



Board of Visitors Governance Principles

1. **Mission and Purpose:** The Board of Visitors is a voluntary advisory board comprised of distinguished alumni and friends of The John Marshall Law School who provide counsel, support, and guidance to the Dean to help ensure that the law school continues to offer the highest quality of legal education consistent the law school's mission of access and opportunity. Board members also serve as goodwill ambassadors for the law school. The Board provides input and advice to the Dean on a variety of matters, with particular emphasis on:
 - a. The law school's educational opportunities and direction;
 - b. Improving the law school's visibility and reputation;
 - c. Keeping abreast of changes and trends in the legal profession and legal education;
 - d. Addressing challenges and concerns facing legal education;
 - e. Addressing concerns of alumni, students, faculty, and friends of the law school;
 - f. Improving law school operations; and
 - g. Building connections with individuals and organizations that can help the law school and its faculty, students, staff, and alumni.
2. **Board Members:**
 - a. Members are appointed by the Dean and are selected for their distinction as leaders in law, business, and public service, and for their demonstrated commitment to the law school.
 - b. Although the Board is not limited to a particular size, the membership generally should include between 15 and 25 individuals.
 - c. Members should reflect the diversity of the law school's alumni base and other constituencies in terms of gender, race, ethnicity, background, experiences, practice areas, graduating class, sexual orientation (including gender identity and expression), and geography.
 - d. Members should include a mix of alumni and non-alumni, and should also include some members with full-time experience as faculty or senior administrators at other law schools.

- e. Members should not be current full-time employees of The John Marshall Law School.
- f. Members should not serve on The John Marshall Law School Board of Trustees, although the Dean may request that the President of the Board of Trustees appoint a liaison to the Board of Visitors.
- g. Members should not be related by blood or marriage to a full-time faculty member, administrator, or member of The John Marshall Law School Board of Trustees.
- h. Members should not be an officer of The John Marshall Law School's Alumni Association Board.
- i. The Dean will consult with any current member of the Board who does not qualify under the membership principles concerning an appropriate transition off the Board.

3. Terms:

- a. Members are appointed to four-year terms.
- b. Members may serve two consecutive four-year terms, although the Dean has discretion to re-appoint members with special knowledge or expertise to additional regular terms or partial terms. The Dean may also appoint members to two additional four-year terms after they have been off the Board for at least two years.
- c. To transition to this new system of terms and ensure continuity, the Dean will develop a plan for staggered two-, three-, or four-year terms for members who have served on the Board for eight or more years. For Board members with seven or fewer years of service, their actual number of years of service will be used to determine continued membership.

4. Member expectations:

- a. Members will make every effort to attend all Board meetings. Having all members attend and actively participate, in person, is critical to the Board's success. A member who misses both meetings in a given year may be asked to reconsider his or her commitment to the Board. Absent extraordinary circumstances, a member who misses all meetings in a two-year period will be asked to resign from the Board.
- b. To contribute financially to the law school.
- c. While the law school will reimburse a current member's costs of attending Board meetings (e.g., travel and hotel, if any), members are encouraged to consider not seeking reimbursement and making an in-kind donation of these expenses to the law school. The Office of Development and Alumni Relations will work with a member to document in-kind donations.

- d. To disclose any actual or perceived conflicts of interest to the Dean.
 - e. To refrain from using information gained from serving on the Board for any purpose other than assisting with the Board's purpose and mission.
 - f. To refrain from sharing confidential information gained from serving on the Board.
5. **Leadership:** The Dean may appoint both a President and Vice President as officers. The officers generally will serve two-year terms, and may be reappointed for additional terms. The President will help the Dean coordinate communications with the Board and will preside at Board meetings. The Vice President will assume the duties of the President should the President be unavailable. The Dean also has discretion to create other officer positions and to appoint individuals to those positions.
6. **Meetings:**
- a. The full Board meets in person two times each academic year, generally in October and April, although meetings will be scheduled at the discretion of the Dean.
 - b. The Dean will set the meeting agenda in cooperation with the President and Vice President.
 - c. Meetings generally will begin on Thursday afternoon and continue through Saturday afternoon.
 - d. The Dean typically will provide to the Board, before and as part of each meeting, information concerning matters of current interest, including new academic programs; the changing nature and composition of the student body; law school services and facilities; trends in faculty hiring, scholarship, teaching, and service; bar passage; student affairs; rankings and reputation; and career services, including summer and post-graduate employment.
 - e. The Board generally will provide verbal and written guidance to the Dean at the end of or shortly after each meeting.
7. **Committees:** The Dean may create committees of the Board. The Committees may include a minority of non-Board members. Committees may meet as needed in person or via technology.
8. **Emeritus Members:** Emeritus Members are individuals who have served at least eight years on the Board. Emeritus Members may attend and participate in Board meetings.
9. **Amending the Governance Principles:** The Dean has authority to amend these Governance Principles, but generally should seek the input of the current Board and should give at least 90 days' notice of any changes.

Approved with Board of Visitors input, October 27, 2017; administrative revision January 16, 2018 to correct diversity provision.