RESOLUTION TO AMEND THE BYLAWS OF THE VIRGINIA TECH BOARD OF VISITORS, EFFECTIVE NOVEMBER 18, 2025

WHEREAS, the Board of Visitors recognizes that academics is the cornerstone of Virginia Tech as a land-grant institution and also that a successful intercollegiate athletics program creates indelible shared experiences for students and alumni; is essential to the regional economy, and enhances national brand recognition, thereby increasing opportunities to recruit student, employee, and partner talent across the nation needed to enhance institutional impact in teaching, learning, discovery, and engagement; and

WHEREAS, the dynamic evolution of intercollegiate athletics featuring the recent national debut of capped student-athlete revenue sharing, NIL regulation, and the ACC's media revenue distribution model tied directly to viewership and success, coupled with potential shifts in future economic conditions, have created an enormously complex environment for Virginia Tech's athletics programs; and

WHEREAS, making a bold commitment to ensure that Virginia Tech's student-athletes and coaches have the resources necessary to compete with the top programs in the country, the Board of Visitors at a special meeting on September 30, 2025, approved a landmark budget plan that provides \$229.2 million in incremental funding over the next four years to athletics; and

WHEREAS, commensurate with this unprecedented level of investment, the Board wishes to establish a standing Athletics Committee of the Board to provide specific oversight and accountability on spending across all athletics programs;

NOW, THEREFORE, BE IT RESOLVED that a standing Athletics Committee of the Board be established and that Article I of the Bylaws of the Virginia Tech Board of Visitors be amended as follows to clarify the scope of the new Athletics Committee and the Governance and Administration Committee:

Section 6a. Executive Committee

The Executive Committee of the Board, established by statute (§23.1-2602, Code of Virginia, as amended), consists of not less than three or not more than six members. The Executive Committee includes the Rector, Vice Rector, and the chairs of the following five standing committees: Academic, Research, and Student Affairs Committee; Buildings and Grounds Committee; Compliance Audit, and Risk Committee; Finance and Resource Management Committee; and Governance and Administration Committee. [Note: The Vice Rector serves as chair of one of the these five standing committees – See Sections 4 and 6.] . . .

Section 6c. Buildings and Grounds Committee Athletics Committee

The committee supports the mission of the athletics department and its alignment with the university's mission, values, and academic priorities. This committee provides oversight and accountability on spending across all of the university's intercollegiate athletics programs. The committee monitors the regulatory environment for intercollegiate athletics and makes recommendations to ensure that the institution meets its expectations for sustainable academic and competitive success, quality student-athlete experiences and compliance with NCAA and conference requirements.

Section 6c. 6d. Buildings and Grounds Committee

Section 6d. 6e. Compliance, Audit, and Risk Committee

Section 6e. 6f. Finance and Resource Management Committee

Section 6f. 6g. Governance and Administration Committee

This committee is responsible for Board engagement, the Board's protocols, bylaws, and periodic self-evaluation. This committee is also responsible for oversight of campus safety and security and of various administrative functions and non-academic areas of the university, including but not limited to human resources, communications and marketing, and administrative computing. and athletics. In addition, this This committee is also responsible for reviewing new or revised charters of all committees prior to their adoption (refer to Section 6).

Several responsibilities assigned to the Executive Committee by statute (§23.1-1306, *Code of Virginia, as amended*) have been delegated by the Executive Committee to the Governance and Administration Committee, as follows: (1) periodically reviewing the Board's bylaws and recommending amendments; (2) providing advice to the Board on committee structure, appointments, and meetings; and (3) developing an orientation and continuing education process for Board members that includes training on the Virginia Freedom of Information Act (§ 2.2-3700 et seq.).

This committee may also monitor the impacts of specific regulatory actions on the university, upon request of the Rector.

Section 6g. 6h. Nominating Committee

The Nominating Committee, traditionally composed of three members, is an ad hoc committee appointed by the Rector . . .

RECOMMENDATION:

That the Bylaws of the Virginia Tech Board of Visitors be amended as proposed, effective immediately.

November 18, 2025