

COLLEGE OF WILLIAM AND MARY  
RESOLUTIONS

COLLEGE OF WILLIAM AND MARY  
APPROVAL OF 2013 INTERNAL AUDIT WORK PLAN

As provided in the Office of Internal Audit Charter, the Director is responsible for preparing comprehensive work plans based upon his judgment and a risk assessment model.

The proposed 2013 Work Plan for the Office of Internal Audit includes the following areas; items *italicized* are management requests:

1. ARMICS – risk management and internal controls directive
2. Auditor of Public Accounts (APA) Support\*
3. *Arts and Sciences - PBK ticket office and Theatre, Speech, and Dance – Dean Conley's request*
4. Board of Visitors' resolution/policy compilation and review
5. *Centralized billing and VA benefits – management request\**
6. *EVMS – management request*
7. Fraud, Waste and Abuse Hotline; internal hotline and investigations\*
8. *Highland - Judge Thomas' request*
9. *Human Resources (RBC) – President Sydow's request*
10. Personnel hiring and evaluation committees\*
11. *President Reveley's Business Innovation Committee\**
12. Related foundations\*
13. *Risk Management Committee – management request\**
14. Small purchase cards\*
15. *Vendor create and modification process – management request\**
16. *VIMS Analytical Services center - Dean Wells' request*
17. *VIMS Vessel Operations center - Dean Wells' request*
18. William and Mary Police Department - assist investigations\*
19. Additional requests from the Board and management\*

\*Ongoing projects

The 2013 Work Plan has been reviewed by the Committee on Audit and Compliance and management of the College of William and Mary and Richard Bland College, and is hereby recommended to the Board of Visitors.

THEREFORE, BE IT RESOLVED, That the 2013 Work Plan for the Office of Internal Audit is approved by the Board of Visitors.

COLLEGE OF WILLIAM AND MARY  
REPEAL OF THE CODE OF CONDUCT  
GOVERNING STUDENT LOAN PRACTICES

In recognition of changes to the student loan process, in particular the shift of the administration of subsidized student loans from lending institutions such as banks to universities themselves via so-called "direct lending," the July 16, 2007, resolution adopted by the Board of Visitors regarding the adoption of a Code of Conduct Governing Student Loan Practices no longer serves its intended purpose. Lending institutions no longer may gain "preferred lender" status as referenced in the Code, the primary intent of which was to protect the integrity of that selection process.

Furthermore, the College's Code of Ethics, adopted by the Board of Visitors on April 17, 2009, and other policies administered by the Compliance and Policy Office cover the remaining parts of the adopted Code of Conduct.

THEREFORE, BE IT RESOLVED, That the Board of Visitors of the College of William and Mary repeals the Code of Conduct Governing Student Loan Practices and the compliance process it obligated, but affirms an ongoing commitment to the highest standard of ethics in conduct related to student loans and financial aid.

COLLEGE OF WILLIAM AND MARY  
APPOINTMENTS TO FILL VACANCIES IN THE  
INSTRUCTIONAL FACULTY

Vacancies in the Instructional Faculty of the College of William and Mary have resulted because of resignations, terminations and the approval of additional authorized positions.

BE IT RESOLVED, That upon recommendation of the President, the Board of Visitors of the College of William and Mary approves the appointments of the following individuals to fill these positions effective with the 2012-2013 academic year:

GREGORY W. GROSSMAN, Assistant Professor of Military Science

A.A., North Carolina Fayetteville Technical Community College, 1995

B.A., Campbell University, Buies Creek, 1997

M.A., Cameron University, 2001

Campbell University

Assistant Professor, 2011-2012

U.S. Army

Operations Officer, 2010-2011

Commander, 2009-2010

Brigade S4, 2008-2009

Operations Officer, 2006-2007

Human Resources OIC, 2005-2006

Battalion OIC, 2003-2005

Platoon Leader, 2002-2003

ANDREJA NOVAKOVIC, Assistant Professor of Philosophy

B.A., Bryn Mawr College, 2004

M.A. (2008); Ph.D. (2012), Columbia University

Board of Visitors

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COLLEGE OF WILLIAM AND MARY  
APPOINTMENTS TO FILL VACANCIES IN THE  
INSTRUCTIONAL FACULTY

ANDREW A. PETRIE, Assistant Professor of Military Science

B.S., James Madison University, 2004

U.S. Army

Commander, 2011-2012

Brigade Engineer, 2010

Assistant Brigade Engineer, 2008-2009

Assistant S3; S4, 2007-2008

Company XO, 2006-2007

Platoon Leader, 2004-2005

COLLEGE OF WILLIAM AND MARY  
APPOINTMENTS TO FILL VACANCIES IN THE  
PROFESSIONALS AND PROFESSIONAL FACULTY

Vacancies in the Professionals and Professional Faculty of the College of William and Mary have resulted because of resignations, terminations or the approval of additional authorized positions.

BE IT RESOLVED, That upon recommendation of the President, the Board of Visitors of the College of William and Mary approves the appointments of the following individuals to fill these positions:

TAMI C. BACK, Director of Strategic Communications and Outreach,  
Earl Gregg Swem Library, effective October 1, 2012

B.A., Christopher Newport University, 2003  
M.A., Old Dominion University, 2009

City of Hampton  
Communications Coordinator, 2010-2012  
Public Communications Assistant, 2003-2010

Daily Press Newspaper  
Free-Lance Writer/Intern Reporter, 2002-2003

Christopher Newport University  
Managing Editor, The Captain's Log, 2001-2002

CINNAMON A. BAKER, Assistant Dean, Career Services, William & Mary  
Law School, effective November 10, 2012

B.F.A., Florida State University, 1994  
J.D., University of Dayton School of Law, 2004

Barry University School of Law  
Director of Career Services, 2007-2012

Akerman, Senterfitt & Eidson, P.A.  
Conflicts of Interest Associate, 2005-2007

The Princeton Review  
Instructor, 2005

COLLEGE OF WILLIAM AND MARY  
APPOINTMENTS TO FILL VACANCIES IN THE  
PROFESSIONALS AND PROFESSIONAL FACULTY

DEBORAH CORNELL, Cataloging and Metadata Librarian, Earl  
Gregg Swem Library, effective October 22, 2012

B.A., The University of Texas at Arlington, 1996  
M.I.S., University of North Texas, 2003

The Art Institute of California-Hollywood  
Interim Librarian, 2010-2012

JibJab Media, Inc.  
Digital Assets Manager, 2008-2009

Charles E. Young Research Library, Department of Special Collections,  
University of California  
Digital Archives Cataloger, 2005-2008

The University of Texas at Arlington  
Library Assistant II, 1998-2005

KIMBERLY MALLORY, Director of Flex Program and Professional  
Admissions, Mason School of Business, effective November 12, 2012

B.S., Tusculum College, 2005  
M.B.A., University of Tennessee, 2009

University of Tennessee Center for Executive Education  
Director, Global Business Development and Student Recruitment, 2012  
Director, Regional Business Development and Assistant Director,  
Professional MBA Program, 2010-2012  
Director, Leadership and Regional Programs, 2006-2010  
Program Coordinator, 2000-2006

COLLEGE OF WILLIAM AND MARY  
APPOINTMENTS TO FILL VACANCIES IN THE  
PROFESSIONALS AND PROFESSIONAL FACULTY

ROBERT W. MORMAN, Director of Building Services, Facilities  
Management, effective December 10, 2012

Purdue University  
General Manager, Building Services, 2006-2012

Arnett Health Systems  
Supervisor of Environmental Services, 1998-2005

Executive Management Services, Inc.  
District Manager, 1997-1998

ServiceMaster Services, Inc.  
Operations Manager, 1995-1997

ELIZA G. PARRISH, Director of Alumni Relations, Mason School of  
Business, effective November 26, 2012

B.S., Emerson College, 1975

Suffolk University  
Senior Director of Alumni Relations, 2011-2012  
Director of Alumni Relations, Sawyer Business School, 2007-2011

Linden Ponds Retirement Community  
Director of Giving and Events, 2004-2007

Massachusetts Institute of Technology  
Director, Alumni Relations, Sloan School of Management, 2000-2003

Dana-Farber Cancer Institute  
Director, Marathon Programs, 1998-2000



COLLEGE OF WILLIAM AND MARY  
APPOINTMENTS TO FILL VACANCIES IN THE  
PROFESSIONALS AND PROFESSIONAL FACULTY

GEORGE P. PODOLIN, Assistant Dean, Career Services, William & Mary Law School, effective December 10, 2012

A.B., Duke University, 1988  
M.A., University of Pennsylvania, 1996  
J.D., Yale Law School, 1999

Schnader, Harrison, Segal & Lewis, LLP  
Associate, Litigation Services Department, 2012

Hoyle, Fickler, Herschel & Mathes, LLP  
Associate, 2008-2012

Hangley, Aronchick, Segal & Pudlin  
Associate, Litigation Department, 2001-2008

KATHRYN L. RICHARDS, Reunion Gift Officer, University Development, effective September 25, 2012

B.A., University of Exeter, 2008

Legal Aid Society of Eastern Virginia  
Community Resources Liaison, 2011-2012  
Eligibility Worker, 2010-2011

International School of Choueifat, United Arab Emirates  
Class Teacher, 2008-2009

University of Exeter, United Kingdom  
Annual Fund Caller, 2007-2008

COLLEGE OF WILLIAM AND MARY  
APPOINTMENTS TO FILL VACANCIES IN THE  
PROFESSIONALS AND PROFESSIONAL FACULTY

STACEY BUSBEE SUMMERFIELD, Director of Parent and Family  
Giving, University Development, effective October 10, 2012

B.A., College of William & Mary, 2004  
M.A.L.S., Northwestern University, 2008

The University of Chicago  
Associate Director, Parents Program, 2010-2012  
Assistant Director of Annual Fund, Alumni Emeriti and Reunions, 2008-2010  
Assistant Director of Annual Fund, Direct Response Philanthropy, 2008

Northwestern University  
Program Assistant, Office of Foundation Relations, 2006-2008

Near North Montessori School  
Development Liaison, 2005-2006

MICHAEL A. TURNER, Director of Programs and Special Projects,  
Office of the University Registrar, effective November 25, 2012

B.S., Old Dominion University, 1990  
M.Ed., College of William & Mary, 2011

Virginia Community College System  
Coordinator of Student Affairs/Academic Services and Research, 2006-2012

Tidewater Community College  
Supervisor, Peoplesoft/Oracle SIS/Lifecycle Support Team, 2004-2005

Thomas Nelson Community College  
Associate Registrar, 1996-2004

Christopher Newport University  
Enrollment Systems Analyst, Office of the Registrar, 1995-1996

Old Dominion University  
Transcript Supervisor, 1992-1995  
Data Processing Coordinator, 1987-1992

COLLEGE OF WILLIAM AND MARY  
APPOINTMENTS TO FILL VACANCIES IN THE  
PROFESSIONALS AND PROFESSIONAL FACULTY

DANIEL HAYDEN WEDDINGTON, Digital Archivist, Earl Gregg Swem  
Library, effective, January 7, 2013

B.A., Eastern Kentucky University, 2008  
M.L.I.S., University of Kentucky, 2012

Eastern Kentucky University  
Library Associate, Special Collections and Archives, 2012  
Library Associate, Business Library and Academic Commons, 2010-2012  
Archival Assistant, Special Collections and Archives, 2007-2008

University of Kentucky  
Staff Associate, Division of Writing, Rhetoric and Digital Media, 2008-2010

KARIN WULF, Director, Omohundro Institute of Early American History and  
Culture, effective, July 1, 2013

B.A., American University, 1985  
M.A. (1990); Ph.D. (1993), Johns Hopkins University

College of William & Mary  
Associate Professor, 2005-2012  
Book Review Editor, William and Mary Quarterly, 2004-2012  
Visiting Associate Professor, 2004-2005  
Visiting Book Review Editor, William and Mary Quarterly, 2002-2004

American University  
Associate Professor, 2000-2005  
Assistant Professor, 1995-2000

Old Dominion University  
Assistant Professor, 1993-1995

Board of Visitors

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COLLEGE OF WILLIAM AND MARY  
AWARD OF ACADEMIC TENURE

The following member of the Instructional Faculty at the College of William and Mary has been recommended for the award of academic tenure by the appropriate departmental committee and chair, the appropriate dean, and by the Provost and President.

BE IT RESOLVED, That upon recommendation of the President, the Board of Visitors of the College of William and Mary approves the following member of the Faculty be awarded academic tenure, effective with the beginning of the 2012-2013 academic year:

AHMAD ATIF AHMAD, Department of Religious Studies

Board of Visitors

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COLLEGE OF WILLIAM AND MARY  
FACULTY LEAVE OF ABSENCE

The following faculty member has requested a leave of absence without pay or partial pay during the 2012-2013 academic year for the reason given.

BE IT RESOLVED, That upon recommendation of the President, the Board of Visitors of the College of William and Mary approves this leave of absence:

CHARLES F. MCGOVERN, Associate Professor of History and American Studies, to accept a fellowship with the Smithsonian Institution for the Spring 2013 semester.

**COLLEGE OF WILLIAM AND MARY  
RESOLUTION TO APPROVE PURCHASE OF PROPERTIES:  
427 SCOTLAND STREET & 406 JAMESTOWN ROAD**

**WHEREAS**, from time to time, the College has the opportunity to purchase property that is adjacent to the campus, of strategic interest to the College, at a bargain price to the institution, or for some other equally compelling reason; and

**WHEREAS**, the 2006 Management Agreement (the "Agreement"), governed by the restructured Higher Education Financial and Administrative Operations Act of 2005, Chapter 4.10 of the Title 23 of the Code of Virginia, as renewed in 2009, allows the Board of Visitors to use its non-general funds to purchase property without the approval of the Governor, the General Assembly, or any other Commonwealth agency; and

**WHEREAS**, the Agreement authorized the College to establish its own policies and procedures for the purchase of property, using the Commonwealth's due diligence policies as a model template; and

**WHEREAS**, the College was approached by the ownership group holding title to both properties at 427 Scotland Street and 406 Jamestown Road; and

**WHEREAS**, both properties are of strategic interest to the College, and are offered as a package deal because the ownership wishes to dissolve and liquidate its business interests; and

**WHEREAS**, 427 Scotland Street is a 5880 square foot commercial building that the College had rented for its School of Education Gifted & Talented Program; and

**WHEREAS**, 406 Jamestown Road is a 1938 square foot residence currently leased to students, but surrounded by College-owned property; and

**WHEREAS**, the College did not want to lose this opportunity, and proceeded with negotiating a price of \$1.51M for the combination of two properties, with an assumption of settlement occurring prior to January 1, 2013; and

**WHEREAS**, the College has begun its due diligence activities in advance of signing a purchase contract, pending Board approval;

**THEREFORE, BE IT RESOLVED**, by the Rector and the Board of Visitors of The College of William and Mary in Virginia, that approval is given to the College to purchase both properties at the agreed-upon package price of \$1.51M, pending successful completion of the due diligence effort, and in accordance with all authorities, policies, and procedures in force and necessary under the Agreement; and

**FURTHER RESOLVED**, That the Vice President for Administration, and the University Counsel are authorized to execute any and all documents pertaining to the acquisition.

**COLLEGE OF WILLIAM AND MARY  
RESOLUTION TO APPROVE  
INTER-AGENCY TRANSFER AGREEMENT  
LONGHILL CONNECTOR LAND TO EASTERN STATE**

**WHEREAS**, the COMMONWEALTH OF VIRGINIA, DEPARTMENT OF BEHAVIORAL HEALTH AND DEVELOPMENTAL SERVICES (Transferee), seeks to have transferred from the COMMONWEALTH OF VIRGINIA, THE COLLEGE OF WILLIAM AND MARY (Transferor) that certain "Residue Parcel" located along the westerly edge of Longhill Connector Road, immediately to the North of its intersection with Ironbound Road, containing 0.9199 ± acres, as indicated on the attached plat dated June 25, 1987; and

**WHEREAS**, Virginia Code § 2.2-1150(A)(2) provides that, when it is deemed to be in the public interest, property owned by the Commonwealth and held in the possession of a department, agency or institution of the Commonwealth may be transferred to the possession of another department, agency or institution of the Commonwealth by the execution of an agreement between the heads of such departments, agencies or institutions; and

**WHEREAS**, the Transferor, in furtherance of the public interest, may agree to transfer the Residue Parcel to the Transferee possession, upon approval of the Board of Visitors; and

**WHEREAS**, the Residue Parcel is a portion of the same property (now commonly known as the Dillard Complex) conveyed from the State Mental Health and Mental Retardation Board (now the Department of Behavioral Health and Developmental Services) to The College of William and Mary by agreement dated September 24, 1980, and recorded in Deed Book 209, Page 68, in the Clerk's Office of the Circuit Court for the City of Williamsburg and County of James City, Virginia; and

**WHEREAS**, when the Longhill Connector Road was sited and constructed to connect Ironbound Road to Longhill Road, this residue parcel was inadvertently left on the Eastern State side of the Longhill Connector Road; and

**WHEREAS**, there is no lease, conveyance, easement, function, or strategic interest that would prevent the College from transferring the Residue Parcel; and

**WHEREAS**, under the 2006 Management Agreement (the "Agreement"), governed by the restructured Higher Education Financial and Administrative Operations Act of 2005, Chapter 4.10 of the Title 23 of the Code of Virginia; as renewed, allows the Board of Visitors to make such an inter-agency transfer;

**THEREFORE, BE IT RESOLVED**, by the Rector and the Board of Visitors of The College of William and Mary in Virginia, that approval is given to the College to transfer the

Board of Visitors  
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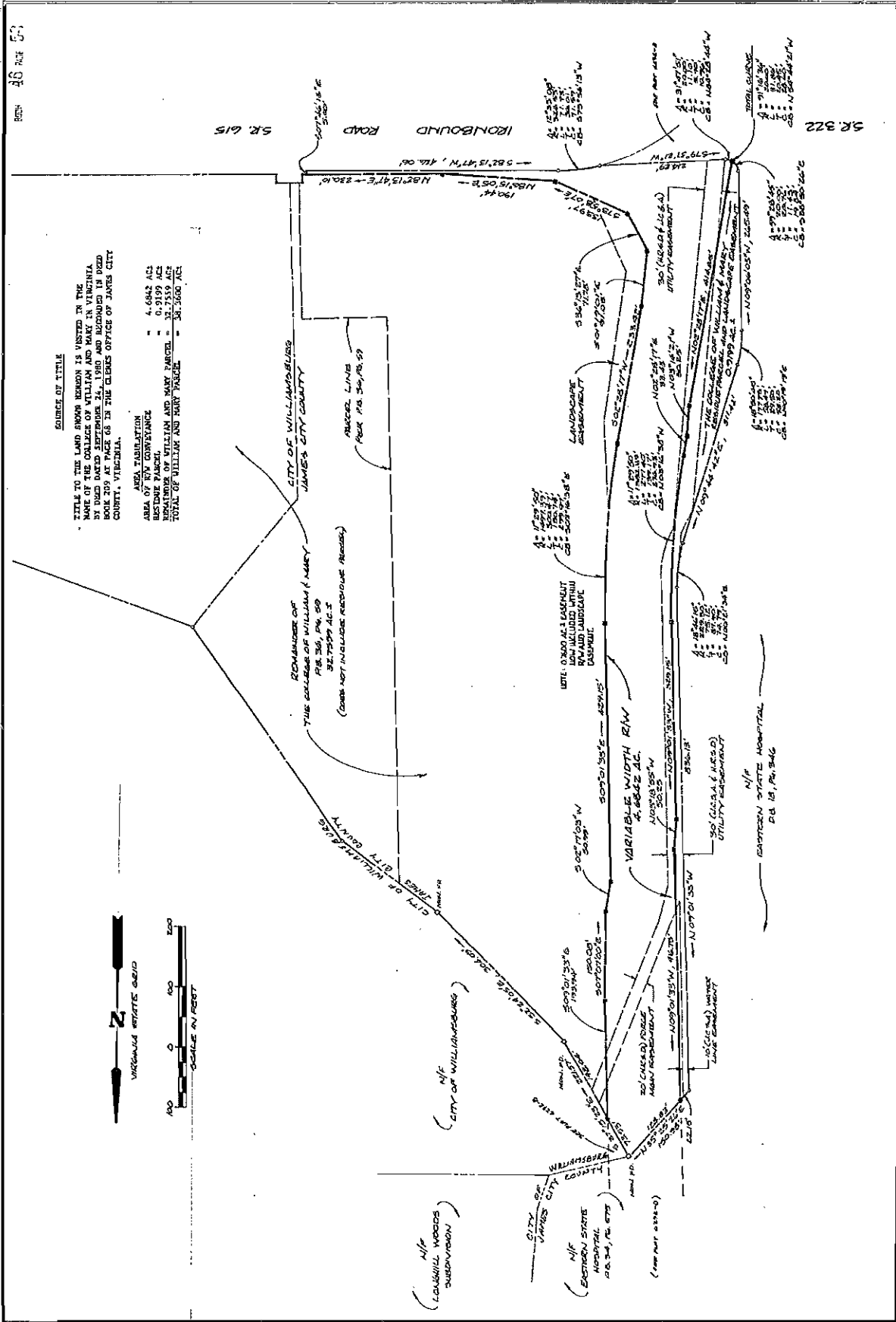
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Residue Parcel to the COMMONWEALTH OF VIRGINIA, DEPARTMENT OF BEHAVIORAL HEALTH AND DEVELOPMENTAL SERVICES, in accordance with all authorities, policies, and procedures in force and necessary to accomplish same; and

**BE IT FURTHER RESOLVED,** That the Vice President for Administration is authorized to execute any and all documents pertaining to the transfer.

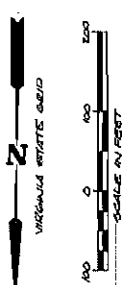


Revised and On Utility drawings 1/9/12



**SOURCE OF TITLE**  
TITLE TO THE LAND SHOWN HEREON IS VESTED IN THE  
STATE OF VIRGINIA BY DEED DATED SEPTEMBER 24, 1980 AND RECORDED IN DEED  
BOOK 789 AT PAGE 68 IN THE CLERK'S OFFICE OF JAMES CITY  
COUNTY, VIRGINIA.

**AREA TABULATION**  
AREA OF ERY CONVEYANCE = 4.6842 AC.  
RESIDUE PARCEL = 0.9199 AC.  
RESIDUE OF WILLIAM AND MARY PARCEL = 32.7539 AC.  
TOTAL OF WILLIAM AND MARY PARCEL = 33.7600 AC.



Drawn	DRB
Check	DRB
Date	11/15/12
Plate No.	8592-A
Project	PLAT OF CORRECTION

No.	DATE	REVISION / COMMENT / NOTE	BY
1	11/15/12	ADDED LANDSCAPE CASEMENT	DRB



**PLAT OF CORRECTION OF  
DEDICATION OF RIGHT-OF-WAY  
CONTAINING 4.6842 ACRES ±  
FROM: THE COLLEGE OF WILLIAM AND MARY  
TO: VIRGINIA DEPARTMENT OF TRANSPORTATION**

BERKELEY DISTRICT  
JAMES CITY COUNTY  
VIRGINIA

**AES**, a professional corporation  
1761 Jamestown Road, Williamsburg, Va. 23185  
804-293-0040  
Engineering, Planning, Surveying



**COLLEGE OF WILLIAM AND MARY  
RESOLUTION TO APPROVE CLOSURE OF LANDFILL  
AND RECORDATION OF DEED**

**WHEREAS**, the College of William and Mary requests Board of Visitors' approval to officially close the College's landfill, located on South Henry Street, and which was last active in 1990; and

**WHEREAS**, the College has been monitoring the landfill in accordance with the supervising environmental entity at the Commonwealth level since its non-use designation in 1990; and

**WHEREAS**, at the direction of the current supervising entity, the Department of Environmental Quality (DEQ), the College shall perform the following in accordance with 9VAC20-81-170:

- a. Post one sign at the entrance of the landfill notifying all persons of the closing, and the prohibition against further receipt of waste materials. Install suitable barriers to prevent access and new waste from being deposited; and
- b. Submit to the local land recording authority a survey plat prepared by a professional land surveyor indicating the location and dimensions of the landfill, and the locations of groundwater monitoring wells, and landfill gas monitoring probes; and
- c. Record a notation on the deed to the landfill property, which will be found during title searches, notifying any potential purchaser that the land has been used to manage solid waste and its use is restricted under 9VAC20-81-170 A 2 c; and

**WHEREAS**, these actions shall constitute the official closure of the landfill;

**THEREFORE, BE IT RESOLVED**, by the Rector and the Board of Visitors of the College of William and Mary in Virginia, that approval is given to the College to officially close the landfill in accordance with DEQ, Commonwealth authorities, policies, and procedures in force and required; and more particularly, to record the required notation to the property deed for information in perpetuity on the property's use as a landfill; and

**BE IT FURTHER RESOLVED**, That the Vice President for Administration, the University Counsel, and any other necessary College officials are authorized to execute any and all documents pertaining to said closure, deed, and monitoring as may be required.

**COLLEGE OF WILLIAM AND MARY  
RECEIPT OF THE CONSOLIDATED FINANCIAL REPORT OF  
THE COLLEGE OF WILLIAM AND MARY IN VIRGINIA AND  
RICHARD BLAND COLLEGE FOR THE FISCAL YEAR ENDED JUNE 30, 2012**

The Consolidated Financial Report of The College of William and Mary in Virginia and Richard Bland College for the fiscal year ended June 30, 2012, has been presented by the Vice President for Finance and the Vice President of Administration and Finance to the Presidents of the Colleges, who have approved it for presentation to the Rector and the Board of Visitors.

The statements included in this consolidated Financial Report provide a concise analysis of the College's financial affairs for fiscal year 2011-2012. The report is subject, of course, to a detailed audit to be directed by the Auditor of Public Accounts.

RESOLVED, That the Unaudited Consolidated Financial Report for the Year Ended June 30, 2012 (*see separate booklet*) for The College of William and Mary in Virginia and Richard Bland College is hereby received by the Board of Visitors.

Board of Visitors

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**COLLEGE OF WILLIAM AND MARY  
RECEIPT OF THE FINANCIAL REPORT OF  
THE INTERCOLLEGIATE ATHLETIC DEPARTMENT  
FOR THE FISCAL YEAR ENDED JUNE 30, 2012**

The summarized Financial Report of the Intercollegiate Athletic Department for the fiscal year ended June 30, 2012, has been presented by the Vice President for Finance to the President of the College, who has approved it for presentation to the Rector and the Board of Visitors.

RESOLVED, That the Unaudited Financial Report of Intercollegiate Athletics for the Year Ended June 30, 2012 (*see separate booklet*), is hereby received by the Board of Visitors.

**REVISIONS TO THE BYLAWS OF  
THE BOARD OF VISITORS OF  
THE COLLEGE OF WILLIAM AND MARY**

Revisions to the *Bylaws of the Board of Visitors* have been proposed in order to (1) modify the Board's committees; (2) give flexibility to the new President of Richard Bland College to implement organizational changes; (3) clarify the Board's delegations of authority to transact business in the Board's name; and (4) clean up typographical errors. The substantive changes, shown in redline/strikeout format on the following pages, are:

1. A description of the William and Mary Staff Liaison to the Board has been added to the Preamble.
2. The Board's committee structure has changed. The names of three committees (Administration, Buildings and Grounds; Strategic Initiatives and New Ventures; and Audit and Compliance) have been changed. These name changes appear in various places in the Bylaws. The responsibilities of the former committees for Administration and for Buildings and Grounds have been merged. Formerly part of the Committee on Administration, the responsibility for campus safety and security and risk management has been moved to the Committee on Audit and Compliance.
3. The authority of the President, the Provost, the Vice President for Finance, and the Vice President for Administration has been modified to clarify the authority of each to transact certain business on behalf of the College. The designated authority for the Provost and the two Vice Presidents relate to their other substantive responsibilities; the President has concurrent authority with all three officials.
4. The offices under the Vice President for Strategic Initiatives have been changed to reflect the current organization.
5. With respect to Richard Bland College: The current Bylaws designate certain required officers for the College (Provost, Vice President for Administration and Finance, and Director of Institutional Advancement). The proposed revision suggests certain offices, but authorizes the President to establish such offices as deemed necessary or appropriate. The organization is subject to the Board's approval, although Board approval will not be required for the selection of personnel to fill such offices. This is in contrast to the comparable situation at the College of William and Mary, for which the Bylaws retain the requirement of Board approval of the selection of, for example, vice presidents.

BE IT RESOLVED, That on the recommendation of the Rector of the College and officials at both William and Mary and Richard Bland College, the *Bylaws* of the Board of Visitors are hereby amended, effective immediately, as shown on the following pages.



WILLIAM  
& MARY

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**2014~~2~~**

**BYLAWS**

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*Board of Visitors  
Code of Virginia*

Williamsburg, Virginia

## PREAMBLE

The Board of Visitors is the governing authority of the College of William and Mary, including the Virginia Institute of Marine Science and Richard Bland College. In executing its duties, the Board will be guided by the laws and policies of the Commonwealth of Virginia. It will strive to preserve the ideals and traditions of the institutions under its jurisdiction, including the student-administered Honor System that originated in the earliest years of the College of William and Mary.

From its membership the Board elects a Rector of the College, a Vice Rector of the College, and a Secretary of the Board. The Board appoints Presidents for both the College of William and Mary and Richard Bland College; and it appoints academic officers, faculties, and other employees essential to the effective operation of all the institutions under its control.

Appointed by and accountable to the Governor, the seventeen members of the Board of Visitors serve for terms of four years each. If any member of the Board fails to perform the duties of the office for one year without justification to the Board, the Rector may, after notifying that member, report such failure to the Governor.

Annually the Rector shall appoint the President of the Student Assembly of the College of William and Mary to the position of a non-voting, advisory representative on the Board of Visitors. Annually the Rector, in consultation with the Committee on Academic Affairs, shall appoint a full-time faculty member from among the former presidents of the William and Mary Faculty Assembly to the position of a non-voting, advisory representative on the Board of Visitors. Annually the Rector shall appoint a student and full-time faculty member from Richard Bland College nominated by the College President to the position of non-voting, advisory representatives. Faculty members from the College of William and Mary and Richard Bland College shall be eligible to serve two consecutive one-year terms.

The terms of office of each non-voting, advisory representative shall begin on the day following Commencement at each institution and will extend through the following year's Commencement. Each non-voting, advisory representative will sit with the Board of Visitors during the open sessions of those committee meetings and full meetings of the Board which deal with matters pertaining to the College of William and Mary or Richard Bland College, respectively. In the event a student or faculty representative is not able to complete the term, the Rector, acting in concert with the appropriate institution's President, will appoint a replacement.

Annually the Rector shall appoint a College of William and Mary Staff Liaison to serve as a non-voting liaison to bring a staff perspective to the Board. In selecting the Staff Liaison, the Rector shall alternate each year between the professional and operational staff. The term of office of the Staff Liaison shall begin on the day following Commencement and will extend through the following year's Commencement. In the event the Staff Liaison is unable to complete the term, the Rector will appoint a replacement.

BYLAWS

*Article I*

Section 1. MEETINGS

The Board of Visitors shall meet regularly four times each year on dates selected by the Rector of the College, the last session in the academic year being designated the regular annual meeting. Special meetings may be called by the Rector, and in the Rector's absence or disability, by the Vice Rector, or must be convened on request of any five members of the Board. Notice of meetings shall be provided in accordance with the relevant provisions of the Code of Virginia.

A simple majority of the membership of the Board shall constitute a quorum for the transaction of business.

In order to permit thorough consideration and to facilitate preparation of agendas and dissemination to all members of the Board, all proposed resolutions of the Board of Visitors shall be presented to the Secretary to the Board at least ten (10) days prior to the meeting at which they are proposed to be considered, with mailing to the members and constituent representatives to occur at least six (6) days prior to the meeting, except that the introduction of a motion and/or resolution for Board action may be offered at any time at the request of the Rector or the Presidents, or on those occasions when a two-thirds (2/3) majority of the members present at the meeting vote in the affirmative to suspend this rule.

The Secretary to the Board shall maintain minutes of all meetings of the Board and shall make them available at all reasonable times to any member of the Board, the President of the College, the President of Richard Bland College, and such others as required by law.

Section 2. OFFICERS

Prior to the annual meeting of every odd year, the Rector shall appoint a committee of at least three members of the Board to nominate candidates for the offices of Rector, Vice Rector, and Secretary. Nominations will also be accepted from the floor. The Board will proceed to elect officers from any members nominated at the annual meeting.

Each officer shall serve a two-year term commencing July 1 following the annual meeting, and each shall be eligible for re-election for one additional term.

The Rector shall preside over all meetings of the Board and, unless otherwise directed by the Board, determine the order of its business. The Rector shall perform other duties that may be prescribed by law or by the Board. When the Rector is absent or unable to discharge the duties of the office, the Vice Rector shall act as Rector. The Secretary shall act as Rector if neither the Rector nor the Vice Rector is available or able to perform the duties of that office.

Should a vacancy in an office occur prior to the conclusion of an elected term, the Rector ~~or his successor~~ shall appoint a committee of at least three members of the Board to



nominate a candidate to stand for election at the next meeting of the Board to complete the unexpired portion of such term.

### Section 3. EXECUTIVE COMMITTEE

The Executive Committee shall consist of the Rector, who shall serve as Chairperson, the Vice Rector, the Secretary of the Board, the Chairperson of the Committee on Financial Affairs, and three members of the Board at large to be appointed by the Rector for two-year terms. The Executive Committee shall exercise the powers and transact the business of the Board of Visitors between meetings of the full Board as needed. All members of the Board shall be informed promptly of any action taken.

The Executive Committee shall also recommend candidates for honorary degrees for selection by the Board of Visitors. All names submitted by the President of the College, by the President of Richard Bland College, by any member of the Board or by other individuals as candidates for honorary degrees shall be referred to the Executive Committee. It may also review and make recommendations on criteria and standards for the awarding of honorary degrees.

A simple majority of the members shall constitute a quorum.

In the event that a quorum is not present at a meeting of the Executive Committee, the Chairperson may appoint other Board members to the Executive Committee on an ad hoc basis to create a quorum for that meeting.

### Section 4. STANDING COMMITTEES

Immediately following the election of officers, the Rector shall appoint one member of the Board to chair each of the following standing committees and such other special committees as the Board may deem necessary or advisable: Richard Bland College Committee; Committee on Financial Affairs; Committee on Administration, Buildings and Grounds; ~~Committee on Administration~~; Committee on Academic Affairs; Committee on Development; Committee on Alumni Relations; Committee on Strategic Initiatives and New Ventures; Committee on Student Affairs; Committee on Athletics; and Committee on Audit and Compliance. The Rector shall also serve as an ex officio member of all committees. All committees may also function as committees of the whole.

If the Board elects to conduct its business as a committee of the whole, all members of the Board will be deemed to be members of the committee and a quorum shall consist of a majority of the members of the Board. If the Board chooses to use individual standing committees, the Rector shall appoint at least three members of the Board to each committee. The Rector may appoint vice chairs for all committees, including committees of the whole. A majority of the committee members shall constitute a quorum. As an ex officio member, the Rector may be counted towards a quorum. The Rector may replace chairs as necessary and remove members from committees or fill committee vacancies as necessary.

#### Section 5. RICHARD BLAND COLLEGE COMMITTEE

The Richard Bland College Committee shall be composed of no fewer than five Board members. It shall consider and make recommendations concerning the financial and academic affairs of Richard Bland College, review the submission and approval of any and all budgets and the administration of the academic and financial policies and procedures of Richard Bland College. The Committee shall serve as the Board contact with faculty and student liaison committees and make recommendations on resolutions submitted by Richard Bland College for consideration by the Board of Visitors. The non-voting, advisory student and faculty representatives from Richard Bland College shall also serve as members of this Committee.

#### Section 6. COMMITTEE ON FINANCIAL AFFAIRS

The Committee on Financial Affairs shall consider and make recommendations concerning the general direction and control of the financial affairs of the College, and the Virginia Institute of Marine Science, concerning the submission and approval of any and all budgets; and concerning the administration of the financial policies and procedures established by the Board. It shall have power and authority, subject to the guidelines set by the Board of Visitors, to invest and reinvest all funds held by the Board as an endowment or in trust for the uses and purposes of the College, of Richard Bland College and of the Virginia Institute of Marine Science, and with the assistance of the President of the College and the President of Richard Bland College shall direct and control the handling of investments by an investment counsel or depository agent at any time employed by the Board of Visitors.

#### Section 7. COMMITTEE ON ADMINISTRATION, BUILDINGS AND GROUNDS

The Committee on Administration, Buildings and Grounds shall consider and make recommendations on all matters relating to: the buildings and grounds of the College, including the naming of College buildings; ~~referred to it by the Rector, the President of the College, or the Board;~~ the administrative operations of the College, including human resources policy in regard to classified employees, university employees and other non-instructional faculty members employed by the College; information technology; procurement; and any other matters referred to it by the Rector or the President of the College, particularly in relationship to the Authorities granted under The Restructured Higher Education Financial and Administrative Operations Act.

#### Section 8. COMMITTEE ON ACADEMIC AFFAIRS

The Committee on Academic Affairs shall consider and make recommendations on matters affecting educational policies, faculty affairs and appointments, and academic organization of the College, and shall advise the President of the College on matters of personnel policy in regard to members of the faculty, classified personnel and others employed by the College. The Committee shall meet on a regular basis with representatives of the faculties of the College.

~~Section 9. COMMITTEE ON ADMINISTRATION~~

~~The Committee on Administration shall consider and make recommendations on policy matters pertaining to the administrative operations of the College, including such functions as human resources and shall advise the President of the College on matters of human resources policy in regard to classified employees, university employees and other non-instructional faculty members employed by the College; information technology; procurement; campus safety and security and risk management, and any other matters referred to it by the Rector or the President of the College, particularly in relationship to the Authorities granted under The Restructured Higher Education Financial and Administrative Operations Act.~~

Section ~~109~~. COMMITTEE ON DEVELOPMENT

The Committee on Development shall consult with the President of the College concerning the ways and means of promoting the general advancement of the College and fostering the relationship between the College and its communities and friends. It shall consider and make recommendations on such matters as appropriate.

Section ~~110~~. COMMITTEE ON ALUMNI RELATIONS

The Committee on Alumni Relations shall consider and make recommendations on policies fostering lifelong relationships and connections between the College and its alumni, as well as the College's career assistance for alumni, and on such matters as appropriate. The Committee shall meet on a regular basis with a representative of the Alumni Board of Directors.

Section ~~112~~. COMMITTEE ON STRATEGIC INITIATIVES AND NEW VENTURES

The Committee on Strategic Initiatives and New Ventures shall ~~consult with the President of the College concerning~~ consider and make recommendations on matters concerning strategic planning, new ventures, the ways and means of promoting economic development, public service and outreach, ~~by the College~~ and fostering the relationship between the College, its constituencies and all responsible governing bodies. ~~It shall consider and make recommendations on such matters as appropriate.~~

Section ~~132~~. COMMITTEE ON STUDENT AFFAIRS

The Committee on Student Affairs shall consider and make recommendations on policies concerning student life, discipline and the organization and administration of student affairs at the College. The Committee shall meet on a regular basis with representatives of the student bodies of the College.

Section 134. COMMITTEE ON ATHLETICS

The Committee on Athletics shall consider and make recommendations on matters affecting intercollegiate athletic policies, plans and personnel of the College.

Section 145. COMMITTEE ON AUDIT AND COMPLIANCE

The Committee on Audit and Compliance shall oversee the Office of Internal Audit, which is charged with the responsibility of auditing the College of William and Mary and Richard Bland College, and shall consider and make recommendations on policy matters pertaining to campus safety and security and risk management. The Director of Internal Audit shall be directly responsible to the Committee on Audit in the formation of an annual Audit Plan. The President of the College and the President of Richard Bland College may advise and consult with the Committee on any matter pertaining to internal auditing. The Committee shall perform an annual evaluation of the Director of Internal Audit during the Board's annual meeting for recommendation to the full Board.

*Article II*

*Administration*

Section 1. THE PRESIDENT OF THE COLLEGE

Under the authority and direction of the Board of Visitors, the President of the College is responsible for the administration and courses of instruction of The College of William and Mary in Virginia. The President shall be the authorized means of communications between the Board of Visitors and faculties, the Board and the students, and the Board and the various officers of instruction and administration employed in the College. The President is accountable to the Board for the administrative, fiscal and program performance of the College. Annually at a date set by the Rector of the College, the Board shall conduct an evaluation of the performance of the President for the preceding year.

The President shall be assisted by a Provost, a Vice President for Development, a Vice President for Student Affairs, a Vice President for Finance, a Vice President for Administration and a Vice President for Strategic Initiatives. The President shall establish, with the approval of the Board of Visitors, such faculty positions and other administrative offices that may be needed to carry out the work of the College. The President shall recommend to the Board appointments to all administrative and faculty positions. The President may appoint committees from members of the administrative staff and, upon recommendation of the Faculty Assembly, from members of the faculties of the College as in the President's judgment may be needed.

The President shall represent the College on public occasions and shall confer all properly authorized degrees, with the exception of honorary degrees, which shall be conferred by the Rector of the College or the Rector's duly authorized agent.

The President shall direct the operation of the College, supervise the work of the faculties and staff, and maintain the internal order and discipline of the College, and to this end shall hold all deans and members of the faculties to the faithful and efficient discharge of their duties. The President may exercise the right to preside over any meetings of the faculties.

As the chief administrative officer of the College, the President may attend all meetings of the Board of Visitors or any committee meetings of the Board, except as otherwise designated by the Board, and participate in the discussions of such committees, and submit recommendations on matters falling within the purview of such committees as may be appropriate.

The President, with the appropriate advice of administrative officers and the Faculty Assembly will formulate plans and operating policies and objectives for all phases of operation of the College and will develop and maintain an organizational plan through which these policies and objectives may be implemented, directed and controlled.

The President shall cause reports of the fiscal and other affairs of the College to be prepared and submitted to the Board of Visitors and to its committees and shall be responsible for planning, implementing, coordinating and evaluating the College's communications, information, community relations and public service programs.

The President ~~or Vice President for Finance~~ shall have the authority to transact business in the name of the College of William and Mary in Virginia, and shall have concurrent authority with the Provost, the Vice President for Finance, and the Vice President for Administration in the exercise of their delegated authority to transact business in the name of the College. The President shall have the authority to further delegate such authority; such delegation must be consistent with applicable law and regulations, and subject to guidelines for the exercise thereof.

~~including the transfer, conversion, endorsement, sale, purchase, assignment, conveyance and delivery of any and all shares of stocks, bonds, debentures, notes, and subscriptions warrants, cash or equivalent assets, evidence of indebtedness, real estate and other property, equipment, or other securities or assets now or hereafter standing in the name of or owned by the Board of Visitors of the College of William and Mary in Virginia, or bearing any similar designation indicating ownership by the College to make, execute and deliver, under the official seal of this body, any and all written instruments of assignment and transfer necessary or proper to effectuate the authority hereby conferred. The sale of real property requires the approval of the Board of Visitors and the Commonwealth of Virginia.~~

~~The President or Vice President for Finance shall have the authority to sign corporate resolutions similar in nature to the foregoing, stating the authority of those persons authorized to conduct business on behalf of the Board of Visitors and the College.~~

It is the duty of the President to bring to the attention of the Rector and the Board of Visitors all matters within the President's knowledge that in the President's opinion are in the interest of the College and require consideration by the Board.

In case of the death or resignation of the President, the Board of Visitors shall designate as promptly as possible an Interim President to serve until a President shall have been elected by the Board and shall have assumed office.

## Section 2. PROVOST

The Board of Visitors will, on recommendation of the President of the College, appoint a Provost who shall serve as the senior administrative and chief academic officer of the College under the President. The Provost shall administer the affairs of the College during the temporary absence or disability of the President, except as otherwise directed by the Board.

The Provost, under the direction of the President and in accordance with policies established by the Board of Visitors, has general purview over all educational programs, activities, personnel and policies of the College.

With the advice of the Faculty Assembly, the Provost is responsible jointly with the Vice President for Finance for budgetary planning, and for submitting recommendations to the President regarding allocation of the College's resources and expenditure of its funds. In the discharge of their joint budgetary responsibility, the Provost, the Vice President for Finance and the Vice President for Administration constitute the Administrative Budget Group, chaired by the Provost.

The Provost is responsible for working directly with the Deans, and the Faculty Assembly when appropriate, on academic planning, and on curricular, budgetary, personnel, and educational policy matters, for recommendation as appropriate to the President. In accordance with the provisions of the Faculty Handbook and the Code of Virginia and upon recommendation of the appropriate dean or administrative officer, the Provost shall submit to the President recommendations regarding salaries, appointments, promotions and dismissals of members of the staff and faculties of the College, and the establishment of new positions. Whenever feasible, the administration will provide the Board with relevant information about prospective appointees at least 30 days before the Board is scheduled to act on their appointments.

The Provost shall serve as the accreditation officer of the College. The Provost shall establish, under the direction of the President, and in consultation with the appropriate deans, Vice Presidents, and the Faculty Assembly, priorities regarding the College's needs for new financial resources for educational purposes.

The Provost shall recommend to the President of the College the calendar of the College, the curriculum of the faculties of the College, and the inauguration of new programs, the latter being subject to approval by the Board of Visitors. Such recommendation shall be formulated with due regard to the roles of the respective faculties, the Faculty Assembly, the educational mission of the College in the Virginia system of higher education, and budgetary and administrative feasibility.

Concurrently with the President, the Provost shall have the authority to transact business in the name of The College of William and Mary in Virginia, including any and all contracts for employment, sponsored projects, intellectual property rights, student or faculty exchange agreements, financial aid agreements, articulation agreements, and any other contracts or agreements necessary to carry out and support the operations of the College, with the exception of indebtedness and those particular assignments made to the Vice President for Finance and the Vice President for Administration. The Provost shall have the

authority to further delegate such authority; such delegation must be consistent with applicable law and regulations, and subject to guidelines for the exercise thereof.

### Section 3. VICE PRESIDENT FOR FINANCE

The Board of Visitors will, on recommendation of the President of the College, appoint a Vice President for Finance of the College. Under the direction of the President and in accordance with policies established by the Board of Visitors, the Vice President for Finance shall administer the business affairs of the College of William and Mary, and shall coordinate College activities with governmental entities. Under the direction of the President, the Vice President is responsible jointly with the Provost for budget planning, and for recommendations to the President regarding university resource allocation and expenditure budgets.

The Vice President for Finance is responsible for providing analysis and recommendations to the President and Provost regarding budget development and execution.

The Vice President for Finance is responsible for all budget development activities including the development of operating and capital budget initiatives to be submitted to the Commonwealth of Virginia and the integration of all budget development activities into the overall planning activities of the College.

The Vice President coordinates and/or conducts studies of College programs to enable evaluation of the effective and efficient use of resources to meet the highest priorities of the university. Evaluation may include consideration of alternative organization structures, delivery systems, or funding sources. The Vice President is responsible for budget execution activities including the allocation of resources available to the College, regardless of source; oversight of expenditures within College programs; and the availability of incremental revenue to meet College needs.

The Vice President for Finance shall be responsible for payrolls, financial contracts, and for annual fiscal reports. It shall be the Vice President's responsibility to assure that private funds under the custody of the Board of Visitors of the College of William and Mary are properly invested with the approval of the President and the Committee on Financial Affairs of the Board of Visitors.

All reports prepared by the Vice President for Finance will be submitted to the President and, where appropriate, transmitted by the President to the Board of Visitors.

Concurrently with The President, ~~or the~~ Vice President for Finance shall have the authority to transact business in the name of The College of William and Mary in Virginia, including: (1) the transfer, conversion, endorsement, sale, purchase, assignment, conveyance and delivery of any and all shares of stocks, bonds, debentures, notes, and subscriptions warrants, cash or equivalent assets, and evidence of indebtedness; (2) any and all contracts for the purchase of real estate and other property, equipment, or other securities or assets now or hereafter ~~standing in the name of or~~ owned by the Board of Visitors of the College of William and Mary in Virginia, or bearing any similar designation indicating ownership by the College; (3) agreements setting forth the terms for the acceptance of gifts to the College; and (4) any other agreements necessary to carry out and support the operations of the College, with the exception of those particular assignments made to the Provost or the

~~Vice President for Administration, to make, execute and deliver, under the official seal of this body, any and all written instruments of assignment and transfer necessary or proper to effectuate the authority hereby conferred.~~ The sale of real property requires the approval of the Board of Visitors and the Commonwealth of Virginia. The Vice President for Finance shall have the authority to further delegate such authority; such delegation must be consistent with applicable law and regulations, and subject to guidelines for the exercise thereof.

~~The President or Vice President for Finance shall have the authority to sign corporate resolutions similar in nature to the foregoing, stating the authority of those persons authorized to conduct business on behalf of the Board of Visitors and the College.~~

#### Section 4. VICE PRESIDENT FOR ADMINISTRATION

The Board of Visitors will, on recommendation of the President of the College, appoint a Vice President for Administration of the College. Under the direction of the President and in accordance with policies established by the Board of Visitors, the Vice President for Administration shall provide administrative and support services to the College.

The Vice President shall have custody of the College's valuable papers, such as evidence of title and contracts to which the College is a party. The Vice President shall be responsible for the deposit of copies of all deeds and deeds of trust in appropriate files of the College and for the proper recording of all such deeds. The Vice President shall determine that land surveys have been made on all properties of the College to indicate the precise lines of demarcation between the properties of the College of William and Mary and other properties.

The Vice President for Administration shall be responsible for the effective operation of the plant, the auxiliary enterprises, the general purchasing and supply system, human resources, campus security, and the buildings and grounds of the College. The Vice President shall take appropriate action to ~~as~~ ensure that the property and all materials in the College under the Vice President's cognizance are properly safeguarded and in good condition and that appropriate maintenance, safety and security procedures are established and sustained by those who are authorized to utilize the materials and property of the College.

All reports prepared by the Vice President for Administration will be submitted to the President and, where appropriate, transmitted by the President to the Board of Visitors.

The Vice President for Administration shall work with the Provost and the Vice President for Finance in preparing for submission to the President and the Board of Visitors recommendations on budgetary matters and on the filling of vacancies and the creation of new positions in the administrative area.

The Vice President for Administration shall have the authority to transact business in the name of ~~the~~ College of William and Mary in Virginia, including any and all contracts for the purchase or rental of professional services, supplies and equipment, including software and hardware; construction and professional services; the design and construction of facilities; non-disclosure and confidentiality agreements; real estate and property; leases or rental agreements; capital leases; acquisition or conveyance of, sale and any other type of property conveyance interest, including easements; equipment leases or fixed asset rental



agreements; use of College facilities; and any other agreements necessary to carry out and support the operations of the College, with the exception of indebtedness and those particular assignments made to the Provost or Vice President for Finance. ~~The sale of real property requires the approval of the Board of Visitors and the Commonwealth of Virginia. The Vice President for Administration shall have the authority to further delegate such authority; such delegation must be consistent with applicable law and regulations, and subject to guidelines for the exercise thereof.~~

~~The President or Vice President for Administration shall have the authority to sign corporate resolutions similar in nature to the foregoing, stating the authority of those persons authorized to conduct business on behalf of the Board of Visitors and the College.~~

#### Section 5. VICE PRESIDENT FOR STRATEGIC INITIATIVES

On the recommendation of the President of the College, the Board of Visitors will appoint a Vice President for Strategic Initiatives. Under the direction of the President and in accordance with Board Policies, the Vice President for Strategic Initiatives shall develop and manage programs for economic development, for public service and outreach, and for community, government, and general public relations.

The Vice President for Strategic Initiatives shall assist the President and Provost with strategic planning; identify and evaluate alternatives for financial sustainability and continued preeminence in American higher education; assist the William and Mary Real Estate Foundation, especially in its efforts to expand student access to housing as well as retail and entertainment opportunities near campus; link College programs with the private sector for their mutual benefit; develop and coordinate economic development projects to leverage William and Mary's capabilities to support the region; communicate College benefits to the region to the State Council for Higher Education in Virginia and to the public; lead and coordinate William and Mary's support of state, regional and local economic development organizations; and provide ~~administrative~~ leadership and oversight of the Offices of Economic Development, Government Relations, University Relations, and PublicationsCreative Services.

The Vice President for Strategic Initiatives shall work with the Provost and Vice President for Finance in preparing for submission to the President and the Board of Visitors recommendations on budgetary matters and on the filling of vacancies and the creation of new positions in the Offices of Economic Development, Government Relations, University Relations, and PublicationsCreative Services.

#### Section 6. VICE PRESIDENT FOR DEVELOPMENT

The Board of Visitors will, on recommendation of the President of the College, appoint a Vice President for Development. A primary responsibility of the Vice President for Development is to plan, implement, coordinate, and evaluate all programs and special events by which the university's voluntary private financial support--both for current operations and capital purposes, including endowment--will be sustained and increased. In accordance with policies and procedures established by the Board of Visitors, the Vice President shall organize and manage a comprehensive development program to seek and/or coordinate gifts and

grants from alumni, parents, other individuals, corporations, foundations and other organizations.

Under the direction of the President and in accordance with the policies of the Board of Visitors, the Vice President shall coordinate the efforts of the several volunteer groups which seek contributions in the name of or in support of the university, resolving any differences which may arise regarding the scheduling of fundraising initiatives and the potential sources of funds upon which each will concentrate.

The Vice President for Development shall maintain and/or coordinate information on gifts and grants to the College and its affiliates and supporting organizations for both current operations and capital purposes of the College, from all sources including endowments, in conjunction with other appropriate offices. The Vice President shall prepare and submit reports on the status of all the fundraising activities of the university and its affiliated and supporting organizations when such information is requested by the Board of Visitors or the President or when it might otherwise be timely.

The Vice President for Development shall, while reporting directly to the President, work with the Provost and the Vice President for Finance on all budgetary matters and the filling of vacancies and establishing of new positions in the Office of Development, for recommendation to the President and to the Board of Visitors.

#### Section 7. VICE PRESIDENT FOR STUDENT AFFAIRS

The Board of Visitors, on recommendation of the President of the College, will appoint a Vice President for Student Affairs, who shall, under the direction of the President, and in accordance with policies of the Board of Visitors, administer and coordinate the student life policies of the College and programs and activities bearing on student affairs, student development, student health services, counseling, and social and recreational programs and functions. The Vice President shall provide a program of academic support services; serve as liaison for student organizations; encourage meaningful extracurricular activities; maintain good order and discipline among students; and promote student well-being.

The Vice President for Student Affairs shall report to the President, but shall be responsible for coordinating responsibilities with the Provost to ensure a close working relationship between academic and student affairs. The Vice President for Student Affairs shall work with the Provost and the Vice President for Finance in preparing recommendations for the Board and the President on all budgetary matters and on the filling of vacancies and establishment of new positions in student affairs.

The Vice President for Student Affairs shall work cooperatively with the Vice Presidents for Finance and Administration to ensure the quality of all physical facilities utilized in support of student life programs, including the student residences, the Campus and University Centers, the Student Health Center, the Counseling Center and intramural and recreational sports facilities. The Vice President shall be responsible for the administration of the scheduling policies of the College, with the exception of the scheduling of academic facilities for instructional and research programs, and shall supervise the maintenance of the College calendar of events. The Vice President for Student Affairs shall be responsible for the proper administration of funds allocated in support of student activities.

#### Section 8. DIRECTOR OF THE VIRGINIA INSTITUTE OF MARINE SCIENCE

The Board of Visitors will, on recommendation of the President of the College, appoint a Director of the Virginia Institute of Marine Science.

The Director, under the direction of the President, has general purview of and administrative responsibility for the affairs of the Institute, except that the Director shall work directly with the Provost and the Vice President for Finance on all financial and budgetary matters for recommendation as appropriate to the President.

#### Section 9. PRESIDENT ~~AND OFFICERS~~ OF RICHARD BLAND COLLEGE

The President of Richard Bland College of the College of William and Mary shall have the same authority and responsibility for Richard Bland College as the President of the College does in Article II, Section 1, with the exception of the designation of assisting offices, and shall be directly responsible to the Board of Visitors. Annually at a date set by the Rector of the College, the Board shall conduct an evaluation of the performance of the President for the preceding year.

The President of Richard Bland College, while remaining responsible for the overall administration of the ~~e~~College, shall be assisted in the performance of duties by a ~~Provost, who shall serve as Dean of the Faculty, a Vice President of Administration and Finance, and a Director of Institutional Advancement~~ chief academic officer, a chief financial officer, or such other senior administrators as the President deems necessary or appropriate. The President shall set forth the authority and responsibilities of such offices, subject to the approval of the Board of Visitors. The authority, reporting relationships, and responsibilities of these officers shall be comparable, except where inappropriate, to their counterparts at the College of William and Mary as described herein in Article II, Sections 2-7.

The President shall have the authority to further delegate such authority as delegated to the President; such delegation must be consistent with applicable law and regulations, and subject to guidelines for the exercise thereof.

#### Section 10. INTERNAL AUDITOR

The Board of Visitors shall, on recommendation of the President of the College and the President of Richard Bland College, appoint a Director of Internal Audit.

The Director of Internal Audit shall report directly to the Committee on Audit and Compliance and shall be responsible to the Committee for the administration and operation in the Office of Internal Audit and for the formation of an annual Audit Plan. The budget for and authorization of positions in the Office of Internal Audit shall be reviewed and approved by the Committee on Audit and Compliance.

The Director of Internal Audit shall consult with the President of the College and the President of Richard Bland College in the administration and operation of the Office of Internal Audit.

The Director of Internal Audit shall be evaluated annually by the Committee on Audit and Compliance during the Board's annual meeting for recommendation to the full Board.

#### Section 11. BUILDING OFFICIAL

The Board of Visitors shall, on recommendation of the President of the College, appoint a Building Official.

The Building Official is authorized to determine the suitability for occupancy of, and to issue certifications for building occupancy for, all capital projects undertaken at the institution and who, prior to issuing any such certification, shall ensure that the Virginia Uniform Statewide Building Code requirements are met for that capital project and that such project has been inspected by the Fire Marshal or his authorized designee.

The Building Official shall report directly and exclusively to the Board of Visitors through the Committee on Administration, Buildings and Grounds and shall be certified by the Virginia Department of Housing and Community Development to perform this function.

#### Section 12. POLICIES AND REGULATIONS

Policies for the governance of the College of William and Mary and Richard Bland College as made from time to time by the Board of Visitors shall be binding on the appropriate college communities and shall be published and distributed within the College and Richard Bland College by appropriate means. In addition, the President of the College or the President of Richard Bland College may adopt such rules and regulations as they may deem appropriate to the proper administration of their Colleges, provided they are not inconsistent with the policies of the Board of Visitors or the requirements of law. To this end the President of the College or Richard Bland College may define offenses against the discipline or good order of the College or Richard Bland College, prescribe penalties for the commission of the same, and establish procedures for determining guilt and penalty. They may similarly, with due regard to the Board of Visitors' policy on tenure rights and responsibilities and requirements of law, prescribe the conditions and procedures for dismissing, suspending, demoting, or reprimanding members of the faculty and staff.

It is intended that the President of the College and the President of Richard Bland College, in the exercise of the aforementioned rule-making authority, shall hold students, faculty and staff to those standards of personal conduct, competency and attendance to duty as are appropriate, in their judgment, to the welfare of the College and Richard Bland College and the attainment of their educational objectives, limited only by the requirements of law and directives of the Board of Visitors. No rule or regulation adopted by the President of the College or of Richard Bland College shall be deemed contrary to the policies of the Board of Visitors unless so determined by the Board itself after the promulgation of such rule or regulation.

*Article III*

*Instruction*

Section 1. INTRODUCTION

Subject to the legal obligations of The College of William and Mary in Virginia and to the approval of its Board of Visitors, and except as these Bylaws otherwise provide, actual instruction, including such matters as curriculum and degree requirements, is discharged by the respective faculties of The College of William and Mary in Virginia and of Richard Bland College.

Section 2. FACULTIES

Responsibility for instruction within the College of William and Mary and Richard Bland College shall be vested in the faculties of the college under the direction of the President except as otherwise provided herein. The faculties of the College of William and Mary shall include the President, Provost, academic deans, professors, associate professors, assistant professors, instructors, lecturers and persons of such other rank or title as the President may recommend.

The faculty of Richard Bland College shall include its President, ~~Provost~~, deans, professors, associate professors, assistant professors, instructors, and persons of such other rank or title as the President may designate.

The Bylaws of the respective faculties of the College and of the faculties of Richard Bland College, subject to being consistent with the Bylaws of the Board of Visitors, govern the organization, jurisdiction, and manner of operation thereof, and are approved and granted by the Board of Visitors. Such Bylaws may be amended by the Board on its own motion or by Board approval of amendments suggested by the respective faculties and recommended by the appropriate President.

Section 3. INSTRUCTIONAL OFFICERS

The Dean of the Faculty of Arts and Sciences and the Deans of the Schools of Business Administration, Education, Law and Marine Science shall have general responsibility for the Faculty under their jurisdiction and for the direction of the work of the Faculty or School. The Deans shall report to the Provost, and shall be responsible for working directly with the Provost on academic planning, on personnel matters and actions relating to faculty and on curricular, budgetary, and educational policy matters for recommendations as appropriate to the President, as provided in Article III, Section 2. They shall exercise leadership in the development of educational programs within their jurisdictions, and shall preside at meetings of the Faculty over which they have jurisdiction except when the President or the Provost chooses to preside.

The Dean of the Faculty of Arts and Sciences and the Dean of a School, except as otherwise provided, shall advise with the Provost in the formation of the Faculty, the determination of curriculum, and matters concerning all the interests under their jurisdiction.

~~In the capacity as Dean of the Faculty, the Provost of Richard Bland College shall have similar responsibility and authority, being responsible to the President of Richard Bland College.~~

All members of the faculties of The College of William and Mary in Virginia and of Richard Bland College shall be appointed and their salaries fixed annually by the Board of Visitors under recommendation of the President of the College or the President of Richard Bland College, who shall have conferred regarding such recommendations with the Provost, except as otherwise provided.

#### Section 4. DEAN OF UNIVERSITY LIBRARIES

The Board of Visitors on the recommendation of the President shall appoint a Dean of University Libraries. The Dean of University Libraries, under the direction of the Provost, has general purview over and administrative responsibility for the Earl Gregg Swem Library and those professional and departmental libraries of the university responsible to the Earl Gregg Swem Library.

#### Section 5. DEAN OF INTERNATIONAL AFFAIRS

The Board of Visitors on the recommendation of the President shall appoint a Dean of International Affairs. The Dean of International Affairs, under the direction of the Provost, has general purview over and administrative responsibility for the Emery and Wendy Reves Center for International Studies and works in collaboration with the other academic deans to develop and enhance the College's international programs.

### *Article IV*

#### *Curricula and Degrees*

#### Section 1. CURRICULA

Courses of study in The College of William and Mary in Virginia and in Richard Bland College shall be developed by the respective faculties, with due regard to intra-institutional relationships, the mission of the colleges, the role of the colleges in the Virginia System of Higher Education, and the fiscal capabilities of the colleges, and when approved by the President on advice of the Provost except as otherwise provided, they shall be published as the academic curricula of the colleges.

## Section 2. ADMISSION TO THE COLLEGE

The Board of Visitors shall determine the general policies for admission to The College of William and Mary in Virginia and to Richard Bland College.

## Section 3. DEGREES IN COURSE

Degrees in course as authorized shall be conferred upon students who have completed satisfactorily the course of study prescribed for such degrees, who are recommended by the appropriate faculty, and who are approved for such degrees by the Board of Visitors or the appropriate President as its agent.

### *Article V*

#### *Faculty and Student Committees*

Committees of the individual faculties of the College of William and Mary and of Richard Bland College, as well as student committees, may be invited by the Rector from time to time to attend a meeting of the Board or of an appropriate committee for the purpose of presenting matters in the interest and welfare of the faculty or students concerned.

Such committees shall be invited through the President of the College of William and Mary or the President of Richard Bland College.

### *Article VI*

#### *Chancellor*

The Board of Visitors may elect a Chancellor for The College of William and Mary in Virginia. The Chancellor's position is honorary, without responsibility, authority or compensation except for those duties and responsibilities specifically assigned to that position by the Board of Visitors. The Chancellor will serve for a period of seven years.

### *Article VII*

#### *Amendments and Repeal*

## Section 1. CONSTRUCTION

These Bylaws shall be construed consistently with the provisions of the ancient Royal Charter of The College of William and Mary in Virginia, and the laws of the Commonwealth of Virginia, and nothing contained herein shall affect or diminish the rights and powers thereby invested in the Board.

## Section 2. INCONSISTENCIES

All Bylaws of the Board previously adopted are hereby superseded. All Bylaws of the faculties and other organizations of the College and Richard Bland College must be consistent with the Bylaws of the Board.

## Section 3. NECESSARY VOTES

These Bylaws may be amended or superseded at any regular meeting of the Board with 30 days prior written notice, or at a special meeting duly called for the purpose, provided that every such amendment or repeal must receive not less than nine (9) affirmative votes.

## Section 4. SUSPENSION OF BYLAWS

These Bylaws or any one of them may be temporarily suspended at any meeting of the Board by a three-fourths affirmative vote of all members present provided that no rule shall be suspended until at least nine (9) members vote affirmatively therefor.

## Section 5. PARLIAMENTARY AUTHORITY

Meetings shall be conducted and minutes shall be taken in accordance with the current edition of Robert's "Rules of Order Newly Revised."