

**STATE COUNCIL OF HIGHER EDUCATION FOR VIRGINIA
BOARDS OF VISITORS ORIENTATION
OCTOBER 18, 2016
MINUTES**

Mr. Blake called the meeting to order at 3:45 p.m. and Mr. Minor provided a welcome to all new members. He encouraged attendees to ask questions throughout the orientation.

A list of attendees and the agenda for the meeting are attached.

Perspectives on Board Service

Secretary of the Commonwealth Kelly Thomasson described the process of making board appointments. She said they consider the needs of the institution and the goals of The Virginia Plan for Higher Education.

Governor McAuliffe spoke about substantial state investment in higher education. He advised the board members to bring their expertise and guidance and reminded them of their role as overseers. The Governor expressed his desire for Virginia to be the center of cybersecurity, both in creating and filling jobs in this area. Because of his concern to make higher education more affordable and accessible, he said that his budget actions would exclude reductions for FY2017 to financial aid.

Secretary of Education Dietra Trent talked about Complete College America. She said her office talked to each president about setting goals for access and/or completion, asking them to look beyond the boundaries of their own institution and propose how they can meet the challenges.

Secretary of Finance, Ric Brown, asked the members to remember that each institution serves as an economic driver for its region. He referred to the Go Virginia initiative and noted that 70% of the general fund is generated by income taxes. Creating jobs is the administration's #1 priority, and education supports that goal.

The Public Purposes of 21st-Century Public Higher Education – Kim Hunter Reed

Dr. Reed spoke of the challenges that higher education must meet, including graduation rate, drop-outs, and meeting the needs of non-traditional students. Every student must have a credential beyond high school in order to participate in the workforce.

New projects need to be scalable so that more students can be successful. Questions board members should be asking include the following:

- Are we using data to see what is successful?
- How can aptitude tests be used for students to know what careers are possible?
- What is happening when it comes to education vs. incarceration? She said that approximately 700,000 individuals leave the penal system every year. These individuals require a pathway to education to help them from reentering the system).

Dr. Reed expressed a need for resources to fund our priorities. Regarding diversity and inclusion, in addition to concerns about diversity among students, faculty and leaders, she stressed the importance of the dialogue that occurs outside the classroom. This is an aspect of 21st century skills, she said. Companies are hiring people who can deal with these kinds of issues. Dr. Reed answered questions from attendees.

OCTOBER 19, 2016

Mr. Minor welcomed the group and Mr. Blake provided an overview of the agenda. He introduced Susan Whealler Johnston from the Association of Governing Boards (AGB).

Consequential Boards

Ms. Johnston reported that a higher rate of college degree production is key to a higher gross national product (GDP). She said that higher education helps make Virginia more prosperous and is a pathway to individual prosperity as well. She informed the group that AGB serves over 1,300 boards.

Ms. Johnston presented a review of basic board responsibilities, including three fiduciary duties: care, loyalty, and obedience, each of which require careful, good-faith decisions in the long-term best interests of the institution.

She stressed the importance of being bold and considering the transformative force of education. Ms. Johnston referred to the AGB report that can be found on the SCHEV website.

Ms. Johnson listed the following attributes of a great board member:

1. Study higher and know your university in that context.
2. Know your responsibilities.
3. Know the limits of your responsibilities.
4. Be engaged.
5. Know what guides your work – the students.
6. Focus on what matters.
7. Governance is a team sport.
8. Be a storyteller and advocate for higher education.

Mr. James B. Murray, board member from the University of Virginia, commented on Ms. Johnston's presentation. He said that three things are important for a board member to address – affordability, employability and retention. If there is one thing that we can do for higher education in America, he said, it is to make sure that students come into the system, they leave with a degree. He spoke about the importance of philanthropy, loyalty, and autonomy and urged board members to speak up and comment. Mr. Murray indicated that the most common tendency of new members is to micromanage and asked that members guard against this and let the president manage the day-to-day operations of the institution. Ms. Johnston and Mr. Murray answered questions from attendees.

Boards' Roles in Fulfilling The Virginia Plan for Higher Education

Ms. Katie Webb provided introductions and served as moderator.

Ms. Rachel Fowlkes, who is a newly appointed member of the Radford board, spoke about the role of the Southwest Virginia Higher Education Center, where she formerly served as executive director.

Former Senator Walter Stosch, a newly appointed member of the State Board for Community Colleges, said that accessibility and affordability are important to him and noted that he received the benefit of the GI Bill. As a budget conferee in the Virginia General Assembly, he saw firsthand how the decisions about spending priorities were a balancing act. He said that board members have an excellent opportunity to influence the future.

Delegate Steve Landes informed members that he carried the legislation that requires board members to attend this orientation. He spoke about the budget development process in the General Assembly, pressures related to affordability and access, the relationship between PK12 and higher education, and the importance of the four goals of The Virginia Plan for Higher Education. The panel answered questions from attendees.

Legal, Ethical and Fiduciary Responsibilities

Mr. Henry Light introduced the panel and served as moderator.

Mr. Al Wilson, Assistant Attorney General, talked about representation of public institutions by the Office of the Attorney General and its historical context. He advised members to communicate with counsel on legal matters. He advised members not to consult with attorney friends who may not be familiar with legal matters in the public sector. He spoke about immunities and noted that some are automatic in the role as a public official. The state provides insurance for official acts.

Mr. Tim Oksman talked about the Virginia Conflict of Interests Act. He said it can be a sword and a shield. Mr. Oksman reviewed prohibited conduct under the act, including contracts and transactions. Mr. Oksman advised members to seek legal advice from the correct counsel.

Ms. Maria Everett discussed the Freedom of Information Act (FOIA) and showed a video explaining the need for awareness about what constitutes a public meeting and a public record. The panel answered questions from attendees.

Financing Public Higher Education

Mr. Michael Maul from the Department of Planning and Budget served as moderator discussed the state operating budget and higher education programs authorized in the budget. He reported that Virginia ranks 25th among all states in total funding per full-time equivalent student.

Ms. Colette Sheehy from the University of Virginia said her institution has tried to diversify funding streams as a way to buffer changes in state support. She talked about Access UVA, which provides \$110 million in student financial aid, but indicated that, both the number and percentage of students who are eligible for need-based aid has grown.

Mr. Jim Chapman from Virginia Tech talked about declined investment in public education and noted that this causes institutions to look at other sources of revenue, including tuition. He urged members to review their institution's finance committee reports to determine areas in which costs can be reduced. Mr. Chapman spoke about the Fund for the Future at Virginia Tech, which is focused on limiting tuition increases. He advised members that one conversation they should be having is about diversity and inclusion.

Ms. J. J. Wagner Davis from George Mason University said that from a financial standpoint, board members must scrutinize everything and make sure money is assigned to the institution's priorities.

The panel also discussed other issues of concern, including consortia purchasing and sharing of resources, online learning, sharing of classes, and in-state/out-of-state student mix.

The panel answered questions from attendees.

Effective Institutional Governance

Mr. Ken Ampy served as moderator and asked the panel a series of questions.

Mr. Paul Tribble, president of Christopher Newport University, said boards should empower presidents to have audacious dreams. He said the president should set the vision, and board members should support that vision. The vision should be strong, visionary, and courageous and board members should act decisively if the leadership is lacking.

Ms. Johnston said the board should hear and ask questions and hold presidents accountable for doing their job by implementing a robust system of assessment.

Mr. Taylor Reveley IV, president of Longwood University, said while governance by a board was invented by academia and was borrowed by the corporate world, there is no real cookbook for how to do it. It requires a high degree of trust for good information to flow. The goal is to ensure there are no surprises.

Mr. John Luke, Rector of Virginia Commonwealth University, said that the board's role is to understand the issues of the day and what the president and team are dealing with, e.g., finances, academic quality, and programs. The board should strive to build trust through open communication and transparency.

Mr. Luke said it is important to ensure that a good crisis management plan is in place that includes a framework around which the board can respond. He also stressed the importance of ensuring that the board react on facts rather than emotions. It is also important to have a single spokesperson for the board and the university.

Mr. Reveley said information flow to the public is imperative in time of crisis and communication needs to be through one spokesperson.

President Tribble spoke about the need to learn what is happening on campus. He also stressed the importance of sexual assault programs and the need to get more serious about protecting the lives of young people who are entrusted to the institutions.

Ms. Johnston advised board members to keep their fiduciary duties at the forefront, develop trust, and focus on ethics. She also noted the importance of culture in developing trust.

Mr. Luke added that the board should be open to the perspectives that each new member brings to the board.

Adjournment

Mr. Blake and Mr. Minor provided a summary of the session and thanked members for their attendance.

The meeting adjourned at 4:30 p.m. and certificates of completion and Governor's pins were distributed to members by the Secretary of the Commonwealth.

The meeting adjourned at 4:30 p.m.

G. Gilmer Minor, III
Council Chair

Lee Ann Rung
Director, Executive & Board Affairs

Attendees - 2016 Boards of Visitors Orientation

Christopher Newport University

Lindsey Carney
Terri McKnight

The College of William & Mary

Warren Buck, III
Doug Bunch
Sue Gerdelman
Anne Leigh Kerr
Brian Woolfolk

George Mason University

Jimmy Hazel
Tracy Shar
Bob Witeck
Lisa Zuccari

James Madison University

Mike Battle
Maribeth Herod
Lara Major
John Rothenberger

Longwood University

Katharine Bond
Steven Gould
Nettie Simon-Owens
Robert Wertz

Norfolk State University

Deborah DiCroce
Devon Henry

Old Dominion University

Yvonne Allmond
Bruce Bradley
Larry Hill
Toykea Jones

Radford University

Robert Archer
Jay Brown
Krisha Chachra
Rachel Fowlkes
Debra McMahon

State Board for Community Colleges

Nathaniel Bishop
David Broder
Susan Gooden
Bill Hall, Jr.
Walter Stosch

University of Mary Washington

Ted Hontz
Davis Rennolds
Deidre White

University of Virginia

Whitt Clement
Elizabeth Cranwell
Tom DePasquale
Babur Lateef
Jim Murray
Jimmy Reyes
Jeff Walker

Virginia Commonwealth University

Ben Dendy
Ronald McFarlane
Keith Parker
Shantaram Talegaonkar

Virginia Military Institute

Charles Dominy
Scot Marsh
Carl Strock

Virginia State University

Pamela Currey
Paul Koonce
Glenn Sessoms
James Stegmaier

Virginia Tech

Greta Harris
Chris Petersen

State Council of Higher Education for Virginia

Peter Blake, Director
Ken Ampy, Council Member
Dan Gundersen, Council Member
Henry Light, Council Member
G. Gilmer Minor, III, Council Chair
William Murray, Council Member
Thomas Slater, Jr., Council Member
Katharine Webb, Council Member

Governor

The Hon. Terry McAuliffe, Governor of Virginia

Cabinet Members

The Hon. Ric Brown, Secretary of Finance
The Hon. Kelly Thomasson, Secretary of the Commonwealth
The Hon. Dietra Trent, Secretary of Education

Other Participants

Jim Chapman, Virginia Tech
Maria J.K. Everett, FOIA Advisory Council
The Hon. Kim Hunter Reed, U.S. Department of Education
The Hon. R Steven Landes, Virginia House of Delegates
John Luke, Virginia Commonwealth University
Michael Maul, Virginia Department of Planning and Budget
James Murray, University of Virginia
Tim Oksman, Office of the Attorney General
Taylor Reveley, IV, Longwood University
Colette Sheehy, University of Virginia
The Hon. Paul S. Triple, Jr., Christopher Newport University
J.J. Wagner Davis, George Mason University
Susan Whealler Johnston, Association of Governing Boards
Al Wilson, Office of the Attorney General



STATE COUNCIL OF HIGHER
EDUCATION FOR VIRGINIA

Boards of Visitors Orientation

Public Higher Education's Public Purposes in the 21st Century

October 18 - 19, 2016
Richmond, Virginia

Tuesday, October 18: Capitol Building

3:30 - 4:00 p.m.

REGISTRATION AND NETWORKING

House Room 3, Capitol Building (Bank Street entrance)

4:00 - 4:15

Welcome, Introductions and Overview

- Peter Blake, Director, State Council of Higher Education
- Gil Minor, Chair, State Council of Higher Education

4:15 - 5:00

Perspectives on Board Service

Introductions: Gil Minor, Chair, State Council of Higher Education

- Terry McAuliffe, Governor of Virginia
- Kelly Thomasson, Secretary of the Commonwealth
- Ric Brown, Secretary of Finance
- Dietra Trent, Secretary of Education

5:00 - 6:00

The Public Purposes of 21st-Century Public Higher Education

Introduction: Tom Slater, Member, State Council of Higher Education

- Kim Hunter Reed, Deputy Under Secretary, U.S. Department of Education

6:00 - 7:30

RECEPTION

Capitol Rotunda

Introductions: Gil Minor, Chair, State Council of Higher Education

- Ralph Northam, Lieutenant Governor of Virginia
- Mark Herring, Attorney General of Virginia

Boards of Visitors Orientation

Public Higher Education's Public Purposes in the 21st Century

Wednesday, October 19: Capitol Building

7:30 – 8:00 a.m.

REFRESHMENTS, CHECK-IN AND NETWORKING

House Room 3, Capitol Building (Bank Street entrance)

8:00 – 8:15

Greetings and Opening Remarks

- Peter Blake, Director, State Council of Higher Education
- Gil Minor, Chair, State Council of Higher Education

8:15 – 9:15

Consequential Boards: Best Practices of Public-institution Trustees

Introduction: Peter Blake, Director, State Council of Higher Education

- Susan Whealler Johnston, Executive Vice President and Chief Operating Officer, Association of Governing Boards, Member, Radford University Board of Visitors
- Commenting: James B. Murray, Member, University of Virginia Board of Visitors

Closing: Peter Blake, Director, State Council of Higher Education

9:15 – 10:30

From Excellent Postsecondary System to Best-Educated State: Boards' Roles in Fulfilling The Virginia Plan for Higher Education

Moderator: Katharine Webb, State Council of Higher Education

- Delegate R. Steven Landes, Member, Virginia House of Delegates
- Walter Stosch, Member, State Board for Virginia Community Colleges
- Rachel Fowlkes, Member, Radford University Board of Visitors

10:30 – 10:45

BREAK

10:45am – 12:15pm

Legal, Ethical and Fiduciary Responsibilities of Boards:

Introduction: Henry Light, State Council of Higher Education

- Maria J.K. Everett, Executive Director, FOIA Council
- Tim Oksman, Opinions Counselor for the Attorney General
- Al Wilson, Senior Assistant Attorney General

Closing: Peter Blake, Director, State Council of Higher Education

12:15 – 1:30

LUNCH

Senate Room 3, Capitol Building

Group/Table Discussions:

- Conveying Citizenship Skills (as well as Workplace Skills)
- Civil Discourse/Campus Dialogue (Free Speech, Assembly/Protest)
- Student Welfare and Campus Safety
- FOIA Implications for Boards and Individual Members
- Foundations as Independent Entities and the Bounds of Trustees' Involvement



1:30 – 3:00

Financing Public Higher Education: Impacts of Changing Demographics and Revenue Uncertainties on Affordability, Costs, Tuition and Aid

Moderator: Michael Maul, Associate Director, Department of Planning and Budget

- Jim Chapman, Rector, Virginia Tech Board of Visitors
- Colette Sheehy, Senior Vice President for Operations, University of Virginia
- Jennifer (J.J.) Wagner Davis, Senior Vice President for Administration and Finance, George Mason University

3:00 – 3:15

BREAK

3:15 – 4:15

Effective Institutional Governance: Leadership of Public Institutions and Administration of their Missions and Public Purposes

Moderator: Ken Ampy, Member, State Council of Higher Education

- Susan Whealler Johnston, Executive Vice President and Chief Operating Officer, Association of Governing Boards, Member, Radford University Board of Visitors
- John Luke, Rector, Virginia Commonwealth University Board of Visitors
- Taylor Reveley IV, President, Longwood University
- Paul Tribble, President, Christopher Newport University

4:15 – 4:30

Synthesis, Conclusions and Appreciation

- Peter Blake, Director, State Council of Higher Education
- Gil Minor, Chair, State Council of Higher Education

4:30

Distribution of Certificates of Completion and Governor's Pins

- Kelly Thomasson, Secretary of the Commonwealth
- Ben Hermerding, Records Manager, Office of the Secretary of the Commonwealth

Planning Committee Members

John Alger, James Madison University
Peter Blake, State Council of Higher Education for Virginia
Fran Bradford, College of William and Mary
Paula Gentius, Norfolk State University
Eva Hardy, Virginia Commission on Higher Education Board Appointments
Penelope Kyle, Radford University
Henry Light, State Council of Higher Education for Virginia
Makola Abdullah, Virginia State University
Emily O’Brion, Longwood University
Kelly Thomasson, Secretary of the Commonwealth
Dietra Trent, Secretary of Education
Al Wilson, Office of the Attorney General
Katharine Webb, State Council of Higher Education for Virginia