



VCU

Board of Visitors' Ethical Leadership

Policy Type: Board of Visitors

Responsible Office: Office of the President

Initial Policy Approved: New

Current Revision Approved: 12/13/2013

Policy Statement and Purpose

In representing and exemplifying Virginia Commonwealth University's mission to advance knowledge and student success, the members of the Board of Visitors (BOV) are in the utmost position of trust. This position of trust is inherently accompanied by the highest standards in leadership, responsibility, accountability, and governing authority during service. Incumbent upon BOV members is the modeling and promotion of, and contribution to, an organizational culture of respect, honesty, excellence, trust, accountability and responsibility, stewardship and compliance with all applicable laws, regulations and university policies during service to the public through serving VCU.

At VCU, expectations are set high in all endeavors and success is obtained in conjunction with the Visitors' support and commitment to integrity. The ethical expectations set for the Visitors further illustrate commitments to one another, our university community and the citizens of Virginia, all of whom have entrusted the Visitors to act ethically in all dealings.

The expectations set forth herein strongly resemble those ethical standards and expectations incumbent on all VCU employees and serve as a reminder of the obligations of, and challenges in, holding such a position of trust.

Members of the Board of Visitors bring a varied breadth of experiences, both professionally and personally, and all share in the commitment of supporting an environment of uncompromising integrity and ethical conduct. These ethical expectations are the foundation for all decisions and actions during service to VCU.

As representatives of our institution, may all Visitors' actions be guided by these principles and values:

Respect: We will respect individuals, diversity, and the rights of others.

Honesty: We will act and communicate honestly and candidly. We will not mislead others.

Excellence: We will strive for excellence in all that we do.

Responsibility and Accountability: We will be responsible and accountable for our decisions and actions.

Stewardship: We will be good stewards of the resources entrusted to the university.

Compliance: We will understand and comply with the codes, laws, regulations, policies and procedures that govern our university activities.

Further, during service, the Board of Visitors affirms the recognitions that:

- All decisions and actions reflect upon the reputation of the university; and therefore, the commitment to upholding these expectations through our actions sustains, even when confronted by the challenges of personal, professional, social or economic pressures;
- In maintaining the duties of care, loyalty, obedience and disclosure, all free from undue influences and thereby protecting VCU from such influences, requires the extension of goodwill to every member and affiliate of the university community; and
- Decisions made and actions undertaken by the BOV are done so as a board and not as individuals, refraining from any requests of the President, faculty or staff for special treatment, including admissions, employment and contracts for business.

Inconsistencies with these expectations will be addressed in accordance with The Bylaws and the Procedures Section outlined herein.

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Who Should Know This Policy

All Board of Visitor members and those individuals who interact with board members as a matter of normal course are responsible for knowing this policy and familiarizing themselves with its contents and provisions.

Definitions

During Service

For purposes of this policy only, this term reflects the membership tenure of a board member defined as eligible for service for two consecutive terms of four years only (exclusive of the portion of any unexpired term or any term on the board of less than four years to which a board member has been appointed).

Duty of Care

A requirement that a person act toward others and the public with watchfulness, attention, caution and prudence that a reasonable person in the same circumstances would.

Duty of Loyalty

A term used to describe a fiduciaries' duty, requiring to putting the organization's interests ahead of their own. Fiduciaries may breach their duty of loyalty when they divert assets, opportunities, or information for personal gain.

Duty of Obedience

Refers to the board member's obligation to advance the mission of the university. It also includes an expectation that board members will act in a manner that is consistent with the mission and goals of the institution. Failure of this duty can result in a loss of public confidence in the institution.

Duty of Disclosure

Board members have a fiduciary duty to communicate honestly and ensure that any disclosure of information is truthful, accurate and complete.

Contacts

The Office of the President officially interprets this policy. The Office of the President is responsible for obtaining approval for any revisions as required by the policy *Creating and Maintaining Policies and Procedures* through the appropriate governance structures. Please direct policy questions to The Office of the President.

Procedures

Report to the Rector and/or Vice Rector, without unreasonable delay, any illegal or unethical matters whether suspected or known thereby permitting the university an opportunity to respond appropriately with investigative and corrective steps when necessary.

Alleged violations of this policy shall be reviewed, exclusive of any individual or institutional conflict of interest or commitment, in the following manner:

- A. The Rector and/or Vice Rector will consult with the board member in question and attempt to resolve the potential or actual noncompliance.
- B. If the aforementioned consultation fails to resolve the matter, then the Rector and/or Vice Rector shall convene the full board to determine corrective action, as appropriate. If the BOV determines by majority vote of the membership to recommend to the governor that a member be removed, then the Rector and/or Vice Rector shall be responsible for making the recommendation.

Forms

There are no forms associated with this policy.

Related Documents

1. Code of Virginia §§ 23-2.01 through 23-2.05
2. Southern Association of Colleges and Schools Commission on Colleges Comprehensive Standard 3.2.4
3. Board of Visitors Bylaws in conjunction with Code of Virginia §§23-50.4 et seq
4. <http://www.president.vcu.edu/board/index.html>
5. <http://www.president.vcu.edu/>

Revision History

None – New Policy

FAQs

There are no FAQs associated with this policy and procedures.