

## MEETING OF THE FULL BOARD

Friday, December 7, 2018  
10:00 a.m. – 12:00 p.m. and 1:30 p.m. – 3:00 p.m.  
Board Room, The Rotunda

### 10:00 a.m. – 12:00 p.m.

- A. Pledge of Allegiance (Mr. Poston)
- B. Approval of the Minutes of the September 12, 2018 Meeting of the Board of Visitors (The Rector)
- C. Consent Agenda (The Rector)
  - Resolution to Approve Additional Agenda Items
- D. Discussion with University Leadership
  - 1. Governance (President Ryan)
  - 2. Development of the Strategic Plan (President Ryan, Mr. Lenox, and Ms. Rogers)
  - 3. Guidelines for Strategic Investment Fund (SIF) (The Rector, President Ryan)
    - Bicentennial Professorships

### 1:30 – 3:00 p.m.

- E. Remarks/Reports
  - 1. Committee Reports (Chairs/Staff)
  - 2. Remarks by the Chancellor (Ms. Henry)
  - 3. Remarks by the Student Member (Mr. Nigro)
  - 4. Remarks by the Chair of the Faculty Senate (Mr. Brunjes)
  - 5. Mead Endowment Presentation and Discussion (Mr. Darbyshire)
  - 6. Gifts and Grants Report (Written Report)
- F. Action Items (The Rector)
  - 1. Revision of the *Manual of the Board of Visitors* to Remove General Counsel as an Officer of the Board of Visitors
  - 2. Memorial Resolution for President Emeritus Robert M. O'Neil
  - 3. Approval of Statement of Visitor Responsibilities
  - 4. Renewal of Bicentennial Professors Fund

**B. APPROVAL OF THE MINUTES OF THE SEPTEMBER 12, 2018 MEETING OF THE BOARD OF VISITORS**

RESOLVED, the Board of Visitors approves the minutes of the September 12, 2018 meeting of the Board of Visitors.

**C. RESOLUTION TO APPROVE ADDITIONAL AGENDA ITEMS**

RESOLVED, the Board of Visitors approves the consideration of addenda to the published Agenda.

**E.5. MEAD ENDOWMENT PRESENTATION AND DISCUSSION**

The Mead Endowment encourages faculty-student engagement at the University of Virginia. Boots Mead was a professor, mentor, and friend of students. In 2002, a group of UVA alumni created the Mead Endowment to encourage more faculty to engage with students outside the classroom as Boots so often did. Every year, a group of professors are handpicked by their deans, including 10 from the College and one each from McIntire, Engineering, and Darden. At a Rotunda dinner, they are inspired to “Walk in the footsteps of Boots.” Each of the faculty members submit a “Dream Idea” that allows them to engage closely with a small group of students. The Mead Endowment funds the projects. The faculty then return to the dinner the following year and report on their efforts which also inspires the incoming faculty. Since 2002, over 150 professors have participated, creating special experiences for thousands of students.

**E.6 GIFTS AND GRANTS REPORT**

**Summary of Fiscal Year 2018 through September 30, 2018:**

Total fundraising progress for the University of Virginia and its related foundations was \$108,158,453 through September 30, 2018. Gifts and commitments to the School of Architecture, School of Continuing & Professional Studies, Darden School of Business, Curry School of Education, Batten School of Leadership & Public Policy, School of Medicine, School of Nursing, Jefferson Scholars Foundation, Center for Politics, Jeffersonian Grounds Initiative, Fralin Museum of Art, University Library, Virginia Humanities, Women’s Center, and Alumni Association saw increases over the previous fiscal year.

**Significant Gifts Received Since the Last Meeting:**

- Mrs. Ann M. Beck and Mr. T. Edmund Beck, Jr. gifts totaling \$1,994,934 to the School of Medicine for fellowships in General Medicine and Neurology.
- Mrs. Carole Holden and Mr. Charles F. Holden III deferred gift of \$1,525,000 to support research at the School of Medicine.

- Estate of Walter P. Garst bequest of \$1,500,000 in unrestricted support for the School of Medicine.
- Robert Wood Johnson Foundation private grant of \$1,475,150 to the School of Medicine for the Robert Wood Johnson Foundation Green Building and Public Health Innovation Partnership.
- Thompson Dean Family Foundation pledge payments and gift totaling \$1,275,000 to Athletics for the Dean/Markel Men's Head Basketball Coach Endowment, the golf facility, and the Virginia Athletics Foundation Annual Fund.
- Donald E. Morel, Jr. pledge payment and gift totaling \$1,196,750 to the Darden School of Business for the Donald and Lauren Morel Professorship Fund.
- Andrew W. Mellon Foundation private grant of \$1,000,000 to the University Library for the HistoryMakers in Higher Education project.
- Mr. Robert L. Cross and Mrs. Jeanne K. Cross deferred gifts totaling \$851,190 to the School of Medicine for the UVA Brain Institute, as well as to Alderman Library and Athletics.
- Harrison Foundation gifts and pledge payment totaling \$719,563 to the University Library for the Flowerdew Hundred Project, to the Jefferson Scholars Foundation for the Harrison-Wood Professorship Fund in Neurology, and to the College Fund at the College of Arts & Sciences.
- Estate of Eleanor Barnes bequests totaling \$641,800 for study abroad scholarships.
- Bill and Melinda Gates Foundation private grants totaling \$568,688 to the School of Medicine for research on MAL-ED Campylobacter sequencing and B. infantis carriage as well as for the Preclinical Gut Health Consortium.
- Anonymous gift of \$500,000 to the Cancer Center for large granular lymphocyte (LGL) leukemia research.
- Schiff Foundation gift of \$380,000 to the Cancer Center for the Schiff Foundation Brain Tumor Research Fund.
- Mrs. Ashley Thompson Manning and Mr. Peyton Manning gift of \$270,000 to the Alumni Association for the Jefferson Trust Global Endowment.
- Mrs. Barbara Klein gift of \$254,242 to the Cancer Center for the Rodger W. Klein Family Fund.

- Anonymous gift of \$250,000 in unrestricted support for the Data Science Institute.

**Significant Pledges Received Since the Last Meeting:**

- Anonymous pledge of \$40,000,000 for the Student Health and Wellness Center.
- Mr. John L. Nau III commitment of \$27,500,000 to the College of Arts & Sciences for the Democracy Initiative core lab.
- W. L. Lyons Brown Foundation pledge of \$3,000,000 for the W. L. Lyons Brown Family Funds for the Democracy Initiative.
- Dr. Carol R. Angle pledge of \$1,500,000 to the Fralin Museum of Art for the Carol R. Angle Academic Curator of the Fralin Museum of Art Fund.
- Altria Client Services Inc. pledge of \$1,260,000 to the Curry School of Education for Youth-Nex, as well as a pledge payment of \$420,000 toward this pledge.
- Mr. John B. Jung, Jr. pledge of \$1,000,000 to the Darden School of Business for the Jung Family Professorship Fund, as well as a pledge payment of \$167,643 toward this pledge.
- Ms. Lisa Palmer pledge payments totaling \$413,154 to Athletics for the softball facility.
- Mr. Gregory W. Brown pledge of \$335,000 for the Douglas Coleman Brown, MD (Med'68) Bicentennial Scholars Fund, as well as a pledge payment of \$100,000 toward this pledge.
- Mr. David W. Goodman commitment of \$300,000 to the School of Medicine for the Biomedical Sciences Dual Degree Program, as well as a gift of \$100,000 toward this commitment.
- Mr. James D. Comerford pledge of \$250,000 to the Center for Politics for the Politics Building Expansion Project.
- Mr. David S. Dickenson II pledge of \$250,000 to Athletics for tennis facilities.
- Mr. Marty Krasney pledge of \$250,000 to the Contemplative Sciences Center for the Dalai Lama Fellows at UVA.
- Dr. Ronald K. Ohslund pledge of \$250,000 to the School of Medicine for the Dr. Ron Ohslund (Capt., M.C., U.S.N., Ret.) Medical Bicentennial Scholars Fund.

- Mr. Thomas S. Poole pledge of \$250,000 for the Poole Family Faculty Excellence Fund at the University.
- Mr. Gavin A. White pledge of \$250,000 to the Law School for the Gavin Allen White '04 Scholarship Fund.

**F.1. DELETION OF REFERENCES TO THE GENERAL COUNSEL OF THE UNIVERSITY IN THE MANUAL OF THE BOARD OF VISITORS OF THE UNIVERSITY OF VIRGINIA**

WHEREAS, the *Manual of the Board of Visitors of the University of Virginia*, Section 4.6., includes the General Counsel of the University as an officer of the Board of Visitors; and

WHEREAS, the Office of the Attorney General of the Commonwealth of Virginia has now determined that the General Counsel of the University may not serve as an officer of the Board of Visitors;

RESOLVED, the Board of Visitors amends the *Manual of the Board of Visitors of the University of Virginia* to delete all references to the General Counsel of the University as an officer of the Board of Visitors.

**F.2. MEMORIAL RESOLUTION FOR PRESIDENT EMERITUS ROBERT M. O'NEIL**

WHEREAS, Robert M. "Bob" O'Neil of Boston, Massachusetts, took undergraduate, master's, and law degrees from Harvard University; and

WHEREAS, Mr. O'Neil clerked for Supreme Court Justice William J. Brennan Jr. before beginning his law teaching career at the University of California at Berkeley. He taught at several universities, including the University of Wisconsin, before joining the law faculty of the University of Virginia; and

WHEREAS, Mr. O'Neil's administrative career began at the University of Cincinnati, where he held the position of vice president and provost for academic affairs. He later served as vice president for the Bloomington campus of Indiana University and as president of the University of Wisconsin system; and

WHEREAS, Mr. O'Neil was named the sixth president of the University of Virginia in 1985 and served as president until 1990. He continued to teach at the School of Law until his retirement in 2007; and

WHEREAS, under Mr. O’Neil’s leadership, representation of African-Americans and women increased on the faculty, the Holland Scholarships to attract African-American students were established, and the Women’s Center opened; and

WHEREAS, Mr. O’Neil devoted his life to defending free speech and was renowned for his expertise on the topic. He mentored and taught students for half a century while also writing dozens of articles on academic freedom, affirmative action, free speech, and religious liberty; and

WHEREAS, after retiring as president, Mr. O’Neil served as the director of the Thomas Jefferson Center for the Protection of Free Expression and directed “Difficult Dialogues;” the missions of both are to facilitate and protect freedom of expression; and

WHEREAS, Mr. O’Neil, among many other roles, served as president of the Virginia Council for Open Government, chair of the Council for America’s First Freedom, director of the Commonwealth Fund and the James River Corporation, and chair of the American Association of University Professors Committee on Academic Freedom and Tenure. He also served as general counsel of the American Association of University Professors, chaired the National Association of State Universities and Land-Grant Colleges, was a consultant to the Association of Governing Boards of Universities and Colleges, and served as a trustee for the Carnegie Foundation for the Advancement of Teaching, the Teachers Insurance and Annuity Association, WVPT Public Television, and the Piedmont Council for the Arts; and

WHEREAS, Bob O’Neil was viewed by those who knew him as a wise and generous man, and one who saw a diverse and inclusive campus community as fundamental to the college experience; and

WHEREAS, Bob O’Neil passed away on September 30, 2018;

RESOLVED, the Board of Visitors commemorates the life and accomplishments of Robert M. O’Neil, particularly his dedicated service to the University of Virginia community; and

RESOLVED FURTHER, the Board extends its sincerest condolences to his beloved wife Karen, to his four children and their families, and to his many friends.

**F.3 APPROVAL OF STATEMENT OF VISITOR RESPONSIBILITIES** (see attached Statement of Visitor Responsibilities)

RESOLVED, the Board of Visitors approves the Statement of Visitor Responsibilities — Board of Visitors of the University of Virginia, dated December 7, 2018; and

RESOLVED FURTHER, the Statement of Visitor Responsibilities shall be provided to new appointees to the Board of Visitors within 30 days of notification to the University of their appointment.

#### **F.4. RENEWAL OF BICENTENNIAL PROFESSORS FUND**

WHEREAS, in December 2017 the Board of Visitors approved allocating out of the earnings on the Strategic Investment Fund up to \$75 million over four years for matching private gifts for endowed chairs in any school; and

WHEREAS, this program, the Bicentennial Professors Fund, has been very successful in its first year, providing matching funds of \$37,581,833 for donor commitments, and reserving funds earmarked for certain schools of an additional \$22,666,667 to-date; and

WHEREAS, the Bicentennial Professors Fund matches 50 cents on the dollar to endow chairs of \$1 million or more for emerging scholars; 50 cents on the dollar to endow chairs for mid-career scholars of \$2 million or more; and \$2 dollars for every \$3 dollars of private philanthropy for distinguished scholar endowed chairs of \$3 million or more; and

WHEREAS, it is anticipated the full \$75 million will be dedicated for endowed chairs within the next year;

RESOLVED, the Board of Visitors approves allocating up to an additional \$75 million out of the earnings of the Strategic Investment Fund for the Bicentennial Professors Fund matching program over four years, to sunset on December 31, 2022; and

RESOLVED FURTHER, the current terms on which Bicentennial Professors Fund matching is made available shall apply to the additional allocation.

# **ATTACHMENT**



**Statement of Visitor Responsibilities**  
**Board of Visitors of the University of Virginia**  
**December 7, 2018**

This statement of responsibilities was adopted by the Board of Visitors (“Board”) of the University of Virginia (“University”) on December 7, 2018 to inform newly appointed Visitors of the expectations of Board service, and to serve as a reference point for self-evaluation of performance of the Board and its committees.

The Board is the governing body of the University, a Virginia public corporation under the name and style of “The Rector and Visitors of the University of Virginia”. By statute, the 17 voting members of the Board are appointed by the Governor of Virginia. Broadly, the Board has oversight responsibility for advancing the University’s mission and goals, for assuring the proper stewardship of the University’s resources and assets, and for monitoring the implementation of institutional strategy and policies. Among the Board’s primary and most important duties are appointing and evaluating the University’s president.

As the Board of the University, we are committed to effective governance accomplished through a Board culture characterized by dedication, diligence, collaboration, teamwork, candor, transparency, and accountability.

Every member of the Board is expected to fulfill the following responsibilities:

Dutifully Serve as a Member of the Board

- Visitors make service to the University a high priority and commit the time and effort to educate themselves about University matters, prepare for and attend meetings of the Board and its committees, and engage constructively in the work of the Board.
- Visitors actively seek leadership roles on the Board, and carry out the responsibilities associated with those roles.
- Visitors work collegially with other Visitors, the president, and as appropriate, faculty, students, staff, and other University constituents.
- Visitors promote the role of the Board as a policy-making oversight body that supports the president, senior administration, and the faculty in their management of the University’s operations and implementation of institutional strategy and policies.
- Visitors understand and act consistently with the principle that they serve the University as a whole and not any particular school or constituent.

### Advance the Values and Mission of the University

- Visitors understand that they owe a fiduciary obligation to act in the best interests of the University.
- Visitors support the University's broader public mission and promote the values of a public university.
- Visitors participate in the life of the University, including attending major University events (e.g. Fall Convocation, Final Exercises).
- Visitors respect the concept of student self-governance and the University's Honor System.
- Visitors actively safeguard principles of academic freedom for the University and its faculty and endeavor to protect the University from outside influences seeking improperly to shape it.
- Visitors help the University obtain the resources it needs to support its mission.

### Uphold the Integrity of the Board

- Visitors understand and adhere to the Manual of the Board of Visitors, University policy, and applicable laws, rules, and regulations, including the Virginia State and Local Government Conflict of Interests Act and the Virginia Freedom of Information Act.
- Visitors adhere to the highest standards of personal and professional integrity, including avoiding real or perceived conflicts of interests. Visitors do not use service on the Board, or information obtained through service on the Board, for personal advantage or for the advantage of family members, friends, or business associates.
- Visitors abstain from asking the president or others for special treatment for anyone beyond that which is generally available, and understand that the president and the Board office are the primary contacts within the University with regard to Board business. This section does not prohibit routine letters of recommendation for admission or employment.
- Visitors do not speak on behalf of the University or the Board unless designated by the rector and/or the president to do so.