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HOUSE BILL NO. 1385**AMENDMENT IN THE NATURE OF A SUBSTITUTE**

(Proposed by the Joint Conference Committee
on March 14, 2026)

(Patrons Prior to Substitute—Delegates Franklin, L.V. [HB 939], Callsen [HB 780], and Laufer [HB 1069])
A BILL to amend and reenact §§ 23.1-203, 23.1-1300, 23.1-1303, 23.1-1304, 23.1-1306, 23.1-2303, and 23.1-2601 of the Code of Virginia and to amend the Code of Virginia by adding a section numbered 23.1-1303.1, relating to public institutions of higher education; governing boards; powers and duties relating to legal counsel; membership appointment, terms, and composition; duties relating to shared governance; requirements; work group; report.

Be it enacted by the General Assembly of Virginia:

1. That §§ 23.1-203, 23.1-1300, 23.1-1303, 23.1-1304, 23.1-1306, 23.1-2303, and 23.1-2601 of the Code of Virginia are amended and reenacted and that the Code of Virginia is amended by adding a section numbered 23.1-1303.1 as follows:

§ 23.1-203. Duties of Council.

The Council shall:

1. Develop a statewide strategic plan that (i) reflects the goals set forth in subsection A of § 23.1-1002 or (ii) once adopted, reflects the goals and objectives developed pursuant to subdivision B 5 of § 23.1-309 for higher education in the Commonwealth, identifies a coordinated approach to such state and regional goals, and emphasizes the future needs for higher education in the Commonwealth at both the undergraduate and the graduate levels and the mission, programs, facilities, and location of each of the existing institutions of higher education, each public institution's six-year plan, and such other matters as the Council deems appropriate. The Council shall revise such plan at least once every six years and shall submit such recommendations as are necessary for the implementation of the plan to the Governor and the General Assembly.

2. Review and approve or disapprove any proposed change in the statement of mission of any public institution of higher education and define the mission of all newly created public institutions of higher education. The Council shall report such approvals, disapprovals, and definitions to the Governor and the General Assembly at least once every six years. No such actions shall become effective until 30 days after adjournment of the session of the General Assembly next following the filing of such a report. Nothing in this subdivision shall be construed to authorize the Council to modify any mission statement adopted by the General Assembly or empower the Council to affect, either directly or indirectly, the selection of faculty or the standards and criteria for admission of any public institution of higher education, whether relating to academic standards, residence, or other criteria. Faculty selection and student admission policies shall remain a function of the individual public institutions of higher education.

3. Study any proposed escalation of any public institution of higher education to a degree-granting level higher than that level to which it is presently restricted and submit a report and recommendation to the Governor and the General Assembly relating to the proposal. The study shall include the need for and benefits or detriments to be derived from the escalation. No such institution shall implement any such proposed escalation until the Council's report and recommendation have been submitted to the General Assembly and the General Assembly approves the institution's proposal.

4. Review and approve or disapprove all enrollment projections proposed by each public institution of higher education. The Council's projections shall be organized numerically by level of enrollment and shall be used solely for budgetary, fiscal, and strategic planning purposes. The Council shall develop estimates of the number of degrees to be awarded by each public institution of higher education and include those estimates in its reports of enrollment projections. The student admissions policies for such institutions and their specific programs shall remain the sole responsibility of the individual governing boards but all baccalaureate public institutions of higher education shall adopt dual admissions policies with comprehensive community colleges as required by § 23.1-907.

5. Review and approve or disapprove all new undergraduate or graduate academic programs that any public institution of higher education proposes.

6. Review and require the discontinuance of any undergraduate or graduate academic program that is presently offered by any public institution of higher education when the Council determines that such academic program is (i) nonproductive in terms of the number of degrees granted, the number of students served by the program, the program's effectiveness, and budgetary considerations or (ii) supported by state funds and unnecessarily duplicative of academic programs offered at other public institutions of higher education. The Council shall make a report to the Governor and the General Assembly with respect to the discontinuance of any such academic program. No such discontinuance shall become effective until 30 days after the adjournment of the session of the General Assembly next following the filing of such report.

7. Review and approve or disapprove the establishment of any department, school, college, branch, division, or extension of any public institution of higher education that such institution proposes to establish, whether located on or off the main campus of such institution. If any organizational change is determined by the Council to be proposed solely for the purpose of internal management and the institution's curricular offerings remain constant, the Council shall approve the proposed change. Nothing in this subdivision shall be construed to authorize the Council to disapprove the establishment of any such department, school, college, branch, division, or extension established by the General Assembly.

8. Review the proposed closure of any academic program in a high demand or critical shortage area, as defined by the Council, by any public institution of higher education and assist in the development of an orderly closure plan, when needed.

9. Develop a uniform, comprehensive data information system designed to gather all information necessary to the performance of the Council's duties. The system shall include information on admissions, enrollment, self-identified students with documented disabilities, personnel, programs, financing, space inventory, facilities, and such other areas as the Council deems appropriate. When consistent with the Government Data Collection and Dissemination Practices Act (§ 2.2-3800 et seq.), the Virginia Unemployment Compensation Act (§ 60.2-100 et seq.), and applicable federal law, the Council, acting solely or in partnership with the Virginia Department of Education or the Virginia Employment Commission, may contract with private entities to create de-identified student records in which all personally identifiable information has been removed for the purpose of assessing the performance of institutions and specific programs relative to the workforce needs of the Commonwealth.

10. In cooperation with public institutions of higher education, develop guidelines for the assessment of student achievement. Each such institution shall use an approved program that complies with the guidelines of the Council and is consistent with the institution's mission and educational objectives in the development of such assessment. The Council shall report each institution's assessment of student achievement in the revisions to the Commonwealth's statewide strategic plan for higher education.

11. In cooperation with the appropriate state financial and accounting officials, develop and establish uniform standards and systems of accounting, recordkeeping, and statistical reporting for public institutions of higher education.

12. Review biennially and approve or disapprove all changes in the inventory of educational and general space that any public institution of higher education proposes and report such approvals and disapprovals to the Governor and the General Assembly. No such change shall become effective until 30 days after the adjournment of the session of the General Assembly next following the filing of such report.

13. Visit and study the operations of each public institution of higher education at such times as the Council deems appropriate and conduct such other studies in the field of higher education as the Council deems appropriate or as may be requested by the Governor or the General Assembly.

14. Provide advisory services to each accredited nonprofit private institution of higher education whose primary purpose is to provide collegiate or graduate education and not to provide religious training or theological education on academic, administrative, financial, and space utilization matters. The Council may review and advise on joint activities, including contracts for services between public institutions of higher education and such private institutions of higher education or between such private institutions of higher education and any agency or political subdivision of the Commonwealth.

15. Adopt such policies and regulations as the Council deems necessary to implement its duties established by state law. Each public institution of higher education shall comply with such policies and regulations.

16. Issue guidelines consistent with the provisions of the federal Family Educational Rights and Privacy Act (20 U.S.C. § 1232g), requiring public institutions of higher education to release a student's academic and disciplinary record to a student's parent.

17. Require each institution of higher education formed, chartered, or established in the Commonwealth after July 1, 1980, to ensure the preservation of student transcripts in the event of institutional closure or revocation of approval to operate in the Commonwealth. An institution may ensure the preservation of student transcripts by binding agreement with another institution of higher education with which it is not corporately connected or in such other way as the Council may authorize by regulation. In the event that an institution closes or has its approval to operate in the Commonwealth revoked, the Council, through its Executive Director, may take such action as is necessary to secure and preserve the student transcripts until such time as an appropriate institution accepts all or some of the transcripts. Nothing in this subdivision shall be deemed to interfere with the right of a student to his own transcripts or authorize disclosure of student records except as may otherwise be authorized by law.

18. Require the development and submission of articulation, dual admissions, and guaranteed admissions agreements between associate-degree-granting and baccalaureate public institutions of higher education.

19. Provide periodic updates of base adequacy funding guidelines adopted by the Joint Subcommittee Studying Higher Education Funding Policies for each public institution of higher education.

20. Develop, pursuant to the provisions of § 23.1-907, guidelines for articulation, dual admissions, and

guaranteed admissions agreements, including guidelines related to a one-year Uniform Certificate of General Studies Program and a one-semester Passport Program to be offered at each comprehensive community college. The guidelines developed pursuant to this subdivision shall be developed in consultation with all public institutions of higher education in the Commonwealth, the Department of Education, and the Virginia Association of School Superintendents and shall ensure standardization, quality, and transparency in the implementation of the programs and agreements. At the discretion of the Council, private institutions of higher education eligible for tuition assistance grants may also be consulted.

21. Cooperate with the Board of Education in matters of interest to both public elementary and secondary schools and public institutions of higher education, particularly in connection with coordination of the college admission requirements, coordination of teacher training programs with the public school programs, and the Board of Education's Six-Year Educational Technology Plan for Virginia. The Council shall encourage public institutions of higher education to design programs that include the skills necessary for the successful implementation of such Plan.

22. Advise and provide technical assistance to the Brown v. Board of Education Scholarship Committee in the implementation and administration of the Brown v. Board of Education Scholarship Program pursuant to Chapter 34.1 (§ 30-231.01 et seq.) of Title 30.

23. Insofar as possible, seek the cooperation and utilize the facilities of existing state departments, institutions, and agencies in carrying out its duties.

24. Serve as the coordinating council for public institutions of higher education.

25. Serve as the planning and coordinating agency for all postsecondary educational programs for all health professions and occupations and make recommendations, including those relating to financing, for providing adequate and coordinated educational programs to produce an appropriate supply of properly trained personnel. The Council may conduct such studies as it deems appropriate in furtherance of the requirements of this subdivision. All state departments and agencies shall cooperate with the Council in the execution of its responsibilities under this subdivision.

26. Carry out such duties as the Governor may assign to it in response to agency designations requested by the federal government.

27. Insofar as practicable, preserve the individuality, traditions, and sense of responsibility of each public institution of higher education in carrying out its duties.

28. Insofar as practicable, seek the assistance and advice of each public institution of higher education in fulfilling its duties and responsibilities.

29. Administer the Virginia Longitudinal Data System as a multiagency partnership for the purposes of developing educational, health, social service, and employment outcome data; improving the efficacy of state services; and aiding decision making.

30. Assist the Department of Education with collecting and compiling information for distribution to high school students that assist such students in making more informed decisions about post-high-school educational and training opportunities pursuant to § 22.1-206.2.

31. *Coordinate training for the members of the governing board of each public institution of higher education on institutional governance and the duties and related ethical responsibilities of board members, including the responsibilities of board members relating to academic freedom.*

§ 23.1-1300. Members of governing boards; removal; terms; faculty, staff, and student representatives; residency.

A. Members appointed by the Governor to the governing boards of public institutions of higher education shall serve for terms of ~~four~~ six years. Vacancies occurring other than by expiration of a term shall be filled for the unexpired term. No member appointed by the Governor to such a governing board shall serve for more than ~~two consecutive four-year terms~~ *one six-year term until at least two years have passed since the end of such six-year term*; however, a member appointed by the Governor to serve an unexpired term is eligible to serve ~~two consecutive four-year terms~~ *one six-year term* immediately succeeding such unexpired term. ~~Except as otherwise provided in § 23.1-2601, all~~ All appointments are subject to confirmation by the General Assembly. ~~As a part of the confirmation process, the Senate and House Committees on Privileges and Elections shall meet as soon as practicable upon receiving from the Secretary of the Commonwealth copies of the resume and statement of economic interests for each gubernatorial appointee pursuant to subsection A of § 2.2-107 to begin considering such appointees for confirmation. In the event of an appointment to fill a vacancy by reason of the death, resignation, or removal of a member or by any other reason other than by expiration of term, the Senate and House Committees on Privileges and Elections shall have 30 days from the date of notice of a nomination to fill such vacancy to take action on such nomination. The confirmation of any member appointed by the Governor to the governing board of a public institution of higher education shall occur within the first 30 days of each regular session of the General Assembly. If the Senate or House Committee on Privileges and Elections votes to reject a gubernatorial appointee by a majority vote in accordance with the rules of the applicable house, such rejection shall be deemed a refusal of the General Assembly to confirm such appointment pursuant to § 2.2-105. The appointment of each member appointed by the Governor shall be effective upon approval by the Senate and House Committees on~~

184 *Privileges and Elections, and any such gubernatorial appointee may, upon such approval, attend and*
 185 *participate in meetings of the governing board, provided, however, that no gubernatorial appointee shall be*
 186 *entitled to vote on any matter or be counted as a voting member on a governing board except upon*
 187 *confirmation by the General Assembly. Members appointed by the Governor to the governing board of a*
 188 *public institution of higher education shall continue to hold office for up to six additional months after the*
 189 *expiration of their respective terms until their successors have been appointed and qualified confirmed by the*
 190 *General Assembly. Ex officio members shall serve a term coincident with their term of office.*

191 B. No member appointed by the Governor to the governing board of a public institution of higher
 192 education who has served ~~two consecutive four-year terms~~ *one six-year term* on such board is eligible to
 193 serve on the same board until at least ~~four~~ *two* years have passed since the end of his ~~second consecutive~~
 194 ~~four-year~~ *first six-year term*.

195 C. Notwithstanding the provisions of subsection E or any other provision of law, the Governor may
 196 remove from office for malfeasance, misfeasance, incompetence, or gross neglect of duty any member of the
 197 board of any public institution of higher education and fill the vacancy resulting from the removal.

198 D. The Governor shall set forth in a written public statement his reasons for removing any member
 199 pursuant to subsection C at the time the removal occurs. The Governor is the sole judge of the sufficiency of
 200 the cause for removal as set forth in subsection C.

201 E. If any member of the governing board of a public institution of higher education fails to attend (i) the
 202 meetings of the board for one year without sufficient cause, as determined by a majority vote of the board, or
 203 (ii) the educational programs required by § 23.1-1304 in his first two years of membership without sufficient
 204 cause, as determined by a majority vote of the board, the remaining members of the board shall record such
 205 failure in the minutes at its next meeting and notify the Governor, and the office of such member shall be
 206 vacated. No member of the board of visitors of a baccalaureate public institution of higher education or the
 207 State Board for Community Colleges who fails to attend the educational programs required by § 23.1-1304
 208 during his first ~~four-year~~ *six-year term* is eligible for reappointment to such board.

209 F. The governing board of each public institution of higher education shall adopt in its bylaws policies (i)
 210 for removing members pursuant to subsection E and (ii) referencing the Governor's power to remove
 211 members described in subsection C.

212 G. The governing board of each *baccalaureate* public institution of higher education and each local
 213 community college board ~~may~~ *shall* appoint at least one ~~or more~~ nonvoting, advisory faculty ~~representatives~~
 214 ~~representative and at least one nonvoting, advisory staff representative~~ to its respective board: ~~In the case of~~
 215 ~~local community college boards and boards of visitors, such representatives, each of whom shall be chosen~~
 216 ~~from individuals (i) elected (a) in the case of the faculty representative, by the majority of the institution's~~
 217 ~~faculty or the institution's faculty senate or its equivalent. In the case of the State Board, such representatives~~
 218 ~~shall be chosen from individuals elected by the Chancellor's Faculty Advisory Committee. Such~~
 219 ~~representatives shall be and (b) in the case of the staff representative, by the majority of the institution's staff~~
 220 ~~or the institution's staff senate or its equivalent and (ii) appointed to serve (i) (a) at least one term of at least~~
 221 ~~12 months, which shall be coterminous with the institution's fiscal year or (ii) (b) for such terms as may be~~
 222 ~~mutually agreed to by the State Board and the Chancellor's Faculty Advisory Committee, or by the local~~
 223 ~~community college board or the board of visitors, and the institution's faculty senate or its equivalent. Any~~
 224 ~~vacancy of such a nonvoting, advisory representative shall be filled in the same manner as the original~~
 225 ~~selection, whether the vacancy occurs by expiration of a term or otherwise. The State Board may appoint one~~
 226 ~~or more nonvoting, advisory faculty representatives to its board from a list of individuals elected by the~~
 227 ~~Chancellor's Faculty Advisory Committee. Any such representatives appointed by the State Board shall be~~
 228 ~~appointed to serve for such terms as may be mutually agreed to by the State Board and the Chancellor's~~
 229 ~~Faculty Advisory Committee.~~

230 H. The governing board of ~~visitors of any~~ each baccalaureate public institution of higher education shall
 231 appoint to its respective board at least one ~~or more students~~ as nonvoting, advisory ~~representatives~~ *student*
 232 *representative, to be selected from a list of individuals nominated by such institution's student government or*
 233 *an equivalent student governance organization or body. Such representatives student representative shall be*
 234 *appointed under such circumstances and serve for such terms as the board of visitors of the institution shall*
 235 *prescribe.*

236 I. Nothing in subsections G and H shall prohibit the governing board of any public institution of higher
 237 education or any local community college board from excluding such nonvoting, advisory faculty or student
 238 representatives from discussions of faculty grievances, or faculty or staff disciplinary matters or salaries; ~~or~~
 239 ~~any other matter.~~

240 J. The president or any one of the vice presidents of the board of visitors of Virginia Military Institute, the
 241 chairman or the vice-chairman of the State Board, and the rector or vice-rector of the governing board of each
 242 other public institution of higher education shall be a resident of the Commonwealth.

243 K. No baccalaureate public institution of higher education shall employ an individual appointed by the
 244 Governor to the board of visitors of such institution within two years of the expiration of his term. Such
 245 prohibition shall not apply to the employment of an individual to serve as an institution president or, in the

case of Virginia Military Institute, the Superintendent.

L. Unless otherwise specially provided by law or unless the bylaws of the applicable governing board require more than a quorum for certain action, the governing board of any baccalaureate public institution of higher education may exercise any of the powers conferred upon it pursuant to this subtitle at any meeting of the governing board, regular, special, or adjourned, at which a quorum is present. Unless otherwise specially provided by law or unless the bylaws of the applicable governing board require more than a quorum for certain action, the executive committee of a governing board appointed pursuant to § 23.1-1306 may exercise any of the powers conferred upon it pursuant to this subtitle only (i) at any meeting of the executive committee (a) that is convened during a recess of the full governing board and (b) at which a quorum of the executive committee is present and (ii) if the full governing board had a quorum at the meeting of the full governing board held immediately prior to going into such recess. A majority of the members of the governing board and a majority of the members of any such executive committee shall constitute a quorum of the respective board, except as otherwise provided pursuant to applicable law.

§ 23.1-1303. Governing boards; duties.

A. For purposes of this section, "intellectual property" means (i) a potentially patentable machine, article of manufacture, composition of matter, process, or improvement in any of those; (ii) an issued patent; (iii) a legal right that inheres in a patent; or (iv) anything that is copyrightable.

B. The governing board of each public institution of higher education shall:

1. Adopt and post conspicuously on its website bylaws for its own governance, including provisions that (i) establish the requirement of transparency, to the extent required by law, in all board actions; (ii) describe the board's obligations under the Virginia Freedom of Information Act (§ 2.2-3700 et seq.), as set forth in subdivision B 10 of § 23.1-1301, including the requirements that (a) the board record minutes of each open meeting and post the minutes on the board's website, in accordance with subsection I of § 2.2-3707 and § 2.2-3707.1, (b) discussions and actions on any topic not specifically exempted by § 2.2-3711 be held in an open meeting, (c) the board give public notice of all meetings, in accordance with subsection D of § 2.2-3707, and (d) any action taken in a closed meeting be approved in an open meeting before it can have any force or effect, in accordance with subsection B of § 2.2-3711; and (iii) require that the board invite the Attorney General's appointee or representative to all meetings of the board, executive committee, and board committees;

2. Establish and maintain on the institution's website (i) a listing of all board members, including the name of the Governor who made each appointment and the date of each appointment; (ii) a listing of all committees created by the board and the membership of each committee; (iii) a schedule of all upcoming meetings of the full board and its committees and instructions for the public to access such meetings; (iv) an archive of agendas and supporting materials for each meeting of the governing board and its committees that was held; and (v) an email address or email addresses that allow board members to receive public communications pertaining to board business;

3. Establish regulations or institution policies for the acceptance and assistance of students that include provisions (i) that specify that individuals who have knowingly and willfully failed to meet the federal requirement to register for the selective service are not eligible to receive any state direct student assistance, (ii) that specify that the accreditation status of a public high school in the Commonwealth shall not be considered in making admissions determinations for students who have earned a diploma pursuant to the requirements established by the Board of Education, and (iii) relating to the admission of certain graduates of comprehensive community colleges as set forth in § 23.1-907;

4. Assist the Council in enforcing the provisions relating to eligibility for financial aid;

5. Notwithstanding any other provision of state law, establish policies and procedures requiring the notification of the parent of a dependent student when such student receives mental health treatment at the institution's student health or counseling center and such treatment becomes part of the student's educational record in accordance with the federal Health Insurance Portability and Accountability Act (42 U.S.C. § 1320d et seq.) and may be disclosed without prior consent as authorized by the federal Family Educational Rights and Privacy Act (20 U.S.C. § 1232g) and related regulations (34 C.F.R. Part 99). Such notification shall only be required if it is determined that there exists a substantial likelihood that, as a result of mental illness the student will, in the near future, (i) cause serious physical harm to himself or others as evidenced by recent behavior or any other relevant information or (ii) suffer serious harm due to his lack of capacity to protect himself from harm or to provide for his basic human needs. However, notification may be withheld if any person licensed to diagnose and treat mental, emotional, or behavioral disorders by a health regulatory board within the Department of Health Professions who is treating the student has made a part of the student's record a written statement that, in the exercise of his professional judgment, the notification would be reasonably likely to cause substantial harm to the student or another person. No public institution of higher education or employee of a public institution of higher education making a disclosure pursuant to this subsection is civilly liable for any harm resulting from such disclosure unless such disclosure constitutes gross negligence or willful misconduct by the institution or its employees;

6. Establish policies and procedures requiring the release of the educational record of a dependent student,

308 as defined by the federal Family Educational Rights and Privacy Act (20 U.S.C. § 1232g), to a parent at his
309 request;

310 7. Establish programs to seek to ensure that all graduates have the technology skills necessary to compete
311 in the twenty-first century and that all students matriculating in teacher-training programs receive instruction
312 in the effective use of educational technology;

313 8. Establish policies for the discipline of students who participate in varsity intercollegiate athletics,
314 including a provision requiring an annual report by the administration of the institution to the governing
315 board regarding enforcement actions taken pursuant to such policies;

316 9. In addition to all meetings prescribed in Chapters 14 (§ 23.1-1400 et seq.) through 29 (§ 23.1-2900 et
317 seq.), meet with the chief executive officer of the institution at least once annually, in a closed meeting
318 pursuant to subdivision A 1 of § 2.2-3711 and deliver an evaluation of the chief executive officer's
319 performance. Any change to the chief executive officer's employment contract during any such meeting or
320 any other meeting of the board shall be made only by a vote of the majority of the board's members;

321 10. If human research, as defined in § 32.1-162.16, is conducted at the institution, adopt regulations
322 pursuant to the Administrative Process Act (§ 2.2-4000 et seq.) to effectuate the provisions of Chapter 5.1
323 (§ 32.1-162.16 et seq.) of Title 32.1 for human research. Such regulations shall require the human research
324 committee to submit to the Governor, the General Assembly, and the chief executive officer of the institution
325 or his designee at least annually a report on the human research projects reviewed and approved by the
326 committee and require the committee to report any significant deviations from approved proposals;

327 11. Submit and make publicly available on the institution's website the annual financial statements for the
328 fiscal year ending the preceding June 30 and the accounts and status of any ongoing capital projects to the
329 Auditor of Public Accounts for the audit of such statements pursuant to § 30-133;

330 12. No later than December 1 of each year, report to the Council and make publicly available on the
331 institution's website (i) the value of investments as reflected on the Statement of Net Position as of June 30 of
332 the previous fiscal year, excluding any funds derived from endowment donations, endowment income, or
333 other private philanthropy; (ii) the cash earnings on such balances in the previous fiscal year; and (iii) the use
334 of the cash earnings on such balances. In the event that the commitment of any such investment earnings
335 spans more than one fiscal year, the report shall reflect the commitments made in each future fiscal year. The
336 reports of the Boards of Visitors of Virginia Commonwealth University and the University of Virginia shall
337 exclude the value of and earnings on any investments held by the Virginia Commonwealth University Health
338 System Authority and the University of Virginia Medical Center, respectively. As used in this subdivision,
339 "investments" includes all short-term, long-term, liquid, and illiquid Statement of Net Position accounts, and
340 subaccounts thereof, in which moneys have been invested in securities;

341 13. Submit to the General Assembly and the Governor and make publicly available on the institution's
342 website an annual executive summary of its interim activity and work no later than the first day of each
343 regular session of the General Assembly. The executive summary shall be submitted as provided in the
344 procedures of the Division of Legislative Automated Systems for the processing of legislative documents and
345 reports and shall be posted on the General Assembly's website;

346 14. Make available to any interested party upon request a copy of the portion of the most recent report of
347 the Uniform Crime Reporting Section of the Department of State Police entitled "Crime in Virginia"
348 pertaining to institutions of higher education;

349 15. Adopt policies or institution regulations regarding the ownership, protection, assignment, and use of
350 intellectual property and provide a copy of such policies or institution regulations to the Governor and the
351 Joint Commission on Technology and Science. All employees, including student employees, of public
352 institutions of higher education are bound by the intellectual property policies or institution regulations of the
353 institution employing them;

354 16. Adopt policies that are supportive of the intellectual property rights of matriculated students who are
355 not employed by such institution; and

356 17. ~~Solicit the input of representatives of the institution's faculty senate or its equivalent (i) at least twice~~
357 ~~per academic year on topics of general interest to the faculty and (ii) in advance of decisions to be made on~~
358 ~~the search for the institution's new~~ Adopt and maintain policies defining and implementing shared
359 governance among the components of such institution's organizational structure, including the governing
360 board, chief executive officer, and the faculty, staff, and students of such institution, including policies
361 requiring consultation with the institution's faculty senate or its equivalent on matters of academic policy and
362 before any major academic changes such as decisions to eliminate any academic programs or changes to
363 tenure policy.

364 **§ 23.1-1303.1. Governing boards; primary duties; additional duties; academic freedom.**

365 A. The governing board of each public institution of higher education shall act at all times in accordance
366 with its primary duties of advancing the interests of the institution and the interests of the people of the
367 Commonwealth.

368 B. The governing board of each public institution of higher education shall not:

369 1. Adopt any campus policies or make any decisions that would (i) have the primary effect of restricting

or censoring expression on the basis of viewpoint or (ii) otherwise restrict or censor expression for the purpose of ideological correction or conformity or advancing or promoting any partisan objective; or

2. Restrict or censor any professor in his exercise of his rights of free speech or academic freedom pursuant to the First Amendment to the Constitution of the United States and Article I, Section 12 of the Constitution of Virginia, including by taking or threatening to take any disciplinary action against any professor, including removal from his position at the institution, for exercising such rights.

§ 23.1-1304. Governing boards; additional duties; educational programs.

A. From such funds as are appropriated for such purpose, the Council shall develop, in consultation with public institutions of higher education and members of their governing boards, and annually deliver educational programs for the governing boards of such institutions. *The Council shall not enter into a contract for or otherwise outsource the development or delivery of any educational program for or training of the members of governing boards by any organization or entity that (i) has not had as its primary mission for at least 10 years or (ii) cannot satisfactorily demonstrate a consistent, unbroken organizational commitment to the primary mission of the preparation of members of governing boards of postsecondary institutions and foundations to fulfill their duties and trusteeship responsibilities.* New members of such governing boards shall participate, at least once during their first two years of membership, in the programs, which shall be designed to address the role, duties, and responsibilities of the governing boards and may include in-service programs on current issues in higher education. In developing such programs, the Council may consider similar educational programs for institutional governing boards in other states. In addition, the Council shall develop educational materials for board members with more than two years of service on the governing board. Each such board member shall participate in further training on board governance at least once every two years, and the Council shall develop criteria by which such board members shall demonstrate compliance with this requirement.

B. Educational programs for the governing boards of public institutions of higher education shall include presentations relating to:

1. Board members' primary duty to the citizens of the Commonwealth;
2. Governing board committee structure and function;
3. The duties of the executive committee set forth in § 23.1-1306;
4. Professional accounting and reporting standards;
5. Methods for meeting the statutory, regulatory, and fiduciary obligations of the board;
6. The requirements of the Virginia Freedom of Information Act (§ 2.2-3700 et seq.), developed and delivered in conjunction with the Freedom of Information Advisory Council;
7. Institutional ethics and conflicts of interest;
8. Creating and implementing regulations and institution policies;
9. Business operations, administration, budgeting, financing, financial reporting, and financial reserves, including a segment on endowment management;
10. Fixing student tuition, mandatory fees, and other necessary charges, including a review of student debt trends;
11. Overseeing planning, construction, maintenance, expansion, and renovation projects that affect the institution's consolidated infrastructure, physical facilities, and natural environment, including its lands, improvements, and capital equipment;
12. Workforce planning, strategy, and investment;
13. Institutional advancement, including philanthropic giving, fundraising initiatives, alumni programming, communications and media, government and public relations, and community affairs;
14. Student welfare issues, including academic studies; curriculum; residence life; student governance and activities; and the general physical and psychological well-being of undergraduate and graduate students;
15. Current national and state issues in higher education;
16. Future national and state issues in higher education;
17. Relations between the governing board and the chief executive officer of the institution, including perspectives from chief executive officers of public institutions of higher education;
18. Best practices for board governance, including perspectives from current board members; and
19. Any other topics that the Council, public institutions of higher education, and members of their governing boards deem necessary or appropriate.

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

§ 23.1-1306. Governing board executive committee; duties.

A. The executive committee of the governing board of each public institution of higher education shall (i) organize the working processes of the board; (ii) recommend best practices for board governance; (iii) develop and recommend to the board a statement of governance setting out the board's role; (iv) periodically

review the board's bylaws and recommend amendments; (v) provide advice to the board on committee structure, appointments, and meetings; (vi) develop an orientation and continuing education process for board members that includes training on the Virginia Freedom of Information Act (§ 2.2-3700 et seq.); (vii) create, monitor, oversee, and review compliance with a code of ethics for board members; and (viii) develop a set of qualifications and competencies for membership on the board for approval by the board and recommendation to the Governor.

B. The executive committee of the governing board of each public institution of higher education shall include in the code of ethics for board members created pursuant to clause (vii) of subsection A policies on the ethical duties of board members with respect to political activity and conflicts of interest. The executive committee of the governing board of each public institution of higher education shall annually submit to the Council, the Governor, and the Chairs of the Senate Committee on Education and Health and the House Committee on Education such code of ethics for board members, including the policies developed pursuant to this subsection.

§ 23.1-2303. Membership.

A. The board shall consist of 16 members appointed by the Governor.

~~B. Notwithstanding Pursuant to § 23.1-1300, members are shall not be eligible to serve for a total of two four-year terms which may be served consecutively more than one six-year term until at least two years have passed since the end of such six-year term; however, a member appointed by the Governor to serve an unexpired term is eligible to serve two one additional four-year terms six-year term immediately succeeding such unexpired term.~~

§ 23.1-2601. Membership.

A. The board shall consist of 14 members, of whom 13 shall be appointed by the Governor and one shall be the president of the Board of Agriculture and Consumer Services, who shall serve ex officio. Of the 13 members appointed by the Governor, at least 10 members shall be residents of the Commonwealth and at least six members shall be alumni of the University. ~~All appointments by the Governor are subject to confirmation by the Senate.~~

B. The alumni association of the University may submit to the Governor a list of three nominees for each vacancy on the board, whether it occurs by expired term or otherwise. The Governor may appoint a member from the list of nominees.

2. That any person serving on the governing board of each public institution of higher education pursuant to § 23.1-1300 of the Code of Virginia, as amended by this act, for a term that began prior to or on the effective date of this act shall continue to serve for the remainder of the term to which he was appointed. Any vacancy that occurs on any such governing board prior to the expiration of a term that began prior to or on the effective date of this act shall be filled by the Governor for the remainder of that term only, provided that any such individual shall be eligible for reappointment to the applicable governing board in accordance with the provisions of this act.

3. That the Governor's appointments of members to the governing board of Richard Bland College pursuant to § 23.1-2106 of the Code of Virginia for terms beginning after the effective date of this act shall be staggered as follows: (i) upon the expiration of terms set to expire on June 30, 2027, the Governor shall appoint three members, of whom one member shall be appointed for a term of five years, to expire on June 30, 2032, and two members shall be appointed for a term of three years, to expire on June 30, 2030; (ii) upon the expiration of terms set to expire on June 30, 2028, the Governor shall appoint three members, of whom two members shall be appointed for a term of four years, to expire on June 30, 2032, and one member shall be appointed for a term of two years, to expire on June 30, 2030; and (iii) upon the expiration of terms set to expire on June 30, 2029, the Governor shall appoint three members for a term of five years, to expire on June 30, 2034. After such staggering of terms, members shall be appointed by the Governor for terms of six years in accordance with § 23.1-1300 of the Code of Virginia, as amended by this act.

4. That the Governor's appointments of members to the governing board of the University of Mary Washington pursuant to § 23.1-1801 of the Code of Virginia for terms beginning after the effective date of this act shall be staggered as follows: (i) upon the expiration of terms set to expire on June 30, 2027, the Governor shall appoint three members, of whom two members shall be appointed for a term of five years, to expire on June 30, 2032, and one member shall be appointed for a term of three years, to expire on June 30, 2030; (ii) upon the expiration of terms set to expire on June 30, 2028, the Governor shall appoint three members, of whom one member shall be appointed for a term of six years, to expire on June 30, 2034, and two members shall be appointed for a term of four years, to expire on June 30, 2032; and (iii) upon the expiration of terms set to expire on June 30, 2029, the Governor shall appoint three members for a term of five years, to expire on June 30, 2034. After such staggering of terms, members shall be appointed by the Governor for terms of six years in accordance with § 23.1-1300 of the Code of Virginia, as amended by this act.

5. That the Governor's appointments of members to the governing board of Longwood University pursuant to § 23.1-1701 of the Code of Virginia for terms beginning after the effective date of this act

shall be staggered as follows: (i) upon the expiration of terms set to expire on June 30, 2027, the Governor shall appoint three members, of whom two members shall be appointed for a term of five years, to expire on June 30, 2032, and one member shall be appointed for a term of three years, to expire on June 30, 2030; (ii) upon the expiration of terms set to expire on June 30, 2028, the Governor shall appoint three members, of whom one member shall be appointed for a term of six years, to expire on June 30, 2034, and two members shall be appointed for a term of four years, to expire on June 30, 2032; and (iii) upon the expiration of terms set to expire on June 30, 2029, the Governor shall appoint four members, of whom three shall be appointed for a term of five years, to expire on June 30, 2034, and one member shall be appointed for a term of three years, to expire on June 30, 2032. After such staggering of terms, members shall be appointed by the Governor for terms of six years in accordance with § 23.1-1300 of the Code of Virginia, as amended by this act.

6. That the Governor's appointments of members to the governing board of Norfolk State University pursuant to § 23.1-1901 of the Code of Virginia for terms beginning after the effective date of this act shall be staggered as follows: (i) upon the expiration of terms set to expire on June 30, 2027, the Governor shall appoint three members for a term of five years, to expire on June 30, 2032; (ii) upon the expiration of terms set to expire on June 30, 2028, the Governor shall appoint two members, of whom one member shall be appointed for a term of six years, to expire on June 30, 2034, and one member shall be appointed for a term of four years, to expire on June 30, 2032; and (iii) upon the expiration of terms set to expire on June 30, 2029, the Governor shall appoint three members for a term of five years, to expire on June 30, 2034. After such staggering of terms, members shall be appointed by the Governor for terms of six years in accordance with § 23.1-1300 of the Code of Virginia, as amended by this act.

7. That the Governor's appointments of members to the governing board of Virginia Polytechnic Institute and State University pursuant to § 23.1-2601 of the Code of Virginia for terms beginning after the effective date of this act shall be staggered as follows: (i) upon the expiration of terms set to expire on June 30, 2027, the Governor shall appoint three members for a term of five years, to expire on June 30, 2032; (ii) upon the expiration of terms set to expire on June 30, 2028, the Governor shall appoint four members, of whom two members shall be appointed for a term of six years, to expire on June 30, 2034, and two members shall be appointed for a term of four years, to expire on June 30, 2032; and (iii) upon the expiration of terms set to expire on June 30, 2029, the Governor shall appoint two members for a term of five years, to expire on June 30, 2034. After such staggering of terms, members shall be appointed by the Governor for terms of six years in accordance with § 23.1-1300 of the Code of Virginia, as amended by this act.

8. That the Governor's appointments of members to the governing board of Christopher Newport University pursuant to § 23.1-1401 of the Code of Virginia for terms beginning after the effective date of this act shall be staggered as follows: (i) upon the expiration of terms set to expire on June 30, 2027, the Governor shall appoint three members for a term of five years, to expire on June 30, 2032; (ii) upon the expiration of terms set to expire on June 30, 2028, the Governor shall appoint three members, of whom two members shall be appointed for a term of six years, to expire on June 30, 2034, and one member shall be appointed for a term of four years, to expire on June 30, 2032; and (iii) upon the expiration of terms set to expire on June 30, 2029, the Governor shall appoint three members, of whom two members shall be appointed for a term of five years, to expire on June 30, 2034, and one member shall be appointed for a term of three years, to expire on June 30, 2032. After such staggering of terms, members shall be appointed by the Governor for terms of six years in accordance with § 23.1-1300 of the Code of Virginia, as amended by this act.

9. That the Governor's appointments of members to the governing board of James Madison University pursuant to § 23.1-1601 of the Code of Virginia for terms beginning after the effective date of this act shall be staggered as follows: (i) upon the expiration of terms set to expire on June 30, 2027, the Governor shall appoint five members for a term of five years, to expire on June 30, 2032, and (ii) upon the expiration of terms set to expire on June 30, 2028, the Governor shall appoint five members for a term of six years, to expire on June 30, 2034. After such staggering of terms, members shall be appointed by the Governor for terms of six years in accordance with § 23.1-1300 of the Code of Virginia, as amended by this act.

10. That the Governor's appointments of members to the governing board of Radford University pursuant to § 23.1-2101 of the Code of Virginia for terms beginning after the effective date of this act shall be staggered as follows: (i) upon the expiration of terms set to expire on June 30, 2027, the Governor shall appoint three members, of whom two members shall be appointed for a term of five years, to expire on June 30, 2032, and one member shall be appointed for a term of three years, to expire on June 30, 2030; (ii) upon the expiration of terms set to expire on June 30, 2028, the Governor shall appoint five members, of whom two members shall be appointed for a term of six years, to expire on June 30, 2034, and three members shall be appointed for a term of four years, to expire on June 30, 2032; and (iii) upon the expiration of terms set to expire on June 30, 2029, the Governor shall appoint

three members for a term of five years, to expire on June 30, 2034. After such staggering of terms, members shall be appointed by the Governor for terms of six years in accordance with § 23.1-1300 of the Code of Virginia, as amended by this act.

11. That the Governor's appointments of members to the governing board of Virginia State University pursuant to § 23.1-2701 of the Code of Virginia for terms beginning after the effective date of this act shall be staggered as follows: (i) upon the expiration of terms set to expire on June 30, 2027, the Governor shall appoint three members for a term of five years, to expire on June 30, 2032; (ii) upon the expiration of terms set to expire on June 30, 2028, the Governor shall appoint five members, of whom three members shall be appointed for a term of six years, to expire on June 30, 2034, and two members shall be appointed for a term of four years, to expire on June 30, 2032; and (iii) upon the expiration of terms set to expire on June 30, 2029, the Governor shall appoint two members for a term of five years, to expire on June 30, 2034. After such staggering of terms, members shall be appointed by the Governor for terms of six years in accordance with § 23.1-1300 of the Code of Virginia, as amended by this act.

12. That the Governor's appointments of members to the governing board of George Mason University pursuant to § 23.1-1501 of the Code of Virginia, the governing board of Virginia Commonwealth University pursuant to § 23.1-2303 of the Code of Virginia, and the governing board of Virginia Military Institute pursuant to § 23.1-2501 of the Code of Virginia for terms beginning after the effective date of this act shall be staggered as follows: (i) upon the expiration of terms set to expire on June 30, 2027, the Governor shall appoint four members, of whom three members shall be appointed for a term of five years, to expire on June 30, 2032, and one member shall be appointed for a term of three years, to expire on June 30, 2030; (ii) upon the expiration of terms set to expire on June 30, 2028, the Governor shall appoint four members, of whom one member shall be appointed for a term of six years, to expire on June 30, 2034, and three members shall be appointed for a term of four years, to expire on June 30, 2032; and (iii) upon the expiration of terms set to expire on June 30, 2029, the Governor shall appoint four members for a term of five years, to expire on June 30, 2034. After such staggering of terms, members shall be appointed by the Governor for terms of six years in accordance with § 23.1-1300 of the Code of Virginia, as amended by this act.

13. That the Governor's appointments of members to the governing board of Old Dominion University pursuant to § 23.1-2001 of the Code of Virginia for terms beginning after the effective date of this act shall be staggered as follows: (i) upon the expiration of terms set to expire on June 30, 2027, the Governor shall appoint four members, of whom three members shall be appointed for a term of five years, to expire on June 30, 2032, and one member shall be appointed for a term of three years, to expire on June 30, 2030; (ii) upon the expiration of terms set to expire on June 30, 2028, the Governor shall appoint four members, of whom one member shall be appointed for a term of six years, to expire on June 30, 2034, and three members shall be appointed for a term of four years, to expire on June 30, 2032; and (iii) upon the expiration of terms set to expire on June 30, 2029, the Governor shall appoint four members for a term of five years, to expire on June 30, 2034. After such staggering of terms, members shall be appointed by the Governor for terms of six years in accordance with § 23.1-1300 of the Code of Virginia, as amended by this act.

14. That the Governor's appointments of members to the governing board of the University of Virginia pursuant to § 23.1-2201 of the Code of Virginia and to the governing board of The College of William and Mary in Virginia pursuant to § 23.1-2801 of the Code of Virginia for terms beginning after the effective date of this act shall be staggered as follows: (i) upon the expiration of terms set to expire on June 30, 2027, the Governor shall appoint four members, of whom two members shall be appointed for a term of five years, to expire on June 30, 2032, and two members shall be appointed for a term of three years, to expire on June 30, 2030; (ii) upon the expiration of terms set to expire on June 30, 2028, the Governor shall appoint five members, of whom two members shall be appointed for a term of six years, to expire on June 30, 2034, and three members shall be appointed for a term of four years, to expire on June 30, 2032; and (iii) upon the expiration of terms set to expire on June 30, 2029, the Governor shall appoint four members, of whom three members shall be appointed for a term of five years, to expire on June 30, 2034, and one member shall be appointed for a term of three years, to expire on June 30, 2032. After such staggering of terms, members shall be appointed by the Governor for terms of six years in accordance with § 23.1-1300 of the Code of Virginia, as amended by this act.

15. That the State Council of Higher Education for Virginia (the Council) shall convene a work group consisting of members of governing boards of public institutions of higher education, administrators of public institutions of higher education, and members of faculty, staff, and student governance bodies or organizations at public institutions of higher education, for the purpose of developing model shared governance policies in accordance with subdivision of B 17 of § 23.1-1303 of the Code of Virginia, as amended by this act. Such model shared governance policies shall include provisions relating to the establishment, membership, and roles of elected faculty governance bodies for public institutions of higher education. The Council shall make the model shared governance policies developed pursuant to

this enactment available to the governing board of each public institution of higher education by January 1, 2027.

16. That the State Council of Higher Education for Virginia (the Council) and the Office of the Attorney General shall convene a work group consisting of members of governing boards of public institutions of higher education, administrators of public institutions of higher education, and at least two individuals who previously served as legal counsel for a public institution of higher education in the Commonwealth for the purpose of studying and making recommendations on (i) institutional structures and processes relating to legal counsel; (ii) the current selection and use of outside legal counsel by public institutions of higher education; (iii) a process by which (a) the governing board of any public institution of higher education, the Governor, or the General Assembly or a committee thereof with relevant oversight responsibility, upon determining that the legal counsel of a public institution of higher education is not acting in the best interests of the institution, including due to a conflict of interest, failure to defend the lawful authority of the public institution of higher education, or failure to comply with state law, may request the Attorney General to review the adequacy of such legal representation and (b) upon a determination by the Attorney General or the General Assembly or a committee thereof with relevant oversight responsibility that such institution is not receiving adequate legal representation, the governing board of any public institution of higher education may request additional representation or approve alternate counsel as necessary to protect the interests of the institution; and (iv) policies for requiring any individual member of a governing board of a public institution of higher education to recuse himself from or not participate in any vote or decision of the governing board on any matter in which he has a personal or pecuniary interest or any partisan or ideological interest that would compromise his ability to vote or act objectively and in accordance with the primary duties set forth in subsection A of § 23.1-1303.1 of the Code of Virginia, as created by this act. The Council shall submit to the Chairs of the Senate Committee on Education and Health and the House Committee on Education by November 1, 2026, a report on the work group's recommendations made pursuant this enactment.