University Council Minutes  
April 2, 2018  
3:00 PM  
1045 Pamplin Hall


Absent: Richard Blythe, Michael Friedlander, Guru Ghosh, Theresa Mayer, Steve McKnight, Jan Helge Bøhn, Diane Agud, Bryan Brown Bob Hicok, Eric Kaufman (with notice), Anita Puckett, Matthew Gabriele, Chris Lawrence, Judy Alford (with notice), Brian Huddleston, Katrina Loan, Teresa Lyons, Annette Bailey, Jeannie Layton-Dudding, John Massey, Ginai Seabron, Michele Waters, Adwoa Baah-Dwomoh, Brett Netto, and Seyi Olusina

Guests: Lori Buchanan, D’Elia Chandler, William Dougherty, Jack Finney, Sharon Kurek, Peggy Layne, Scott Nachlis, Paul Plassmann, Ellen Plummer, Jason Soileau, Diane Zahm

Dr. Sands called the meeting to order at 3:00 p.m. A quorum was present.

1. **Adoption of Agenda**

   A motion was made and seconded to adopt the agenda. The motion carried.

2. **Announcement of approval and posting of minutes of February 19, 2018**

   Dr. Sands noted that these minutes have been voted on electronically and can be publicly accessed on the Governance Information System on the Web (http://www.governance.vt.edu). (Note: the March 12, 2018, and March 19, 2018, University Council meetings were cancelled.)

3. **Old Business**

   **University Council**
   
   Resolution UC 2017-18B
   
   Resolution to Approve the Virginia Tech Carilion School of Medicine (MD) Degree Program

   The March 12, 2018, University Council meeting was cancelled due to inclement weather. President Sands made a decision to have this resolution voted on electronically because its approval was required by the Southern Association of Colleges and Schools Commission on Colleges (SACSCOC) in order for them to approve the integration of the Virginia Tech Carillion School of Medicine into Virginia Tech. The SACSCOC deadline was March 15, so it was critical that the vote on this resolution not be delayed. Forty members of University Council cast their vote in favor of UC Resolution 2017-18B by the deadline of 3:30 p.m. on Monday, March 12, 2018. There were no votes cast in opposition. The resolution passed.
4. **New Business**

**Commission on Research**
Resolution COR 2017-18A
Resolution to Clarify Faculty Handbook Language on Research Faculty Promotion Process

Dr. Jen Irish presented the resolution for first reading. This resolution will align the Faculty Handbook with current practices. There has been one update made to the resolution. The second to last sentence in section 6.2.1, "A faculty member may not serve on any committee that is evaluating a spouse, family member, or other individual with whom the faculty member has a close personal relationship. (See chapter two, “Potential Conflicts Involving Spouses and Immediate Family Members.”)" will be moved to the second-to-last sentence in section 6.2.2. There was a suggestion to remove “etc.” from section 6.2.1 because “such as” is already used earlier in the sentence and “etc.” is not needed.

**Commission on Research**
Resolution COR 2017-18B
Resolution to Clarify Faculty Handbook Language on Overload Compensation for Research Faculty Members Teaching Credit Classes

Dr. Jen Irish presented the resolution for first reading. This resolution will formalize the pilot program on overload compensation for research faculty members teaching credit classes that was started in 2012.

**Commission on Research**
Resolution COR 2017-18C
Resolution to Clarify Language in Faculty Handbook on Removal Processes for Research Faculty Members

Dr. Jen Irish presented the resolution for first reading. This resolution will take the language in this section of the Faculty Handbook and make it consistent with other sections of the Faculty Handbook. It was indicated that the sentence “In cases where there is a threat to health and safety, the 45-day period may be waived" should be revised to state who makes the determination. This passive voice is used is several sections in the Faculty Handbook. President Sands requested that this language, throughout the Faculty Handbook be reviewed and revised in the 2018-2019 academic year.

A suggestion was made to have an additional step prior to termination in cases where the 45-day notice for termination is waived. The process seems rushed. It was indicated that there is an appeal process already in place that suspends the termination process.

**Commission on Undergraduate Studies and Policies**
Resolution CUSP 2017-18F
Resolution to Discontinue Bachelor of Science Degree in Environmental Policy and Planning

Dr. Dean Stauffer presented the resolution for first reading. The Urban Affairs and Planning program has recently been restructured. There will be a new Environmental Policy and Planning major offered under the Bachelor of Arts in Public and Urban Affairs degree.

**Commission on Undergraduate Studies and Policies**
Resolution CUSP 2017-18G
Resolution to Approve New Major, Environmental Policy Planning, in Bachelor of Arts in Public and Urban Affairs

**Commission on Undergraduate Studies and Policies**
Resolution CUSP 2017-18H
Resolution to Approve New Major, Smart and Sustainable Cities, in Bachelor of Arts in Public and Urban Affairs

Dr. Dean Stauffer presented these two resolutions for first reading. These new majors are a result of the restructuring of the Urban Affairs and Planning program.

**Commission on Undergraduate Studies and Policies**
Resolution CUSP 2017-18I
Resolution to Approve New Major, Chip-Scale Integration, in Bachelor of Science in Computer Engineering

**Commission on Undergraduate Studies and Policies**
Resolution CUSP 2017-1J
Resolution to Approve New Major, Controls, Robotics & Autonomy, in Bachelor of Science in Computer Engineering

**Commission on Undergraduate Studies and Policies**
Resolution CUSP 2017-18K
Resolution to Approve New Major, Machine Learning, in Bachelor of Science in Computer Engineering

**Commission on Undergraduate Studies and Policies**
Resolution CUSP 2017-18L
Resolution to Approve New Major, Networking & Cybersecurity, in Bachelor of Science in Computer Engineering

**Commission on Undergraduate Studies and Policies**
Resolution CUSP 2017-18M
Resolution to Approve New Major, Software Systems, in Bachelor of Computer in Computer Engineering

**Commission on Undergraduate Studies and Policies**
Resolution CUSP 2017-18N
Resolution to Approve New Major, Communications & Networking, in Bachelor of Science in Electrical Engineering

**Commission on Undergraduate Studies and Policies**
Resolution CUSP 2017-18O
Resolution to Approve New Major, Controls, Robotics & Autonomy, in Bachelor of Science in Electrical Engineering

**Commission on Undergraduate Studies and Policies**
Resolution CUSP 2017-18P
Resolution to Approve New Major, Energy & Power Electronics Systems, in Bachelor of Science in Electrical Engineering

**Commission on Undergraduate Studies and Policies**
Resolution CUSP 2017-18Q
Resolution to Approve New Major, Micro/Nanosystems, in Bachelor of Science in Electrical Engineering

**Commission on Undergraduate Studies and Policies**
Resolution CUSP 2017-18R
Resolution to Approve New Major, Photonics, in Bachelor of Science in Electrical Engineering

**Commission on Undergraduate Studies and Policies**
Resolution CUSP 2017-18S
Resolution to Approve New Major, Radio Frequency & Microwave, in Bachelor of Science in Electrical Engineering

**Commission on Undergraduate Studies and Policies**
Resolution CUSP 2017-18T
Resolution to Approve New Major, Space Systems, in Bachelor of Science in Electrical Engineering

Dr. Dean Stauffer presented these twelve resolutions for first reading. The Department of Electrical and Computer Engineering is growing rapidly each year. These twelve new majors align well with content areas in
the employment arena. The changes within the department are very similar to departments in other universities in the United States. Having these majors will allow students to align with areas of interest. There will be a 25% overlap in the common core classes that students take before moving to specialty areas.

A question was raised as to what the advantage is when offering a major versus a track. It was indicated that only majors are recognized on transcripts.

Commission on University Support
Resolution CUS 2017-18A
Resolution to Rename, Update Charge, and Change Membership of the Computing and Communication Resource Committee

Dr. Richard Ashley presented the resolution for first reading. The Computing and Communications Resources Committee has been dormant for a number of years. The committee name change to “Information Technology Services and Systems,” the new charge, and the updates to the membership are more aligned with the scope of the committee and will more readily address the ever-changing technology climate. A suggestion was made to not indicate the number of subcommittees within the proposed charge to allow flexibility for changes to these subcommittees as the climate changes. The resolution will be updated to address this suggestion.

Commission on University Support
Resolution CUS 2017-18B
Commission on Equal Opportunity and Diversity
Resolution CEOD 2017-18C
Joint Resolution to Update Membership of the Campus Development Committee

Dr. Richard Ashley presented the resolution for first reading. This resolution will add the Director of ADA and Accessibility Services as an ex officio on the committee and one representative from the Commission on Equal Opportunity and Diversity (CEOD) as a member on the committee. These new positions will allow the CEOD access to provide input to the committee regarding accessibility as well as diversity and inclusion issues.

5. Announcement of Approval and Posting of Commission Minutes

These minutes have been voted on electronically and will be posted on the University web (http://www.governance.vt.edu). Note that the purpose of voting on Commission minutes is to accept them for filing. University Council By-laws require that policy items be brought forward in resolution form for University Council action.

- Commission on Administrative and Professional Faculty Affairs
  February 14, 2018

- Commission on Equal Opportunity and Diversity
  December 4, 2017
  February 5, 2018

- Commission on Faculty Affairs
  December 1, 2017
  February 2, 2018
  February 16, 2018
  March 2, 2018
6. **For Information Only**

Minutes of the University Advisory Council on Strategic Budgeting and Planning
February 15, 2018

7. **Presentation**

Ms. Sharon Kurek, Executive Director of Audit, Risk, and Compliance, gave a presentation (attached) on enterprise risk management.

8. **Adjournment**

There being no further business, a motion was made to adjourn the meeting 3:57 p.m.
ENTERPRISE RISK MANAGEMENT (ERM) PROGRAM UPDATE

April 2, 2018

Sharon Kurek
Executive Director of Audit, Risk, & Compliance
ERM DEFINED

- A process applied in strategy-setting and across the enterprise that is designed to identify potential events that may affect the entity, manage risk to be within the entity’s risk tolerance, and support the achievement of entity objectives.

Source: Baker Tilly
PRIMARY DRIVERS FOR ERM

- Increased Risk Profiles
- Increased Expectations
- Higher Consequences

Impact on Organizational Goals
ERM Program Benefits -

Control Focus
- Silo managed
- Reactive, crisis resolution
- Current focus

Strategic Focus
- University-wide
- Designing risk mitigation scenarios
- Forward looking focus

Board of Visitors
- Enhanced visibility into the university’s risks
- Align strategic planning with risk awareness
- Reviewing ERM program assessment results

Senior Management
- Engaged to identify and assess risks
- Align strategic planning with risk awareness
- Incorporate and update new and emerging risks

External Stakeholders
- Assurance on stewardship of resources by federal & state government, donors, and other stakeholders
- Promoting greater accountability for consideration by accreditors and public debt issuers
ERM TIMELINE

BOV
- CHARGE & ERM OVERVIEW
  - SEPTEMBER 2017
- ERM FRAMEWORK
  - NOVEMBER 2017
- KEY RISKS IDENTIFIED
  - MARCH 2018
- OVERVIEW OF KEY RISKS
  - JUNE 2018
- OVERVIEW OF KEY RISKS
  - AUGUST 2018

MGT
- BENCHMARKING WITH PEERS & FRAMEWORK DEVELOPMENT
- FACILITATING ERM FRAMEWORK IMPLEMENTATION RESULTING IN KEY RISK ID
- ASSIGNMENT OF RISK OWNERSHIP ANALYSIS OF CURRENT PROCESSES DEVELOPMENT OF RISK MITIGATION PLAN PERIODIC REPORTING TO OARC & ERM COMMITTEES
ERM COMMITTEE STRUCTURE

ENTREPRISE RISK MANAGEMENT FRAMEWORK

BOARD OF VISITORS
CAR COMMITTEE
PRESENTR
AUDIT, RISK, & COMPLIANCE

EXECUTIVE STAFF+ (ERM COMMITTEE)

President
Executive VP and Provost
Senior VP for Operations and Admin.
VP for Advancement
Executive Director of Audit, Risk, & Compliance

VP for Finance
VP for Research and Innovation
VP for Strategic Affairs
University Legal Counsel+

PRESIDENT’S LEADERSHIP TEAM (RISK ADVISORY COMMITTEE)

Executive VP and Provost
Senior VP for Operations and Admin.
VP for Advancement
VP for Human Resources
VP for IT and CIO
VP for Operations
VP for Policy and Governance
VP for Research and Innovation
Executive Director of Audit, Risk, & Compliance

VP for Strategic Affairs
VP for Student Affairs
Exec. Director of Govt. Relations
Exec. Director - Office of the Pres.
Director of Athletics
Senior AVP for Univ. Relations
CEO of Virginia Tech Foundation
University Legal Counsel

Copyright 2017 • Virginia Tech • All Rights Reserved
ERM PROCESS

Organizational Objectives

Identify & Categorize

SPECIFIC, MEASURABLE & REALISTIC

STRATEGIC
FINANCIAL
COMPLIANCE
OPERATIONAL
REPUTATION
Organizational Objectives

Identify & Categorize

Assess & Prioritize

ERM PROCESS
Residual (Net) Risk: The result of an assessment of the potential "impact" and "likelihood" of a risk after taking into account the effectiveness of the controls and other mitigations put into place to manage the risk.

<table>
<thead>
<tr>
<th>Level</th>
<th>Risk description</th>
</tr>
</thead>
</table>
| 1 - Insignificant | No impact on reputation  
No potential impact on enrollment/market share  
No potential impact on the retention/recruitment of faculty  
No potential impact on overall research funding  
Responsibility of junior management and staff to resolve |
| 2 - Minor | Consequences can be absorbed under normal operating conditions  
Local impact on reputation  
Potential negative impact on image, enrollment  
Potential negative impact on retention/recruitment of faculty  
Little impact on overall research funding  
Responsibility of middle management to resolve |
| 3 - Moderate | State-wide impact on reputation  
Enrollment of students or image will be affected in the short-term  
Recruitment and retention of faculty will be affected in the short-term  
Loss of research funding for X-X grantees  
Responsibility of senior and middle management to resolve |
| 4 - Major | Adverse impact on university reputation at the regional level  
Accreditation is threatened  
Long-term reduction in enrollment  
Ability to retain and recruit faculty  
Significant loss of research funding from multiple grantees resulting in curtailment of major sponsored programs  
Responsibility of the Board and senior management to resolve |
| 5 - Critical | Loss of accreditation  
National / Global impact on reputation  
Significant reduction in enrollment  
Ability to retain and recruit faculty  
Revocation of sponsored research funding across the institution  
Responsibility of the Board and the President to resolve |

<table>
<thead>
<tr>
<th>PROBABILITY (Likelihood of Occurring)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Level</td>
</tr>
<tr>
<td>------</td>
</tr>
<tr>
<td>1</td>
</tr>
<tr>
<td>2</td>
</tr>
<tr>
<td>3</td>
</tr>
<tr>
<td>4</td>
</tr>
<tr>
<td>5</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>VELOCITY (Speed of Onset)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Level</td>
</tr>
<tr>
<td>------</td>
</tr>
<tr>
<td>1</td>
</tr>
<tr>
<td>3</td>
</tr>
<tr>
<td>5</td>
</tr>
</tbody>
</table>
Strengthen Virginia Tech’s role as a global land-grant institution

Our biggest risk is to not move the university forward... not just survive but thrive by adapting and anticipating the changing landscape of higher education

Success requires the willingness to take measured risk, perhaps failing a time or two, to yield innovative results

Evaluate sub-risks through the lens of this overarching perspective
ENTERPRISE RISK LANDSCAPE

ACADEMIC
- Faculty & Staff Recruitment & Retention
- Global Engagement
- Evolving Pedagogy & Delivery
- Enrollment Management
- Academic Quality
- Student Experience

CAMPUS CULTURE AND CLIMATE
- Leadership & Governance
- Athletics
- Title IX

EXTERNAL ENVIRONMENT
- Legal & Regulatory
- Socio-Political Environment
- Partners
- Diversity & Inclusion
- Alumni & Friends
- Accreditation

FINANCIAL
- Federal & State Funds
- Tuition Dependency
- Resource Management
- Advancement
- Endowment Management

RESEARCH
- Research Compliance
- Competitive Growth
- Integrity & Conflicts of Interest
- Restricted Research
- Intellectual Property

UNIVERSITY OPERATIONS
- Expanding Physical Footprint
- Safety & Security
- IT Security & Operations
- Infrastructure & Facilities
- Disaster Recovery & Business Continuity

REPUTATIONAL / COMPLIANCE
**Organizational Objectives**

**Identify & Categorize**

**Assess & Prioritize**

**Manage & Monitor**

**Reporting & Awareness**

**ERM NEXT STEPS**

**RISK OWNERSHIP**

**BUSINESS PROCESSES**

**INTERNAL / EXTERNAL REVIEW & ANALYSIS**

**TIMELY**

**TRANSPARENT**
QUESTIONS?
UNIVERSITY COUNCIL MEETING
April 2, 2018
3:00 p.m.
1045 Pamplin Hall
AGENDA

1. \textbf{Adoption of Agenda} \hfill Dr. Timothy Sands

2. \textbf{Announcement of approval and posting of minutes of February 19, 2018} \hfill Dr. Timothy Sands

   These minutes have been voted on electronically and will be posted on the University web.

3. \textbf{New Business} \hfill Dr. Timothy Sands

   - \textbf{Commission on Research}
     \textbf{Resolution COR 2017-18A} \hfill Dr. Jen Irish
     Resolution to Clarify Faculty Handbook Language on Research Faculty Promotion Process

   - \textbf{Commission on Research}
     \textbf{Resolution COR 2017-18B} \hfill Dr. Jen Irish
     Resolution to Clarify Faculty Handbook Language on Overload Compensation for Research Faculty Members Teaching Credit Classes

   - \textbf{Commission on Research}
     \textbf{Resolution COR 2017-18C} \hfill Dr. Jen Irish
     Resolution to Clarify Language in Faculty Handbook on Removal Processes for Research Faculty Members

   - \textbf{Commission on Undergraduate Studies and Policies}
     \textbf{Resolution CUSP 2017-18F} \hfill Dr. Dean Stauffer
     Resolution to Discontinue Bachelor of Science Degree in Environmental Policy and Planning

   - \textbf{Commission on Undergraduate Studies and Policies}
     \textbf{Resolution CUSP 2017-18G} \hfill Dr. Dean Stauffer
     Resolution to Approve New Major, Environmental Policy and Planning, in Bachelor of Arts in Public and Urban Affairs

   - \textbf{Commission on Undergraduate Studies and Policies}
     \textbf{Resolution CUSP 2017-18H} \hfill Dr. Dean Stauffer
     Resolution to Approve New Major, Smart and Sustainable Cities, in Bachelor of Arts in Public and Urban Affairs

   - \textbf{Commission on Undergraduate Studies and Policies}
     \textbf{Resolution CUSP 2017-18I} \hfill Dr. Dean Stauffer
     Resolution to Approve New Major, Chip-Scale Integration, in Bachelor of Science in Computer Engineering

   - \textbf{Commission on Undergraduate Studies and Policies}
     \textbf{Resolution CUSP 2017-18J} \hfill Dr. Dean Stauffer
     Resolution to Approve New Major, Controls, Robotics & Autonomy, in Bachelor of Science in Computer Engineering

   - \textbf{Commission on Undergraduate Studies and Policies}
     \textbf{Resolution CUSP 2017-18K} \hfill Dr. Dean Stauffer
     Resolution to Approve New Major, Machine Learning, in Bachelor of Science in Computer Engineering

   - \textbf{Commission on Undergraduate Studies and Policies}
     \textbf{Resolution CUSP 2017-18L} \hfill Dr. Dean Stauffer
     Resolution to Approve New Major, Networking & Cybersecurity, in Bachelor of Science in Computer Engineering
Commission on Undergraduate Studies and Policies
Resolution CUSP 2017-18M
Resolution to Approve New Major, Software Systems, in Bachelor of Science in Computer Engineering

Commission on Undergraduate Studies and Policies
Resolution CUSP 2017-18N
Resolution to Approve New Major, Communications & Networking, in Bachelor of Science in Electrical Engineering

Commission on Undergraduate Studies and Policies
Resolution CUSP 2017-18O
Resolution to Approve New Major, Controls, Robotics & Autonomy, in Bachelor of Science in Electrical Engineering

Commission on Undergraduate Studies and Policies
Resolution CUSP 2017-18P
Resolution to Approve New Major, Energy & Power Electronics Systems, in Bachelor of Science in Electrical Engineering

Commission on Undergraduate Studies and Policies
Resolution CUSP 2017-18Q
Resolution to Approve New Major, Micro/Nanosystems, in Bachelor of Science in Electrical Engineering

Commission on Undergraduate Studies and Policies
Resolution CUSP 2017-18R
Resolution to Approve New Major, Photonics, in Bachelor of Science in Electrical Engineering

Commission on Undergraduate Studies and Policies
Resolution CUSP 2017-18S
Resolution to Approve New Major, Radio Frequency & Microwave, in Bachelor of Science in Electrical Engineering

Commission on Undergraduate Studies and Policies
Resolution CUSP 2017-18T
Resolution to Approve New Major, Space Systems, in Bachelor of Science in Electrical Engineering

Commission on University Support
Resolution CUS 2017-18A
Resolution to Rename, Update Charge, and Change Membership of the Computing and Communication Resource Committee

Commission on University Support
Resolution CUS 2017-18B
Commission on Equal Opportunity and Diversity
Resolution CEOD 2017-18C
Joint Resolution to Update Membership of the Campus Development Committee

4. Announcement of acceptance and posting of Commission Minutes
These minutes have been accepted for filing by electronic vote and will be posted on the University web. Note that the purpose of voting on Commission minutes is to accept them for filing. University Council By-laws require that policy items be brought forward in resolution form for University Council action.

Commission on Administrative and Professional Faculty Affairs
February 14, 2018
5. For Information Only

Minutes of the University Advisory Council on Strategic Budgeting and Planning

February 15, 2018

6. Presentation

Enterprise Risk Management

Ms. Sharon Kurek

7. Adjournment

Dr. Timothy Sands