

**West Virginia State University Board of Governors  
Presidential Review Process Ad Hoc Committee  
113 Ferrell Hall  
June 4, 2014  
4:00 p.m.  
Agenda**

- |    |   |            |    |
|----|---|------------|----|
| 1. | Call to Order and Roll Call—Committee Chair Paul Konstanty, presiding |            |    |
| 2. | Verification of Appropriate Notice of Public Meeting                  | Action     | 2  |
| 3. | Review and Approval of Agenda   | Action     | 1  |
| 4. | Review and Approval of Minutes of Previous Meeting                    | Action     | 3  |
| 5. | Review of BOG Policy #61 Comments                                     | Discussion | 5  |
| 6. | Discussion of Possible BOG Policy #61 Revisions                       | Discussion | 30 |
| 7. | Possible Recommendation to the Full Board of BOG Policy #61           | Action     |    |
| 8. | Adjournment   |            |    |

**West Virginia State University Board of Governors**  
***Presidential Review Process Ad Hoc Committee***

**Date/Time:** 6/4/2014 -- 4:00 PM

**Location:**

West Virginia State University, Ferrell Hall, Room 113, Institute, WV

**Purpose:** To conduct regular business of the Committee

**Notes:**

This is a compliant meeting.

**Meeting was approved : 5/8/2014 3:25:11 PM**

**West Virginia State University Board of Governors  
Presidential Review Process Ad Hoc Committee  
Minutes  
April 23, 2014**

1. **Call to Order and Roll Call**

Mr. Konstanty, Chair, called the meeting of the West Virginia State University Board of Governors (BOG) Presidential Review Process Ad Hoc Committee meeting to order at 4:00 p.m.

**Present:** Mrs. Jarvis, Mr. Konstanty, Mr. Lipscomb, Mr. Swingle, and Dr. Thralls. Other members of the Board and University staff were present.

2. **Verification of Appropriate Notice of Public Meeting**

Mr. Konstanty announced the verification of appropriate notice of the public meeting.

3. **Review and Approval of Agenda**

Mr. Swingle made the motion to approve the agenda, and it was seconded by Mrs. Jarvis. The motion passed.

4. **Review and Approval of Minutes of Previous Meeting**

Mr. Swingle made the motion to approve the minutes of the March 19, 2014 meeting, and it was seconded by Dr. Thralls. The motion passed.

5. **Review and Possible Recommendation to the Full Board of BOG Policy #61**

Mr. Konstanty said the proposed BOG Policy #61 was distributed prior to this meeting, and he opened the floor for comments. Dr. Thralls clarified that the document is a new policy and no such BOG policy existed prior to this draft. Mr. Konstanty provided an overview of the process and guidelines used to draft the policy. He said although the policy is modeled after several policies of other state institutions, the Committee agreed to create a policy that is unique to the University. The draft policy includes guidelines for annual, tri-annual comprehensive, and end-of-term reviews, which are consistent with West Virginia Code and Higher Education Policy Commission requirements.

Through Committee discussion, it was decided that the following revisions should be made to the draft policy.

Section 2.2 – Language will be modified and/or added to indicate that a thorough presidential search would be conducted, but a national search is not required.

Section 4.3 – Language will be added to indicate that the original intent of the Presidential Ad Hoc Committee, while creating the mechanism for review of the President, is to maintain the confidentiality and integrity of the process for the President and the participants providing comments relative to the review. Additional language will also clarify that the summary reporting duties are not to filter comments from any participants.

Section 4.5.10 – Modify language to indicate that the full Board may or may not take any necessary or appropriate action at the December meeting.

Section 4.6.3 – Modify language pertaining to the on-campus interviews conducted during the comprehensive review to indicate that there may be a need to include a category or categories of personnel not yet existing that would be vital to the process.

Section 4.6.3.d – Modify language to indicate that, in addition to the Faculty Senate, a representative sample of faculty members (normally 5-10) will participate in the on-campus interviews.

Section 4.6.3.e – Modify language to indicate that a representative sample of classified staff (normally 5-10), including members of the Classified Staff Council, will participate in the on-campus interviews.

Section 4.6.3.f – Modify language to indicate that a representative sample of students (normally 5-10), including members of the Student Government Association, will participate in the on-campus interviews.

Section 4.6.3.k – Modify language to indicate that a representative sample of community leaders (normally 5-10), including a member of the Kanawha County Commission, will participate in the on-campus interviews.

Section 5 – This section will be stricken in its entirety. Subsequent sections will be renumbered accordingly.

Mr. Konstanty said he will make the revisions using track changes and redistribute the updated draft policy to the Committee for review and then to the full Board prior to May 1, 2014. Mr. Swingle made the motion that the Committee recommend the revised draft BOG Policy #61 to the full Board, and it was seconded by Dr. Thralls. The motion passed.

6. **Adjournment**

With there being no further business, the meeting adjourned at 5:32 p.m.

Respectfully submitted,

Ashley L. Schumaker  
Chief of Staff  
Special Assistant to the President

## Ashley Schumaker

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**From:** Ashley Schumaker  
**Sent:** Tuesday, May 06, 2014 11:24 AM  
**To:** SIMUEL BOWLES  
**Subject:** RE: BOG Policy # 61

# Comment 1

Thank you. Your comment will be shared with the Board of Governors.

Sincerely,  
Ashley

Ashley Schumaker  
Chief of Staff  
Special Assistant to the President  
West Virginia State University  
Post Office Box 399  
Institute, West Virginia 25112  
Office Phone: (304) 766-3112  
Cell Phone: (304) 550-4099  
E-mail: [aschumaker@wvstateu.edu](mailto:aschumaker@wvstateu.edu)  
Website: [www.wvstateu.edu](http://www.wvstateu.edu)

**From:** SIMUEL BOWLES [<mailto:bowlessa@wvstateu.edu>]  
**Sent:** Tuesday, May 06, 2014 9:58 AM  
**To:** [aschumaker@wvstateu.edu](mailto:aschumaker@wvstateu.edu)  
**Subject:** BOG Policy # 61

In section 5.4 it is not stated what happens if the President is terminated for cause.

## Ashley Schumaker

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**From:** Ashley Schumaker  
**Sent:** Tuesday, May 06, 2014 11:26 AM  
**To:** SUSAN MARRASH-MINNERLY  
**Subject:** RE: [All Employees] BOG Policy #61

# Comment 2

Thank you. Your comment will be shared with the Board of Governors.

Sincerely,  
Ashley

Ashley Schumaker  
Chief of Staff  
Special Assistant to the President  
West Virginia State University  
Post Office Box 399  
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Website: [www.wvstateu.edu](http://www.wvstateu.edu)

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**From:** Susan Minnerly [<mailto:minnerly@wvstateu.edu>]  
**Sent:** Tuesday, May 06, 2014 10:59 AM  
**To:** 'Ashley Schumaker'  
**Subject:** RE: [All Employees] BOG Policy #61

Hi Ashley – I sent these to Tom Guetzloff also. My comments/questions are in red.

“On-site visits to the candidates’ current and past places of employment may be conducted and is recommended for the final candidates.” This seems excessive in terms of time and money. We have phones, and Skype etc...travel seems unnecessary.

4.3 The West Virginia State University Board of Governors shall yearly form a “Presidential Review Committee,” appoint a chairperson, and elect four (4) additional members to the Committee from the Board of Governors. The Board shall make such amendments to the Bylaws of the Board of Governors as necessary no faculty or staff?

If it is determined that an insufficient number of comments were received during the thirty-day comment period, is this a specific number? A percentage of those polled? How is this determined?

If it is determined that an insufficient number of comments were received during the thirty-day comment period, so is the full board being asked to accept something that has only been discussed in executive session?

5.3 If the Board of Governors terminates the appointment of a President for any reason other than for "cause" the Board may offer the President a non-tenured, adjunct faculty position with the University, at a salary commensurate with that particular faculty position, not to extend beyond the remaining academic year; or if the President was conferred tenured status upon initial appointment, a tenured position not to extend beyond the remaining academic year, at a salary commensurate with tenured faculty, for that pro-rated period This seems odd...can the university grant someone tenure and then take it away?

6.1 If the President perceives a problem with the members of the Board of Governors, the President should first seek to resolve the problem with the Chairman of the Board. If the problem persists, the President may seek counsel of the Executive Committee of the Board of Governors. If the problem is not resolved through the Chairman of the Board or the Executive Committee, the President may seek advice of the Chancellor of the Higher Education Policy Commission. If the problem involves the Chairman of the Board, the President may immediately seek counsel of the Chancellor of the Higher Education Policy Commission. At all times, the advice of the Chancellor of the Higher Education Policy Commission shall resolve the dispute, or lead to voluntary resignation, or involuntary termination. This seems too vague to be of any value at all, except for use in personal vendettas. What is a "problem"? It is not specified at all in this document. Is a "problem" that s/he always disagrees?

*smm*

Susan Marrash-Minnerly, MFA  
Professor of Theatre  
Department of Communications  
West Virginia State University  
Institute, WV 25112  
304-766-5110  
FAX 304-766-5100

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**From:** Ashley Schumaker [<mailto:aschumaker@wvstateu.edu>]  
**Sent:** Tuesday, May 06, 2014 8:43 AM  
**To:** [allemployees@wvstateu.edu](mailto:allemployees@wvstateu.edu); [allstudents@wvstateu.edu](mailto:allstudents@wvstateu.edu)  
**Subject:** [All Employees] BOG Policy #61

On behalf of the West Virginia State University Board of Governors (BOG), please find attached BOG Policy #61. Consistent with the May 1, 2014 BOG approval, the proposed new policy is hereby posted for a thirty-day public comment period beginning immediately and ending Wednesday, June 4, 2014. Any comments should be e-mailed to [aschumaker@wvstateu.edu](mailto:aschumaker@wvstateu.edu) or delivered to the Office of the President (103 Ferrell Hall) by the deadline.

Sincerely,  
Ashley

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Special Assistant to the President  
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E-mail: [aschumaker@wvstateu.edu](mailto:aschumaker@wvstateu.edu)

Website: [www.wvstateu.edu](http://www.wvstateu.edu)

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## Ashley Schumaker

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**From:** Ashley Schumaker  
**Sent:** Wednesday, May 07, 2014 8:54 AM  
**To:** TIMOTHY RUHNKE  
**Subject:** RE: [All Employees] BOG Policy #61

# Comment 3

Dr. Ruhnke,

Thank you. Your comment will be shared with the Board of Governors.

Sincerely,  
Ashley

Ashley Schumaker  
Chief of Staff  
Special Assistant to the President  
West Virginia State University  
Post Office Box 399  
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Website: [www.wvstateu.edu](http://www.wvstateu.edu)

**From:** TIMOTHY RUHNKE [<mailto:ruhnketr@wvstateu.edu>]  
**Sent:** Tuesday, May 06, 2014 3:32 PM  
**To:** Ashley Schumaker  
**Subject:** Re: [All Employees] BOG Policy #61

Ashley,

Below is the section of the policy on the grievance procedure. I suspect that there are procedures for removing faculty that have acted unethically or illegally. With the exception of elected members, the governor can remove or fail to re-appoint a Board member. The phrase *perceives a problem* is vague. This could range from a President a strong personal dislike of a Board member to perhaps a Board member behaving in such a way that is contrary to good function of the Board. Such instances are less than ideal, but they are real world. In the latter instance, fellow Board members should be the ones to take corrective action.

In the case of elected members, they can fail to be re-elected. An elected member (perhaps especially a faculty representative) who is perceived to be problematic may in reality be trying to point to serious issues with the functioning and health of the institution. In the final years of the Presidency of Hazo Carter, Jr., faculty representatives Tom Guetzloff and Chuck Smith were certainly at times perceived as "problems". Yet they were really the "carnaries in the coal mine", so to speak. Moving forward with grievance and possible removal of an elected member of the Board would likely precipitate a political crisis.

The section should be removed entirely. Strong university presidents should be able to deal with difficult things. They should be able to work with difficult people if need be. A strong President would never employ this section of the policy. A President who would might be creating additional problems to those that existed previously.

Tim

## Section 6. Grievance Procedure

6.1 If the President perceives a problem with the members of the Board of Governors, the President should first seek to resolve the problem with the Chairman of the Board. If the problem persists, the President may seek counsel of the Executive Committee of the Board of Governors. If the problem is not resolved through the Chairman of the Board or the Executive Committee, the President may seek advice of the Chancellor of the Higher Education Policy Commission. If the problem involves the Chairman of the Board, the President may immediately seek counsel of the Chancellor of the Higher Education Policy Commission. At all times, the advice of the Chancellor of the Higher Education Policy Commission shall resolve the dispute, or lead to voluntary resignation, or involuntary termination.

On Tue, May 6, 2014 at 8:43 AM, Ashley Schumaker <[aschumaker@wvstateu.edu](mailto:aschumaker@wvstateu.edu)> wrote:

On behalf of the West Virginia State University Board of Governors (BOG), please find attached BOG Policy #61. Consistent with the May 1, 2014 BOG approval, the proposed new policy is hereby posted for a thirty-day public comment period beginning immediately and ending Wednesday, June 4, 2014. Any comments should be e-mailed to [aschumaker@wvstateu.edu](mailto:aschumaker@wvstateu.edu) or delivered to the Office of the President (103 Ferrell Hall) by the deadline.

Sincerely,

Ashley

Ashley Schumaker

Chief of Staff

Special Assistant to the President

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--

Tim Ruhnke  
Professor Biology  
Chair, Faculty Senate  
West Virginia State University  
Institute WV, 25112-1000  
[ruhnketr@wvstateu.edu](mailto:ruhnketr@wvstateu.edu)

**From:** Paul Konstanty  
**Sent:** Thursday, May 08, 2014 10:32 AM  
**To:** Leon Williams  
**Cc:** Brian Hemphill; Thomas Susman; Ashley Schumaker  
**Subject:** RE: 'Proposed BOG Policy 61 (5-6-14)'

Vince:

Thank you for your comments. I'll ask Ashley to route them to the Committee for consideration during our next scheduled meeting.

Paul Konstanty  
Steptoe & Johnson PLLC  
P.O. Box 1588, Charleston, WV 25326-1588 Overnight Chase Tower, 8th Floor  
707 Virginia Street, East, Charleston, WV 25301  
O: 304-353-8170 F: 304-933-8711 C: 304-541-2630

[paul.konstanty@steptoe-johnson.com](mailto:paul.konstanty@steptoe-johnson.com)  
[www.steptoe-johnson.com](http://www.steptoe-johnson.com)

-----Original Message-----

From: Leon Williams [<mailto:williams.leon9@gmail.com>]  
Sent: Wednesday, May 07, 2014 10:19 PM  
To: Paul Konstanty  
Cc: Brian Hemphill; Thomas Susman; Ashley Schumaker  
Subject: 'Proposed BOG Policy 61 (5-6-14)'

My suggested changes upon reconsideration and comments. Primary changes are the expansion of post- presidential employment options and member/president conflict.

With respect to conflict, I believe that the board should have the courage to try to handle employer/employee conflict internally to the extent possible. The problem/conflict must be work related or unwarrantedly and adversely affect the work relationship. Moreover, the Chancellor may not have the legal authority to direct the outcomes for the types of conflict contemplated.

We may also want to insert the general causes/grounds of involuntary termination so that lay members of the board may understand the ramifications of some types of conflict.

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# WEST VIRGINIA STATE UNIVERSITY BOARD OF GOVERNORS

## West Virginia State University

### PROPOSED BOG Policy #61

**TITLE:** Employment and Evaluation of the President

#### **Section 1. General**

- 1.1 Scope: This policy establishes guidelines, processes, and procedures related to the selection, appointment, responsibilities and evaluation of the President of the University.
- 1.2 Authority: West Virginia Code § 18B-1-6, § 18B-1B-6
- 1.3 Effective:
- 1.4 Adopted:

#### **Section 2. Employment of the President**

- 2.1 The President of West Virginia State University is appointed by and serves at the will and pleasure of the Board of Governors, pursuant to West Virginia Code § 18B-1B-6, Higher Education Policy Commission Title 133, Series 5; and West Virginia State University Board of Governors Bylaws Article III (12).
- 2.2 The Board of Governors, consistent with West Virginia Code and the Higher Education Policy Commission, shall be empowered to take all reasonable and necessary steps to search for a President in times of vacancy:
  - 2.2.1 A search committee shall be formed, comprised of interested persons appointed by the Chairman of the Board of Governors and consistent with the representatives outlined in Higher Education Policy Commission Title 133, Series 5, Section 2.2.2. *If the Board of Governors approves it, the search committee may employ consultants or agents to assist with its mission.*
  - 2.2.2 The search committee shall prepare a position announcement detailing the *mission of the University, a summary of its goals and the* characteristics and qualities sought in a new President and distribute the same to appropriate newspapers and other media sources, heads of higher education associations and organizations, and other appropriate individuals for the purpose of advertising the position.
  - 2.2.3 Interviews with the finalists, as determined by the Board of Governors, shall be conducted on campus and, during the campus visits, students, classified employees, non-classified employees, faculty, campus

administrators, community leaders, alumni, and other individuals shall be invited to meet with the candidates, and their comments shall be solicited and evaluated by the governing board.

- 2.2.4 The search committee may conduct, or direct the performance of a background check on each candidate prior to the interview, and a background check shall be conducted on finalists prior to any campus visit made at the invitation of the search committee, and also shall be conducted prior to any final selection by the search committee and Board of Governors. Background checks and procedures shall conform to the industry standard and best practices, but at a minimum shall include the confirmation of degrees, past employment, criminal history and credit checks.
- 2.2.5 On-site visits to the candidates' current and past places of employment may be conducted and is recommended for the final candidates.
- 2.2.6 Candidates may be considered through their own application or by nomination.
- 2.2.7 Members of the Board of Governors and the search committee may not provide information about the names or backgrounds of any candidates, without their consent, to anyone who is not a member of the governing board or search committee, or authorized agents or staff as designated in the search procedures approved by the Higher Education Policy Commission. In the event that candidates are invited to preliminary interviews with the search committee, they shall be notified that confidentiality may be waived as to background checks, and in the event that the candidate is invited to an on-campus interview, the candidate's name and background shall be publicly released at the time they accept an invitation for a formal campus visit.
- 2.2.8 The search committee may also retain the services of a professional search agency or consultant(s).
- 2.2.9 The Board of Governors may also retain the services of legal counsel to negotiate on behalf of the Board consistent with Bylaws Article III (17).
- 2.3 The Chairman of the Board of Governors, in consultation with the Executive Committee and the advice of the full Board of Governors, the search committee, search agency or consultant(s), shall draft a memorandum outlining the terms, conditions, responsibilities and duties of the prospective President in a form consistent with the form contract recommended by the Higher Education Policy Commission, which shall be presented to the full Board for approval by majority vote prior to presentation to the prospective President.
- 2.4 The Board shall be guided by analysis of peer and market data in offering the terms, conditions, responsibilities and duties of the prospective President, whether for initial

appointment or successive appointment following the initial appointment. The Board may, in its discretion, offer to award a prospective President academic rank and tenure at the University following consultation with the Provost and appropriate College Dean and Department Chair. The Board shall have the authority and latitude necessary to make all reasonable, necessary and appropriate specific offers to the prospective President consistent with goals of the University and the training, education, experience and status of the prospective President.

- 2.5 Following approval, by majority vote of the full Board of the memorandum outlining the terms, conditions, responsibilities and duties of the prospective President as described above, the Chairman of the Board shall present a final written contract to the prospective President in the form prescribed by the Higher Education Policy Commission for execution; and thereafter, shall submit the same to the Higher Education Policy Commission and the Chancellor for approval.

### **Section 3. Duties and Responsibilities**

- 3.1 The President is responsible to and shall report to the West Virginia State University Board of Governors. Consistent with the policies of the Board of Governors, the written contract executed with the President, and as approved by the Higher Education Policy Commission, the President is the Chief Executive Officer of the University and has general authority and the responsibility for the University as an institution. The President shall keep the Board fully apprised of matters affecting the University in a reasonable and timely manner.
- 3.2 The President is expected to exhibit such conduct, candor and collegiality expected of a University President and shall not withhold information vital to the success and perpetuation of the University from the Board of Governors.
- 3.3 The President shall possess and use leadership skills necessary to advance the mission of the University and to vigorously pursue any specific goals and objectives outlined in the written contract executed with the Board of Governors. The President is expected to have a keen understanding of the University's role in serving higher education in the surrounding community and to work with the Board of Governors and the Higher Education Policy Commission to develop initiatives to meet those needs. This expectation includes the ability to lead the University community, foster a culture of cooperation among faculty, staff, administrators and students in fulfilling the University's teaching, research and public service responsibilities.
- 3.4 The President, as the Chief Executive Officer of the University, shall consult with faculty, classified staff, administrators and students at reasonable and appropriate times, in furtherance of discharging the duties and responsibilities conferred upon the President by the Board of Governors. The use and employment of yearly summit meetings, town hall meetings, summary addresses, or other opportunities for meaningful feedback is strongly encouraged to provide for the exchange of information and ideas from those constituents to the President; and to ensure that the policies, procedures and actions of the Board of Governors are effectively communicated in a timely manner to those constituents. The President, from time to time, may be directed by the Board of



Governors to make immediate communications with those constituents from the Board of Governors.

- 3.5 In addition to these general expectations, and those specifically enumerated within the President's written contract with the Board of Governors, the President shall also:
  - 3.5.1 Implement the Mission Statement of the University as approved by the Board of Governors through effective leadership.
  - 3.5.2 Provide effective leadership and support for the academic programs of the University that are consistent with the Mission of the University, the higher education needs of the surrounding community, while ensuring appropriate resources for attaining the highest standards of quality.
  - 3.5.3 Foster a culture and support for student life that compliments the Mission of the University, the needs of a diverse campus population and which preserves the rich history of the University.
  - 3.5.4 Hire, retain, train and develop a competent, cooperative and collegial administrative organization and staff to ensure the effective, efficient and professional management of University operations, or to discharge administrators or staff that fail or refuse to work toward those goals.
  - 3.5.5 Maintain lawful, equitable and effective personnel programs, including the appointment of qualified persons to the faculty, adjunct faculty, staff and administration and to promote, retain or dismiss for cause for the same, with due regard to the best interests of the University and the State of West Virginia.
  - 3.5.6 In conjunction with the Chief Financial Officer of the University and with guidance provided by the Finance Committee of the Board of Governors, propose recommended annual operating and capital budgets and other financial plans for the effective and efficient operation of the University in order to support the Mission of the University and the academic and athletic programs essential to the continued viability of the University. In discharging this obligation, the President should remain fully informed and be consistently mindful of the fluid funding allocated by the State of West Virginia to the University and shall have processes and procedures in place to react to budgetary events.
  - 3.5.7 Effective collaboration with the Higher Education Policy Commission to communicate the University Mission and needs of higher education to the Governor, State Legislators, other State and Local Government Officials, Local Community Leaders and Stakeholders.
  - 3.5.8 Maintain a proactive, effective and consistent presence at the State Capitol to impart the Mission of the University and to advocate for the assistance necessary from the State of West Virginia for the continued viability of the University.

- 3.5.9 Interact and maintain a positive profile with all appropriate external bodies to achieve the Mission of the University, consistent with Board of Governors policies, statutory and regulatory provisions and sound academic principals.
- 3.5.10 Undertake reasonable and appropriate assignments as requested by the Board of Governors and the Higher Education Policy Commission.
- 3.5.11 With respect to the expectations enunciated in section 3.5.4 and section 3.5.5 above, the President is vested with the final institutional-level authority and responsibility for every personnel action within the University, with the exception of any decisions relating to the President's own employment or compensation. The President shall appropriately consult with the campus community and legal counsel as necessary, but shall retain the ultimate authority for such decisions.
- 3.5.12 The President shall address any deficiencies or concerns arising out of any annual, tri-annual or comprehensive review of performance to the satisfaction of the Board of Governors in order to continue employment, including any request for improvement or action not otherwise specified in the written contract then existing.

#### **Section 4. Evaluation of the President**

- 4.1 The West Virginia State University Board of Governors, by appointment from the Chairman of the Board, established a Presidential Review Ad Hoc Committee for the purpose of evaluating the President of the University in year 2013 and to develop the evaluation procedure outlined in this Section, consistent with West Virginia Code § 18B-1B-6.
- 4.2 The Higher Education Policy Commission, consistent with West Virginia Code, requires the evaluation of University Presidents annually, tri-annually, or at the conclusion of a contract cycle. The Presidential Review Ad Hoc Committee has endeavored to present a routine and consistent mechanism for those periodic reviews. The Presidential Review Ad Hoc Committee shall become a standing Committee of the Board of Governors whose sole purpose is to ensure the President of the University is evaluated consistent with the following guidelines.
- 4.3 The West Virginia State University Board of Governors shall yearly form a "Presidential Review Committee," appoint a chairperson, and elect four (4) additional members to the Committee from the Board of Governors. The Board shall make such amendments to the Bylaws of the Board of Governors as necessary to effectuate this process. It is the original intent of the Presidential Review Ad Hoc Committee, in promulgating this mechanism for review of the University President, that it always preserve the confidentiality of the process, both for the University President, and the participants providing comments to effectively evaluate the University President. The summary reporting duties outlined below is meant to foster open communication from participants by maintaining their anonymity. The summary reporting duties outlined below are not meant to filter comments from any participants and it is the intent of this section that all comments be summarized in a non-cumulative or non-redundant fashion.

4.4 The “Presidential Review Committee” shall discharge the following duties, whether annually, tri-annually, or at the conclusion of a contract cycle. To the extent that a comprehensive review is conducted as a result of a end of contract cycle review which would be followed by a tri-annual review, the Board may seek approval from the Higher Education Policy Commission to dispense with the comprehensive tri-annual review and to conduct the annual review following a comprehensive review as the former would be redundant and an unnecessary use of time and resources. Any time a comprehensive review is performed of the President and would be followed by a mandatory comprehensive review by reason or tri-annual review, or end of contract cycle, the Board may seek approval of the Higher Education Policy Commission to dispense with a successive comprehensive review as redundant and an unnecessary use of time and resources.

#### 4.5 The Annual Review

4.5.1 The Higher Education Policy Commission, in conjunction with West Virginia Code, requires an annual review of the President of the University.

4.5.2 The West Virginia State University Board of Governors acknowledges the obligation and inherent need to annually review the President of the University irrespective of the contract term of the current President.

4.5.3 In view of the policy contained below related to the tri-annual comprehensive review and conclusion of contract cycle review, the annual review of the President shall be conducted in accordance with this section.

4.5.4 The Presidential Review Committee shall convene during August/September of each academic year to begin the process of evaluating the President. The chairperson of the Committee, as appointed by the Chairman of the Board, shall coordinate the annual review with the assistance of the Committee members.

4.5.5 The chairperson of the Presidential Review Committee, or the chairperson’s designee, shall announce a thirty-day comment period to the campus and the community to solicit feedback regarding the President’s performance. Such comments will be kept confidential and shared with the Presidential Review Committee, and subsequently the Board of Governors, in a summary format without individually identifying any person or name associated with the information.

4.5.6 Once the thirty-day comment period has concluded, the Board of Governors will meet in executive session to receive the summary report of the Chairman of the Presidential Review Committee. The full Board shall hold a discussion to determine if there were sufficient comments received during the thirty-day period. To the extent that it is determined that sufficient comments were received to have a representative sample, the full Board shall then hold a discussion in executive session regarding President’s performance, specifically to address and comment upon the President’s leadership, assess the quality of written information disseminated by the President’s office, assess the accomplishments or lack of

progress toward the University's Mission by the President during the review period, and note any concerns raised in comments received during the 30 day period. If it is determined that an insufficient number of comments were received during the thirty-day comment period, the Chairperson of the Presidential Review Committee, or a designee thereof, may request additional time to solicit further comment from any campus or community constituency that may be under-represented. Those comments shall be reported in the same manner as outlined herein, either at the next full Board meeting (in executive session) or at a specially called meeting. The Board shall then hold its discussion in executive session regarding the President's performance, specifically to address and comment upon the President's leadership, assess the quality of written information disseminated by the President's office, assess the accomplishments or lack of progress toward the University's Mission by the President during the review period, and note any concerns expressed by any comments received during the thirty-day period or thereafter directly solicited by the Chairperson of the Presidential Review Committee.

- 4.5.7 A written summary report, based on the comment period, including any directly solicited comments by the Chairperson of the Presidential Review Committee, and the Board discussion held in executive session, shall be presented to the President and the Chairman of the Board and afford the President the opportunity to make any response, written or verbal, that the President deems appropriate.
- 4.5.8 The Chairman of the Board shall orally summarize the written summary report to the full Board during executive session to preserve the confidentiality of the comments and information and in order to preserve the overall process as a personnel matter for the President.
- 4.5.9 The Chairman of the Board shall entertain a motion from the Board, outside of executive session, to accept the written summary report from the Presidential Review Committee, to place it in the personnel file of the President, and to report to the Higher Education Policy Commission that the annual review of the President was conducted, the dates it was conducted, the types of personnel involved in the review, and whether the conclusion of the review was favorable or unfavorable. To the extent that the conclusion of the review was unfavorable, the Chairman of the Board, in conjunction with the President, shall agree upon such terms, actions or other procedures to address any deficiency or concerns identified; and those deficiencies or concerns shall be specifically addressed in the next annual, tri-annual, or end of contract cycle review.
- 4.5.10 The annual review of the President shall be concluded sufficiently in advance of the last calendar year Board of Governors meeting such that the Board may receive the information prior to the end of the calendar year and make any appropriate recommendations or take any appropriate actions. It is presumed that the annual review shall be completed prior to the December Board of Governors meeting such that the Board may receive the information and take any necessary action (or take no action when appropriate) at the December meeting.

#### 4.6 The Tri-Annual Comprehensive Review and End of Contract Cycle Review

- 4.6.1 The Presidential Review Committee shall have the authority to contract with an external consultant to conduct the tri-annual comprehensive review or end of contract cycle review. Whether conducted by the Presidential Review Committee or an external consultant, the comprehensive review required by West Virginia Code and the Higher Education Policy Commission at this interval shall be conducted as follows:
- 4.6.2 The Presidential Review Committee shall convene during August/September of the applicable academic year to begin the process of conducting a comprehensive review evaluating the President. The chairperson of the Committee, as appointed by the Chairman of the Board, shall coordinate the comprehensive review with the assistance of the Committee members; and the Committee may determine, by majority vote, that an external consultant is advisable. The Chairman shall approve the expense of retaining an external consultant.
- 4.6.3 The comprehensive review of the President shall consist of on-campus interviews ordinarily comprised of the following categories of personnel; however from time to time, and in the future, there may be a need to include a category or categories of personnel not yet existing that would be vital to this process, or conversely to dispense with the inclusion of a category or categories hereinafter mentioned that is no longer vital. In that way, the Presidential Review Committee shall have the implicit authority to amend these categories as necessary, but shall endeavor to be as inclusive as possible within these recommendations:
- 4.6.3.a The President;
  - 4.6.3.b The President's Cabinet and all senior-level administrative support staff;
  - 4.6.3.c The Faculty Senate;
  - 4.6.3.d An additional representative sample of other faculty members in a caucus (normally 5-10) not otherwise serving on the Faculty Senate;
  - 4.6.3.e A representative sample of classified staff representatives (normally 5-10 including members of the classified staff council, if available);
  - 4.6.3.f A representative sample of students (normally 5-10 including members of the Student Government Association, if available);
  - 4.6.3.g The Director of Athletics;
  - 4.6.3.h At least two Athletic Coaches;
  - 4.6.3.i The Director of Physical Facilities;
  - 4.6.3.j The Chief of Campus Police; and
  - 4.6.3.k A representative sample of local community leaders (normally 5-10, including a member of the Kanawha County Commission, if available); and
  - 4.6.3.l The entire Board of Governors (the faculty representative, the classified staff representative and the student representative may

choose whether to be interviewed in the Board of Governors' caucus, or their individual caucuses, but not both).

- 4.6.4 The on-campus interviews shall be led by the chairperson of the Presidential Review Committee, or an external consultant. The interviews shall be private within each specific caucus and the information obtained in the interviews shall remain confidential in order to foster an atmosphere of open and frank communication. Each specific caucus shall be asked specifically to address and comment upon the duties and responsibilities enumerated herein at sections 3.5.1 through 3.5.12, in addition to any benchmarks or goals established in the President's written contract. The President's written contract shall be made available to any external consultant retained for the purpose of conducting the comprehensive evaluation.
- 4.6.5 Following the on-campus interviews, the chairperson of the Presidential Review Committee, or the external consultant, shall prepare a written summary report of the on-campus interviews for the Chairman of the Board, identifying only the caucus from which the information is derived, and shall not individually identify any person or name associated with the information, and shall make a conclusion as to the performance of the President.
- 4.6.6 The written summary report shall be presented to the President and the Chairman of the Board and afford the President the opportunity to make any response, written or verbal, that the President deems appropriate.
- 4.6.7 The Chairman of the Board shall orally summarize the written summary report to the full Board during executive session to preserve the confidentiality of the comments and information and in order to preserve the overall process as a personnel matter for the President.
- 4.6.8 The Chairman of the Board shall entertain a motion from the Board, outside of executive session, to accept the written summary report from the Presidential Review Committee, to place it in the personnel file of the President, and to report to the Higher Education Policy Commission that the comprehensive review of the President was conducted for purposes of the tri-annual review, or the end of contract cycle review, the dates it was conducted, the types of personnel involved in the review, and whether the conclusion of the review was favorable or unfavorable. To the extent that the conclusion of the review was unfavorable, the Chairman of the Board, in conjunction with the President, shall agree upon such terms, actions or other procedures to address any deficiency or concerns identified; and those deficiencies or concerns shall be specifically addressed in the next annual review.
- 4.6.9 The comprehensive review of the President shall be concluded sufficiently in advance of the last calendar year Board of Governors meeting such that the Board may receive the information prior to the end of the calendar year and make any appropriate recommendations or take any appropriate actions. It is presumed that the annual review shall be completed prior to the December Board of Governors

meeting such that the Board may receive the information and take any necessary action (or take no action when appropriate) at the December meeting.

## Section 5. Resignation and Termination

- 5.1 A President may resign his or her appointment at any time upon written notification to the Board of Governors, addressed to the Chairman. The Board expects at least 60 days notice prior to the effective date of the resignation.
- 5.2 The Board of Governors may terminate the appointment of a President at any time, when in the Board's judgment, such action would be in the best interests of the University.
- 5.3 If the Board of Governors terminates the appointment of a President for any reason other than for "cause" the Board may offer the a President *who was not tenured nor o a tenure track on the date of employment*, a non-tenured, adjunct faculty position with the University, at a salary commensurate with that particular faculty position, not to extend beyond the remaining academic year; or if the President was on a tenure track and teaches classes or continues tenure track activities as provided by Board policies, or was conferred tenured status upon initial appointment, a tenured position not to extend beyond the remaining academic year, at a salary commensurate with tenured faculty, for that pro-rated period; or if the President obtains funding for an Endowed Chair, or qualifies for an Endowed Chair, for a period of time consistent with the endowment and quality of production standards for such a Chair or as agreed to between the Board of Governors and the outgoing President.
- 5.4 If the Board of Governors terminates the appointment of a President for "cause" that term is defined to include acts or inactions of malfeasance or misfeasance, may include commission or omission of acts, or acts in contravention of the policies of the Board or the direction of the Board of Governors, crimes involving moral turpitude, actions or inactions which denigrate the character and reputation of the University, or other such actions in contravention to the best interests of the University or Board of Governors policies.

## Section 6. Grievance Procedure

- 6.1 If the President perceives a work relationship problem with the members of the Board of Governors, the President should first seek to resolve the problem with the Chairman of the Board. If the problem persists, the President may seek counsel of the Executive Committee of the Board of Governors. If the problem is not resolved through the Chairman of the Board or the Executive Committee, the Executive Committee may direct good faith mediation between the members involved and the President. If a member declines good faith mediation and the problem persists, the Board after executive session and by a three-fifths (3/5) vote finding improper conduct by one or more members, may censure its members. If the member(s) continues the improper conduct the Board by a two-thirds (2/3) vote may direct the Chair to consult with the appropriate entities for the purpose of evaluating or petitioning for termination of the members appointment. The Chair or any member of the Executive Committee, President may seek the advice of the Chancellor of the Higher Education Policy

Commission. If the problem involves a work relationship problem with the Chairman of the Board, the President may immediately seek non-binding input from any member of the Board but such input shall not be of a lawyer-client nature. The member, at the member's election, may thereafter initiate communications with the Chair about the matter, and may recommend mediation. If the Chair declines good faith mediation and the problem persists, the Board after executive session and by a three-fifths (3/5) vote finding improper conduct by one or more members, may censure the Chair. If the Chair continues the improper conduct the Board by a two-thirds (2/3) vote may the Board by majority vote may appoint a special committee and its members without input from the Chair. The Special Committee may consult with the appropriate entities for the purpose of evaluating or petitioning for termination of the Chair's appointment. The Board by 2/3 vote may also revoke a chairmanship and by majority vote elect a new chair. If consulted, At all times, the advice of the Chancellor of the Higher Education Policy Commission shall be considered with respect to resolve the dispute, or lead to voluntary resignation, or not for cause involuntary termination.



## Ashley Schumaker

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**From:** Ashley Schumaker  
**Sent:** Friday, May 09, 2014 12:07 PM  
**To:** Laura Matthews  
**Subject:** Re: [All Employees] BOG Policy #61

# Comment 5

Laura,

Thank you. Your comment will be shared with the Board of Governors.

Sincerely,  
Ashley

Ashley Schumaker  
Chief of Staff  
Special Assistant to the President  
West Virginia State University  
Post Office Box 399  
Institute, West Virginia 25112  
Office Phone: (304) 766-3112  
Cell Phone: (304) 550-4099  
E-mail: [aschumaker@wvstateu.edu](mailto:aschumaker@wvstateu.edu)  
Website: [www.wvstateu.edu](http://www.wvstateu.edu)

Sent from my iPad

On May 8, 2014, at 8:39 PM, Laura Matthews <[lmattthews@wvstateu.edu](mailto:lmattthews@wvstateu.edu)> wrote:

Item 6.1 seems like it should either be a separate policy and either excluded or expanded? It just seems out of place and maybe like it should be in a document on the rights responsibilities, procedures involved if a BOG member commits some infraction? If the point is to grieve the process of evaluation then it should address those concerns specifically as they relate to the process, to the BOG as a whole, or an external firm hired to create the evaluation etc..

The fact that "problem" is not defined makes it appear as if this is a loophole to create a BOG that HAS to agree with the president on everything, and that anyone who does not is a "problem" and can be removed. This is a slippery slope to be on.

The purpose of the board of governors is to hold the president accountable- especially in an institution where it has been alleged that this was not done in the past. I do not see this president having need for such a clause and I wonder about its origin. I think he would resolve things in a mature and amicable manner far before they ever got to this point.

The truth is in many organizations people do not have to agree to grow and move forward. Knock down drag out fights can and have to occur sometimes for people and institutions to move- eventually people agree that they disagree on some items and compromise on a plan to address difficult issues. Discussions that are painful or awkward have to be had, and had in a manner that people perceive as open, respectful, productive, and conducive to growth and change.

My question is should there be (there may already be) a separate policy whereby the members of the BOG may decide a member does not represent the best interests of the school and or has acted in a manner that endangered the future of the school or was grossly negligent of the role that they are entrusted with- then there should be some legal remedy/policy or procedure that should be followed. It seems like this should be placed there.

On Tue, May 6, 2014 at 8:43 AM, Ashley Schumaker <[aschumaker@wvstateu.edu](mailto:aschumaker@wvstateu.edu)> wrote:

On behalf of the West Virginia State University Board of Governors (BOG), please find attached BOG Policy #61. Consistent with the May 1, 2014 BOG approval, the proposed new policy is hereby posted for a thirty-day public comment period beginning immediately and ending Wednesday, June 4, 2014. Any comments should be e-mailed to [aschumaker@wvstateu.edu](mailto:aschumaker@wvstateu.edu) or delivered to the Office of the President (103 Ferrell Hall) by the deadline.

Sincerely,

Ashley

Ashley Schumaker

Chief of Staff

Special Assistant to the President

West Virginia State University

Post Office Box 399

Institute, West Virginia 25112

Office Phone: (304) 766-3112

Cell Phone: (304) 550-4099

E-mail: [aschumaker@wvstateu.edu](mailto:aschumaker@wvstateu.edu)

Website: [www.wvstateu.edu](http://www.wvstateu.edu)

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You received this message because you are subscribed to the Google Groups "All Employees" group.

To post to this group, send email to [allemployees@wvstateu.edu](mailto:allemployees@wvstateu.edu).  
Visit this group at <http://groups.google.com/a/wvstateu.edu/group/allemployees/>.

**From:** Ashley Schumaker  
**Sent:** Friday, May 16, 2014 10:59 AM  
**To:** Tom Guetzloff  
**Subject:** RE: BOG Policy #61 comment by Dr. Tom Guetzloff

Dr. Guetzloff,

Thank you. Your comment will be shared with the Board of Governors.

Sincerely,  
Ashley

Ashley Schumaker  
Chief of Staff  
Special Assistant to the President  
West Virginia State University  
Post Office Box 399  
Institute, West Virginia 25112  
Office Phone: (304) 766-3112  
Cell Phone: (304) 550-4099  
E-mail: [aschumaker@wvstateu.edu](mailto:aschumaker@wvstateu.edu)  
Website: [www.wvstateu.edu](http://www.wvstateu.edu)

**From:** Tom Guetzloff [<mailto:tguetzloff@wvstateu.edu>]  
**Sent:** Thursday, May 15, 2014 4:20 PM  
**To:** Ashley Schumaker  
**Subject:** BOG Policy #61 comment by Dr. Tom Guetzloff

***What is Written in proposed***  
**Section 6. Grievance Procedure**

6.1 If the President perceives a problem with the members of the Board of Governors, the President should first seek to resolve the problem with the Chairman of the Board. If the problem persists, the President may seek counsel of the Executive Committee of the Board of Governors. If the problem is not resolved through the Chairman of the Board or the Executive Committee, the President may seek advice of the Chancellor of the Higher Education Policy Commission. If the problem involves the Chairman of the Board, the President may immediately seek counsel of the Chancellor of the Higher Education Policy Commission. At all times, the advice of the Chancellor of the Higher Education Policy Commission shall resolve the dispute, or lead to voluntary resignation, or involuntary termination.

Elected BOG members are not under this WV Code because they were not appointed by Governor. The link does not talk about any removal policy for the Board members that were elected by their peers to be on the BOG.

CHAPTER 18B. HIGHER EDUCATION.  
ARTICLE 2A. INSTITUTIONAL BOARDS OF GOVERNORS.

§18B-2A-1. Findings; composition of boards; terms and qualifications of members; vacancies; eligibility for reappointment.

**I suggest this wording in the BOG policy #61, to clearly follow the WV code**

**Section 6. Grievance Procedure for *Governor appointed Board Members***

6.1 If the President perceives a problem with the members of the Board of Governors *that were appointed by the WV Governor (excluding Faculty, Staff and Student elected members)*, the President should first seek to resolve the problem with the Chairman of the Board. If the problem persists, the President may seek counsel of the Executive Committee of the Board of Governors. If the problem is not resolved through the Chairman of the Board or the Executive Committee, the President may seek advice of the Chancellor of the Higher Education Policy Commission. If the problem involves the Chairman of the Board, the President may immediately seek counsel of the Chancellor of the Higher Education Policy Commission. At all times, the advice of the Chancellor of the Higher Education Policy Commission shall resolve the dispute, or lead to voluntary resignation, or involuntary termination.

Sincerely Submitted,  
Thomas F. Guetzloff  
Professor of Chemistry

Thomas F. Guetzloff, Ph.D.  
West Virginia State University  
Professor of Chemistry  
304-766-4294  
[tguetzloff@wvstateu.edu](mailto:tguetzloff@wvstateu.edu)



# **WEST VIRGINIA STATE UNIVERSITY BOARD OF GOVERNORS**

## **West Virginia State University**

### **PROPOSED BOG Policy #61**

**TITLE:        Employment and Evaluation of the President**

#### **Section 1. General**

- 1.1    Scope: This policy establishes guidelines, processes, and procedures related to the selection, appointment, responsibilities and evaluation of the President of the University.
- 1.2    Authority: West Virginia Code § 18B-1-6, § 18B-1B-6
- 1.3    Effective:
- 1.4    Adopted:

#### **Section 2. Employment of the President**

- 2.1    The President of West Virginia State University is appointed by and serves at the will and pleasure of the Board of Governors, pursuant to West Virginia Code § 18B-1B-6, Higher Education Policy Commission Title 133, Series 5; and West Virginia State University Board of Governors Bylaws Article III (12).
- 2.2    The Board of Governors, consistent with West Virginia Code and the Higher Education Policy Commission, shall be empowered to take all reasonable and necessary steps to search for a President in times of vacancy:
  - 2.2.1    A search committee shall be formed, comprised of interested persons appointed by the Chairman of the Board of Governors and consistent with the representatives outlined in Higher Education Policy Commission Title 133, Series 5, Section 2.2.2.
  - 2.2.2    The search committee shall prepare a position announcement detailing the characteristics and qualities sought in a new President and distribute the same to appropriate newspapers and other media sources, heads of higher education associations and organizations, and other appropriate individuals for the purpose of advertising the position.
  - 2.2.3    Interviews with the finalists, as determined by the Board of Governors, shall be conducted on campus and, during the campus visits, students, classified employees, non-classified employees, faculty, campus administrators, community leaders, alumni, and other individuals shall be invited to meet with the candidates, and their comments shall be solicited and evaluated by the governing board.

- 2.2.4 The search committee may conduct a background check on each candidate prior to the interview, and shall be conducted on finalists prior to any campus visit made at the invitation of the search committee, and shall be conducted prior to any final selection by the search committee and Board of Governors. Background checks shall conform to the industry standard and best practices, but at a minimum shall include the confirmation of degrees, past employment, criminal history and credit checks.
  - 2.2.5 On-site visits to the candidates' current and past places of employment may be conducted and is recommended for the final candidates.
  - 2.2.6 Candidates may be considered through their own application or by nomination.
  - 2.2.7 Members of the Board of Governors and the search committee may not provide information about the names or backgrounds of any candidates, without their consent, to anyone who is not a member of the governing board or search committee, or authorized agents or staff as designated in the search procedures approved by the Higher Education Policy Commission. In the event that candidates are invited to preliminary interviews with the search committee, they shall be notified that confidentiality may be waived as to background checks, and in the event that the candidate is invited to an on-campus interview, the candidate's name and background shall be publically released at the time they accept an invitation for a formal campus visit.
  - 2.2.8 The search committee may also retain the services of a professional search agency or consultant(s).
  - 2.2.9 The Board of Governors may also retain the services of legal counsel to negotiate on behalf of the Board consistent with Bylaws Article III (17).
- 2.3 The Chairman of the Board of Governors, in consultation with the Executive Committee and the advice of the full Board of Governors, the search committee, search agency or consultant(s), shall draft a memorandum outlining the terms, conditions, responsibilities and duties of the prospective President in a form consistent with the form contract recommended by the Higher Education Policy Commission, which shall be presented to the full Board for approval by majority vote prior to presentation to the prospective President.
- 2.4 The Board shall be guided by analysis of peer and market data in offering the terms, conditions, responsibilities and duties of the prospective President, whether for initial appointment or successive appointment following the initial appointment. The Board may, in its discretion, offer to award a prospective President academic rank and tenure at the University following consultation with the Provost and appropriate College Dean and Department Chair. The Board shall have the authority and latitude necessary to make all reasonable, necessary and appropriate specific offers to the prospective President consistent with the training, education, experience and status of the prospective President.

- 2.5 Following approval, by majority vote of the full Board of the memorandum outlining the terms, conditions, responsibilities and duties of the prospective President as described above, the Chairman of the Board shall present a final written contract to the prospective President in the form prescribed by the Higher Education Policy Commission for execution; and thereafter, shall submit the same to the Higher Education Policy Commission and the Chancellor for approval.

### **Section 3. Duties and Responsibilities**

- 3.1 The President is responsible to and shall report to the West Virginia State University Board of Governors. Consistent with the policies of the Board of Governors, the written contract executed with the President, and as approved by the Higher Education Policy Commission, the President is the Chief Executive Officer of the University and has general authority and the responsibility for the University as an institution. The President shall keep the Board fully apprised of matters affecting the University in a reasonable and timely manner.
- 3.2 The President is expected to exhibit such conduct, candor and collegiality expected of a University President and shall not withhold information vital to the success and perpetuation of the University from the Board of Governors.
- 3.3 The President shall possess and use leadership skills necessary to advance the mission of the University and to vigorously pursue any specific goals and objectives outlined in the written contract executed with the Board of Governors. The President is expected to have a keen understanding of the University's role in serving higher education in the surrounding community and to work with the Board of Governors and the Higher Education Policy Commission to develop initiatives to meet those needs. This expectation includes the ability to lead the University community, foster a culture of cooperation among faculty, staff, administrators and students in fulfilling the University's teaching, research and public service responsibilities.
- 3.4 The President, as the Chief Executive Officer of the University, shall consult with faculty, classified staff, administrators and students at reasonable and appropriate times, in furtherance of discharging the duties and responsibilities conferred upon the President by the Board of Governors. The use and employment of yearly summit meetings, town hall meetings, summary addresses, or other opportunities for meaningful feedback is strongly encouraged to provide for the exchange of information and ideas from those constituents to the President; and to ensure that the policies, procedures and actions of the Board of Governors are effectively communicated in a timely manner to those constituents. The President, from time to time, may be directed by the Board of Governors to make immediate communications with those constituents from the Board of Governors.
- 3.5 In addition to these general expectations, and those specifically enumerated within the President's written contract with the Board of Governors, the President shall also:
  - 3.5.1 Implement the Mission Statement of the University as approved by the Board of Governors through effective leadership.



- 3.5.2 Provide effective leadership and support for the academic programs of the University that are consistent with the Mission of the University, the higher education needs of the surrounding community, while ensuring appropriate resources for attaining the highest standards of quality.
- 3.5.3 Foster a culture and support for student life that compliments the Mission of the University, the needs of a diverse campus population and which preserves the rich history of the University.
- 3.5.4 Hire, retain, train and develop a competent, cooperative and collegial administrative organization and staff to ensure the effective, efficient and professional management of University operations, or to discharge administrators or staff that fail or refuse to work toward those goals.
- 3.5.5 Maintain lawful, equitable and effective personnel programs, including the appointment of qualified persons to the faculty, adjunct faculty, staff and administration and to promote, retain or dismiss for cause for the same, with due regard to the best interests of the University and the State of West Virginia.
- 3.5.6 In conjunction with the Chief Financial Officer of the University and with guidance provided by the Finance Committee of the Board of Governors, propose recommended annual operating and capital budgets and other financial plans for the effective and efficient operation of the University in order to support the Mission of the University and the academic and athletic programs essential to the continued viability of the University. In discharging this obligation, the President should remain fully informed and be consistently mindful of the fluid funding allocated by the State of West Virginia to the University and shall have processes and procedures in place to react to budgetary events.
- 3.5.7 Effective collaboration with the Higher Education Policy Commission to communicate the University Mission and needs of higher education to the Governor, State Legislators, other State and Local Government Officials, Local Community Leaders and Stakeholders.
- 3.5.8 Maintain a proactive, effective and consistent presence at the State Capitol to impart the Mission of the University and to advocate for the assistance necessary from the State of West Virginia for the continued viability of the University.
- 3.5.9 Interact and maintain a positive profile with all appropriate external bodies to achieve the Mission of the University, consistent with Board of Governors polices, statutory and regulatory provisions and sound academic principals.
- 3.5.10 Undertake reasonable and appropriate assignments as requested by the Board of Governors and the Higher Education Policy Commission.
- 3.5.11 With respect to the expectations enunciated in section 3.5.4 and section 3.5.5 above, the President is vested with the final institutional-level authority and responsibility for every personnel action within the University, with the exception

of any decisions relating to the President's own employment or compensation. The President shall appropriately consult with the campus community and legal counsel as necessary, but shall retain the ultimate authority for such decisions.

3.5.12 The President shall address any deficiencies or concerns arising out of any annual, tri-annual or comprehensive review of performance to the satisfaction of the Board of Governors in order to continue employment, including any request for improvement or action not otherwise specified in the written contract then existing.

#### **Section 4. Evaluation of the President**

- 4.1 The West Virginia State University Board of Governors, by appointment from the Chairman of the Board, established a Presidential Review Ad Hoc Committee for the purpose of evaluating the President of the University in year 2013 and to develop the evaluation procedure outlined in this Section, consistent with West Virginia Code § 18B-1B-6.
- 4.2 The Higher Education Policy Commission, consistent with West Virginia Code, requires the evaluation of University Presidents annually, tri-annually, or at the conclusion of a contract cycle. The Presidential Review Ad Hoc Committee has endeavored to present a routine and consistent mechanism for those periodic reviews. The Presidential Review Ad Hoc Committee shall become a standing Committee of the Board of Governors whose sole purpose is to ensure the President of the University is evaluated consistent with the following guidelines.
- 4.3 The West Virginia State University Board of Governors shall yearly form a "Presidential Review Committee," appoint a chairperson, and elect four (4) additional members to the Committee from the Board of Governors. The Board shall make such amendments to the Bylaws of the Board of Governors as necessary to effectuate this process. It is the original intent of the Presidential Review Ad Hoc Committee, in promulgating this mechanism for review of the University President, that it always preserve the confidentiality of the process, both for the University President, and the participants providing comments to effectively evaluate the University President. The summary reporting duties outlined below is meant to foster open communication from participants by maintaining their anonymity. The summary reporting duties outlined below are not meant to filter comments from any participants and it is the intent of this section that all comments be summarized in a non-cumulative or non-redundant fashion.
- 4.4 The "Presidential Review Committee" shall discharge the following duties, whether annually, tri-annually, or at the conclusion of a contract cycle. To the extent that a comprehensive review is conducted as a result of a end of contract cycle review which would be followed by a tri-annual review, the Board may seek approval from the Higher Education Policy Commission to dispense with the comprehensive tri-annual review and to conduct the annual review following a comprehensive review as the former would be redundant and an unnecessary use of time and resources. Any time a comprehensive review is performed of the President and would be followed by a mandatory comprehensive review by reason or tri-annual review, or end of contract cycle, the Board

may seek approval of the Higher Education Policy Commission to dispense with a successive comprehensive review as redundant and an unnecessary use of time and resources.

#### 4.5 The Annual Review

4.5.1 The Higher Education Policy Commission, in conjunction with West Virginia Code, requires an annual review of the President of the University.

4.5.2 The West Virginia State University Board of Governors acknowledges the obligation and inherent need to annually review the President of the University irrespective of the contract term of the current President.

4.5.3 In view of the policy contained below related to the tri-annual comprehensive review and conclusion of contract cycle review, the annual review of the President shall be conducted in accordance with this section.

4.5.4 The Presidential Review Committee shall convene during August/September of each academic year to begin the process of evaluating the President. The chairperson of the Committee, as appointed by the Chairman of the Board, shall coordinate the annual review with the assistance of the Committee members.

4.5.5 The chairperson of the Presidential Review Committee, or the chairperson's designee, shall announce a thirty-day comment period to the campus and the community to solicit feedback regarding the President's performance. Such comments will be kept confidential and shared with the Presidential Review Committee, and subsequently the Board of Governors, in a summary format without individually identifying any person or name associated with the information.

4.5.6 Once the thirty-day comment period has concluded, the Board of Governors will meet in executive session to receive the summary report of the Chairman of the Presidential Review Committee. The full Board shall hold a discussion to determine if there were sufficient comments received during the thirty-day period. To the extent that it is determined that sufficient comments were received to have a representative sample, the full Board shall then hold a discussion in executive session regarding President's performance, specifically to address and comment upon the President's leadership, assess the quality of written information disseminated by the President's office, assess the accomplishments or lack of progress toward the University's Mission by the President during the review period, and note any concerns raised in comments received during the 30 day period. If it is determined that an insufficient number of comments were received during the thirty-day comment period, the Chairperson of the Presidential Review Committee, or a designee thereof, may request additional time to solicit further comment from any campus or community constituency that may be under-represented. Those comments shall be reported in the same manner as outlined herein, either at the next full Board meeting (in executive session) or at a specially called meeting. The Board shall then hold its discussion in executive session

regarding the President's performance, specifically to address and comment upon the President's leadership, assess the quality of written information disseminated by the President's office, assess the accomplishments or lack of progress toward the University's Mission by the President during the review period, and note any concerns expressed by any comments received during the thirty-day period or thereafter directly solicited by the Chairperson of the Presidential Review Committee.

- 4.5.7 A written summary report, based on the comment period, including any directly solicited comments by the Chairperson of the Presidential Review Committee, and the Board discussion held in executive session, shall be presented to the President and the Chairman of the Board and afford the President the opportunity to make any response, written or verbal, that the President deems appropriate.
  - 4.5.8 The Chairman of the Board shall orally summarize the written summary report to the full Board during executive session to preserve the confidentiality of the comments and information and in order to preserve the overall process as a personnel matter for the President.
  - 4.5.9 The Chairman of the Board shall entertain a motion from the Board, outside of executive session, to accept the written summary report from the Presidential Review Committee, to place it in the personnel file of the President, and to report to the Higher Education Policy Commission that the annual review of the President was conducted, the dates it was conducted, the types of personnel involved in the review, and whether the conclusion of the review was favorable or unfavorable. To the extent that the conclusion of the review was unfavorable, the Chairman of the Board, in conjunction with the President, shall agree upon such terms, actions or other procedures to address any deficiency or concerns identified; and those deficiencies or concerns shall be specifically addressed in the next annual, tri-annual, or end of contract cycle review.
  - 4.5.10 The annual review of the President shall be concluded sufficiently in advance of the last calendar year Board of Governors meeting such that the Board may receive the information prior to the end of the calendar year and make any appropriate recommendations or take any appropriate actions. It is presumed that the annual review shall be completed prior to the December Board of Governors meeting such that the Board may receive the information and take any necessary action (or take no action when appropriate) at the December meeting.
- 4.6 The Tri-Annual Comprehensive Review and End of Contract Cycle Review
- 4.6.1 The Presidential Review Committee shall have the authority to contract with an external consultant to conduct the tri-annual comprehensive review or end of contract cycle review. Whether conducted by the Presidential Review Committee or an external consultant, the comprehensive review required by West Virginia Code and the Higher Education Policy Commission at this interval shall be conducted as follows:

- 4.6.2 The Presidential Review Committee shall convene during August/September of the applicable academic year to begin the process of conducting a comprehensive review evaluating the President. The chairperson of the Committee, as appointed by the Chairman of the Board, shall coordinate the comprehensive review with the assistance of the Committee members; and the Committee may determine, by majority vote, that an external consultant is advisable. The Chairman shall approve the expense of retaining an external consultant.
- 4.6.3 The comprehensive review of the President shall consist of on-campus interviews ordinarily comprised of the following categories of personnel; however from time to time, and in the future, there may be a need to include a category or categories of personnel not yet existing that would be vital to this process, or conversely to dispense with the inclusion of a category or categories hereinafter mentioned that is no longer vital. In that way, the Presidential Review Committee shall have the implicit authority to amend these categories as necessary, but shall endeavor to be as inclusive as possible within these recommendations:
- 4.6.3.a The President;
  - 4.6.3.b The President's Cabinet and all senior-level administrative support staff;
  - 4.6.3.c The Faculty Senate;
  - 4.6.3.d An additional representative sample of other faculty members in a caucus (normally 5-10) not otherwise serving on the Faculty Senate;
  - 4.6.3.e A representative sample of classified staff representatives (normally 5-10 including members of the classified staff council, if available);
  - 4.6.3.f A representative sample of students (normally 5-10 including members of the Student Government Association, if available);
  - 4.6.3.g The Director of Athletics;
  - 4.6.3.h At least two Athletic Coaches;
  - 4.6.3.i The Director of Physical Facilities;
  - 4.6.3.j The Chief of Campus Police; and
  - 4.6.3.k A representative sample of local community leaders (normally 5-10, including a member of the Kanawha County Commission, if available); and
  - 4.6.3.l The entire Board of Governors (the faculty representative, the classified staff representative and the student representative may choose whether to be interviewed in the Board of Governors' caucus, or their individual caucuses, but not both).
- 4.6.4 The on-campus interviews shall be led by the chairperson of the Presidential Review Committee, or an external consultant. The interviews shall be private within each specific caucus and the information obtained in the interviews shall remain confidential in order to foster an atmosphere of open and frank communication. Each specific caucus shall be asked specifically to address and comment upon the duties and responsibilities enumerated herein at sections 3.5.1 through 3.5.12, in addition to any benchmarks or goals established in the

President's written contract. The President's written contract shall be made available to any external consultant retained for the purpose of conducting the comprehensive evaluation.

- 4.6.5 Following the on-campus interviews, the chairperson of the Presidential Review Committee, or the external consultant, shall prepare a written summary report of the on-campus interviews for the Chairman of the Board, identifying only the caucus from which the information is derived, and shall not individually identify any person or name associated with the information, and shall make a conclusion as to the performance of the President.
- 4.6.6 The written summary report shall be presented to the President and the Chairman of the Board and afford the President the opportunity to make any response, written or verbal, that the President deems appropriate.
- 4.6.7 The Chairman of the Board shall orally summarize the written summary report to the full Board during executive session to preserve the confidentiality of the comments and information and in order to preserve the overall process as a personnel matter for the President.
- 4.6.8 The Chairman of the Board shall entertain a motion from the Board, outside of executive session, to accept the written summary report from the Presidential Review Committee, to place it in the personnel file of the President, and to report to the Higher Education Policy Commission that the comprehensive review of the President was conducted for purposes of the tri-annual review, or the end of contract cycle review, the dates it was conducted, the types of personnel involved in the review, and whether the conclusion of the review was favorable or unfavorable. To the extent that the conclusion of the review was unfavorable, the Chairman of the Board, in conjunction with the President, shall agree upon such terms, actions or other procedures to address any deficiency or concerns identified; and those deficiencies or concerns shall be specifically addressed in the next annual review.
- 4.6.9 The comprehensive review of the President shall be concluded sufficiently in advance of the last calendar year Board of Governors meeting such that the Board may receive the information prior to the end of the calendar year and make any appropriate recommendations or take any appropriate actions. It is presumed that the annual review shall be completed prior to the December Board of Governors meeting such that the Board may receive the information and take any necessary action (or take no action when appropriate) at the December meeting.

## **Section 5. Resignation and Termination**

- 5.1 A President may resign his or her appointment at any time upon written notification to the Board of Governors, addressed to the Chairman. The Board expects at least 60 days notice prior to the effective date of the resignation.

- 5.2 The Board of Governors may terminate the appointment of a President at any time, when in the Board's judgment, such action would be in the best interests of the University.
- 5.3 If the Board of Governors terminates the appointment of a President for any reason other than for "cause" the Board may offer the President a non-tenured, adjunct faculty position with the University, at a salary commensurate with that particular faculty position, not to extend beyond the remaining academic year; or if the President was conferred tenured status upon initial appointment, a tenured position not to extend beyond the remaining academic year, at a salary commensurate with tenured faculty, for that pro-rated period; or for a period of time agreed to between the Board of Governors and the President.
- 5.4 If the Board of Governors terminates the appointment of a President for "cause" that term is defined to include acts or inactions of malfeasance or misfeasance, may include commission or omission of acts, or acts in contravention of the policies of the Board or the direction of the Board of Governors, crimes involving moral turpitude, actions or inactions which denigrate the character and reputation of the University, or other such actions in contravention to the best interests of the University or Board of Governors policies.

## **Section 6. Grievance Procedure**

- 6.1 If the President perceives a problem with the members of the Board of Governors, the President should first seek to resolve the problem with the Chairman of the Board. If the problem persists, the President may seek counsel of the Executive Committee of the Board of Governors. If the problem is not resolved through the Chairman of the Board or the Executive Committee, the President may seek advice of the Chancellor of the Higher Education Policy Commission. If the problem involves the Chairman of the Board, the President may immediately seek counsel of the Chancellor of the Higher Education Policy Commission. At all times, the advice of the Chancellor of the Higher Education Policy Commission shall resolve the dispute, or lead to voluntary resignation, or involuntary termination.