

**WEST VIRGINIA UNIVERSITY**  
**BOARD OF GOVERNORS**

March 18, 2024

The two hundred eighteenth meeting of the West Virginia University Board of Governors was held on March 18, 2024 in Morgantown, WV via zoom. Board members in attendance/participating via zoom included Chair Taunja Willis-Miller and members Charles Capito, Bray Cary, Elmer Coppoolse, Michael D’Annunzio, Dr. Patrice Harris, Dr. Stanley Hileman, Alan Larrick, Susan Lavenski, Paul Mattox, Richard Pill, Shirley Robinson, Madison Santmyer, Frances E. “Frankie” Tack, and Robert Reynolds. Board members Kevin Craig and J. Thomas Jones were absent and excused.

**Note: The following WVU officials, representatives (and others) participated:**

President, E. Gordon Gee;  
General Counsel, Stephanie Taylor;  
Vice President for University Relations, Sharon Martin;  
Deputy General Counsel, Gary G. Furbee, II;  
Associate General Counsel, Kylie Barnhart;  
Director of News Communications, Shauna Johnson;  
Executive Director of Communications, University Relations,  
April Kaull; and,  
Special Assistant to the Board of Governors, Valerie Lopez.

**Members of the Press also participated.**

**CALL TO ORDER**

The meeting was called to order by Chair Taunja Willis-Miller at 11:00 a.m. A roll call was taken to determine who was in attendance and a quorum established.

**EXECUTIVE SESSION**

Chair Willis-Miller requested a motion to move Executive Session, under authority in West Virginia Code Sections 6-9A-4(b)(2)(A), (b)(9) and (b)(12) to discuss:

- a. Potential strategic initiatives relating to academic and administrative priorities; personnel matters; corporate collaborations and financial matters relating to public private partnerships; the purchase, sale or lease of property; and other deliberative matters involving commercial competition which, if made public, might adversely affect the financial or other interest of the University; and
- b. Matters relating to internal Board of Governors operations.

The motion was made by Robert Reynolds, seconded by Frankie Tack, and passed. Following Executive Session, Kevin Craig moved that the board rise from Executive Session. The motion was seconded by Charles Capito and passed.

Chair Willis-Miller stated that no actions resulted from today's Executive Session discussions.

## **NOTICE OF PROPOSED RULEMAKING**

Associate General Counsel Kylie Barnhart presented this agenda item.

The West Virginia University Board of Governors is asked to approve the issuance of a Notice of Proposed Rulemaking, as presented, pursuant to BOG Governance Rule 1.1, for consideration of a Notice of Proposed Rulemaking for the adoption of a new proposed rule, as follows: West Virginia University Board of Governors Governance Rule 1.3 – Presidential Selection, Contracts, & Evaluation

BOG Governance Rule 1.3 outlines the guiding principles for the selection, employment, and evaluation of the President of West Virginia University. The new Rule provides that the Board shall conduct presidential searches using a committee-led search process, and the final selection must be approved by a majority vote of the Board. The Board's Chair shall negotiate a contract with the individual selected. Finally, the Board Chair shall provide a performance evaluation of the President each year, and the Board shall conduct a formal, written performance evaluation, at a minimum, at the end of the initial contract period and every third year of employment thereafter.

Substantively, the provisions of the new proposed Rule are set forth in detail in the table located in the Notice of Proposed Rulemaking and in the draft included in today's meeting materials. Following the issuance of the Notice of Proposed

Rulemaking, the new proposed Rule will be posted for the required thirty (30) day public comment period from March 19, 2024, through April 18, 2024, after which any substantive changes will be made, based on the comments received, and another special board meeting will be scheduled to approve the final Rule.

Dr. Patrice Harris (Chair of the Ad Hoc Governance Committee) stated that it was the committee's recommendation to approve the Notice of Proposed Rulemaking, and therefore moved that the full board approve the issuance of a Notice of Proposed Rulemaking, as presented, pursuant to BOG Governance Rule 1.1, for consideration of a Notice of Proposed Rulemaking for the adoption of a new proposed rule, as follows: West Virginia University Board of Governors Governance Rule 1.3 – Presidential Selection, Contracts, & Evaluation. The Chair called for a vote – noting that no second is needed for a committee motion – and the motion passed.

Dr. Harris then provided the following remarks regarding the progress being made by the Ad Hoc Governance Committee: This is a responsibility we take very seriously. We will engage with campus communities, University stakeholders and other interested parties as we move through this process. We want to hear from all constituents and stakeholders, to understand their perspectives on the qualities, skill sets, attributes and capabilities our next president should have. This is an exciting time for West Virginia University, and we look forward to working collaboratively in the months ahead. The Committee will continue to work on finalizing the timeline and will have more details at the April Board meeting.

## **CONSENT AGENDA**

Chair Willis-Miller 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 no such request made Elmer Coppoolse moved that today's Consent Agenda be approved. This motion was seconded by Charles Capito and passed. Thereupon, the following Consent Agenda items were approved:

### **1. Approval of Sale of Real Property (Land and Building)**

Resolved: That pursuant to BOG Governance Rule 5.1, the West Virginia University Board of Governors authorizes the sale of the University's interest in the real estate associated with Catamount Place in Keyser, Mineral County (Keyser District, Tax Map 9, Parcel Nos. 441, 442, 449, 449.1, and 449.2), West Virginia. Accordingly, the

Board grants authority to the President or the Vice President for Finance to initiate, negotiate, and close a sale on terms deemed favorable to the University.

**2. Approval of Golf Practice Facility**

Resolved: That, pursuant to BOG Governance Rule 5.1, the West Virginia University Board of Governors authorizes the proposed agreement with Pete Dye Golf Course resulting in collegiate memberships and the use of a practice facility for the benefit of the WVU Golf team. Accordingly, the Board grants authority to the President or the Vice President and Director of Athletics to finalize an agreement on terms deemed favorable to the University.

**GENERAL DISCUSSION AND  
ADJOURNMENT**

Chair Willis-Miller announced that the next board meeting is scheduled for April 12, 2024. There being no further business to come before the board, Charles Capito moved to adjourn the meeting. The motion was seconded by Dr. Stanley Hileman and passed. The meeting was adjourned at 11:38 a.m.

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Dr. Patrice Harris, Secretary