,000	\$6,829,000	\$6,829,000
Fringe		\$2,540,388	\$2,540,388	\$2,540,388	\$2,540,388
Administrative & Professional Faculty	17	\$1,159,000	\$1,159,000	\$1,159,000	\$1,159,000
Fringe		\$431,148	\$431,148	\$431,148	\$431,148
Classified Staff	36	\$1,182,000	\$1,182,000	\$1,182,000	\$1,182,000
Fringe		\$439,704	\$439,704	\$439,704	\$439,704
Part Time, Early Retirement, Termination		\$236,864	\$236,864	\$236,864	\$236,864
Fringe		\$13,518	\$13,518	\$13,518	\$13,518
Grad Asst Stipends	8	\$125,000	\$125,000	\$125,000	\$125,000
<b>Personnel Sub-total</b>		\$12,956,622	\$12,956,622	\$12,956,622	\$12,956,622
<b>Operating</b>					
Services		\$750,000	\$750,000	\$750,000	\$750,000
Instructional Supplies, Equipment		\$525,000	\$525,000	\$525,000	\$525,000
Grad Asst Tuition/Fees		\$91,056	\$91,056	\$91,056	\$91,056
Postage, Travel, Property Lease, Utilities, Other		\$1,363,695	\$1,363,695	\$1,363,695	\$1,363,695
<b>Operating Sub-total</b>		\$2,729,751	\$2,729,751	\$2,729,751	\$2,729,751
<b>TOTAL BUDGET</b>		\$15,686,373	\$15,686,373	\$15,686,373	\$15,686,373

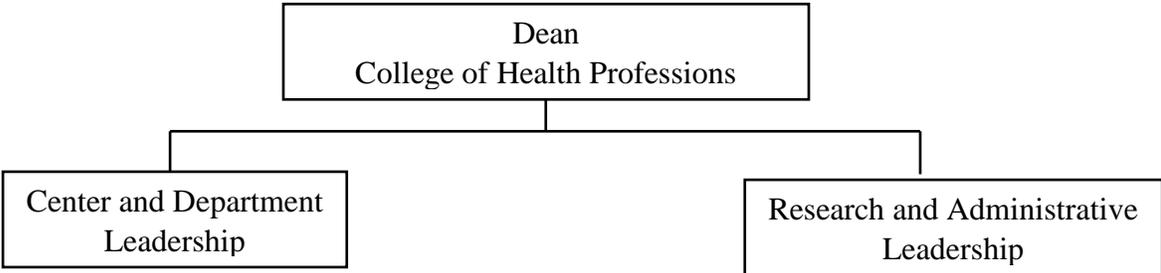
## Appendices

**Appendix A: Organizational Structure Before and After Proposed Change**

Organizational Structure Before Change



Organizational Structure After Change



**Appendix B: Nomenclature of Membership Within  
Association of Schools of Allied Health Professions (ASAHP)**

<b>Table 1. Distribution of School and College Names Within the ASAHP</b>		
<b>NAME</b>	<b>COUNT</b>	<b>PERCENT</b>
<b>College of Health Professions</b>	<b>18</b>	<b>18%</b>
College of Health Sciences	11	11%
School of Health Professions	11	11%
School of Health Sciences	7	7%
<b>School of Allied Health Professions</b>	<b>4</b>	<b>4%</b>
College of Allied Health Professions	3	3%
College of Allied Health Sciences	3	3%
College of Health and Human Services	3	3%
College of Health & Human Services	2	2%
College of Nursing & Health Professions	2	2%
School of Health Professions and Nursing	2	2%
School of Health & Rehabilitation Sciences	1	1%
Center for Allied Health Programs	1	1%
College of Health Care Sciences	1	1%
College of Health Science and Human Services	1	1%
School of Applied Studies	1	1%
College of Clinical & Rehabilitative Health Sciences	1	1%
School of Health and Human Services	1	1%
College of Health Sciences and Professions	1	1%
School of Health Professions	1	1%
College of Health and Human Sciences	1	1%
College of Health	1	1%
College of Nursing and Allied Health Sciences	1	1%
School of Health & Natural Sciences	1	1%
School of Health Professions and Studies	1	1%
School of Health and Human Sciences	1	1%
School of Health Professions and Human Services	1	1%
School of Health and Medical Sciences	1	1%
College of Applied Health Sciences	1	1%
School of Health Professions	1	1%
School of Public Health	1	1%

<b>NAME</b>	<b>COUNT</b>	<b>PERCENT</b>
College of Allied Health	1	1%
School of Health Related Professions	1	1%
School of Health Sciences and Human Performance	1	1%
School of Nursing and Health Professions	1	1%
College of Nursing and Health Professions	1	1%
School of Health Sciences and Rehabilitation	1	1%
College of Pharmacy and Health Sciences	1	1%
School of Pharmacy and Health Professions	1	1%
College of Public Health and Health Professions	1	1%
School of Public Health and Health Professions	1	1%
College of Sciences and Health	1	1%
Department of Allied Health Sciences	1	1%
Institute of Health Professions	1	1%
<b>Grand Total</b>	<b>99</b>	<b>100%</b>

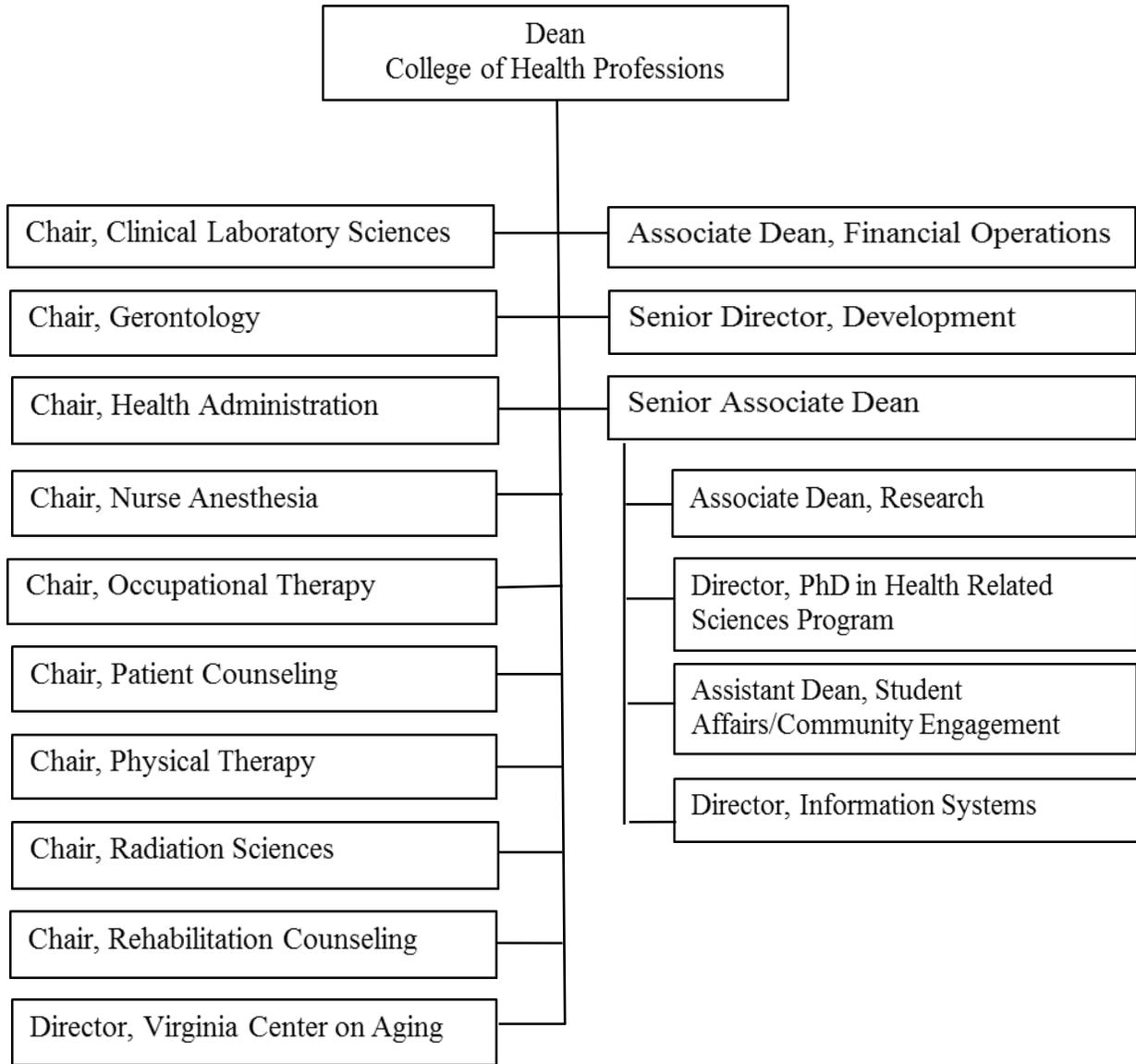
<b>Table 2. Summary by Use of “College” or “School” in Name – ASAHP Members</b>		
<b>Type</b>	<b>Count</b>	<b>Percent</b>
College	55	56%
School	41	41%
Other	3	3%
<b>Total</b>	<b>99</b>	<b>100%</b>

<b>Table 3. Summary by Use of “Allied” in Name – ASAHP Members</b>		
<b>Name</b>	<b>Count</b>	<b>Percent</b>
No “Allied”	86	87%
“Allied”	13	13%
<b>Total</b>	<b>99</b>	<b>100%</b>

<b>Table 4. Summary of Use of “Professions” or “Sciences” in Name of College/School – ASAHP Members</b>		
<b>Name</b>	<b>Count</b>	<b>Percent</b>
Health Professions	51	52%
Health Sciences	35	35%
Other	13	13%
<b>Total</b>	<b>99</b>	<b>100%</b>

<b>Table 5. Summary of Mix of Programs Offered – ASAHP Members</b>	
<b>Programs</b>	<b>Count</b>
Similar Mix to VCU	36
Nursing	34
Public Health	23
HPEX	16
Dental	9
Pharmacy	4
<b>Total</b>	<b>122</b>

### Appendix C: Organizational Structure of Proposed College



**Virginia Commonwealth University  
Proposed Organizational Change Brief**

**Proposal to Change the Name of the School of Engineering to the  
College of Engineering**

**Overview**

The VCU School of Engineering (SoEGR) requests approval to change its name to “College of Engineering” to more accurately reflect the breadth and scope of its academic programs and the breadth of its research. The SoEGR has six undergraduate degree programs, eight graduate degree programs at the master’s and doctoral levels, and a post-baccalaureate certificate program. In addition, the SoEGR has five centers and institutes: VCU Institute for Engineering and Medicine, Nanomaterials Core Characterization Facility, Wright Virginia Microelectronics Center, Medicines for All Institute, and the Center for Cyber Physical Systems, Analytics and Security.

A clear trend toward the term “college” for engineering programs has emerged among the SoEGR peer group.<sup>1</sup> This change aligns with the criteria outlined in the VCU policy “Changing the Designation of an Academic Unit from School to College” (approved 12/9/16). A college is defined as “a large academic unit with a broad scope of degree granting programs covering multiple disciplines.”

**Method of Delivery**

This is not applicable to organizational change proposals.

**Target Implementation Date**

Fall 2018

**Demand and Workforce Needs**

This is not applicable to organizational change proposals.

**External Competition**

This change to College of Engineering will provide increased visibility and put VCU engineering on equal standing with some of the best programs in the country. The proposed name change reflects the growth, the range of degree programs offered, and the range and volume of research produced. It will enhance the reputation of engineering at VCU, which will benefit efforts in growing enrollment, attracting talented and diverse faculty and cultivating donors.

**Target Population**

This is not applicable to organizational change proposals.

**Impact on Existing Programs**

This name change will not have any impact on existing degree programs or curricula. The administrative structure of the College of Engineering will be the same as the current SoEGR. This name change will not change the operations of the centers or institutes.

**Impact on Faculty**

The name change will not have any impact on existing faculty or faculty resources. The proposed College of Engineering will retain the same faculty at the same salaries. The proposed name change will have no impact on their roles or salaries.

---

<sup>1</sup> See institutional and academic peer institutions in Appendix C in full proposal, attached.

**Funding**

The cost of the name change will be covered by existing operating expenses. No state funding will be required to initiate or implement this name change.

**Benefit to University**

The SoEGR anticipates benefits in enrollment growth, donor cultivation, and attracting a talented and diverse faculty.

**Next Steps**

President's Cabinet	October 16
Board of Visitors	December 8
Submit to SCHEV	December 13

**Full Proposal**

The full proposal for the School of Engineering name change is attached.

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**Institution**

Virginia Commonwealth University

**Nature of Proposed Change**

The Virginia Commonwealth University requests approval to change the name of the School of Engineering (SoEgr) to the College of Engineering.

Appendix A presents the organizational structure before and after the proposed change.

**Background**

In 2015, conversations among SoEgr senior leadership turned to the knowledge that the evolution of the school was no longer reflected in its name. Departmental faculty meetings on the topic resulted in consensus. Administration and faculty agreed that colleges were seen as more academically diverse centers of learning. It was determined that “College of Engineering” would be a more accurate description of the breadth of degree programs offered and research conducted. As defined by VCU policy on changing academic unit designation ([https://policy.vcu.edu/sites/default/files/Changing the Designation of an Academic Unit from School to College.pdf](https://policy.vcu.edu/sites/default/files/Changing%20the%20Designation%20of%20an%20Academic%20Unit%20from%20School%20to%20College.pdf)), “a school is an academic unit focused on teaching and research in a single disciplinary area.” A college is defined as “a large academic unit with a broad scope of degree granting programs covering multiple disciplines.” A college also usually comprises two or more schools, departments, centers, or institutes.

VCU’s SoEgr has five academic departments: Biomedical Engineering, Chemical and Life Science Engineering, Computer Science, Electrical and Computer Engineering, and Mechanical and Nuclear Engineering. In addition, the SoEgr has five centers and institutes: VCU Institute for Engineering and Medicine, Nanomaterials Core Characterization Facility, Wright Virginia Microelectronics Center, Medicines for All Institute, and the Center for Cyber Physical Systems, Analytics and Security.

Appendix B: Letters of Support

**Purpose of Proposed Change**

In an effort to more accurately reflect the breadth of academic programs and research, the School of Engineering requests permission to change its name to “College of Engineering.” The use of the designation “college” is common nomenclature for academic units with a breadth of scope in degree-granting programs and multiple departments, centers or institutes.

**Rationale for Proposed Change**

Current U.S. News and World Report rankings show 25 (50%) of the top 50 graduate engineering programs and 7 (70%) of the top 10 undergraduate engineering programs are Colleges of Engineering. A clear trend toward the term “college of” for engineering programs has emerged among the SoEgr peer group. Of the engineering programs at VCU’s institutional peers, as defined by the VCU strategic plan, 4 of 6 (66%) are colleges.

Among the SoEgr's strategically identified academic peers, 8 of 11 (72%) are colleges of engineering.

The SoEgr has received increasing recognition nationally and internationally for excellence in scholarship and research in addition to its established reputation for high-quality undergraduate education. This change to College of Engineering will provide increased visibility and put VCU's SoEgr on equal standing with some of the best programs in the country. The proposed name change reflects the growth, the range of degree programs offered, and the range and volume of research produced. It will enhance the reputation of engineering at VCU, which will benefit efforts in growing enrollment, attracting talented and diverse faculty and cultivating donors.

#### Appendix C: Peer Institutions

##### **Curriculum/Academic Programs**

The SoEgr offers six undergraduate and eight graduate degree programs.

##### Undergraduate degree programs

Biomedical Engineering, B.S.  
Chemical and Life Science  
Engineering, B.S.  
Computer Engineering, B.S.  
Computer Science, B.S.  
Electrical Engineering, B.S.  
Mechanical Engineering, B.S.

##### Graduate degree programs

Biomedical Engineering, M.S.  
Biomedical Engineering, Ph.D.  
Computer and Information Systems Security, M.S.  
Computer Science, M.S.  
Engineering, M.S.  
Engineering, Ph.D.  
Mechanical and Nuclear Engineering, M.S.  
Mechanical and Nuclear Engineering, Ph.D.

The SoEgr also offers a post-baccalaureate certificate in Computer Science.

##### **Resources**

###### Budget

The SoEgr annual budget of more than \$28M is administered centrally from the office of the dean. All administrative and faculty positions are funded centrally by the SoEgr. This will continue after the creation of the College of Engineering. The department budget presents current expenditures for the SoEgr and proposed expenditures for the first three years of the College of Engineering.

###### Administration

The administrative structure of the College of Engineering will be the same as the current SoEgr. The dean oversees five department chairs (Biomedical Engineering, Chemical and Life Science Engineering, Computer Science, Electrical and Computer Engineering, and Mechanical and Nuclear Engineering), the chief development officer, and six associate deans (executive associate dean for finance and administration, executive associate dean for innovation and outreach, associate dean for research, associate dean for undergraduate studies, associate dean for graduate studies, and associate dean for strategic initiatives). This name change will not influence the roles or salaries of any of the individuals. The

dean also oversees the centers and institutes in which research is conducted. This name change will not change the operations of the centers or institutes.

Appendix D shows the organizational structure of the proposed college.

#### Faculty

The proposed College of Engineering will retain the same faculty at the same salaries. The SoEgr currently has 111 full-time faculty of whom 92 are teaching and research faculty. All 92 teaching and research faculty members hold the appropriate credentials to teach in engineering: 88 hold doctorate degrees, 3 hold master's degrees, and 1 holds a bachelor's degree. All of the teaching and research faculty are properly credentialed for the positions they hold. The remaining 19 faculty hold administrative or professional positions. They, too, are properly credentialed for the positions they hold.

#### Graduate Assistants

The SoEgr has 137 graduate assistants. The graduate assistants assist faculty with teaching, grading, and research. The assistantships are and will be covered by the SoEgr.

#### Postdoctoral Fellows

The SoEgr has 23 postdoctoral fellows who conduct independent research, mentor graduate and undergraduate students, and build additional laboratory experience to prepare them for professorship. Their wages are and will be covered by the SoEgr.

#### Space

The SoEgr currently has office space, lab space, classrooms, and center/institute space in two buildings on VCU's Monroe Park Campus -- the Engineering West Hall and the Engineering East Hall. There is office space, lab space, and center/institute space in the Institute for Engineering and Medicine Building on the Monroe Park Campus and in the Biotechnology Research Park buildings on N. Fifth Street and E. Leigh Street in Richmond.

No additional space is needed for the proposed change.

#### Miscellaneous

New business cards, stationery, signage, and other supplies associated with the name change to College of Engineering will be covered through funds allocated for other operating expenses in the budget. No additional funds are needed.

Stationery	\$ 2,000
Business cards	\$ 4,500
Signage	\$25,000
Total	\$31,500

No additional funds are requested and no new resources will be assigned to the proposed College of Engineering to accomplish this change. The table below shows the current and projected annual expenditures by type through FY2020-21. Virginia Commonwealth University and the SoEgr have adequate and sufficient resources to initiate the proposed name change to the College of Engineering.

**College Budget – Launch and Operate FY 2017 - 2021**

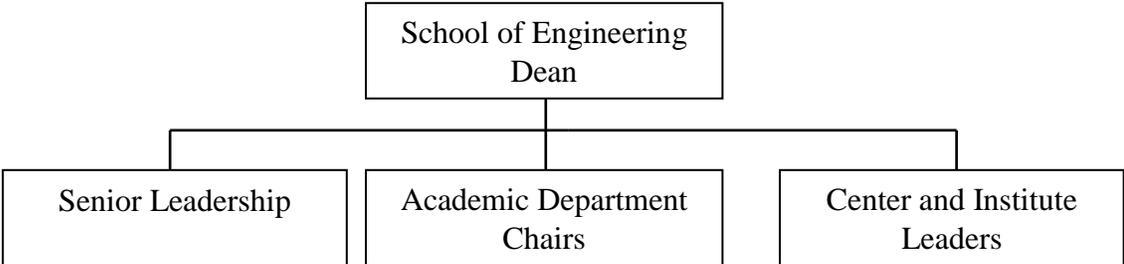
<b>Expenditure Category</b>	<b>HDCT</b>	<b>FY2017-18 Current School Budget</b>	<b>FY2018-19 Proposed College Budget</b>	<b>FY2019-20 Proposed College Budget</b>	<b>FY2020-21 Proposed College Budget</b>
<u>Personnel</u>					
Faculty	111	13,281,576	13,281,576	13,281,576	13,281,576
Fringe		4,966,539	4,966,539	4,966,539	4,966,539
Full-time Staff	42	2,039,759	2,039,759	2,039,759	2,039,759
Fringe		751,452	751,452	751,452	751,452
Part-time Staff	161	993,808	993,808	993,808	993,808
Fringe		30,485	30,485	30,485	30,485
Grad assistant stipends	137	1,306,680	1,306,680	1,306,680	1,306,680
Postdoc wages	23	196,459	196,459	196,459	196,459
Other personnel costs <sup>1</sup>		136,403	136,403	136,403	136,403
<b>Sub-total</b>	474	23,703,162	23,703,162	23,703,162	23,703,162
<u>Operating</u>					
Instructional supplies		1,286,059	1,286,059	1,286,059	1,286,059
Property lease & installment purchase		1,176,123	1,176,123	1,176,123	1,176,123
Travel and education		1,062,665	1,062,665	1,062,665	1,062,665
Services-on campus		759,152	759,152	759,152	759,152
Services-off campus		595,724	595,724	595,724	595,724
Grad assistant tuition/fees		329,770	329,770	329,770	329,770
Scholarships /fellowship		96,870	96,870	96,870	96,870
Other expenses		1,348,021	1,348,021	1,348,021	1,348,021
<b>Sub-total</b>		6,654,385	6,654,385	6,654,385	6,654,385
<b>TOTAL BUDGET</b>		30,357,548	30,357,548	30,357,548	30,357,548

<sup>1</sup> Moving expenses, early retirement and short-term disability.

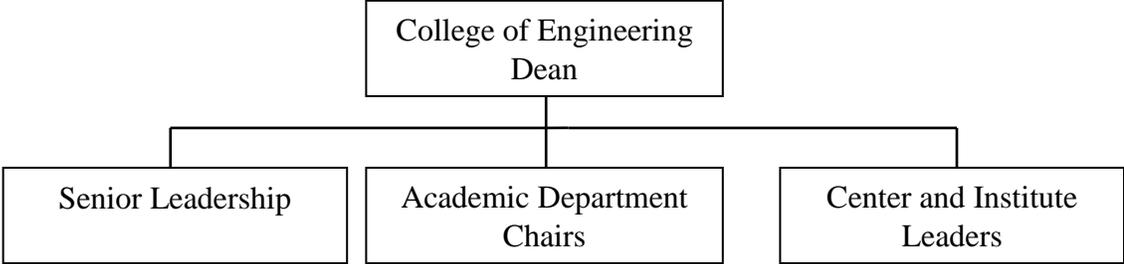
## Appendices

**Appendix A: Organizational Structure Before and After Proposed Change**

Organizational Structure Before Change



Organizational Structure After Change



## **Appendix B: Letters of Support**



# VCU

## School of Engineering

### Department of Biomedical Engineering

Henry J. Donahue, PhD  
Foundation Professor and Chair  
Institute of Engineering & Medicine  
Room 294  
601 West Main Street  
P. O. Box 843067  
Richmond, VA 23284-3067

Office: (804) 828-7956  
TDD: (800) 828-1120

Web: [biomedical.engr.vcu.edu](http://biomedical.engr.vcu.edu)

February 16, 2017

Dr. Barbara Boyan  
Dean, School of Engineering  
Virginia Commonwealth University

Dear Dean Boyan,

I am writing in strong support of changing the name of the VCU School of Engineering to the VCU College of Engineering.

The School of Engineering has undergone tremendous growth during the last several years. The number of faculty has increased 67% since 2010 years. And faculty growth is accelerating. In Biomedical Engineering alone the number of faculty has increased 33% in the last year. The School's sponsored research program has also increased significantly with collaborations across both VCU campuses as well as the Biotechnology Research Park and with leading universities throughout the nation. Our recent new research grants from the Gates Foundation, from NIH, from NSF and from DoD has resulted in our engineering programs reaching national recognition.

As a result, our School of Engineering has blossomed to the point where we have exceeded our original designation as a School. Our national prominence strongly suggests that we should be renamed the College of Engineering at Virginia Commonwealth University. Our programs have reached the level of other nationally recognized programs who are also entitled Colleges of Engineering. We are now at the point where the new name designation is worthy of our new status as one of the stronger engineering programs in the nation.

Sincerely,

Henry J. Donahue, Ph.D.  
Professor and Chair



February 23, 2017

Provost Gail Hackett  
Ginter House  
901 West Franklin Street  
Richmond, VA 23284  
Dear Provost Hackett,

School of Engineering  
Chemical and Life Science  
Engineering

601 West Main Street  
P.O. Box 843028  
Richmond, Virginia 23284-3028

804 828-7789 Fax: 804 828-3846  
TDD: 1-800-828-1120  
[www.egr.vcu.edu](http://www.egr.vcu.edu)

I am writing you with my enthusiastic support of Dean Boyan's proposal to change the name of the VCU School of Engineering to the **VCU College of Engineering**. This request comes at a point in time when our university's engineering program has experienced remarkable advancements in enrollment and research expenditures. The proposed name change is part of an effort to increase the visibility of the engineering program and in doing so, significantly improve our national ranking.

We have benchmarked our program against comparable institutions and believe that the proposed name change is well justified and the term College is a more accurate representation of the diverse programming currently offered in the VCU School of Engineering. Changing to the College of Engineering will also assist in our interactions with our current and future external stakeholders as well as to national and international institutional peers. Please feel free to contact me if you have any questions or concerns with my support of this name change.

Best regards,

B. Frank Gupton, Ph.D.  
Floyd D. Gottwald Professor and Chair  
Department of Chemical and Life Science Engineering  
Virginia Commonwealth University

**VCU**

September 15, 2017

Department of Computer Science

School of Engineering East Hall, 4<sup>th</sup> Floor  
401 West Main Street, Rm E4225  
P.O. Box 843019  
Richmond, Virginia 23284-3019

804 828-0575 • Fax: 804 828-2771  
TDD: 1-800-828-1120

[kcios@vcu.edu](mailto:kcios@vcu.edu)  
[computer-science.egr.vcu.edu](http://computer-science.egr.vcu.edu)

To Whom It May Concern:

I write this letter to support the name change from the VCU School of Engineering to the VCU **College of Engineering**.

The proposed change is in line with the names used at many other universities. For instance, I worked at Colleges of Engineering at the University of Toledo, Ohio, and at the University of Colorado Denver prior to joining VCU in summer of 2007.

In addition, several colleges of engineering in the last few years changed their names from College of Engineering to College of Engineering and Computing, or similar; they can be easily found by googling the web.

Should you need any additional information you can contact me at [kcios@vcu.edu](mailto:kcios@vcu.edu).

Sincerely,

Krzysztof Cios, PhD, DSc, MBA  
Professor and Chair



# VCU

February 24, 2017

RE: Letter of Support

To Whom It May Concern:

**School of Engineering  
Department of Electrical and Computer  
Engineering**

School of Engineering, West Hall  
601 West Main Street  
P.O. Box 843072  
Richmond, Virginia 23284-3072

**804 828-0181 • Fax: 804 827-0006**  
TDD: 1-800-828-1120

I am writing in support of changing the name of the "School of Engineering" to the "College of Engineering". Currently, the Department of Electrical and Computer Engineering has 294 undergraduate and 55 graduate students. We are anticipating a 30% growth in student population and 20% growth in faculty in the next 4-5 years. Majority of the academic institutions in the world with sizable engineering discipline presence, use the name "College" instead of "School" including my past two institutions - University of Michigan College of Engineering and Mississippi State University College of Engineering. VCU School of Engineering is on an upward trajectory with substantial growth already achieved in the past four years. As we continue to build our reputation nationally and internationally and improve our rankings, I strongly believe that we must adopt a universally recognizable name.

I wholeheartedly support the name change. Please feel free to contact me with any questions or concerns.

Sincerely,

Erdem Topsakal, Chair and Professor  
Virginia Commonwealth University  
Electrical and Computer Engineering Dept.  
601 W Main Street  
Richmond, VA, 23284  
Phone: 804-828-1313  
Email: etopsakal@vcu.edu



# VCU School of Engineering

February 14, 2017

Re: Proposal to change the name of the VCU School of Engineering to the VCU College of Engineering

Dear Dean Boyan,

The VCU Department of Mechanical and Nuclear Engineering strongly supports the proposal to change the name of the VCU **School** of Engineering to the VCU **College** of Engineering. The proposed name change is merited by the broad range of academic disciplines currently organized within Engineering. The designation of "College" will more accurately reflect and convey the diverse array of departments, programs, centers and institutes that constitute Engineering at VCU. An analysis of peer institutions with comparable engineering programs and the widely accepted distinction between a "college" and a "school" strongly supports the "college" designation as a much more accurate representation. We have had unprecedented growth and expansion in all departments and programs during the 20 years since the establishment of the School and we have simply outgrown our initial name and, therefore, should make this change to more accurately reflect the size and diversity of our engineering programs at VCU.

Respectfully Submitted,

---

Gary Tepper, Ph.D.  
Professor and Chair  
VCU School of Engineering  
Mechanical & Nuclear Engineering  
401 West Main Street, Room E3221  
P.O. Box 843015  
Richmond, Virginia 23284-3015

## Appendix C: Peer Institutions

1. Institutional Peers as defined by the VCU Quest for Distinction (<http://www.quest.vcu.edu/success/peers/>) (2 schools, 4 colleges):

University of Alabama – Birmingham: <http://www.uab.edu/engineering/home/> (school)

University of Cincinnati: <http://ceas.uc.edu/html> (college)

University of Illinois – Chicago: <http://engineering.uic.edu/COE/WebHome> (college)

University of Louisville: <http://louisville.edu/speed/> (school)

University of South Carolina:

[http://www.sc.edu/study/colleges\\_schools/engineering\\_and\\_computing/](http://www.sc.edu/study/colleges_schools/engineering_and_computing/) (college)

University of South Florida: <http://www.usf.edu/engineering/> (college)

2. Academic Peers as defined by the VCU School of Engineering: (3 schools, 8 colleges)

This peer group was established by analyzing data from Carnegie Classification of Institutes of Higher Education released February 2016 for the period covering FY2014 and the ASEE annual survey released April 2017 for the period covering FY 2016 and Fall 2015. The following Carnegie classifiers were used to identify institutions similar to VCU which were then mapped against ASEE data to apply the classifiers only to institutions with engineering programs.

Carnegie classifiers used to identify similar institutions to VCU with engineering programs:

BASIC2015 = Highest Research: Research level. VCU is Highest Research.

CONTROL = Public: Control of institution. VCU is Public.

LOCALE = Any City (SM,MED,LRG): Degree of urbanization. VCU is City-midsize.

CCE2015 = Classified: Community Engagement Elective Classification. VCU is Classified.

MEDICAL = Yes: Institution grants a medical degree, either yes or no. VCU is Yes.

LANDGRNT = No: Land-grant institution, either yes or no. VCU is No.

The following SoEgr peers are engineering programs at public institutions with highest research in any size city that are community engaged, offer medical degrees and are not land grant institutions:

Florida A&M University/Florida State University: <http://www.eng.famu.fsu.edu/> (college)

Temple University: <http://engineering.temple.edu/> (college)

University of Alabama – Birmingham: <http://www.uab.edu/engineering/home/> (school)

University of California – Los Angeles: <http://engineering.ucla.edu/> (school)

University of Cincinnati: <http://ceas.uc.edu/> (college)

University of Iowa: <https://www.engineering.uiowa.edu/> (college)

University of Kansas: <http://enr.ku.edu/> (school)

University of South Carolina:

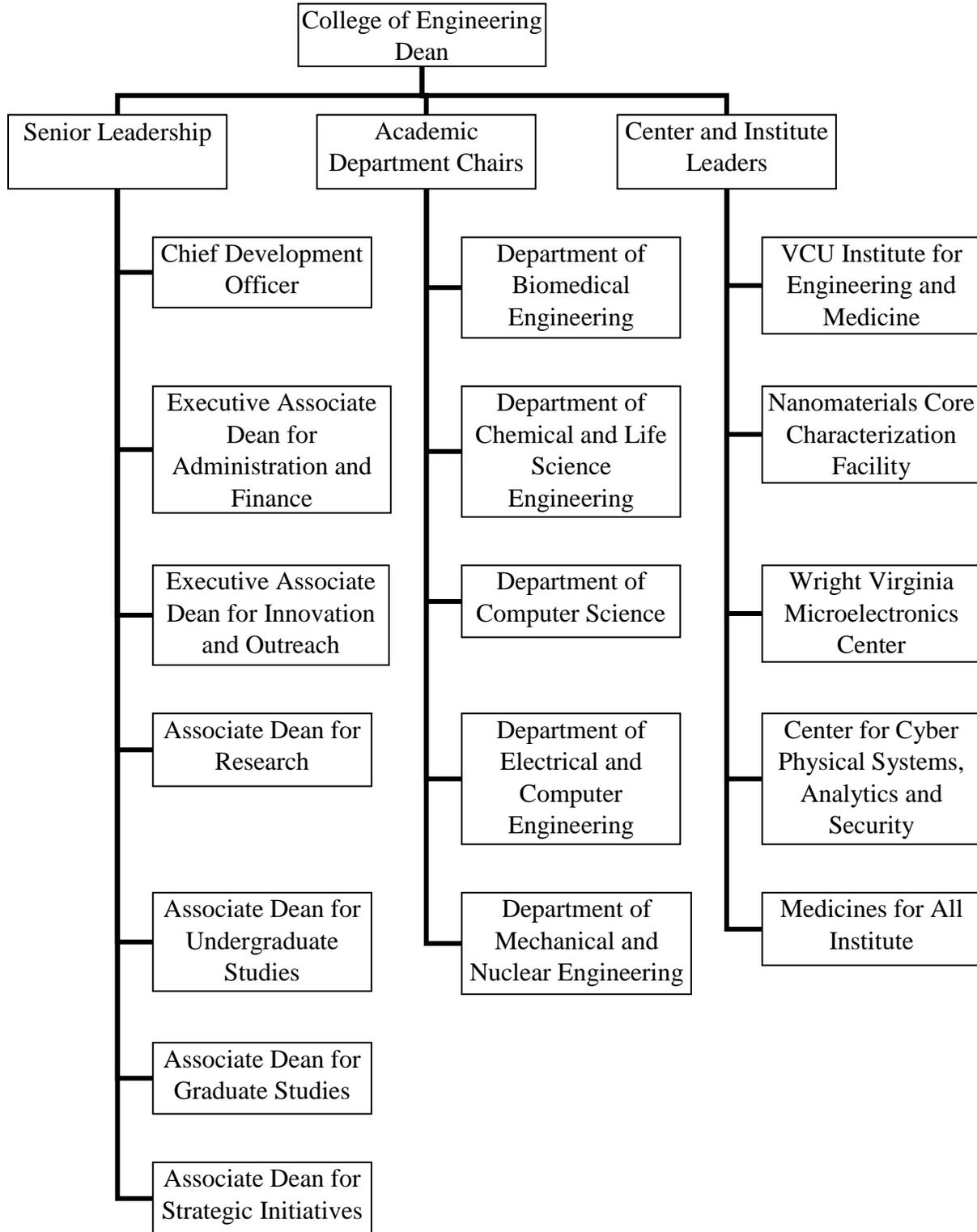
[http://www.sc.edu/study/colleges\\_schools/engineering\\_and\\_computing/](http://www.sc.edu/study/colleges_schools/engineering_and_computing/) (college)

University of South Florida: <http://www.usf.edu/engineering/> (college)

University of Utah: <http://www.coe.utah.edu/> (college)

Wayne State University: <https://engineering.wayne.edu/> (college)

**Appendix D: Organizational Structure of Proposed College**



**Virginia Commonwealth University**  
**Proposed Program Brief**  
**Proposal to Create a New Graduate Certificate in Public History**

**Overview**

VCU seeks approval to offer a 15 credit graduate certificate in public history.

This field of "public history" is a relatively new and important historical field. Public history is the practice of history outside the classroom, including the scholarly work of documentary editors, journal editors, publishers, and digital media specialists in addition to the professional work of archivists, museum curators, historic preservationists, and others.

The purpose of the proposed certificate is three-fold, building on the History Department's strengths. The first aim is to formalize into this certificate existing and popular courses and internships. Second, this certificate will attract public-history-minded students to the Department of History's graduate program. The third purpose is to enable graduates to better market themselves for public history related jobs.

**Method of Delivery**

All courses will be taught in traditional classroom format, except for the internship, which will be conducted on-site at a host institution.

**Target Implementation Date**

Fall 2018

**Demand and Workforce Need**

Admissions data for the History M.A. program show that applicants are interested in public history. For example, of the thirty-five applications for admission since the fall of 2016, fifty percent of the applicants in their personal statement mention public history directly as one of the motivation for pursuing graduate study in History. Additionally, alumni data show that at least sixteen of the department's recent M.A. graduates have found work in the public history field. These include jobs at the Virginia Historical Society, the Richmond Times-Dispatch, Monticello, Wilton House, Richmond National Battlefield Park, and the Valentine Richmond History Center.

Central Virginia is an ideal location to pursue and practice public history. The region hosts dozens of museums, historical societies, preservation organizations, archives, historic sites, film crews, and tour operations. One of the primary campaigns of the Virginia Tourism Corporation entails the state's history. Tourists spent \$23 billion dollars in the state in 2015 which directly supported 222,000 jobs within Virginia making the travel industry the fifth largest private employer in the Commonwealth. Accordingly, dozens of jobs are advertised each year in this field for the central Virginia region alone. In March 2017, for example, the Virginia Association of Museums listed eighteen related job postings.

**External Competition**

University of Virginia, James Madison University, University of Mary Washington, and Longwood University have undergraduate programs with public history topics. Among graduate history programs, the College of William and Mary offers students "apprenticeships" in related career fields but does not offer a degree or certificate in public history. The University of Richmond has recently begun offering a public history

certificate through its School of Professional & Continuing Studies rather than its History Department; hence it does not integrate public history with the activities of established scholars nor does it offer the opportunity for an accompanying master's degree. Moreover, U.R.'s internship program has not developed the range of internship placements in comparison to VCU's Department of History.

### **Target Population**

The target population for the Public History Graduate Certificate would include: educators seeking to move from a teaching position to an educational position at a museum or historical society; recently graduated humanities or social science majors, seeking to develop practical applications for their studies; exiting military service personnel, mid-career professionals in another field, or retirees; and employees in public-history institutions seeking to advance their training and credentials.

### **Impact on Existing Programs/Policies**

This proposed graduate certificate is not similar to any other program at VCU. The proposed certificate is related to the departments of Art History, Public Administration, and Urban Studies insofar as restricted electives for this certificate includes graduate courses from these departments. These departments have reviewed and support this proposal.

### **Impact on Faculty**

The Department of History has three faculty members who regularly teach public history courses and supervise internships. These three hold the Ph.D. in History and have extensive experience working for or with public history institutions. Since 2005, the department's faculty have taught 21 sections of six different public history graduate courses; these have been among the History Department's highest-enrolled graduate courses. Additionally, the department has placed graduate students in internships at over twenty different institutions.

### **Benefit to University**

A graduate certificate in public history will enable VCU to fill a niche, culturally and economically, unoccupied by other graduate programs in Virginia. Additionally, given the context of historical institutions in Richmond, this certificate enhances VCU's commitment to community engagement and being a public, urban, research university.

### **Funding**

The Department of History needs no additional resources or revenue to operate the program. All courses are currently offered as electives for the History, M.A.

### **Next Steps**

University Council	October 5
President's Cabinet	October 16
Board of Visitors	December 8
Submit to SCHEV	December 13

### **Full Proposal**

The full proposal for a Graduate Certificate in Public History is attached.

**STATE COUNCIL OF HIGHER EDUCATION FOR VIRGINIA  
PROGRAM PROPOSAL COVER SHEET**

<p>1. Institution</p> <p style="padding-left: 20px;">Virginia Commonwealth University</p>	<p>2. Academic Program (Check one):</p> <p style="padding-left: 20px;">New program proposal    _____</p> <p style="padding-left: 20px;">Spin-off proposal        _____</p> <p style="padding-left: 20px;">Certificate document     _____X</p>
<p>3. Name/title of proposed program</p> <p style="padding-left: 20px;">Public History</p>	<p>4. CIP code</p> <p style="padding-left: 20px;">54.0105</p>
<p>5. Degree/certificate designation</p> <p style="padding-left: 20px;">Graduate Certificate</p>	<p>6. Term and year of initiation</p> <p style="padding-left: 20px;">Fall 2018</p>
<p>7a. For a proposed spin-off, title and degree designation of existing degree program</p> <p>7b. CIP code (existing program)</p>	
<p>8. Term and year of first graduates</p> <p style="padding-left: 20px;">Spring 2019</p>	<p>9. Date approved by Board of Visitors</p>
<p>10. For community colleges:</p> <p style="padding-left: 20px;">date approved by local board</p> <p style="padding-left: 20px;">date approved by State Board for Community Colleges</p>	
<p>11. If collaborative or joint program, identify collaborating institution(s) and attach letter(s) of intent/support from corresponding chief academic officers(s)</p>	
<p>12. Location of program within institution (complete for every level, as appropriate and specify the unit from the choices).</p> <p style="padding-left: 20px;">Departments(s) or division of <u>History</u></p> <p style="padding-left: 20px;">School(s) or college(s) of <u>College of Humanities and Sciences</u></p> <p style="padding-left: 20px;">Campus(es) or off-campus site(s) <u>Monroe Park</u></p> <p style="padding-left: 20px;">Mode(s) of delivery: face-to-face <u>100%</u> distance (51% or more web-based) _____</p> <p style="padding-left: 20px;">hybrid (both face-to-face and distance) _____</p>	

13. Name, title, telephone number, and e-mail address of person(s) other than the institution's chief academic officer who may be contacted by or may be expected to contact Council staff regarding this program proposal.

Dr. Deborah S. Noble-Triplett, Sr. Vice-Provost for Academic Affairs, 804-828-8883,  
[noble-triplett@vcu.edu](mailto:noble-triplett@vcu.edu)

Dr. Scott F. Oates, Director, Academic Integrity and Assessment, 804-828-9124  
[sfoates@vcu.edu](mailto:sfoates@vcu.edu)

# **Proposal for a Graduate Certificate in Public History**

## **Table of Contents**

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Virginia Commonwealth University  
Graduate Certificate

**Name of Certificate:** Public History

**CIP Code:** 54.0105

**Initiation Date:** August 15, 2018

**Description of Proposed Certificate:**

The purpose of the proposed graduate certificate program is to prepare students for professional work in the field of public history. “Public history” can be defined as the practice of history outside the classroom, including the scholarly work of documentary editors, journal editors, publishers, and digital media specialists in addition to the professional work of archivists, museum curators, historic preservationists, and others.

Public history offers students a wide range of career opportunities. Federal and state agencies employ public historians as park rangers, interpreters, researchers, archivists, curators, administrators, and historic preservation specialists. Nonprofit institutions, including museums, libraries, historical societies, and historical sites, likewise offer such employment. Public historians are also equipped to work in the film industry as writers, producers, or actors. They work in the publishing field as editors, authors, or digital content specialists. Public historians are active in the tourism industry and within large businesses.

This is a relatively new and important historical field. The National Council on Public History, an affiliated society of the American Historical Association, is the field’s primary professional organization. More than two hundred universities offer training in public history, drawing on interdisciplinary methods and emphasizing practical experiences.

The Public History graduate certificate will be administered by the Department of History.

**Target Audience:**

The target audience for the Public History Graduate Certificate would include:

- educators seeking to move from a teaching position to an educational position at a museum or historical society;
- recently graduated humanities or social science majors, seeking to develop practical applications for their studies;
- exiting military service personnel, mid-career professionals in another field, or retirees; and
- employees in public-history institutions seeking to advance their training and credentials.

**Time to Complete:**

The proposed certificate requires fifteen credit hours. These could be completed in one year, or two semesters. Part-time students taking as little as one course per semester could complete the

certificate in two and one-half years. The certificate program would accommodate those working full time and those who are not. Students would have a maximum of six years to complete the certificate.

See Appendix A for Plan of Study

**Admission criteria:**

Students applying for the Public History Graduate Certificate must:

- meet general admission requirements of the VCU Graduate School;
- hold a bachelor’s degree, with some prior experience in the humanities;
- provide a statement of intent, undergraduate transcripts, and three letters of recommendation from references.

Three graduate-level transfer credits would be accepted toward the certificate, with the history department’s approval of the credits.

**Curriculum requirements:**

The focus of the curriculum is the keystone course, HIST 651 Public History: Theory and Practice, which provides a foundation for restricted electives in areas such as documentary editing, oral history, material culture, and museum curation. All students complete an internship of 135 hours.

Certificate Program Requirements

Total Number of Credit Hours: 15 graduate credits

Required Courses (6 credits)

HIST 651	Public History: Theory and Practice (3 credits)
HIST 693	Internship: 135 hours per semester course (3 credits)
	The Department of History has developed relationships with many public history institutions in central Virginia (such as the Virginia Historical Society, the Library of Virginia, and the Valentine Richmond History Center) which host our interns and offer opportunities to do work outside the above strengths, such as archival processing and educational programming.

Restricted electives – (9 credits)

HIST 623	Readings in Virginia and Southern History (3 credits)
HIST 652	Documentary Editing and Scholarly Publishing (3 credits)
HIST 653	American Material Culture (3 credits)
HIST 654	Oral History: Theory and Practice (3 credits)
HIST 691	Topics courses with a public history focus (3 credits)
HIST 693	Internship (3 credits maximum, in addition required internship)

*ARTH 621	Historical Preservation (3 credits) OR URSP 517 Historic Preservation in Planning (3 credits)
*ARTH 681	Museums and Communities (3 credits)
*ARTH 682	The Museum as Educational Institution (3 credits)
*ARTH 683	Museum Collections (3 credits)
*ARTH 684	Curating Museum Exhibitions (3 credits)
*PADM 650	Principles of Nonprofit Management (3 credits)
*URSP 647	Adaptive Reuse of Buildings (3 credits)

- No more than six elective credits can come from the asterisked list.

### **Faculty:**

Faculty appointments in the certificate program are established by recommendation of the chair of the Department of History. Three faculty members in the departments teach public history courses and supervise internships. These three hold the Ph.D. in History and have extensive experience working for or with public history institutions.

Faculty from Art History, Public Administration, and Urban Studies offering eligible electives for this certificate hold terminal degrees in their fields.

Adjunct faculty may be utilized to offer occasional, discrete courses in subjects, for example, a HIST 691 topics course on archives. Adjunct faculty will have a terminal degree appropriate to a course topic.

No graduate assistants will be utilized.

### **Course delivery format:**

All courses will be taught in traditional classroom format, except for the internship, which will be conducted on-site at a host institution.

### **Resources:**

The department needs no additional resources to offer this certificate. It is offering all the courses including the internship at this time. Current resources include support services (clerical assistance with application processing, scheduling, etc.) and faculty services with course delivery and program administration.

### **Gainful Employment:**

This certificate program meets the statutory definition for Gainful Employment. VCU has processes in place to meet DOE reporting requirements regarding Gainful Employment.

## **Course Descriptions:**

### **HIST 623. Readings in Virginia and Southern History**

Semester course; 3 lecture hours. 3 credits. Analysis of major studies and interpretative trends in a particular area of Virginia or Southern history through readings and class discussions. See the Schedule of Classes for specific topics to be offered each semester.

### **HIST 651. Public History: Theory and Practice**

Semester course; 3 lecture hours. 3 credits. An overview of the field of public history, intended to introduce students to the range of professional historical activities practiced outside the classroom. Explores methods and skills including archival work, documentary editing, historic preservation, museum studies, and oral history. The course also involves a sustained consideration of the theoretical issues that arise from public history work, defined as history of, for, by, and/or with the public.

### **HIST 652. Documentary Editing and Scholarly Publishing**

Semester course; 3 lecture hours. 3 credits. An overview of the processes by which historical scholarship is disseminated by publication. Students will practice editing scholarly editions of historic documents and reviewing manuscripts for publication in academic media. Special consideration will be given to the digital humanities and new technology's relation to the traditional publishing trade.

### **HIST 653. American Material Culture**

Semester course; 3 lecture hours. 3 credits. Material culture is a term encompassing all things created or modified by people - such as clothing, tools, furniture, works of art, buildings, and even landscapes. This course introduces students to the field of material culture studies and challenges them to study the American past through examination of its artifacts and architecture. Students will explore a range of disciplinary approaches and time periods, as well as the role of politics in the preservation and exhibition of material culture.

### **HIST 654. Oral History: Theory and Practice**

Semester course; 3 lecture hours. 3 credits. An introduction to the practice and theories of oral history, a method employing interviews or sound recordings of people with personal knowledge of past events. Students will consider the benefits and limitations of the method as well as learn the general legal issues involved. Students will conduct their own interviews and practice the transcription of oral history.

### **HIST 691. Special Topics in History**

Semester course; 1-3 lecture hours. 1-3 credits. May be repeated for a maximum of 9 credits. An intensive study of a selected topic in history.

### **HIST 693. Internship in History**

Semester course; variable hours. 2-4 credits per semester. Maximum of 6 credits. Determination of the amount of credit and permission of departmental internship coordinator must be procured prior to registration for this course. Students receive credit for work on historical projects with approved agencies.

Course descriptions for non-HIST courses:

#### ARTH 621. Historical Preservation and Architectural History

Semester course; 3 lecture hours. 3 credits. An introduction to the methods or research, record keeping and reporting used in architectural history, and to the evolution of the discipline, especially in relation to historic preservation.

#### ARTH 681. Museums and Communities

Semester course; 3 seminar hours. 3 credits. An examination of relationships between museums and communities, focusing on critical/theoretical analyses of how museums have constructed community identities, histories of place and cross-cultural relations. Also provides understanding of organizational structures and the roles and responsibilities of museum administrators.

#### ARTH 682. The Museum as Educational Institution

Semester course; 3 seminar hours. 3 credits. An overview of the history, theory and practice of museums as educational institutions, focusing on education philosophies and teaching methods as well as criteria for evaluating the educational merit of exhibits and programs. Also provides an understanding of the roles and responsibilities of museum educators and the structural organization of museum departments of education.

#### ARTH 683. Museum Collections

Semester course; 3 seminar hours. 3 credits. An examination of the history, motivations and procedures of museums collecting. Considers the ethical and logistical issues involved in acquiring objects (through bequests and purchase), in releasing objects (through restitution and deaccessioning) and in stewardship of objects (through conservation and registration). Also provides understanding of the roles and responsibilities of curators, collections managers, registrars and conservators, as well as an understanding of the structural organization of curatorial/collections staff.

#### ARTH 684. Curating Museum Exhibitions

Semester course; 3 seminar hours. 3 credits. Prerequisite: ARTH 681, ARTH 682, ARTH 683 or ARTH 691. Students work collaboratively to develop an exhibit script that reflects a contemporary museological issue through the display of artworks and/or artifacts.

#### PADM 650. Principles of Nonprofit Management

Semester course; 3 lecture hours. 3 credits. Explores the history, theories and dynamics of not-for-profit organizations in the United States, with focus on organizations with local or regional

services areas. Emphasizes political, legal, cultural and constituent environments; revenue generation; decision-making, communications leadership; and organizational models. Compares the mission and operations of nonprofit organizations, government organizations, and for-profit enterprises in the delivery of services.

#### URSP 517. Historic Preservation in Planning

Semester course; 3 lecture hours. 3 credits. The course surveys the process of historic preservation that includes the evaluation of sites, identification of architectural styles, the adaptive use of sites and structures, and the various sources available for implementing preservation proposals in government or the private sector. Preservation is considered as a tool in the planning process; and its application to neighborhoods, downtowns, and other city districts is considered.

#### URSP 647. Adaptive Reuse of Buildings

Semester course; 3 lecture hours. 3 credits. Describes from a public sector perspective identification for new uses, evaluation of benefits and preparation of implementation proposals for recycling older buildings. Discusses methods used to develop the necessary design guidelines as well as analyze these opportunities that can be a catalyst for urban revitalization.

## Appendices

## Appendix A

### Plan of Study

#### Public History, Graduate Certificate

##### Full Time Plan of Study

Fall Semester (9 credit hours):

HIST 651 (3) required keystone course

ARTH 683 (3) Elective

HIST 693 (3) Internship

Spring Semester (6 credit hours)

HIST 653 (3) Elective

HIST 693 (3) Elective

Total: 15 credit hours

##### Part-Time Plan of Study

Fall Semester (6 credit hours)

HIST 651 (3) required keystone course

URSP 517 (3) Elective

Spring Semester (6 credit hours)

HIST 654 (3) Elective

PADM 650 (3) Elective

Fall Semester (3 credit hours)

HIST 693 (3) Internship

Total: 15 credit hours



## [DRAFT] Presidential Evaluation

**Policy Type:** Board of Visitors  
**Responsible Office:** Office of the President  
**Initial Policy Approved:** 05/15/2009  
**Current Revision Approved:** MM/DD/YYYY

### Policy Statement and Purpose \_\_\_\_\_

The Virginia Commonwealth University (VCU) Board of Visitors is responsible for ensuring the President's achievement of the institution's mission-based goals in student learning, research, scholarship and community engagement/service as well as his stewardship of the affiliated VCU Health System Authority. To that end, the Board is required to conduct an annual review of the President's performance and the institution's progress of these goals.

The Board of Visitors desires to institute and adopt a systematic method of conducting the evaluation of the president in alignment with the university's mission and identity, and in accordance with the President's contract, applicable state laws, and prevailing best practices.

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### Who Should Know This Policy \_\_\_\_\_

All members of the VCU Board of Visitors are responsible for knowing the contents of this policy. The President and staff of the Office of the President must be familiar with its contents and provisions.

## Definitions

---

### **Governance and Compensation Committee (GCC)**

A standing committee of the VCU Board of Visitors with membership appointed annually by the Rector and chaired by the Vice Rector of the Board to provide oversight of the Presidential Evaluation process as well as presidential compensation. See Board Bylaws Article II § 7.B.4.

## Contacts

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The Board of Visitors, by and through its Governance and Compensation Committee, officially interprets this policy. The Office of the President is responsible for obtaining approval for any revisions and questions regarding this policy should be directed to this Office.

## Policy Specifics and Procedures

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The Governance and Compensation Committee is responsible for conducting the annual review of the President, taking into account the President's self-assessment report, proposed priorities and goals, and the VCU Executive Compensation Philosophy.

No later than the May meeting of the Board of Visitors, the Rector initiates the annual process for the evaluation of the President for the year (generally, July 1 through June 30 of current fiscal year). The annual process includes the President's self-assessment of the approved priorities and goals for that year and the President's presentation of proposed or updated priorities and goals for the following year. The President's self-assessment will be in a mutually agreed-upon form and may include qualitative and quantitative measures of the President's performance, as well as the progress of Virginia Commonwealth University and the VCU Health System Authority.

The President's self-assessment should include the following:

- Progress on meeting the mutually agreed upon and established priorities and goals.
- The President's assessment of the overall academic quality of the University.
- The President's assessment of the financial status of the University and the Health System.
- The President's assessment of the challenges facing the University and the Health System.
- The identification of any professional development the President wishes to pursue.
- Priorities and goals proposed by the President for the upcoming year to review as part of the Annual Review process.
- Other issues or topics as determined by the GCC or full Board.

The GCC will solicit written observations on the President's performance from each member of the Board utilizing an appraisal instrument similar to the template in Attachment A.

The President will submit the written self-assessment and proposed (or updated) priorities and goals to the GCC no less than thirty (30) days in advance of the Board's retreat, which is generally held in August. Concurrent with the transmittal of the self-assessment, the President will also provide a full accounting of all earned outside income for the previous year from service on boards of directors and any other source, as required by the Commonwealth's annual budget act and any other applicable source.

Prior to the Retreat, the GCC shall review the appraisal results, president's self-assessment report, full accounting of earned outside income and proposed goals for the year. The President will present his self-assessment report and proposed priorities and goals for the year in a closed session meeting with the Board at its retreat or at the next occurring meeting of the Board.

The GCC will formulate a recommendation to the full Board, in consultation with the President, regarding the evaluation and any compensation adjustments for the President at the next occurring meeting of the Board. Following the closed session meeting with the President, the GCC will finalize the President's evaluation and goals for the year and share the final evaluation, and priorities and goals for the year to the President and the Board in a written letter. The GCC's letter will detail the results of the annual review, any changes to the president's contract or compensation, and the priorities and goals for the upcoming year. It is anticipated that this process will be completed no later than October 1 of each year.

The written self-assessment, full accounting of earned outside income, final evaluation of the President as well as any evaluation-related documents and notes are part of the President's confidential personnel record. The President's compensation is public information.

As an alternative, the Board may elect to conduct a periodic comprehensive evaluation of the President at its discretion. A comprehensive evaluation is a review of the President's performance, which seeks stakeholder input and may include the hiring of an external evaluator or facilitator for the process. In the year a comprehensive evaluation is conducted, it is performed in lieu of the annual review.

## **COMPENSATION**

The GCC is responsible for conducting a compensation review and recommending the President's compensation package to the full Board for approval each year. The annual compensation review will consider both performance- and market-based criteria, which includes but are not limited to:

- The results of the Annual Review or the Comprehensive Evaluation;
- The VCU Executive Compensation Philosophy;
- A market analysis of University President compensation among comparable institutions; and
- Other documentation deemed to be relevant.

The GCC may engage an independent compensation consultant to provide market analysis, regulatory updates and other support to assist the GCC in its compensation review and to provide educational resources for the full Board.

## **Forms**

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Sample Annual Appraisal of the President's Performance attached.

## **Related Documents**

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There are no related documents.

**Revision History** \_\_\_\_\_

This policy supersedes the following archived policies:

Approved by the Board: \_\_\_\_\_; May 15, 2009; Revised: November 10, 2011

**FAQ** \_\_\_\_\_

There are no FAQs associated with this policy.

DRAFT

EXAMPLE<sup>1</sup>

ANNUAL APPRAISAL OF THE PRESIDENT'S PERFORMANCE AND EFFECTIVENESS

INSTRUCTIONS: Please comment on any aspect of the president's performance and effectiveness in the space provided.

BOARD OF VISITORS RELATIONS

*Disseminates adequate and accurate information to the BOV in a timely manner.*

---

*Enjoys a positive overall relationship with the BOV.*

---

INSTITUTIONAL LEADERSHIP/MANAGEMENT

*Has assembled a strong leadership team.*

---

*Advances the mission of the University.*

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*Assures quality academic and support programs.*

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*Operates the University with a commitment to strategic planning, goal setting and evaluation.*

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*Manages resources proficiently.*

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<sup>1</sup> Permission to use appraisal form granted by UVA on June 22, 2017. Source: from University of Virginia Policy BOV-011: Presidential Evaluation (December 16, 2016): retrieved from <https://uvapolicy.virginia.edu/policy/BOV-011>

*Has established a pattern of success in achieving goals.*

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EXTERNAL RELATIONS

*Effectively and enthusiastically advocates for the University.*

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*Effectively presents the University's resource needs to government officials and private contributors.*

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*Appreciates the need for institutional accountability.*

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*Relates well with alumni, parents, and donors.*

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*Represents the University in national higher education organizations.*

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RELATIONSHIPS

*Enjoys a positive relationship with local community leaders.*

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*Maintains a positive relationship with the faculty and staff.*

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*Maintains an effective relationship with legislators and their staff and with executive branch senior management.*

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PERSONALITY TRAITS

*Poised under pressure.*

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*Communicates effectively.*

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*Integrity.*

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*Energy.*

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*Forward-looking.*

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*Skillful in relating to others.*

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*Respected.*

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*Deliberate decision-maker.*

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## [DRAFT] Presidential Evaluation

**Policy Type:** Board of Visitors  
**Responsible Office:** Office of the President  
**Initial Policy Approved:** 05/15/2009  
**Current Revision Approved:** MM/DD/YYYY

### Policy Statement and Purpose \_\_\_\_\_

The Virginia Commonwealth University (VCU) Board of Visitors is responsible for ensuring the President's achievement of the institution's mission-based goals in student learning, research, scholarship and community engagement/service as well as his stewardship of the affiliated VCU Health System Authority. To that end, the Board is required to conduct an annual review of the President's performance and the institution's progress of these goals.

The Board of Visitors desires to institute and adopt a systematic method of conducting the evaluation of the president in alignment with the university's mission and identity, and in accordance with the President's contract, applicable state laws, and prevailing best practices.

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### Who Should Know This Policy \_\_\_\_\_

All members of the VCU Board of Visitors are responsible for knowing the contents of this policy. The President and staff of the Office of the President must be familiar with its contents and provisions.

## Definitions

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### **Governance and Compensation Committee (GCC)**

A standing committee of the VCU Board of Visitors with membership appointed annually by the Rector and chaired by the Vice Rector of the Board to provide oversight of the Presidential Evaluation process as well as presidential compensation. See Board Bylaws Article II § 7.B.4.

## Contacts

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The Board of Visitors, by and through its Governance and Compensation Committee, officially interprets this policy. The Office of the President is responsible for obtaining approval for any revisions and questions regarding this policy should be directed to this Office.

## Policy Specifics and Procedures

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The Governance and Compensation Committee is responsible for conducting the annual review of the President, taking into account the President's self-assessment report, proposed priorities and goals, and the VCU Executive Compensation Philosophy.

No later than the May meeting of the Board of Visitors, the Rector initiates the annual process for the evaluation of the President for the year (generally, July 1 through June 30 of current fiscal year). The annual process includes the President's self-assessment of the approved priorities and goals for that year and the President's presentation of proposed or updated priorities and goals for the following year. The President's self-assessment will be in a mutually agreed-upon form and may include qualitative and quantitative measures of the President's performance, as well as the progress of Virginia Commonwealth University and the VCU Health System Authority.

The President's self-assessment should include the following:

- Progress on meeting the mutually agreed upon and established priorities and goals.
- The President's assessment of the overall academic quality of the University.
- The President's assessment of the financial status of the University and the Health System.
- The President's assessment of the challenges facing the University and the Health System.
- The identification of any professional development the President wishes to pursue.
- Priorities and goals proposed by the President for the upcoming year to review as part of the Annual Review process.
- Other issues or topics as determined by the GCC or full Board.

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The President will submit the written self-assessment and proposed (or updated) priorities and goals to the GCC no less than thirty (30) days in advance of the Board's retreat, which is generally held in August. Concurrent with the transmittal of the self-assessment, the President will also provide a full accounting of all earned outside income for the previous year from service on boards of directors and any other source, as required by the Commonwealth's annual budget act and any other applicable source.

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