



July 30, 2012

Board of Visitors
University of Virginia
c/o Ms. Susan Harris, Secretary to the Board
Board of Visitors Office
NW Wing, The Rotunda
Post Office Box 400222

Dear Members of the Board of Visitors:

I write on behalf of the Faculty Senate Executive Council to express our views about the upcoming Board retreat in August. Although we do not know what you have planned because no agenda has been announced, we are concerned that the retreat could crucially affect how we move beyond the recent resignation and reinstatement of President Sullivan and address the University's many challenges. We understand that the content and structure of the retreat are completely within your authority and discretion. Nevertheless, we find ourselves in a unique situation.

The Faculty Senate, as you know, passed a vote of no confidence in the Board in response to President Sullivan's resignation. Upon President Sullivan's reinstatement, we pledged to support her efforts at reconciliation and re-establishment of trust with the Board, which we have done and will continue to do. Most notably, at the request of President Sullivan, the Faculty Senate has taken steps to address one area publicly identified by the Rector as an issue in the initial decision to remove President Sullivan: online education. The Faculty Senate sponsored a Hybrid Course Challenge to find a minimum of five new hybrid courses for the upcoming fall 2012 semester, in response to which we received 41 proposals. We also formed an Online Education Task Force, which compiled the comprehensive listing of our current online offerings that you have received, and will continue to act as a resource for assessing online education. Finally, the Executive Council endorsed the University's recently announced partnership with Coursera even though faculty members raised legitimate concerns about the timing and process of the decision.

As significant as what we have done is what we have not done. Despite calls for various actions and statements from faculty and other constituents of the University, we have chosen to exercise restraint, to give everyone time to cool down and work to repair relationships, and most important, to let the President be the President.

Under the circumstances, we believe that all parties must make good faith efforts to restore the trust necessary for true collaboration. So far, we have not heard from the Board, except for a publicly issued joint statement from the Rector and President Sullivan that pledges cooperation but offers no specifics on either substantive concerns or governance issues. We note that the Board has recently posted on its website two new special committees – one on Governance and Engagement and one on Strategic Planning – but unlike the other committees on the website, the listings for these committees currently have no description or charge. In the absence of words or actions directed at restoring trust, those who feel aggrieved may grow more apprehensive.

The upcoming retreat presents an opportunity for the Board to take concrete steps that would help restore a trusting community. First, the Board could announce its intention to conduct a self-assessment, pursuant to an established assessment instrument, of the events leading up to the

Members of the Board of Visitors
July 30, 2012
Page Two

resignation of President Sullivan and its aftermath. Self-assessments are common in the wake of institutional crises such as the one we have just been through. Such a step would seem particularly appropriate, if not necessary, given the recently announced investigations by both the Southern Association of Colleges and Schools (SACS) and the American Association of University Professors (AAUP), and the Board's fiduciary duty to protect the University.

Second, the Board could engage a professional facilitator for the retreat, as non-profit boards often do. In light of what we understand to be divisions within the Board on the Sullivan matter, as well as tensions between the Board and the rest of the University community, we believe this measure would help restore confidence in the Board. At the very least, it would demonstrate the Board's commitment to preventing any individual or small group from exercising undue control over the retreat or the Board's agenda.

Third, we hope that the Board will use the retreat to clarify the purposes and scope of responsibility of the newly formed Special Committees, and consider adding faculty as consulting members to these committees. More specifically, we are interested in whether the Special Committee on Governance and Engagement will address possible changes to the Board manual concerning the requirements and nature of meetings, as well as Board interaction with faculty. With respect to the Special Committee on Strategic Planning, we are most interested in how the Board sees its role in this area relative to the role of the administration and the faculty. Our view is that although the Board has a legitimate and necessary oversight role, the faculty and the administration have the primary responsibility for determining the academic mission of the University. From our meeting with the Rector in June, we believe that she shares this view.

What we offer here are suggestions for the Board to consider at its retreat in the name of restoring trust. We would appreciate a response in advance of the retreat that addresses the concerns we raise in this letter. We would, of course, be happy to participate in the retreat in any way you might find helpful and appropriate.

We take this opportunity to thank you again for your courage and wisdom in reinstating President Sullivan, and thereby correcting what we believe to have been an error in judgment. We look forward to working with President Sullivan and the Board in the coming year, and we wish you all the best at your retreat.

Sincerely,



George M. Cohen
Chair, Faculty Senate