

DOCKET

BOARD OF VISITORS

University of Virginia

Regular Meeting

March 3, 2023

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CONSENT AGENDA

1. **APPROVAL OF CHANGES TO THE UVA ATHLETICS COMPLIANCE CHARTER**
(approved by the Audit, Compliance, and Risk Committee on March 2, 2023 – charter is attached)

RESOLVED, changes made to update the UVA Athletics Compliance Charter in 2023 are approved as recommended by the Audit, Compliance, and Risk Committee.

ACTION ITEMS

2. **SIGNATORY AUTHORITY FOR MEDICAL CENTER CONTRACT FOR ARTHROSCOPY/ORTHOPEDIC PRODUCTS**
(approved by the Health System Board on March 2, 2023 and by the Finance Committee on March 3, 2023)

RESOLVED, the Board of Visitors authorizes the Executive Vice President and Chief Operating Officer to execute the contract on behalf of the Medical Center with Arthrex, Inc. for Orthopedic products.

3. **PROPERTY DISPOSITION OF UVA CATON MERCHANT HOUSE ASSISTED LIVING**
(approved by the Health System Board on March 2, 2023 and by the Finance Committee on March 3, 2023)

WHEREAS, UVA Community Health, Inc., a wholly owned subsidiary of The Rector and Visitors of the University of Virginia (University of Virginia), is the sole owner of UVA Prince William Health System, which in turn is the sole owner of UVA Health Caton Merchant Assisted Living (Caton Merchant House), an assisted living facility located at 9201 Portner Avenue, Manassas, VA 20110; and

WHEREAS, the University of Virginia and UVA Community Health have determined that it would be in the best interest of UVA Community Health, Caton Merchant House, and the surrounding community, for UVA Community Health to transfer Caton Merchant House to a third party for continued operation as an assisted living facility;

RESOLVED, the Board of Visitors hereby authorizes the Executive Vice President and Chief Operating Officer and her designees to take all actions necessary to finalize the

transaction that will convey Caton Merchant House to a selected senior living organization under substantially the same terms of that letter of intent between UVA Community Health and the selected organization dated December 19, 2022, including to execute all deeds, documents, and agreements deemed necessary and appropriate to approve and consummate the foregoing, to approve such reasonable and customary expenses, if any, as may have been or may be incurred by UVA Community Health, and to take such other actions as are deemed necessary and appropriate in connection with the foregoing, all on behalf of the University of Virginia, UVA Community Health, Caton Merchant House, UVA Prince William Health System, and/or any other controlled affiliated of UVA Community Health, as applicable; and

RESOLVED FURTHER, all prior acts performed by the Executive Vice President and Chief Operating Officer and her designees in connection with the evaluation and sale of Caton Merchant House are in all respects approved, ratified, and confirmed.

4. **NAMING OF THE FRANK M. SANDS SR. (MBA '63) AND MARJORIE R. SANDS HOTEL AT DARDEN AND CONFERENCE CENTER FOR LIFELONG LEARNING/THE FORUM HOTEL**

(approved by the Buildings and Grounds Committee on March 2, 2023)

WHEREAS, in December 2022, the Board of Visitors approved the Frank M. Sands Sr. (MBA '63) Hotel at Darden and Conference Center for Lifelong Learning as the formal name of the redeveloped hotel at the Darden School of Business, in recognition of Mr. Sands' transformational gift in support of the Darden School; and

WHEREAS, Mr. Sands made the gift in honor of his late wife, lifelong educator Marjorie R, Sands;

RESOLVED, the Board of Visitors approves Frank M. Sands Sr. (MBA '63) and Marjorie R. Sands Hotel at Darden and Conference Center for Lifelong Learning as the revised formal name of the hotel; and

RESOLVED FURTHER, the Board of Visitors confirms The Forum Hotel as the marketing name of the hotel.

5. **NAMING OF THE ALTEC/STYSLINGER FOUNDATION BAR AND LOBBY, ALTEC/STYSLINGER FOUNDATION BAR TERRACE, ALTEC/STYSLINGER FOUNDATION TERRACE, AND ALTEC/STYSLINGER FOUNDATION ROOFTOP TERRACE**

(approved by the Buildings and Grounds Committee on March 2, 2023)

WHEREAS, Mark J. Styslinger is a UVA parent and a trustee of the Darden School Foundation Board of Directors; and

WHEREAS, Mr. Styslinger and the Altec/Styslinger Foundation have been generous supporters of areas across the University;

RESOLVED, in recognition of philanthropic support from Mr. Styslinger and the Altec/Styslinger Foundation, the Board of Visitors approves the naming of the Altec/Styslinger Foundation Bar and Lobby, Altec/Styslinger Foundation Bar Terrace, Altec/Styslinger Foundation Terrace, and Altec/Styslinger Foundation Rooftop Terrace, and offers profound thanks to Mr. Styslinger and the Altec/Styslinger Foundation.

6. **NAMING OF THE CONNECTION BRIDGE AT THE DARDEN ARBORETUM**
(approved by the Buildings and Grounds Committee on March 2, 2023)

WHEREAS, Steve Voorhees is a 1980 graduate of the UVA Darden School of Business; and

WHEREAS, Mr. Voorhees and his wife, Celia, are UVA parents and generous supporters of the Darden School of Business whose philanthropy includes giving to the Inn at Darden Redevelopment Project, faculty and research initiatives, and unrestricted support;

RESOLVED, in recognition of Mr. & Mrs. Voorhees' philanthropy, the Board of Visitors approves the naming of The Connection Bridge at the Darden Arboretum and Botanical Gardens; and

RESOLVED FURTHER, the Board, the University, and the Darden School of Business offer profound thanks to Mr. and Ms. Voorhees for their generous support.

7. **NAMING OF THE CARL MASON FRANKLIN FOOTBRIDGE AT THE DARDEN ARBORETUM**
(approved by the Buildings and Grounds Committee on March 2, 2023)

WHEREAS, Larry Franklin is a visiting professor at the Darden School of Business; and

WHEREAS, Mr. Franklin has been a generous supporter of the Darden School and has established and contributed to various endowed scholarships and fellowships; and

WHEREAS, Mr. Franklin's father, Carl Franklin, was a 1948 alum of the UVA Law School, had a long, prestigious career in legal education, and was also a donor to the Law School; and

WHEREAS, the Darden School seeks to recognize Mr. Franklin's philanthropy and his wish to honor his father by naming a bridge in the Darden Arboretum;

RESOLVED, the Board of Visitors approves the naming of the Carl Mason Franklin Footbridge; and

RESOLVED FURTHER, the Board, the University, and the Darden School offer profound thanks to Larry Franklin for his generous support.

8. DEMOLITION OF COMMUNICATIONS SHED AT ZEHMER HALL
(approved by the Buildings and Grounds Committee on March 2, 2023)

WHEREAS, agency 207, building # 0206 (the “Structure”) has reached the end of its useful life and due to size, age, and location, re-purposing for another use is not a viable solution; and

WHEREAS, pursuant to the Management Agreement, dated November 15, 2005, by and between the Commonwealth of Virginia and The Rector and Visitors of the University of Virginia, as amended, and subject to review by the Art and Architectural Review Board and the Department of Historic Resources and compliance with such general laws as may be applicable, the Board of Visitors is authorized to approve the demolition of buildings;

RESOLVED, the demolition of the Structure is approved by the Board of Visitors, pending approval by the Art and Architectural Review Board and the Department of Historic Resources and compliance with such general laws as may be applicable; and

RESOLVED FURTHER, the Executive Vice President and Chief Operating Officer is authorized, on behalf of the University, to approve and execute such documents and to take such other actions as deemed necessary and appropriate in connection with the demolition of the Structure; and

RESOLVED FURTHER, all prior acts performed by the Executive Vice President and Chief Operating Officer, and other officers and agents of the University, in connection with the demolition of the Structure, are in all respects approved, ratified, and confirmed.

9. DEMOLITION OF THE TOWNHOMES AT THE UNIVERSITY OF VIRGINIA'S COLLEGE AT WISE
(approved by the Buildings and Grounds Committee on March 2, 2023)

WHEREAS, Agency 246, building # 8337 (the “Structure”) has reached the end of its useful life, and due to age and condition, renovation is not an economically viable alternative; and

WHEREAS, pursuant to the Management Agreement, dated November 15, 2005, by and between the Commonwealth of Virginia and The Rector and Visitors of the University of Virginia, as amended, and subject to review by the Art and Architectural Review Board and the Department of Historic Resources and compliance with such general laws as may be applicable, the Board of Visitors is authorized to approve the demolition of buildings;

RESOLVED, the demolition of the Structure is approved by the Board of Visitors, pending approval by the Art and Architectural Review Board and the Department of Historic Resources and compliance with such general laws as may be applicable; and

RESOLVED FURTHER, the Executive Vice President and Chief Operating Officer is authorized, on behalf of the University, to approve and execute such documents and to take such other actions as deemed necessary and appropriate in connection with the demolition of the Structure; and

RESOLVED FURTHER, all prior acts performed by the Executive Vice President and Chief Operating Officer, and other officers and agents of the University, in connection with the demolition of the Structure, are in all respects approved, ratified, and confirmed.

10. BICENTENNIAL PROFESSORSHIP IN POLITICS

(approved by the Academic and Student Life Committee on March 2, 2023)

WHEREAS, Mr. Andrew McKnight and other donors and members of the Advisory Board of the Center for Politics had the vision to create an endowed professorship within the College and Graduate School of Arts & Sciences' Department of Politics with direct linkage to the Center for Politics; and

WHEREAS, the purpose was to create a permanent endowment to allow the College and the Center to have the financial resources to attract and retain top academic talent in Politics and to cement a partnership among the College and Graduate School of Arts & Sciences, the Department of Politics, and the Center for Politics, for generations to come;

RESOLVED, the Board of Visitors establishes the Bicentennial Professorship in Politics in the College and Graduate School of Arts & Sciences' Department of Politics; and

RESOLVED FURTHER, the Board of Visitors and the University offer profound thanks on behalf of the College and Graduate School of Arts & Sciences, the Department of Politics, and the Center for Politics, to Mr. Andrew McKnight and all donors to the Bicentennial Professorship in Politics, for this important gift as well as their many other contributions of time, talent, and resources to the University.

11. NEW DEGREE PROGRAM: BACHELOR OF SCIENCE IN DATA SCIENCE IN THE SCHOOL OF DATA SCIENCE

(approved by the Academic and Student Life Committee on March 2, 2023)

RESOLVED, subject to approval by the State Council of Higher Education for Virginia, the Bachelor of Science in Data Science is established in the School of Data Science.

12. UNIVERSITY OF VIRGINIA ENROLLMENT PROJECTIONS - THROUGH ACADEMIC YEAR 2029-2030

(approved by the Academic and Student Life Committee on March 2, 2023)

WHEREAS, the State Council of Higher Education for Virginia requires that a six-year enrollment projection be submitted every two years by public institutions of higher education to assist in statewide enrollment planning efforts; and

WHEREAS, the University’s existing enrollment plan, approved by the Board of Visitors in March 2021, must be updated to reflect projected undergraduate and graduate enrollment levels through academic year 2029-2030;

RESOLVED, the Executive Vice President and Provost is authorized to continue to implement plans with the State Council of Higher Education for Virginia as outlined in the table below.

**University of Virginia
2023-2029 Enrollment Projections**

	2011 Actual	2012 Actual	2013 Actual	2014 Actual	2015 Actual	2016 Actual	2017 Actual	2018 Actual	2019 Actual	2020 Actual
On-Grounds										
Total Undergraduate	14,591	14,641	14,898	15,405	15,669	15,891	16,034	16,262	16,588	16,816
First-Year	3,434	3,397	3,517	3,709	3,674	3,683	3,788	3,822	3,920	3,785
New Transfers (full-time)	542	536	595	612	609	618	640	654	637	697
Graduate	4,778	4,712	4,594	4,708	4,686	4,921	5,170	5,149	5,315	5,399
Law and Medicine	1,737	1,742	1,746	1,687	1,630	1,579	1,601	1,597	1,656	1,581
On Grounds Total	21,106	21,095	21,238	21,800	21,985	22,391	22,805	23,008	23,460	23,796
Off-Grounds	3,191	2,812	2,226	1,932	1,898	1,507	1,555	1,631	1,558	1,846

	2021 Actual	2022		2023	2024	2025	2026	2027	2028	2029
		Projected	Actual	Projected	Projected	Projected	Projected	Projected	Projected	Projected
On-Grounds										
Total Undergraduate	16,794	16,623	16,735	16,950	17,069	17,136	17,101	17,101	17,101	17,101
First-Year	3,889	3,778	4,003	3,970	3,970	3,970	3,970	3,970	3,970	3,970
New Transfers (full-time)	696	643	674	650	650	650	650	650	650	650
Graduate	5,352	5,310	5,184	4,956	4,987	5,028	5,172	5,201	5,225	5,232
Law and Medicine	1,576	1,504	1,504	1,458	1,457	1,446	1,450	1,453	1,453	1,453
On Grounds Total	23,722	23,437	23,423	23,364	23,513	23,610	23,723	23,755	23,779	23,786
Off-Grounds	2,304	2,044	2,726	2,124	2,300	2,426	2,486	2,545	2,608	2,673

Notes: Above numbers include all students enrolled for credit based on **fall census**.
 The First-Year and New Transfer counts are included in the Undergraduate total.
 Beginning in 2017, London First & similar program students are included in: 1) FY total and 2) on-grounds total.
 Examples of changes affecting off-grounds "ACTUAL" totals include terminating Semester at Sea in 2016 and census timing.
 Prior to 2019 projection, SCPS enrollments were reported separately; these are now subsumed under the on- and off-grounds projections
 Off-grounds projections include distance education students.

13. DIVESTMENT OF THE CENTER FOR POLITICS QUASI-ENDOWMENTS
 (approved by the Finance Committee on March 3, 2023)

WHEREAS, the timeline for the Center for Politics Project will require funds over the next 30 months with the largest funding source being the Center for Politics Building Expansion Quasi-Endowment and Unrestricted Quasi-Endowment; and

WHEREAS, the two quasi endowments currently have a market value of over \$7M and \$3.8M, respectively; and

WHEREAS, the Board of Visitors approves any quasi-endowment action above \$5M; and

WHEREAS, the divestment of these quasi-endowments is necessary to ensure successful financing of The Center for Politics Building Expansion;

RESOLVED, The Center for Politics is approved to divest its quasi-endowment accounts (GF002073 and GF002631) over the next 30 months, as needed, with the earliest divestment occurring as of June 30, 2023.

14. SIGNATORY AUTHORITY FOR CONTRACT TO PROVIDE COMPREHENSIVE HEALTH INSURANCE PLAN FOR STUDENTS ENROLLED AT THE UNIVERSITY IN CHARLOTTESVILLE

(approved by the Finance Committee on March 3, 2023)

RESOLVED, the Board of Visitors authorizes the Executive Vice President and Chief Operating Officer to execute a contract with a health insurance company to obtain comprehensive student health insurance for students enrolled at the University in Charlottesville, expected to exceed \$5 million in University-paid premiums annually.

ATTACHMENT

University of Virginia Athletics Compliance Charter

The University of Virginia (the “University”) Athletics Compliance Office is designed to insure that the intercollegiate athletics program is operated within the rules and regulations of the University, the Atlantic Coast Conference (ACC), and the National Collegiate Athletic Association (NCAA). Compliance with these rules and regulations is the shared responsibility of everyone associated with the University. In order for institutional control to be maintained, the NCAA Committee on Infractions developed principles with the idea of assisting institutions to better understand what efforts and attitudes are needed in order to create an atmosphere of compliance and institutional control.

As stipulated by NCAA Bylaw 6.1.1 and requirement for participation within the ACC as indicated in Article XI, Section XI-2 of the ACC Bylaws, the ultimate authority and accountability for the University athletics program rests with the University President. The President is appointed by the University Board of Visitors, and through the Board’s delegation of authority the President has ultimate responsibility for the Athletics Department. To share in the responsibilities of NCAA and ACC oversight, the University President delegates day-to-day administration of the University Athletics Department to the Director of Athletics, who in turn shares that responsibility with the Athletics Compliance Office. The University Athletics Compliance Program will interface with student athletes, coaches, athletic staff members, other University personnel, as well as the University’s alumni and friends. The Athletics Compliance Office will assist coaches and staff by developing and maintaining a compliance program that will educate, monitor, interpret, and report rules violations, if they occur.

As mentioned above, Compliance is a shared responsibility within the University. To ensure the University maintains institutional control and full compliance with applicable rules, departments outside of the Athletics Department have responsibility for certain NCAA, ACC and University compliance functions, as outlined below: National Collegiate Athletic Association (“NCAA”) Constitution, Article 6 states that “[t]he control and responsibility for the conduct of intercollegiate athletics shall be exercised by the institution itself and the division and conference of which it is a member.” Atlantic Coast Conference (“ACC”) Bylaw 1.3 states that each institution “is responsible for conducting its intercollegiate athletics program in compliance with rules and regulations of the NCAA and the Conference.”

NCAA Constitution, Article 6 states that the President of the University “has ultimate responsibility and final authority for the conduct of the intercollegiate athletics program and the actions of any board in control of that program.” ACC Bylaw 1.3 states that the President of the University is “ultimately responsible for the administration of all aspects of the athletics program, including approval of the budget and audit of all expenditures.”

NCAA Bylaw 8.01.3 states that the University “shall monitor its programs to ensure compliance and to identify and report instances in which compliance has not been achieved.” Moreover, it notes that the University “shall cooperate fully with any enforcement efforts and shall take appropriate corrective actions, as necessary.”

ACC Bylaw 1.3 states that the University’s “responsibility for the conduct of its intercollegiate athletics program includes responsibility for the actions of its staff members and for the actions of any other individual or organization engaged in activities promoting the athletics interests of the [University].”

The University Board of Visitors appoints the President of the University. The President has ultimate responsibility for the Athletics Department. The President delegates the daily oversight of the Athletics Department to the Director of Athletics. The Director of Athletics entrusts the Athletics Compliance Office to ensure the University is maintaining institutional control and a culture of compliance.

The Athletics Compliance Office ensures that the intercollegiate athletics program operates within the rules and regulations of the NCAA, ACC and University. The Athletics Compliance Office develops and maintains a compliance program that educates constituents about NCAA and ACC rules, monitors any/all activity and reports NCAA rule violations.

The Athletics Compliance Office works with the external partners below to assist in these processes.

Faculty Athletics Representative (“FAR”): The FAR serves as a liaison for the President between the University Faculty and the Athletics Department, especially on topics related to academics, compliance and student-athlete well-being. To carry out this role, the FAR duties include, but are not limited to, reviewing and approving student-athlete grade distribution, grade changes and independent studies at the end of each academic term; reviewing and approving student-athlete grade changes; serves as the ACC’s voting representative for institutional positioning on NCAA/ACC legislation and may serve the same role for the NCAA’s voting representative if need be as directed by the President; and assisting in reviewing of potential academic misconduct and impermissible academic assistance issues; and being involved in the process of approving participation in outside competition. allegations/violations.

Office of Undergraduate Admissions (“Admissions”): The Office of Undergraduate Admissions has ultimate sole responsibility for determining which prospective students-athletes are admitted to the University. The Athletics Department will have designated liaisons who may speak with Admissions regarding a prospective student-athlete’s potential admission.

University Registrar (“UREG”): The University Registrar certifies is the certifying officer for all student-athlete academic eligibility (including initial, continuing, and transfer) and confirms eligibility certification; full-time enrollment. UREG also assists with completing; the yearly and NCAA Academic Progress Rate (“APR”) submission. Performance Review cohort review.

Student Financial Services (“SFS”): The SFS disburses and certifies athletic, need-based, non-need, and outside aid office is the certifying officer for every student-athlete. SFS also assists with ensuring the financial aid; responsible for squad list production/completion; outside award certification; and athletic aid renewal/non-renewal process and issuance of academic achievement awards adhere to NCAA rules notifications.

Athletic Academic Affairs (“Academic Affairs”): ~~The Athletic Academic Affairs office collaboratively works with UREG and the Athletics Compliance Office to monitor student-athlete continuing eligibility. ; and communicates with faculty and staff regarding student athletes’ academic requirements for NCAA academic purposes since only academic advisors within the University departments can add student athletes to courses.~~

Institutional Research and Analytics (“IRA”): Office of Institutional Assessment and Studies (“Institutional Assessment”) and Studies: ~~The Office of Institutional Assessment and Studies IRA is responsible for tracking and reporting the graduation rate and Graduation Success Rate cohort review.~~

Office of Audit and Compliance (“Audit & Compliance”): ~~Audit and Compliance conducts regular audits of the Athletic Department’s policies and procedures.~~

Executive Vice President and Chief Operating Officer and Vice President for Institutional Compliance: ~~Once a year, the Athletics Compliance Office will During quarterly meetings with update the Executive Vice President and Chief Operating Officer, the Assistant Vice President for Institutional Compliance, and University President’s Chief of Staff about , the Athletics Compliance Office reviews any athletics compliance concerns, reporting requirements, NCAA potential violations, and the results of any external compliance reviews.~~

~~The Athletics Compliance Office will regularly communicate with the Assistant Vice President for Institutional Compliance about updates to NCAA rules, significant athletics compliance issues and concerns that may impact the institution and various other issues that may impact institutional compliance.~~

