

WEST VIRGINIA UNIVERSITY
BOARD OF GOVERNORS

February 21, 2014

The one hundred twentieth meeting of the West Virginia University Board of Governors was held on February 21, 2014 at the Erickson Alumni Center. Board members in attendance/participating by telephone included James R. (Rob) Alsop, David Alvarez, Dr. Lisa DiBartolomeo, Ryan Campione, Ellen Cappellanti, James W. Dailey, II, Thomas Flaherty, J. Thomas Jones; Dr. Robert Griffith, Raymond Lane, Diane Lewis, Dixie Martinelli, William Nutting, Andrew A. Payne, III, Ed Robinson, J. Robert (J.R.) Rogers, and William Wilmoth.

WVU officers, divisional campus officers, and representatives present included:

President, E. Gordon Gee;
Provost and Vice President for Academic Affairs, Michele Wheatly;
Vice President for Administration and Finance, Narvel Weese;
Vice President for Legal Affairs and General Counsel & Assistant
BOG Secretary, William H. Hutchens, III;
Vice President for University Relations, Sharon Martin;
Vice President for Research, Fred King;
Vice President for Health Sciences Research & Graduate Education, Dr. Glenn Dillon;
Senior Associate Provost, Russell Dean;
Chief Diversity Officer, David Fryson;
Director of Internal Audit, William Quigley;
Executive Officer for Policy Development, Jennifer Fisher;
Senior Associate Vice President for Finance, Dan Durbin;
Associate Vice President for Planning & Treasury Operations, Liz Reynolds;
Associate Vice President for Facilities and Services, Randy Hudak;
Associate Vice President for Student Affairs, Michael Ellington;
Assistant Vice President, Student Affairs Communications, Sabrina Cave;
Student Affairs Chief Business and Planning Officer, Les Carpenter;
Vice President, Planning and Operations for Health Sciences, Dr. Fred Butcher;
Chief Financial Officer for WVU Health Sciences, Wendy King;
Dean of Students and Director of Housing, G. Corey Farris;
Senior Advisor to the Provost for Divisional Campuses, Kerry Odell;
Associate Director, Organizational Advancement, WVU Extension Service, Ann Berry;
Dean, Perley Isaac Reed School of Journalism, Maryanne Reed;
Assistant Vice President for University Communications, Becky Lofstead;
Director of University Relations/News, John Bolt;
Special Assistant to the President, Sara Master;
Senior Special Event Coordinator, Gretchen Hoover;
Special Events Assistant, Camille Sennett;
Several members of the Student Government Association administration; and,
Special Assistant to the Board of Governors, Valerie Lopez.

From the West Virginia University Foundation:
President and CEO, Cindi Roth; and,
Vice President and CIO, Richard Kraich.

Members of the Press were also present.

CALL TO ORDER

The meeting was called to order by Board Chairman, James W. Dailey, II, at 8:30 a.m. Chairman Dailey welcomed President Gee to his first Board meeting and noted that all Board members in attendance were sporting bow-ties as a gesture of good faith and solidarity in support of President Gee. Chairman Dailey welcomed new Board member, J. Thomas Jones, to his first Board meeting and also publicly introduced Cindi Roth, the new President and CEO of the West Virginia University Foundation.

Chairman Dailey thanked all members of the Board and other WVU officials for taking time yesterday to travel to Washington, DC to participate in a memorial service for former Board member, Dr. Charles Vest, and noted that the celebration of Dr. Vest's life was a heart-felt and deeply moving experience.

BOARD PRESENTATIONS

WVU Foundation Vice President and CIO, Richard Kraich, made his annual Investment Report to the full Board. He updated the personnel structure within the WVU Foundation Investment Group, and summarized the performance of (a) the Managed Investment portfolios, (b) WVU Foundation long term investment pool, (c) WVU Unrestricted Funds, (d) the WVU Robert C. Byrd HSC BRIM Funds; (e) WVU Research Corporation funds; and, WVU Research Trust Fund investments. Mr. Kraich reported that the Foundation managed investment assets totaled \$1.2 billion as of December 31, 2013, including the long-term investment pool which saw a return of 15.2 percent for the calendar year 2013. He also advised that the long-term investment pool stood at \$498 million as of December 31, 2013.

Student Government Association President and Board of Governors student representative, Ryan Campione, along with several members of his SGA administration, presented the annual Student Constituency Report to the full Board. Highlights from this presentation included:

- Statistics related to diversity within the SGA membership (e.g. there are 7 difference languages spoken among the 128 members in SGA);
- Transparency and inclusion within the organization (evidenced by the creation of student speak-ups, public voter record, increase grant funding, live streaming of meetings and online grant applications);
- Building a foundation of teamwork within the SGA (changes include cabinet reorganization, a public project list, updated internal policies, naming an Executive of the month and the involvement of 52 students on various SGA committees);
- Examples of the real progress facilitated/achieved by this year's SGA administration (i.e. AEDs in residence halls, development of a new basketball ticketing policy, a new campus

safety App, downtown fitness classes, increased community service, increased tutoring on campus, off-campus cooking classes and student health transition).

The SGA presentation also touched upon areas related to student outreach and student diversity at West Virginia University.

Specific areas of concern within the SGA membership included rising tuition and fee costs and issues related to campus transportation (including city traffic and limited parking for students.) The group would ask that in the future the Board rely more on student input when making decisions that impact these areas. Ryan Campione did note, however, that the new Evansdale Connector building and the Evansdale campus improvements will definitely assist in the resolution of some of the students' transportation concerns.

EXECUTIVE SESSION

Chairman Dailey requested a motion that the Board go into Executive Session, under authority in West Virginia Code §§ 6-9A-4(b)(10), and (b)(12) to discuss legal matters, matters not considered public records, and/or honorary degree candidate. The motion was made by David Alvarez, seconded by J. Robert (J.R.) Rogers, and passed. Following the conclusion of Executive Session, William Nutting moved that the Board reconvene into regular session. This motion was seconded by Thomas Flaherty, and passed.

DISCUSSIONS EMANATING FROM EXECUTIVE SESSION

Chairman Dailey reported that Board members discussed in today's Executive Session honoring former Board member, Dr. Charles M. Vest, with Member Emeritus status. Accordingly, Diane Lewis moved that the WVU Board of Governors grant Dr. Charles M. Vest the title of Board Member Emeritus, posthumously. This motion was seconded by William Nutting, and passed. Chairman Dailey then shared the narrative of this resolution that will be presented to the family of Dr. Vest, whereupon Ellen Cappellanti moved that the resolution be adopted by the full Board, which motion was seconded by Dr. Robert Griffith, and passed.

APPROVAL OF MINUTES

Andrew A. Payne, III moved that the minutes of the following meetings be approved – November 8, 2013 regular meeting, November 13, 2013 emergency meeting, November 21, 2013 special meeting, December 3, 2013 special meeting, December 5, 2013 emergency meeting, December 20, 2013 regular meeting and January 6, 2014 special meeting. The motion was seconded by Dixie Martinelli, and passed.

COMMITTEE REPORTS

Accreditation and Academic Affairs Committee Meeting: William Wilmoth, as Chairman of the Accreditation and Academic Affairs Committee, reported that this committee met on February 5, 2014. Mr. Wilmoth shared background information on the past and current accreditation visits at West Virginia University (and West Virginia University Institute of

Technology) by members of the Higher Learning Commission (HLC); provided an overview of the five criteria for accreditation by which the HLC determines whether an institution merits accreditation or reaffirmation of accreditation; identified the membership of WVU's Accreditation Planning Team; and outlined the timeline utilized by WVU for the upcoming April 7-9, 2014 HLC site visit. Chairman Wilmoth advised that all members of the Board of Governors will receive advance materials in preparation for their private meeting with the HLC site team – scheduled from noon to 1:30 p.m. on Monday, April 7, 2014 – which materials will include: WVU's Statement of Affiliation Status; the final Evaluation Summary Sheet (ESS) for the HLC visiting team members and chair; the Professional Data Reports (PDR) for the HLC visiting team members and chair; the Higher Learning Commission 2014 Self-Study Executive Summary; a timeline of the governing bodies of West Virginia University; and instructions for board member access to WVU's electronic resource room (that contains the Self-Study submitted in preparation for this visit, along with other statistics and data related to West Virginia University).

Finance Committee Meeting: William Nutting, as Chairman of the Finance Committee, reported that this committee met on February 14, 2014. Chairman Nutting identified the Finance Committee members participating in this meeting, namely Board of Governors members Dr. Lisa DiBartolomeo, Raymond Lane, Andrew A. Payne, III, Ed Robinson, J. Robert (J.R.) Rogers and William Wilmoth. In addition Board Chairman, James W. Dailey, II and President E. Gordon Gee also participated. Chairman Nutting advised that Vice President for Administration and Finance, Narvel Weese, along with members of his staff presented a number of draft financial documents for the committee's information and review, and since this was the first meeting the committee had a very fluid and open discussion about the list of topics they will be reviewing for the full Board and about the level of detail and timing of these draft reports. Chairman Nutting noted that what this committee is trying to accomplish is to make sure the full Board gets the right amount of information about the right issues— at the right time. The committee wants to make sure the full Board is informed — and is not surprised. Chairman Nutting indicated that the meeting format is still a work in progress, but he felt that this first meeting was very productive.

Facilities and Revitalization Committee Meeting: Committee Chairman, Diane Lewis, was pleased to report that this committee conducted its first official meeting on February 19, 2014. A quorum was present and with this being a newly formed committee, they discussed the foundational documents that provide the justification of our capital projects and revitalization of the facilities. Key elements of our committee discussion included:

- Support documents - such as the 10 year Master plan - that support the 2020 Strategic plan. The overall goal is to attract and retain students by having the facilities that support the overall mission of the University.
- Governance oversight with the clear lines of the approval process of projects and when the Capital Projects come before our committee and the full Board.
- WVU currently has 19 Capital projects – With a discussion of those projects, the overall economic impact is approximately \$300 million dollars. These projects are creating approximately 1500 construction jobs and 5,000 auxiliary jobs in the immediate area. Also discussed were (4) Public Private Partnerships Projects (P3) - three housing related and the other consisting of the new baseball field.

- The committee received a presentation on the Evansdale Crossing Project which ties the upper and lower parts of the Evansdale campus together. This is the latest (P3) Project.
- Within the next 24 months – WVU will see a big transformation of the Evansdale Campus and this committee will keep the Board informed of these changes.
- The committee members discussed the plan for parking during the construction and these issues were addressed by Narvel Weese and Randy Hudak.
- The committee reviewed and discussed the three items that are included within the consent agenda for today’s full Board meeting and the committee would recommend leaving these items on the consent agenda for approval by the full Board.

Chairman Lewis indicated that this concluded her committee report for the February Board of Governors Meeting.

DISMISSAL FOR LUNCH

William Wilmoth moved that the Board dismiss for lunch and reconvene in General Session following the lunch break. This motion was seconded by Andrew A. Payne, III, and passed.

PRESIDENT’S REPORT

Following today’s lunch break, President Gee briefly highlighted some of his recent visits in the state, which included a stop at West Virginia University Institute of Technology (WVU Tech). He congratulated WVU Tech on its recent men’s soccer championship and noted the enthusiasm he found on campus during this visit. He also thanked Board of Governors student representative Ryan Campione and the other students from the Student Government Association for an outstanding presentation to the Board. Dr. Gee paid personal tribute to Dr. Charles Vest, noting how special the memorial service was that he and other Board members attended the previous day in Washington, D.C. He also reported on the status of the capital campaign, and noted the recent hire of two new deans. He noted the pending retirements of long-time leaders Bill Quigley (Internal Audit) and Fred Butcher (Health Sciences), wishing them well and thanking them for their service. He also acknowledged the very high honor given WVU Chief Diversity Officer David Fryson by the West Virginia Bar Foundation Board of Directors with his selection to the 2014 class of Bar Foundation Fellows. He concluded his report by taking any questions or comments.

INFORMATION ITEMS

There were no questions or concerns expressed by any Board members pertaining to the Information Items contained within the agenda.

CONSENT AGENDA

Chairman Dailey called for any discussion of today’s Consent Agenda items, and asked whether any items needed to be pulled for a separate discussion/vote. There being none, Thomas

Flaherty moved that the Board accept the remaining Consent Agenda items as presented in today's agenda booklet. This motion was seconded by William Wilmoth, and passed

Thereupon, the following Consent Agenda items were approved:

1. Approval of New Degree Program: MS in Energy Systems Engineering

Resolved: That the West Virginia University Board of Governors approves the creation of the Master of Science in Energy Systems Engineering in the Benjamin M. Statler College of Engineering and Mineral Resources.

2. College of Law Renovation

Resolved: That the West Virginia University Board of Governors approves the College of Law Renovation Project, as presented.

3. Evansdale Redevelopment – Infrastructure Improvements Project

Resolved: That the West Virginia University Board of Governors approves the Evansdale Redevelopment – Infrastructure Improvements Project, as presented.

4. Notice of Proposed Rulemaking, West Virginia University Board of Governors Policy 44, Policy Regarding Sexual Misconduct

Resolved: That the West Virginia University Board of Governors approves the issuance of a notice of proposed rulemaking for Board of Governors Policy 44, Policy Regarding Sexual Misconduct, as presented.

5. West Virginia University Board of Governors Policy 49, Employment of Minors (title to be changed to Children on Campus)

Resolved: That the West Virginia University Board of Governors approves the amended Board of Governors Policy 49, Employment of Minors (title to be changed to Children on Campus), as presented.

6. West Virginia University Intercollegiate Athletics' Media Advertising Capital Projects

Resolved: That the West Virginia University Board of Governors approves the WVU Intercollegiate Athletics' Media Advertising Capital Projects, as presented.

7. Approval of the West Virginia University Personal Rapid Transit System Title VI Program Update

Resolved: That the West Virginia University Board of Governors approves the West Virginia University Personal Rapid Transit System Title VI Program Update, as presented.

PRESIDENTIAL SEARCH COMMITTEE UPDATE

Chairman Dailey noted that to date the Presidential Search Committee has received 31 nominations and/or applications for the position of WVU President and that the committee will turn all names over to a search firm - when one is selected.

ADJOURNMENT

There being no further business to come before the Board, J. Robert (J.R.) Rogers moved to adjourn the meeting. The motion was seconded by Diane Lewis, and passed. The meeting was adjourned at 1:20 p.m.

Ellen Cappellanti, Secretary