

CHRISTOPHER NEWPORT COLLEGE
BOARD OF VISITORS

MINUTES
JUNE 18, 1981

The fifth and annual meeting of the Board of Visitors for the 1980-81 academic session of Christopher Newport College was called to order at 1:30p.m. on Thursday, June 18, 1981, with Rector Harrol A. Brauer, Jr., presiding.

Board Members Present

Mr. Harrol A. Brauer, Jr., Rector
Mrs. Mary L. Passage, Vice Rector
Mr. Stephen D. Halliday, Secretary
Mrs. Patsy D. Carpenter
Dr. David G. Fluharty, Jr.
Mrs. DeRonda M. Hudgins
Mr. Samual B. Jacobs, II
Mrs. Billie R. Pile
Mr. John S. Pugh
Mr. William R. Savage, Jr.
Dr. Stephen J. Wright

Board Members Absent

Mr. William E. Allaun
Dr. George C. Cypress
Mr. F. Hunter Creech

Officers of the College Present

Dr. John E. Anderson, Jr., President
Mr. John Colson, Assistant to the President
Dr. Charles Behymer, Vice President for Student Affairs
Mr. Calvin Hones, Vice President for Financial Affairs
Dr. Robert Edwards, Vice President for Academic Affairs
Mr. L. B. Wood, Jr., Liaison Officer to the Board

Guests Present

Mrs. Paula Delo, Public Relations Officer
Ms. Yolanda Jones, Daily Press
Mr. Mark Lerner, Times Herald

The Rector, noting that the Minutes of the Meeting of April 9, 1981, had been circulated by mail, called for the acceptance of said minutes. There being no corrections to be entered, the Board approved the Minutes.

Rector Brauer, on behalf of the entire Board, recognized and praised the eleven year achievements of retiring Vice President for Financial Affairs, Mr. Calvin E. Hones. The Rector presented Vice President Hones with a framed copy of the Board's resolution commending his performance and with both the Mace Award and the Plaque of Recognition.

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The Rector placed before the Board the resignation of Dr. George C. Cypress who had served since July 1, 1978. The resignation accepted, Rector Brauer offered for consideration a resolution to commend Dr. Cypress for his service to the Board, which resolution was moved by Mr. Halliday, seconded by Mr. Pugh, and passed unanimously by the Board. The resolution read

"Whereas, Governor John Dalton appointed Dr. George C. Cypress to serve on the Board of Visitors of Christopher Newport College; and

Whereas, Dr. Cypress has served with distinction, being especially helpful in the definition of student policy; and

Whereas, Dr. Cypress has found that the growth in the responsibilities surrounding his life - both professional and public service to the Commonwealth and the Nation - requires that he tender his resignation as a member of the Board of Visitors; be it therefore

RESOLVED, that the Board of Visitors extends to Dr. Cypress its best wishes and deep thanks for his service to the College, the sign of which shall be the presentation of the Mace Award to him."

The Rector praised the Office of Student Affairs and Vice President Behymer for the organization and management of the May 1981 Commencement ceremonies. The Rector noted that future graduations were to be planned as campus events and that the College should enjoy these opportunities to present itself to the parents, families, and friends of its graduates as well as to the many friends of the College.

The Rector announced the interest of the Chesapeake and Ohio Railway Historical Society in establishing the College's library as the official repository of the Society's papers and memorabilia. The College was currently in negotiations with the Society with all things looking promising.

The Rector submitted the Report of the Executive Committee: first, "Report of Executive Committee Actions: Faculty Appointments" (Enclosure 1, pp. 21-47 of the Agenda) was reviewed for the Board's information; second, Resolution 1 "Plan of Compensation" was offered for Board discussion and decision. Noting that the Plan was an annual obligation of the Board and it was consistent with prior plans and the Budget for FY82, Dr. Wright moved its adoption, Mrs. Pile seconded the motion, and the Board voted its unanimous approval.

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The Rector then opened the meeting to receive the various committee reports and to conduct all actions attendant to those reports.

The Committee on Academic Affairs: Mrs. Passage, Chairman, reported that the Committee had met that day and that Dr. Wright, Mrs. Carpenter, Mr. Halliday, and Mr. Savage had been present. She noted the additional presence of President Anderson, Vice President Edwards, Dr. Pugh, Dr. Sacks, Dr. Daly, Miss Cipriano (student), Mr. Foster (student) and Ms. Jones (Daily Press reporter). Mrs. Passage indicated that the majority of the committee's meeting was taken by matters covered in Resolution 2 "Revisions to The Faculty Handbook" and Enclosure 2 which had the same title. By arrangement through the Rector and the Executive Committee, Dr. Sacks had addressed the Committee on his own reservations about the language of the policy in reference to dismissal causes. Dr. Sacks was followed by Dr. Pugh who serves the Academic Affairs Committee as faculty liaison and who voiced faculty opinions opposed to Section 1 "Causes" printed on page 52 of Agenda. Mrs. Passage reported that she had asked Dr. Daly, who had served as the Chair for the Ad Hoc Committee on Revisions to the Faculty Handbook, to be present to review the procedures and steps in the development of the material submitted to the Faculty Affairs Committee and to the Board. In the context of the voiced reservations and the description of the development of the proposed policy statement, the Board Committee conducted a lengthy discussion. Mrs. Passage reported the Committee's final feeling that the overriding issue in relation to the Section 1 "Causes" page 52, was the relation of the policy as proposed to the time over which it was to be extended, which included time prior to the policy's birth wherein the contracts for the upcoming year were issued by the administration and agreed to by the faculty. The Committee came to feel that the misalignment of time could cause an impossible context for contract administration. Discussion of the other sections of the proposal did not bring to surface issues for great concern requiring the positing of alternate procedures or a new language. The final recommendation of the Committee was, therefore, to move the adoption of the document circulated in Agenda as Enclosure 2, with the exception that Section 1, p.52 be deleted and that the language currently in effect to govern dismissal be inserted in the aforeidentified place: namely, the listings of cause as (1) incompetence, (2) neglect of duty or (3) misconduct of such nature as to render a faculty member unfit to continue as a member of the Faculty. Mrs. Passage, therefore, placed the motion to adopt the Committee's final position before the Board; after which placement Dr. Wright offered a second. Discussion followed. The issues which dominated the discussion were (1) the need to create a system of procedures and an appropriate language to embody the system to permit the effective management of the College and its resources; (2) the value of specificity in relation to the expression of cause for dismissal; (3) the need to assure the Faculty of the College a proper role in the formulation of policy and the choice of language in matters which directly affect them; and (4) the problem of time and timing in relation to contracts issued and signed. Mrs. Passage called for the question with Mr. Halliday asking for a vote by hand; the vote taken, the motion passed: six for; two against; and two abstentions.

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Mrs. Passage, noting that the remainder of the Committee's business was appropriate for Executive session, moved that remainder onto the Executive Session agenda.

Committee on Financial Affairs. Mrs. Pile, Vice Chairman, placed the Committee's report before the Board. She reported that the Committee met that day with Mr. Pugh and Dr. Wright present, and that also present were Vice President Hones, Mr. Eagle, Ms. Butler, Dr. Booker, and Mr. Lamoureaux (student). Mrs. Pile summarized the feelings of pleasure among the Committee members in the College's end-of-year financial condition - within Budget. She placed before the Board Resolution 6 "Cancellation of Certain Outstanding Past-Due Accounts Receivables Considered Uncollectible," which placement, being seconded by Dr. Wright, was accepted unanimously by the Board. Introducing the methodology of Budget Construction within the Commonwealth, Mrs. Pile moved the adoption of Resolution 7, "Governor's Targets, 1982-84 Budget." Following Dr. Wright's second, the Board voted its unanimous approval of the Resolution.

Committee on Student Affairs. Mrs. Hudgins, Chairman, reported that Mrs. Carpenter, Dr. Fluharty, and Mr. Savage had met that day and that Vice President Behymer, Dr. Winter, and Miss Cipriano (student) met with the Committee. The Committee received several reports which the members thought excellently done and commended their authors and presentors: the report on attrition (Enclosure 8 and 9) and Library Use (Enclosure 10). The Committee voiced its interests in continued research into the causes of attrition with the hope that those causes which the College could control would be identified and that appropriate policy and/or administrative responses would be designed and implemented to assure that control. The Committee felt that the administration should explore the feasibility of a positive response to the recommendation on page 126 of Enclosure 10, which posits the adding of hours to the library's week.

Mrs. Hudgins reported that a recent study of the performance of community college graduates and transfers showed that they were enjoying success at Christopher Newport College. This study was conducted by the College as a part of its ongoing efforts with the community colleges of the Tidewater. This report was given by Dean McLoughland.

The Director of Student Life's report was summarized by Mrs. Hudgins: (1) overriding goal of all efforts was to create a sense of CNC as a "community"; (2) the Campus Ministry was now in place for the Fall with funding to come through certain area churches; (3) the Food Service Department had made satisfactory progress during the year and the students were well pleased; and (4) Campus Center activities were now centralized in the Office of Student Life.

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Resolution 8, "Administrative Salary Adjustment" was moved by Mrs. Hudgins onto the agenda of the Executive Session and, thereby, she concluded the Committee's report.

The Committee on Buildings and Grounds. Dr. Fluharty, Vice Chairman, reported for the Committee noting the presence of Mrs. Pile, Mr. Hixon, Dr. Killam, and Mr. Cipriano (student). Dr. Fluharty directed the Board to Enclosure 9 "Status of Current Capital Outlay Projects." The major change in status from the last report was the Track's being now let for construction to Landis Construction.

The Committee on Development and College Relations. John Pugh, Chairman, reported that Mr. Jacobs and Mrs. Hudgins had met together with Mrs. Delo, Ms. Walthall, Mr. Wood, Dr. Daly, Mr. Colson, Ms. Cipriano (student), and Mr. Lerner (Times Herald). Summarizing the report of Public Information, Mr. Pugh announced (1) the creation of a scrapbook of articles to be arranged according to the intervals of the meetings of the Board and to be on display at each meeting; (2) the worldwide circulation of news article on Dr. William Dennis Wolf, Associate Professor of English; (3) the placing of articles in the Bulletin of the Newport News Shipbuilding and Drydock Company; and (4) the organized effort to present the College as a positive force in the community and to present the College as positive-in-itself.

In like manner, Mr. Pugh outlined the Athletic Department's presentation: (1) the appointment of Mr. Glenn Russell as Coach of Basketball; (2) the achievements of Ms. Edna Davis, student, in winning the National Division III 200 and 400 meter races; and (3) the problems of recruiting student-athletes stemming from both economics and a coaching staff dominated by part-time employees.

The Committee chairman then turned the Board's attention to Enclosure 12 "Summary of the 1981 Annual Fund Drive (January 1 - May 8)" noting that the Drive had received in early May the largest single pledge in the College's history: a pledge from an anonymous donor to match dollar for dollar all money given to the college between May 8 and December 31, 1981, up to \$50,000. The earning of this match could put the 1981 Annual Fund over \$172,000 and well over its goal, which was \$100,000.

As the final item from the Committee, Mr. Pugh presented a resolution drafted in Committee, Resolution 11 "Furnishings for the President's Office," which authorized a budget of \$4,000 out of the Unrestricted Donations 1981 for the purpose of purchasing certain pieces of furniture for the Office of the President. Mrs. Pile seconded the motion. The Board voted its approval unanimously.

The Ad Hoc Committee on Audit. On behalf of the Committee, Chairman Halliday moved the adoption of Resolution 9 "Policy Statements: Internal Audit Department" with its accompanying document Enclosure 13 by the same title. Following Mrs. Passage's second, the Board accepted the Resolution.

The Ad Hoc Committee on the By-Laws. Mrs. Hudgins, as Chairman, expressed her thanks to committee members - Halliday, Wright, and Brauer- and to the Liaison Office staff - Wood and Landis - for their work in conceiving, organizing and presenting the proposed revisions to the By-Laws. Focusing the Board on Enclosure 14 "Proposed Revision By-Laws," Mrs. Hudgins began the process of reading as required by the By-Laws in force. Reading proceeded article by article with the Board's response and vote following each article and with a summary response following the completion of the reading. Following is an article by article record of the response and decision of the Board:

- (1) Article I: "Corporate Name and Governing Body"
Response: No discussion.
Decision: Following the motion to adopt by Mrs. Hudgins and the second to the motion by Dr. Wright, the Board approved unanimously Article I.
- (2) Article II: "Composition, Appointment, Removal"
Response: No discussion.
Decision: The motion to adopt offered by Mrs. Hudgins, the second by Mr. Pugh, the Board voted unanimous approval.
- (3) Article III: "Powers and Duties"
Response: No discussion.
Decision: Full Board approval followed the motion to adopt by Mrs. Hudgins and Mrs. Passage's second.
- (4) Article IV: "Meetings"
Response: Two issues became the centers of discussion:
(a) the number of meetings, proposed as six
and (b) the location of the annual meeting with-
in the Board's year, proposed as June.
Decision: Mrs. Hudgins moved the adoption of Article IV,
with Dr. Wright seconding. Mrs. Carpenter then
moved the amending of Article IV, Section 2 to
delete "August," thereby setting the number of
Regular Meetings at five. Mr. Pugh seconded the
motion to amend and the Board voted approval.
The Board then voted approval of the Article
as amended.

Subsequent to the approval of Article IV, Mr. Jacobs asked for a reconsideration of Section 1, "The Annual Meeting." Reconsideration granted, Mr. Jacobs said that he felt the Annual Meeting should be the first meeting of the Board's year; should be set to follow shortly upon the Governor's appointments; and should be for the sole purpose of organization. The amendment moved and seconded was defeated. Mr. Jacobs asked that the record show one "no" vote for Article IV.

(5) Article V: "Officers"

Response: No discussion.

Decision: Mrs. Hudgins moving adoption of the Article, Dr. Wright seconding, the Board voted approval unanimously.

(6) Article VI: "The Executive Committee"

Response: Mrs. Hudgins explained that this Article changed the current Executive Committee structure through the addition of two Board Members elected from the general membership. She explained that the By-Laws Committee felt that the role of the Executive Committee required a structure to assure the broadest possible representation of Board perspectives, and that five members seemed to represent the optimum number. Discussion, then, centered on Section 2 which dealt with the timing of elections. It was agreed to rephrase that Section as follows:

"The members of the Executive Committee shall be elected at the Annual Meeting and may be elected at each Annual Meeting."

Decision: Mrs. Hudgins moved adoption of the Article; Dr. Wright seconded the motion; the Board voted unanimously for the Article.

(7) Article VII: "Standing Committees"

Response: Mrs. Hudgins explained the appearance of a new committee - the Audit Committee - which had been an ad hoc committee for two years: the By-Laws Committee felt that the nature of the Board's responsibility required that the Committee be given permanent status. Discussion followed and centered on the definition of "quorum" which the proposal had set as "three." Noting that the Board's organization was built around the Standing Committees, and their capability to convene for thought and action, Dr. Wright suggested that quorum be defined as "two." After discussion, Dr. Wright moved to amend

VII, Paragraph 2, Sentence 3 to read:

"Two members shall constitute a quorum"

and this was seconded by Mr. Savage. The Board approved the amendment.

Decision: Mrs. Hudgins moved the adoption of Article VII as amended; Dr. Wright seconded the motion; the Board adopted the Article.

(8) Article VIII: "The President"

Response: Mrs. Hudgins, as prologue to the reading of Article VIII, noted that this was a wholly new article. Discussion was centered on the issue of interrelationships of presidential accountability and presidential authority and whether the language of Article VIII created and provided adequately for that relation.

Decision: Mrs. Hudgins moved that the Article be adopted; Dr. Fluharty provided the second; the Board voted its affirmation.

(9) Article IX: "Hearings"

Response: No discussion.

Decision: Mrs. Hudgins moving adoption, Mr. Pugh seconding, the Board approved the Article.

(10) Article X: "Amendments of By Laws"

Response: No discussion.

Decision: The Board approved the Article upon the motion of Mrs. Hudgins and the second of Dr. Wright.

(11) Article XI: "Construction of By-Laws"

Response: No discussion.

Decision: Following the motion and second of Mrs. Hudgins and Dr. Wright, respectively, the Board accepted unanimously Article XI.

(12) Article XII: "Date of Implementation"

Response: Following the reading of the Article, Mrs. Hudgins asked for consideration of an appropriate date at which the By Laws as revised would assume the proper authority. Mr. Jacobs moved that the date be the present day - June 18, 1981 - so that the initial steps for organizing under the By Laws might be taken on the present day. Dr. Wright seconded the motion, after which the Board accepted the date.

Decision: Mrs. Hudgins moved approval, Mr. Jacobs seconded the motion; and the Board voted unanimously in favor of Article XII.

This concluded the reading of the By-Laws and the Rector declared them duly accepted and in effect.

Mrs. Hudgins asked for a few additional moments to place before the Board a collection of recommendations which the Ad Hoc Committee on the By-Laws had drafted and which the Committee felt would strengthen Board operations beyond the strength of By-Laws: namely,

- (1) Efforts should be made to broaden the perspective of each Board Member on the issues concerning higher education in general - a subscription to The Chronicle of Higher Education for each Board Member might be an appropriate way to achieve this.
- (2) Efforts should be made to give the Board Members a sense of how other Boards are responding to these issues. Membership in the Association of Governing Boards might be a good way to accomplish this.
- (3) Efforts should be made to increase the social interaction among Board Members to promote their feelings of collegiality. Dinners independent of Board meetings and inclusive of family and friends might be helpful toward this end.
- (4) Establishment of a system to evaluate the Board's performance.
- (5) The receiving of an Annual Report from the President.

Rector Brauer thanked Mrs. Hudgins and the Committee for its work on the By-Laws and for its additional recommendations which he would place for consideration and action on a future agenda. With that, he discharged the Committee.

In the spirit of the aforementioned recommendations, Mrs. Pile invited the Board Members and their spouses or guests to be her special guests on June 30 at 6:30p.m. for dinner and for the hearing of President Anderson's "State of the College Address" (which "Address" had been scheduled for this meeting but which was fast falling victim to the length of the meeting). On behalf of the Board and President Anderson, Rector Brauer accepted this kind invitation.

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The reports of the Committees and the attendant deliberations and actions now completed except those proper for Executive Session, Mrs. Hudgins moved that the Board go into Executive Session for the purpose of personnel issues. The second by Dr. Wright followed, and the Board entered Executive Session.

The Executive Session completed, Mr. Jacobs moved the return to public session. After the second by Mrs. Hudgins, the Board voted to return to open session.

Speaking for Mrs. Passage, Chairman of the Committee on Academic Affairs, Dr. Wright moved the adoption in open session of

Resolution 3, "Appointment to Fill New Faculty Position"

Resolution 4, "Administrative Apointment: Coordinator of Off-Campus Continuing Education"

Resolution 5, "Administrative Appointment: Reference/ Instruction Librarian"

Resolution 8, "Salary Adjustment: T&R Administrator"

and the denial in open session of

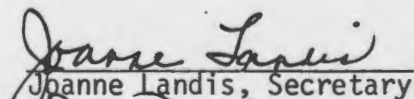
Resolution 5a, "Faculty Promotion."

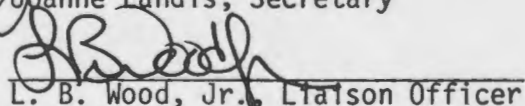
Seconded by Mr. Jacobs, the motion was passed by the Board.

This completed the actions required by the reports of the Committees; therefore, the Rector opened the floor for Old Business, of which there was not any. Then, the Rector called for the submission of New Business. Mr. Jacobs offered for nomination to the Executive Committee Mr. Pugh and Dr. Wright. These nominations were seconded by Mrs. Pile who also called for the closure of the nominations. The subsequent vote was unanimous.

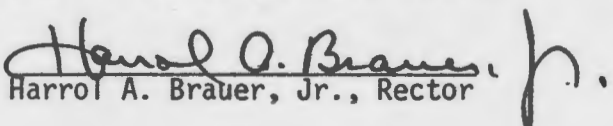
There being no further business to be conducted, the Rector declared the meeting adjourned at 4:30p.m.

Respectfully submitted,


Joanne Landis, Secretary


L. B. Wood, Jr., Liaison Officer

Approved:


Harrol A. Brauer, Jr., Rector

w/attachments