

## **VIRGINIA MILITARY INSTITUTE STATEMENT OF GOVERNANCE**

In accordance with Virginia Code § 23.1-1306 and upon recommendation of the Executive Committee, the Board of Visitors of the Virginia Military Institute adopted on September 21, 2022, the following statement setting out the Board's role in the governance of the Institute:

1. The Board shall define the mission of the Virginia Military Institute, as a public institution of higher education in the Commonwealth, and oversee the development, revision, and implementation of a strategic plan for the accomplishment of that mission.
2. The Board is responsible for oversight of the Institute's budget development process. It shall ensure that the Institute's mission and the priorities established by its strategic plan are reflected in the intentional allocation and reallocation of resources from year-to-year. †The Board shall fix the rates charged to cadets for tuition, mandatory fees, and other necessary charges. The Board must review and approve any request for funds to be made to the Governor or to the General Assembly. The Board shall also oversee the actual application of resources and ensure the cost-effective operation of the Institute.
3. The Board shall appoint a Superintendent, whose duties are described by Article II, Section 1 of these By-laws, and ensure that the Superintendent complies with all Board and statutory directives. It shall define its expectations and set goals for the Superintendent and annually review the Superintendent's performance with reference to those expectations and goals. The Board shall annually deliver, in closed session, its evaluation of the Superintendent's performance. Any change to the Superintendent's employment contract during any such meeting or any other meeting of the Board shall be made only by a vote of a majority of the Board's members.
4. The Board is ultimately responsible for the academic quality and integrity of the Institute. It shall determine what academic courses and programs will be offered, establish rules and regulations for the employment of faculty, and appoint them and fix their salaries. Faculty can be removed only for good cause and with the concurrence of a majority of the Board. Upon the removal of a faculty member, the fact of, and reasons for, such removal shall be reported to the Governor.
5. The Board may accept and expend gifts to the Institute. It is the Board's responsibility to ensure that all private gifts for the benefit of the Institute, both restricted and unrestricted, are applied in support of the mission and in a manner consistent with the priorities of the Institute. The Board shall ensure that any private organization permitted to operate in the name or for the benefit of the Institute provides regular and detailed reporting of expenditures and activities undertaken on its behalf.
6. The Board shall determine and define the requirements for admission to the Institute and establish rules and regulations for the acceptance of students, including the appropriate size of the Corps of Cadets, the nature and duration of their service, and the core curriculum requirements. With the concurrence of the Governor, the Superintendent, and the

faculty, the Board shall confer degrees. The Board may adopt regulations for the management of the Institute and for the conduct of cadets.

7. The Board, with the approval of the Governor and as provided by statute, may lease, sell or otherwise convey whatever interest in real property the Institute may have, and may acquire interests in real property by purchase, will or deed of gift.

8. The Board may authorize the Superintendent or his designee to execute any instrument in the name and on behalf of the Virginia Military Institute. The Secretary to the Board shall have authority to affix the seal of the corporation to any such instrument.

9. The Board of Visitors of the Virginia Military Institute is a working Board and its members are expected to attend all meetings and to participate in the activities of the Board.

10. The Board shall submit to the General Assembly and the Governor an annual executive summary of its interim activity and work no later than the first day of each regular session of the General Assembly. The executive summary shall be submitted as provided in the procedures of the Division of Legislative Automated Systems for the processing of legislative documents and reports for publication on the General Assembly's website.

11. The Board shall remain transparent in its actions and shall operate openly, to the extent required by law.

12. The Board shall comply with the requirements of the Virginia Freedom of Information Act, Virginia Code § 2.2-3700, et seq., in the conduct of all meetings, as such term is defined by statute.

13. The Board has such additional powers and duties as provided by statute and as the General Assembly may see fit to amend such statutes, or otherwise act, from time to time.

14. The Board shall conduct a self-evaluation biennially that evaluates its committee structure, processes and procedures, and performance.