

BOARD OF VISITORS NOMINATING COMMITTEE MINUTES

June 2, 2025

The ad hoc Nominating Committee of the Board of Visitors of Virginia Polytechnic Institute and State University met in open session on Monday, June 2, 2025, at 5:54 p.m. in the New River Room at the Inn at Virginia Tech, 901 Price's Fork Road, Blacksburg, Virginia 24061.

Nominating Committee Members Present

Letitia Long (Chair)
Anna James
J. Pearson

Absent

Other board members present: Sandy Davis, Nancy Dye, Bill Holtzman, Don Horsley, Starlette Johnson, Jim Miller, John Rocovich, Jeanne Stosser

Others present: Kay Heidbreder, Kim O'Rourke

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Ms. Long convened the meeting and explained that the purpose was to discuss a slate of officers for Rector and Vice Rector to be proposed to the full board.

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The position of Vice Rector was addressed first. Sandy Davis was the only board member who had expressed interest in becoming Vice Rector. Nominating committee member J Pearson self-nominated, noting that several board members had approached him and asked him to consider becoming a candidate. Both candidates made brief statements indicating why they wished to be Vice Rector and their qualifications.

The nominating committee then voted first on the nomination of Sandy Davis for Vice Rector. By unanimous vote, the nominating committee (including Mr. Pearson) voted to nominate Ms. Davis for Vice Rector.

The committee then considered the position of Rector. The only member of the board who expressed interest in the Rector position was John Rocovich. Ms. Long explained that Article I, Section 4 of the board's bylaws limit the number of times a board member can serve as Rector to two one-year terms. Mr. Rocovich already served as Rector from 2002 to 2004 and thus is ineligible. Therefore, the nominating committee will not put forward a candidate for Rector, but this does not preclude Mr. Rocovich (or other board members) from being nominated when the Rector opens the floor for nominations during the full board meeting. Ms. Heidbreder stated that there is case law that

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provides that a board may vote in a particular situation to set aside a stipulation in its bylaws. The board could permit Mr. Rocovich to serve a one-year term as Rector notwithstanding the limitation in Article I, Section 4 of the board's bylaws. She clarified that should the full board vote to elect Mr. Rocovich to a one-year term as Rector beginning July 1 notwithstanding the limitation in Article I, Section 4 of the board's bylaws, this would not cause a change to the bylaws. The bylaws would remain unchanged.

At the full board meeting on June 3, the nominating committee will nominate Ms. Davis for Vice Rector and will not propose a nominee for Rector.

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The meeting was adjourned at 6:13 p.m.

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Letitia Long, Committee Chair