



WILLIAM & MARY

CHARTERED 1693

BOARD OF VISITORS MEETING

DRAFT MINUTES

APRIL 20-22, 2022

WILLIAM & MARY- ALAN B. MILLER HALL, RICHARD BLAND COLLEGE &
VIRGINIA INSTITUTE OF MARINE SCIENCE

The William & Mary Board of Visitors ("the Board") met Wednesday, April 20, through Friday, April 22, 2022.

On Wednesday, April 20, the Richard Bland College (RBC) Committee met from 12:00 – 2:00 p.m. at Richard Bland College in room 107 of Ernst Hall. The Executive Committee met from 4:00 – 6:00 p.m. in the Brinkley Commons Room Alan B. Miller Hall ("Miller Hall"). Following the Committee meeting the Board gathered for a reception from 6:00 – 7:15 p.m. in the Executive Dining Room, Miller Hall.

BOARD MEMBERS PRESENT FOR WEDNESDAY EVENING RECEPTION:

Mr. William H. Payne II, Vice Rector
Ms. Barbara L. Johnson, Secretary
Mr. Victor K. Branch
Mr. S. Douglas Bunch
Ms. Sue H. Gerdelman
Mr. James A. Hixon

Hon. Charles E. Poston
Mr. John P. Rathbone
Ms. Lisa E. Roday
Dr. Karen Kennedy Schultz
Ms. Ardine Williams

BOARD MEMBERS ABSENT FOR WEDNESDAY EVENING RECEPTION:

Hon. Mari Carmen Aponte
Ms. Cynthia E. Hudson
Ms. Anne Leigh Kerr

Mr. John E. Littel, Rector
Mr. J.E. Lincoln Saunders
Mr. Brian P. Woolfolk

OTHERS PRESENT FOR WEDNESDAY EVENING RECEPTION:

Dr. Katherine A. Rowe, President
Dr. Peggy Agouris, Provost
Ms. Amy S. Sebring, Chief Operating Officer
Ms. Carrie S. Nee, University Counsel
Dr. Virginia M. Ambler, Vice President for Student Affairs
Mr. Henry R. Broaddus, Vice President for Strategic Initiatives & Public Affairs
Dr. W. Fanchon Glover, Chief Diversity Officer
Dr. Jeremy P. Martin, Chief of Staff
Mr. Brian D. Mann
Mr. Michael J. Fox, Secretary to the Board of Visitors
Ms. Jessica L. Walton, Deputy Secretary to the Board of Visitors

This was a social event and no business took place.

THURSDAY, APRIL 21

On Thursday, April 21, the Committee on Audit, Risk and Compliance met from 8:00 – 9:30 a.m. in Brinkley Commons. Following the committee meeting, the Board convened for a meeting of the whole, in Brinkley Commons, for an RBC Strategic Work Session.

BOARD MEMBERS PRESENT FOR RBC STRATEGIC WORK SESSION:

Hon. Mari Carmen Aponte (*remote via Zoom*)

Mr. Victor K. Branch

Mr. S. Douglas Bunch

Ms. Sue H. Gerdelman

Mr. James A. Hixon

Ms. Cynthia E. Hudson

Ms. Barbara L. Johnson, Secretary

Ms. Anne Leigh Kerr

Mr. John E. Littel, Rector

Mr. William H. Payne II, Vice Rector

Hon. Charles E. Poston

Mr. John P. Rathbone

Ms. Lisa E. Roday

Mr. J.E. Lincoln Saunders

Dr. Karen Kennedy Schultz

Ms. Ardine Williams

Mr. Brian P. Woolfolk (*remote via Zoom*)

OTHERS PRESENT FOR RBC STRATEGIC WORK SESSION:

Dr. Katherine A. Rowe, President

Dr. Debbie L. Sydow, RBC President

Ms. Carrie Nee, University Counsel

Ms. Ramona Taylor, RBC Legal Counsel

Mr. Michael J. Fox, Secretary to the Board of Visitors

Ms. Jessica L. Walton, Deputy Secretary to the Board of Visitors

Mr. John E. Littel, Rector of the William & Mary Board of Visitors, called the meeting of the whole to order at 9:47 a.m.

Mr. Littel noted that Ms. Mari Carmen Aponte and Mr. Brian P. Woolfolk had notified him that they are unable to attend the RBC Strategic Working Session in person. He said Ms. Aponte is unable to attend due to a personal professional matter related to her nomination to serve as Ambassador to Panama and Mr. Woolfolk due to a family member's medical condition that requires him to provide care. They requested to participate in the meeting electronically from Washington, DC and Fort Washington, Maryland, respectively. Pursuant to the Virginia Freedom of Information Act and Section III.D of the Board bylaws, Mr. Littel moved that the Board approve use of electronic participation. The motion was seconded by Ms. Barbara L. Johnson and passed by voice vote.

Ms. Johnson moved that the William & Mary Board of Visitors convene into closed session for the following reasons:

Pursuant to Va. Code §2.2-3711.A.1 for evaluation of the performance of schools and departments, which will necessarily involve discussion of the performance of the RBC President, Chief Business Officer, Provost and other RBC senior leaders;

Pursuant to Va. Code §2.2-3711.A.3 for discussion of the disposition of publicly held real property where discussion in open session would adversely affect the college's bargaining position or negotiating strategy;

Pursuant to Va. Code §2.2-3711.A.7 for consultation with legal counsel regarding probable litigation; and

Pursuant to Va. Code §2.2-3711.A.8 for consultation with legal counsel regarding RBC regulatory compliance.

Motion was seconded by Mr. J.E. Lincoln Saunders and approved by roll call vote – 17-0 – conducted by Mr. Michael J. Fox, Secretary to the Board of Visitors. Observers were asked to leave the room and the Board went into closed session at 9:50 a.m. with the RBC President, University Counsel and RBC Legal Counsel.

The Board reconvened in open session at 12:30 p.m. Ms. Johnson moved that the Board certify by roll call vote that, to the best of each member's knowledge, only matters lawfully exempted from the open meeting requirements under the Freedom of Information Act were discussed, and only matters identified in the motion to have the closed session were discussed. Motion was seconded by Mr. Payne and approved by roll call vote – 17-0 – conducted by Mr. Fox.

There being no further business, Mr. Littel, adjourned the Committee of the Whole at 12:32 p.m.

The Nominations Committee met following the RBC Strategic Work Session while other members had lunch.

MEMBERS OF THE NOMINATIONS COMMITTEE:

Mr. William H. Payne II, Chair

Ms. Sue H. Gerdelman

Mr. Victor K. Branch

Ms. Lisa E. Roday

OTHERS PRESENT FOR THE NOMINATIONS COMMITTEE:

Ms. Carrie Nee, University Counsel

Mr. Michael J. Fox, Secretary to the Board of Visitors

Mr. Payne called the Nominations Committee to order at 12:47 p.m. After a brief procedural discussion, Mr. Payne moved that the Nominations Committee convene into closed session Pursuant to Va. Code §2.2-3711.A.1 to discuss the appointment of specific public officers or appointees. Motion was seconded by Ms. Lisa E. Roday and approved by roll call vote – 4-0 – conducted by Mr. Fox. Ms. Nee and Mr. Fox were excused for closed session.

The Committee reconvened in open session at 1:41 p.m. Mr. Payne moved that the Committee certify by roll call vote that, to the best of each member's knowledge, only matters lawfully exempted from the open meeting requirements under the Freedom of Information Act were discussed, and only matters identified in the motion to have the closed session were discussed. Motion was seconded by Ms. Sue H. Gerdelman and approved by roll call vote – 4-0 – conducted by Mr. Fox.

Mr. Payne moved that the recommendations regarding the nominations of officers discussed during closed session be forwarded to the full Board for consideration. Motion was seconded by Ms. Gerdelman and approved unanimously by voice vote.

There being no further business, Mr. Payne, adjourned the Nominations Committee at 1:42 p.m.

The Committee on Academic Affairs met in Brinkley Commons from 1:15 – 1:30 p.m.

The Committee on Administration, Buildings and Grounds, Committee on the Student Experience and AD Committee on Organization Sustainability & Innovation¹ held a Joint Meeting in Brinkley Commons.

BOARD MEMBERS PRESENT FOR THE JOINT MEETING:

Hon. Mari Carmen Aponte (*remote via Zoom*)

Mr. Victor K. Branch

Mr. S. Douglas Bunch

Ms. Sue H. Gerdelman

Mr. James A. Hixon

Ms. Cynthia E. Hudson

Ms. Barbara L. Johnson, Secretary

Ms. Anne Leigh Kerr

Mr. John E. Littel, Rector

Mr. William H. Payne II, Vice Rector

Hon. Charles E. Poston

Mr. John P. Rathbone

Ms. Lisa E. Roday

Mr. J.E. Lincoln Saunders

Dr. Karen Kennedy Schultz

Ms. Ardine Williams

Ms. Meghana Boojala, Student Representative

Dr. Thomas J. Ward, Faculty Representative

Dr. Shannon H. White, Staff Liaison

BOARD MEMBERS ABSENT FOR THE JOINT MEETING:

Mr. Brian P. Woolfolk

OTHERS PRESENT FOR THE JOINT MEETING:

Dr. Katherine A. Rowe, President

Dr. Peggy Agouris, Provost

Ms. Amy S. Sebring, Chief Operating Officer

Dr. Virginia M. Ambler, Vice President for Student Affairs

Ms. Carrie Nee, University Counsel

Mr. Jeff Turner, Executive Vice President for Brailsford & Dunlavey

Ms. Michele Westrick, VMDO Principal

Mr. Kent Erdahl, Internal Auditor

Mr. John Cho, Incoming Student Assembly President

Mr. Michael J. Fox, Secretary to the Board of Visitors

Ms. Jessica L. Walton, Deputy Secretary to the Board of Visitors

Members of the President's Cabinet

Mr. Payne, Vice Rector of the William & Mary Board of Visitors and Chair of the Committee on Administration, Buildings and Grounds, presided over the joint meeting and called it to order at 1:46 p.m.

¹ Committee of the Whole

Mr. Payne noted that Ms. Mari Carmen Aponte notified the Rector that she is unable to attend the Joint Meeting due to a personal professional matter related to her nomination to serve as Ambassador to Panama. She requested to participate in the meeting electronically from Washington, DC. Pursuant to the Virginia Freedom of Information Act and Section III.D of the Board bylaws, Mr. Payne moved that the Board approve use of electronic participation for Ms. Aponte. The motion was seconded by Ms. Gerdelman and approved unanimously by voice vote.

Mr. Payne introduced Ms. Amy S. Sebring, Chief Operation Officer, and Dr. Virginia M. Ambler, Vice President for Student Affairs, to present the Housing & Dining Comprehensive Facilities Plan ("Housing & Dining Plan"). Dr. Ambler recognized and thanked Mr. Jeff Turner, Executive Vice President of Brailsford & Dunlavey, and Ms. Michele Westrick, VMDO Architect and Principal, for their help in developing the Housing & Dining Plan.

Dr. Ambler referenced the Vision 2026 goal "Evolve to Excel"² and spoke about how the Housing & Dining Plan incorporates the multiple aspects of this goal. Dr. Ambler noted the value of on campus residential living and highlighted the educational benefits of living in a residence hall.

Ms. Sebring provided an overview of the plan for residential space on campus under the Housing & Dining Plan. She said over the next ten years 45% of current residential beds will be replaced with new facilities, 35% will require major or substantive renovations, and 20% are not a significant part of the plan. Ms. Sebring provided a current snapshot of housing statistics (i.e. number of beds, number of residence halls, beds with AC, etc.) and the projected statistics at the completion of the plan in fall 2032.

Dr. Ambler and Ms. Sebring discussed how the university plans to phase in the plan over the next ten years and the areas of campus that will be impacted.

Dr. Ambler shared that input from students currently living in Old Dominion and Monroe Halls was incorporated into the concept design. She showed how current space is being utilized in both dorms and the conceptual design of renovations.

Ms. Sebring presented Phase I of the Housing & Dining Plan, and talked about the implementation, approach and impact of Phase I. Ms. Sebring also talked about university plans to seek a Public-Private Partnership (P3) for new construction and demolition. She also presented Phases II and III of the Housing & Dining Plan, and the respective implementation, approach and impact of each phase.

Ms. Sebring provided a timeline of requested Board action needed over the course of the next eighteen months: (1) April 2022 – Endorse Housing & Dining Comprehensive Facilities Plan; (2) September 2022 – Approve Phase I projects and update the Capital Plan; and (3) Fall 2022 – Fall 2023 – Approve P3 use, ground lease and related terms as needed.

A discussion ensued regarding the renovation of One Tribe Place, dining locations, childcare center, and integration of living and learning spaces.

² "William & Mary will embrace change to achieve our full potential in environmental and financial sustainability, in diversity, equity and inclusion, and in operational excellence."

Dr. Katherine A. Rowe, Williams & Mary President, asked Ms. Meghana Boojala, Student Representative and Student Assembly President, and Mr. John Cho, Incoming Student Assembly President, to provide their thoughts on the Housing & Dining Plan. Mr. Cho said the plan is exciting and he appreciated the inclusion of feedback from students in the development of the Housing & Dining Plan. Ms. Boojala said that this plan is greatly needed and she appreciated how this will integrate living and learning.

Mr. Payne noted that the Housing & Dining Plan will be included in the new Campus Master Plan.

A discussion ensued regarding the Housing & Dining Plan and carbon neutrality.

Mr. Payne brought forth **Resolution 21**, Endorse Housing & Dining Comprehensive Facilities Plan. **Resolution 21** was moved by Ms. Roday, seconded by Mr. Saunders, and passed unanimously by voice vote.

There being no further business, Mr. Payne, adjourned the Joint Meeting at 2:28 p.m.

The Finance Committee met from 2:45 – 3:15 p.m., followed by the Committee on Administration, Buildings and Grounds in Brinkley Commons.

At 5:00 p.m. multiple members of the Board attended the Endowed Professorship Reception in the Great Hall of the Sir Christopher Wren Building. Mr. Littel made brief remarks welcoming guests, thanking donors, and introduced Dr. Katherine A. Rowe, William & Mary President.

Later that evening the full Board convened in the Goodwin Room at the Williamsburg Inn for dinner from 7:00 – 9:00 p.m. Conversations ensued regarding long-term strategic planning, the Virginia Institute of Marine Science and the Housing & Dining Plan presented earlier in the day.

BOARD MEMBERS PRESENT FOR THURSDAY DINNER:

Mr. Victor K. Branch

Mr. S. Douglas Bunch

Ms. Sue H. Gerdelman

Mr. James A. Hixon

Ms. Cynthia E. Hudson

Ms. Barbara L. Johnson, Secretary

Ms. Anne Leigh Kerr

Mr. John E. Littel, Rector

Mr. William H. Payne II, Vice Rector

Hon. Charles E. Poston

Mr. John P. Rathbone

Ms. Lisa E. Roday

Mr. J.E. Lincoln Saunders

Dr. Karen Kennedy Schultz

Ms. Ardine Williams

BOARD MEMBERS ABSENT FOR THURSDAY DINNER:

Hon. Mari Carmen Aponte

Mr. Brian P. Woolfolk

Also present was William & Mary President Katherine A. Rowe.

FRIDAY, APRIL 22

On Friday morning, April 22, the Investments Subcommittee met from 8:15 – 8:45 a.m. in room 2018B, Miller Hall.

At 9:06 a.m. Mr. John E. Littel, Rector, convened the full Board.

BOARD MEMBERS PRESENT FRIDAY FOR THE FULL BOARD MEETING:

Mr. John E. Littel, Rector
Mr. William H. Payne II, Vice Rector
Ms. Barbara L. Johnson, Secretary
Hon. Mari Carmen Aponte (*remote via Zoom*)
Mr. Victor K. Branch
Mr. S. Douglas Bunch
Ms. Sue H. Gerdelman
Mr. James A. Hixon
Ms. Cynthia E. Hudson
Ms. Anne Leigh Kerr
Hon. Charles E. Poston

Mr. John P. Rathbone
Ms. Lisa E. Roday
Mr. J.E. Lincoln Saunders
Dr. Karen Kennedy Schultz
Ms. Ardine Williams
Mr. Brian P. Woolfolk (*remote via Zoom*)

Ms. Meghana Boojala, Student Representative
Dr. Thomas J. Ward, Faculty Representative
Dr. Shannon H. White, Staff Liaison

OTHERS PRESENT FOR THE FULL BOARD MEETING:

Dr. Katherine A. Rowe, President
Dr. Debbie L. Sydow, RBC President
Dr. Peggy Agouris, Provost
Ms. Amy S. Sebring, Chief Operating Officer
Ms. Carrie Nee, University Counsel
Mr. John Cho, incoming Student Assembly President
Ms. Jasmine Martinez, incoming Student Assembly Vice President
Mr. Michael J. Fox, Secretary to the Board of Visitors
Ms. Jessica L. Walton, Deputy Secretary to the Board of Visitors
Members of the President's Cabinet
W&M Staff, Faculty and Students

Mr. Littel welcomed Board members and all those present.

Mr. Littel noted that Ms. Mari Carmen Aponte and Mr. Brian P. Woolfolk had notified him that they are unable to attend the Board meeting in person. He said Ms. Aponte is unable to attend due to a personal professional matter related to her nomination to serve as Ambassador to Panama and Mr. Woolfolk due to a family member's medical condition that requires him to provide care. They requested to participate in the meeting electronically from Washington, DC and Fort Washington, Maryland, respectively. Pursuant to the Virginia Freedom of Information Act and Section III.D of the Board bylaws, Mr. Littel moved that the Board approve use of electronic participation. The motion was seconded by Ms. Johnson and passed by voice vote.

Mr. Littel gave remarks about the Board members rolling off the Board of Visitors, and student and staff representatives. He reminisced about his time on the Board since being appointed in 2012, the honor of being appointed Rector in 2018, and his affinity for William & Mary. Mr. Littel also spoke

about the passion and commitment of the William & Mary community in making sure the university's mission prevails, even during the challenging times of pandemic.

Mr. Littel thanked President Rowe for being such an engaged and strategic partner. He also spoke about how much he has learned from his fellow Board members and how he has enjoyed the work they have done together. Mr. Littel also thanked Mr. Payne, Ms. Gerdelman, and Ms. Johnson for their partnership as officers of the Board, and noted Mr. Payne, Ms. Gerdelman and Ms. Roday will rotate off the Board in June. He spoke about the significant and lasting contributions they made to the university. Lastly, Mr. Littel thanked Mr. Fox, Ms. Jessica Walton, Deputy Secretary to the Board of Visitors, Mr. Steve W. Tewksbury, Executive Director of University Events, and Ms. Andrea M. Harris, Associate Director of University Events for their work.

Mr. Littel called on Dr. Debbie L. Sydow, RBC President to make opening remarks.

President Sydow expressed appreciation for the Board's support of RBC's mission and FY22 priority goals. She referenced the RBC 2021-2022 Priority Goals End-of-Year Progress Report provided to the Board in the pre-read booklet. President Sydow spoke about success of the spring semester, the return of outdoor sports and gatherings, and return to in-person activities.

President Sydow announced that on Saturday, April 23, RBC will hold its first in-person admissions fair since the pandemic began in 2020. She also noted that the 2022 RBC Commencement Ceremony will be in person at the Virginia State University Multi-Purpose Center on Thursday, May 19.

President Sydow provided an overview of the RBC Committee meeting that took place at RBC from 12:00 – 2:00 p.m. on Wednesday, April 20, and action items approved by the Committee.

President Sydow spoke about the 2022 RBC Academic Awards Ceremony that took place on Tuesday, April 19. She said academic department chairs spoke about the performance and accomplishment of student honorees. Dr. Adam Zucconi, RBC Assistant Professor of History and Faculty Assembly Chair, and Ms. Jamia Hines, RBC Instructor of Communication, received Faculty Excellence Awards and will serve as faculty marshals at Commencement.

Mr. Littel called on Dr. Katherine A. Rowe, William & Mary President to make opening remarks.

President Rowe noted that this year William & Mary has focused on fundamentals of higher education which include ensuring students have a great experience, learn in transformative ways, and receive their first job/graduate school/military commission. She noted that with these goals in mind the university launched Vision 2026 two months ago.

President Rowe also highlighted several accomplishments from the current academic year that fall under three categories.

1. Discovery and Dissemination of Knowledge
 - Launch of the Bray School Lab
 - Centennial of Asian Education
 - Dedication of the Arthur A. Matsu Arcade

- Dedication of Hearth: Memorial to the Enslaved
 - Guggenheim Fellowship – David Dominique, Assistant Professor of Music
 - Truman Scholar – Alton Coston III '23
2. Student Access and Success
- Welcomed inaugural class of Posse Scholars in fall of 2021
 - Piloted a freshman fall abroad with Verto Education
 - Career Pathways
 - Appointed a Chief Career Officer
 - Celebrated the 20th Anniversary of the W&M Washington Center
3. Continuing to Grow Change Readiness
- Second year of in-person learning under pandemic
 - Adopted an Inclusive Excellence Framework and completes a DEI assessment
 - Rolled out a Climate Action Roadmap
 - Presented a Housing & Dining Comprehensive Facilities Plan
 - New protocols for hybrid work

President Rowe concluded her remarks by thanking senior leadership, and faculty, staff and student leadership. She also expressed gratitude for the partnerships the university has with the City of Williamsburg, local region and Richmond. Lastly, President Rowe thanked the Board for their support and partnership.

Recognizing a quorum was present. Mr. Littel asked for a motion to approve the minutes of the February 9-12, 2022 meeting. Motion was made by Ms. Roday, seconded by Mr. Payne, and approved by voice vote.

Mr. Littel called for the reports of the standing committees³.

Mr. Victor K. Branch reported for the **RBC Committee** and briefly reviewed the agenda and referenced items President Sydow highlighted in her opening remarks. On behalf of the Committee, Mr. Branch moved adoption of **Resolution 1**, Appointment to Fill Vacancy in the Instructional Faculty; **Resolution 2**, Approval of Academic Promotions; **Resolution 3**, Retirement of Becky H. Toombs, Financial Services Specialist/Cashier; **Resolution 4**, Honorary Degree – Dr. Nakeina Douglas-Glenn; **Resolution 5**, Adoption of RBC Public-Private Education Facilities and Infrastructure Act of 2002; and **Resolution HC-1 (appended)**, RBC Master Plan Revisions. **Resolutions 1-5 and HC-1** were approved as a block by voice vote.

Mr. Charles E. Poston reported for the **Committee on Audit, Risk and Compliance** and briefly reviewed the agenda. There were no action items.

Mr. S. Douglas Bunch reported for the **Committee on Academic Affairs** and briefly reviewed the agenda. On behalf of the Committee, Mr. Bunch moved adoption of **Resolution 6**, Appointment to Fill Vacancies in the Instructional Faculty; **Resolution 7**, Designated Professorship; **Resolution 8**, Faculty Promotions; **Resolution 9**, Faculty Leaves of Absence; and **Resolution 10**, Modify the Bylaws of the Faculty of Arts & Sciences. **Resolutions 6-10** were approved as a block by voice vote.

³ Note: The Committee on Institutional Advancement did not meet during this Board meeting.

On behalf of the Committee, Mr. Bunch moved adoption of **Resolution 11**, Brent Allred, Raymond Mason School of Business; **Resolution 12**, Aaron Paul Blossom, Raymond Mason School of Business; **Resolution 13**, Johnston M. Brendel, School of Education; **Resolution 14**, Herrington J. Bryce, Raymond Mason School of Business; **Resolution 15**, Judith B. Harris, School of Education; **Resolution 16**, John M. Hoening, School of Marine Science; **Resolution 17**, Rex M. Holmlin, Raymond Mason School of Business; **Resolution 18**, Paul Marcus, Law School; **Resolution 19**, Carol L. Tieso, School of Education; and **Resolution 20**, Robert E. Williams, Raymond Mason School of Business. **Resolutions 11-20** were approved as a block by voice vote.

Mr. William H. Payne II introduced his twin brother, Judson Payne, to the Board. Mr. Payne reported for the **Joint Meeting of the Committee on Administration, Buildings and Grounds, Committee on the Student Experience and AD HOC Committee on Organizational Sustainability & Innovation and Committee on Administration, Buildings and Grounds**, and briefly reviewed both agendas. On behalf of the Committee on Administration, Buildings and Grounds, Mr. Payne moved adoption of **Resolution 21**, Endorse Housing & Dining Comprehensive Facilities Plan; **Resolution 22**, Adoption of W&M Public-Private Education Facilities and Infrastructure Act of 2002; **Resolution 23**, Delegation of Authority to Approve Capital Projects Less than \$3 million; **Resolution 24**, Approve Property Acquisition & Demolition of 3 Riverview Avenue; **Resolution 25**, Revision of Executive Employment Policy. **Resolutions 21-25** were approved as a block by voice vote.

Mr. James A. Hixon reported for the **Committee on Financial Affairs and Investments Subcommittee** and briefly reviewed both agendas. On behalf of the Committee on Financial Affairs, Mr. Hixon moved adoption of **Resolution 26**, Amendment to the Investment and Spending Policy for Endowment. **Resolutions 26** was approved by voice vote.

Mr. Littel called for the reports from the student and faculty representatives, and staff liaison.

Mr. Littel thanked Ms. Meghana Boojala, student representative for the Board and Student Assembly President, for all the work her and her team have done throughout the year.

Ms. Boojala, spoke about the changes in the university's COVID-19 policies since the February Board meeting, including the removal of the mask mandate, and how it has changed student life. She also talked about the partnership between the Student and Faculty Assemblies to discuss how the classroom has changed, and how to adapt to student needs. Ms. Boojala talked about the focus on student safety and mental health during the pandemic. She also highlighted benefits of the pandemic such as increased access to learning through virtual platforms. On behalf of the student, Ms. Boojala thanked leadership for their effort during the pandemic to make students feel safe and for giving her a seat at the table as the Student Assembly President.

Ms. Boojala introduced her successor Mr. John Cho, incoming Student Assembly President, and Ms. Jasmine Martinez, incoming Student Assembly Vice President. Mr. Cho introduced himself to the Board and recognized his leadership team. He noted that the focus during his administration will be to engage student voices in the community, especially those who have been historically marginalized. Mr. Cho closed his remarks by thanking Ms. Boojala for her leadership over the past year.

Mr. Littel called on Dr. Thomas J. Ward, faculty representative to the Board, who is leaving the Board after two year of service to make remarks on behalf of the faculty. Dr. Ward referenced the *Report of the W&M Faculty Representative* included in the Board Book (Enclosure D) and spoke about themes within the report. Dr. Ward also spoke about the excitement around the newly announced Housing & Dining Plan. Lastly, Dr. Ward spoke about the change in the universities COVID-19 policies and its effects, and thanked leadership for their efforts during the pandemic.

Mr. Littel thanked Dr. Ward for his service and then called on Dr. Shannon H. White, staff liaison for Board, who is leaving the Board after a year of service. Dr. White thanked leadership for listening to staff and allowing them a seat at the table. She reflected on the academic year and changes in the university's COVID-19 policies. Dr. White highlighted multiple policies the assemblies Staff Assembly and Professional & Professional Faculty Assembly (PPFA) are working to implement or revise.

Mr. Littel thanked Dr. White for her service and asked her to remind the Board how the staff liaison position on the Board rotates annually between the President of the PPFA, which she represents, and the President of the Staff Assembly.

Mr. Littel said there was no old business.

Under new business, Mr. Littel called on President Rowe to provide a brief overview of the two 2022 Commencement honorary degree recipients – Ms. Mellody Hobson and Congresswoman Stephanie Murphy '00.

Mr. Littel moved to officially confer honorary degrees on the following individuals for Commencement 2022:

- Mellody Hobson – Doctor of Humane Letters
- Stephanie Murphy – Doctor of Public Service

The motion was seconded by Ms. Roday and approved unanimously by voice vote.

Mr. Littel asked Mr. Payne for the report of the Nominations Committee. Mr. Payne, Chair of the Nominations Committee, thanked the members of the committee - Mr. Branch, Ms. Gerdelman, and Ms. Lisa E. Roday – and Board members for participating, commented on the process, then placed in nomination the slate of names recommended by the Committee for the offices for the term of July 1, 2022 through June 30, 2024.

- Rector – Honorable Charles E. Poston
- Vice Rector – Ms. Barbara L. Johnson
- Secretary – Ms. Ardine Williams

Mr. Littel asked for nominations from the floor. Hearing none, Mr. Littel moved that the nominations be closed. Motion was seconded by Ms. Roday and approved unanimously by voice vote. Mr. Littel then moved adoption of the slate of officers as proposed. Motion was seconded by Ms. Roday and approved unanimously by roll call vote. The new officers were congratulated and received a round of applause.

Mr. Littel introduced and moved **Resolution HC-2 (appended)**, Board of Visitors Appointment to the 1693 Partners Fund Board. **Resolution HC-2** was seconded by Ms. Roday and approved unanimously by voice vote.

Mr. Littel introduced and moved **Resolution HC-3 (appended)**, Board of Visitors Appointment to the William & Mary Real Estate Foundation Board of Directors. **Resolution HC-3** was seconded by Ms. Roday and approved unanimously by voice vote.

Mr. Littel introduced **Resolution HC-4**, A Resolution Commending Dean Lawrence B. Pulley and asked Board Secretary, Ms. Johnson, to read the resolution in its entirety.

**A RESOLUTION COMMENDING
DEAN LAWRENCE B. PULLEY**

Lawrence B. Pulley became Dean of the Raymond A. Mason School of Business on July 1, 1998, and since that time he has led multiple efforts to further the mission to educate highly skilled and ethical businesspersons. This summer, Larry will step down as dean and retire from the university.

Dean Pulley received his B.A. (1974) in math and economics from William & Mary – Phi Beta Kappa, and his Ph.D. (1978) in economics from the University of Virginia. His teaching career began in Waltham, Massachusetts at Brandeis University. Prior to returning to William & Mary, he was a visiting professor at the University of Virginia and Wellesley College. Dean Pulley joined William & Mary as an associate professor of the business school in 1985. He went on to serve as associate dean, professor and interim dean before taking on his current role. Dean Pulley also serves as the T.C. and Elizabeth Clarke professor of business administration.

As leader of the Mason School, Dean Pulley has built a nimble, innovative and entrepreneurial business school enterprise based on a commitment to “principled achievement.” He led faculty and staff to partner with alumni and companies to provide students with a personalized experience-based approach to management education that brings business into the business school to make students truly career-ready and connect them to world-class opportunities. He championed the design, funding, and construction of Alan B. Miller Hall; oversaw the launch of five new online degree programs, and a new residential M.S. in Business Analytics degree; and increased the business school’s outreach to veterans, creating a new Center for Military Transition as part of the university’s Veteran-to-Executive Transition initiative. Dean Pulley has also overseen the creation and building of the Executive Partner network, which is a volunteer corps of more than 100 senior business executives across functional business areas who are matched with students as coaches, mentors, and leadership development experts. He has built strong relationships with alumni and business leaders, and these partnerships have significantly enhanced the rankings, resources, and reputation of the Raymond A. Mason School of Business and William & Mary.

Dean Pulley has received multiple awards for his teaching and service at W&M, including the Dean's Executive MBA Teaching Award, the Daniel C. Lewis Award for Exceptional Service and the Outstanding Professor Award presented by the MBA Class of 1989.

Prior to becoming dean, Dean Pulley's research interests focused on banking industry structure and regulation, international payments, portfolio theory and management, and statistical modeling and tests of fit. During that time he and his coauthors published numerous academic articles in high-quality journals focused on statistical modeling, portfolio theory, and empirical studies in banking.

THEREFORE, BE IT RESOLVED, *That the Board of Visitors recognizes Lawrence B. Pulley's commitment to the mission and values of William & Mary and its Raymond A. Mason School of Business, as well as his collaborative leadership style; and acknowledges his outstanding contributions as Dean of the Raymond A. Mason School of Business;*

BE IT FURTHER RESOLVED, *That the Board of Visitors hereby expresses their deep appreciation for Dean Pulley's tireless advocacy for our faculty, students and the excellence of a William & Mary education as well as his ability to lay the groundwork for so many innovative initiatives during his thirty-seven-year tenure;*

BE IT FURTHER RESOLVED, *That the Board of Visitors approves a change in status from Dean and T.C. and Elizabeth Clarke Professor of Business to Dean and T.C. and Elizabeth Clarke Professor of Business, Emeritus.*

BE IT FURTHER RESOLVED, *That the Board of Visitors extends all best wishes and thanks to Dean Pulley and his wife, Penny; and*

BE IT FINALLY RESOLVED, *That this resolution be spread upon the minutes of the Board and a copy of the same be delivered to Dean Pulley with best wishes from a grateful Board for his years of dedicated service to William & Mary.*

Dean Pulley received a standing ovation at the conclusion of the reading of the resolution. Mr. Littel moved adoption of **Resolution HC-4**. The motion was seconded by Ms. Roday seconded and approved unanimously by voice vote.

Mr. Littel introduced, at the request of President Rowe, **Resolution HC-5**, Recognition of Henry R. Broaddus – Vice President for Strategic Initiatives and Public Affairs, and asked President Rowe to read the resolution in its entirety.

**RECOGNITION OF HENRY R. BROADDUS
VICE PRESIDENT FOR STRATEGIC INITIATIVES AND PUBLIC AFFAIRS**

Henry R. Broaddus joined the William & Mary community in 2001, barely four years removed from his undergraduate days. During his 21 years of service to the Alma Mater of the Nation, he guided mission-critical operations with brilliance and warmth. The list of units he oversaw is long: undergraduate admissions, financial aid, strategic planning, university communications, economic development, government relations, university marketing, sustainability. As his scope expanded, so too did his ardent supporters. He is legendary among those who have worked for him as “the best boss ever.”

Mr. Broaddus received his undergraduate degree in English Literature and Creative Writing from Dartmouth College in 1997. He launched his career as Assistant Director of Admissions at his alma mater before joining William & Mary as Senior Assistant Dean of Admission.

At William & Mary, Mr. Broaddus went on to serve as Associate Dean of Admission, Director of Admission, Dean of Admission, Associate Provost for Enrollment and Dean of Admission and Vice President for Strategic Initiatives and Public Affairs. As his responsibilities grew, Mr. Broaddus extended opportunities for others. He welcomed diverse groups of applicants. He cultivated an entrepreneurial mindset among students, faculty, staff and administrators. He enhanced operational efficiencies for the campus as a whole. He bolstered the university’s commitment to reaching carbon neutrality.

On campus and throughout the community, Mr. Broaddus is known for his creative thinking. From his first day on the job, Mr. Broaddus pioneered innovative admissions approaches, opening doors for those who are first in their families to attend college. As the architect of William & Mary’s Green to Gold Sustainability Fund, he spearheaded sustainable investments throughout campus, the returns from which then replenished the resources to do even more. Through the Business Innovation initiative, he led more than \$5 million in cost savings and reallocations to speed efficiency and reduce waste of all kinds. He oversaw the launch of William & Mary’s Entrepreneurship Hub, bolstering entrepreneurial thinking across the university and supporting economic development efforts with regional partners. He has served on the Board of the Virginia Conservation Network and Walsingham Academy.

A study in paradox, Mr. Broaddus’ humility and commitment to others are matched by boundless cheer and an appetite for the limelight. His Christmas apparel – suited top to toe as an ornament – hints at his panache. The award-winning YouTube video that he wrote and starred in, “William and Mary Application Prompt,” heralded a championship run in “Dancing with the Williamsburg Stars.” That competition benefitted Literacy for Life and Big Brothers Big Sisters, an organization supporting one-to-one mentoring relationships that ignite the power and promise of youth. Mr.

Broaddus' dedication to the power and promise of youth is evident on every stage on which he stars.

In August 2022, Mr. Broaddus will take the helm of one of the largest Episcopal Church institutions in the nation as president of the Episcopal Church Schools in the Diocese of Virginia (CSDV). At William & Mary, his colleagues will miss him deeply. Yet we applaud CSDV's wisdom in calling him to this new service. The CSDV community could not have captured a more graceful, innovative and compassionate leader.

THEREFORE, BE IT RESOLVED, *That the Board of Visitors recognizes Henry Broaddus' 21 years of service to William & Mary, as well as his creative and service-minded leadership, and acknowledges his outstanding contributions as Vice President for Strategic Initiatives and Public Affairs;*

BE IT FURTHER RESOLVED, *That the Board of Visitors hereby expresses their deep appreciation for Mr. Broaddus' advancement of William & Mary's reputation and profile during his tenure, his dedication to entrepreneurship opportunities for students, faculty and staff, his advocacy for innovative admissions pathways and his wise oversight of financial aid, government relations and sustainability;*

BE IT FURTHER RESOLVED, *That the Board of Visitors extends warmest wishes to Mr. Broaddus, his wife, Alison, and two children, Bailey and Walt, as they launch this new chapter;*

BE IT FINALLY RESOLVED, *That this resolution be spread upon the minutes of the Board and a copy of the same be delivered to Henry Broaddus with best wishes from a grateful Board for his years of dedicated service to William & Mary.*

Ms. Roday moved adoption of **Resolution HC-5**. The motion was seconded by Ms. Gerdelman and approved unanimously by voice vote. Following the vote Mr. Henry R. Broaddus, Vice President for Strategic Initiatives and Public Affairs, Received a standing ovation.

Mr. Littel spoke about the evaluations of President Rowe and President Sydow. He said he will manage the evaluations and have more to report at the Executive Committee meeting scheduled for May 19, 2022.

Mr. Littel asked if there was any additional new business at which time Mr. Payne introduced, at the request of President Rowe, **Resolution 5**, Recognition of Rector John E. Littel P '22, on behalf of the Board of Visitors and read the resolution in its entirety.

RECOGNITION OF RECTOR JOHN E. LITTEL P '22

John E. Littel P '22 has served as a member of the William & Mary Board of Visitors for a decade, including four years as Rector.

Mr. Littel has led the Board brilliantly through extraordinary times. The parent of a

student in the Class of 2022, he worked closely with President Reveley and President Rowe to strengthen the university and support its students, faculty, staff and administrators. During his tenure as Rector, the university successfully navigated the headwinds of a pandemic, held tuition flat for undergraduate students and adapted every aspect of its operations to sustain its teaching and learning mission.

Presiding in quiet ways, as well as at grand celebrations, Mr. Littel has immersed himself in the daily life of the university. His frequent notes of gratitude lifted the spirits of staff, faculty and administrators. His enthusiasm at athletic events spurred our teams. On his annual “Rector’s Day,” he rambled the campus – visiting with employees and students, accessible and present, with great good humor.

THEREFORE, BE IT RESOLVED, *That the Board of Visitors presents Mr. Littel with two “Rambling Rector” roses in recognition of his leadership of the Board, his unwavering partnership with President Rowe and his love for this university;*

BE IT FURTHER RESOLVED, *That one of these two roses will be planted in the President’s House Garden in his honor. In every season that it climbs, buds, blooms, ripens rose hips and winters over, it will symbolize the steadfast love and service that he has given to this university; and*

BE IT FINALLY RESOLVED, *That the twin of that rose is gifted to Mr. Littel and his family to be planted in their garden; that it may be to them a constant reminder of the gratitude, affection and appreciation this university owes him for ensuring that the Alma Mater of the Nation will flourish for all time coming.*

Mr. Payne moved adoption of **Resolution HC-6**. The motion was seconded by Ms. Gerdelman seconded and approved unanimously by voice vote. Following the vote President Rowe and Clay Littel ’22, Mr. Littel’s son, presented him with a Rambling Rector rose. During the presentation of the rose Mr. Littel received a standing ovation.

Mr. Poston spoke about Mr. Littel’s leadership during his tenure as Rector and said his leadership should serve as an example for all institutions in Virginia.

Mr. Littel once again recognized the three Board members retiring from the Board – Ms. Gerdelman, Ms. Roday, and Mr. Payne – and spoke about their contributions to William & Mary while on the Board.

Ms. Gerdelman noted the Committee on Instructional Advancement did not meet in April. She also thanked all those that participated in One Tribe One Day.

Prior to going into closed session Mr. Littel noted that the Board would not have any business following closed session.

Ms. Johnson moved that the William & Mary Board of Visitors convene into closed session for the following reasons:

Pursuant to Va. Code §2.2-3711.A.1 for evaluation of the performance of schools and departments, which will necessarily involve discussion of the performance of the Presidents and senior leadership of both Richard Bland and William & Mary;

Pursuant to Va. Code §2.2-3711.A.1 to discuss the Board's appointment of specific public officers;

Pursuant to Va. Code §2.2-3711.A.3 for discussion of the disposition of real property owned by Richard Bland College where discussion in open session would adversely affect the college's negotiating strategy or bargaining position;

Pursuant to Va. Code §2.2-3711.A.5 for discussion of prospective expansion of a business or industry where no announcement has been made of the interest in expanding to facilities in the area; and

Pursuant to Va. Code §2.2-3711.A.7 and A.8 for consultation with legal counsel regarding pending litigation, contract and regulatory matters.

Motion was seconded by Mr. Payne and approved by roll call vote – 17-0 – conducted by Mr. Fox. Observers were asked to leave the room and the Board went into closed session at 10:28 a.m. with the W&M President and University Counsel.

The Board reconvened in open session at 10:41 a.m. Ms. Johnson moved that the Board certify by roll call vote that, to the best of each member's knowledge, only matters lawfully exempted from the open meeting requirements under the Freedom of Information Act were discussed, and only matters identified in the motion to have the closed session were discussed. Motion was seconded by Mr. Payne and approved by roll call vote – 17-0 – conducted by Mr. Fox.

Mr. Littel reminded Board members that the dedication of Hearth: Memorial to the Enslaved will take place at 2:00 p.m. on Saturday, May 7. He also noted that the Executive Committee will meet from 2:00 – 4:00 p.m. on Thursday, May 19 and RBC Commencement is that evening at 6:00 p.m. Lastly, Mr. Littel reminded the Board that William & Mary's undergraduate Commencement ceremony is Friday, May 20 at 7:00 p.m. in Zable Stadium and the graduate ceremony is Saturday, May 21 at 9:00 a.m.

There being no further business, Rector Littel adjourned the meeting at 10:43 a.m.

After lunch members of the Board gathered at the Virginia Institute of Marine Science (VIMS) at 2:00 p.m. for a tour of the campus.

BOARD MEMBERS PRESENT FOR VIMS TOUR:

Mr. S. Douglas Bunch
Ms. Sue H. Gerdeman
Ms. Barbara L. Johnson
Hon. Charles E. Poston

Mr. John P. Rathbone
Dr. Karen Kennedy Schultz
Ms. Ardine Williams

BOARD MEMBERS ABSENT FOR VIMS TOUR:

Hon. Mari Carmen Aponte
Mr. Victor K. Branch
Mr. James A. Hixon
Ms. Cynthia E. Hudson
Ms. Anne Leigh Kerr
Mr. John E. Littel, Rector
Mr. William H. Payne II

Ms. Lisa E. Roday
Mr. J.E. Lincoln Saunders
Mr. Brian P. Woolfolk

Dr. Thomas J. Ward, Faculty Representative
Ms. Meghana Boojala, Student Representative
Dr. Shannon H. White, Staff Liaison

OTHERS PRESENT FOR VIMS TOUR:

Dr. D. Derek Aday, Dean and Director of VIMS
Ms. Carrie S. Nee, University Counsel
Mr. Michael J. Fox, Secretary to the Board of Visitors
Ms. Sarah K. Huber, the Curatorial Associate and Collection Manager
Dr. Bill Walton, Acuff Professor of Marine Science and Shellfish Aquaculture Program Coordinator
Dr. Jessica Moss Small, Research Assistant Professor and Director of the Aquaculture Genetics and Breeding Technology Center

Dr. Derek Aday, Dean and Director of VIMS, introduced himself and spoke about the mission of VIMS. He then led Board members and William & Mary staff on a tour of key sites on the VIMS's main campus. The tour began in Davis Hall followed by an opportunity to explore the Nunnally Ichthyology Collection and learn how the collection's operation supports fisheries scientists throughout the world. Next the group visited the Acuff Center for Aquaculture and heard how the new facility will modernize and expand VIMS researchers' work to guide aquaculture towards maximum healthy yields and minimal environmental impact. The last stop on the tour was the Oyster Hatchery in the Boat Basin where Board members and staff were walked through the program's current operations, which produce genetically superior broodstock in support of Virginia's aquaculture industry.

Following the tour, Board members joined faculty from the School of Marine Science and Undergraduate Pre-Major Advisors for a Seafood Feast. The tour and feast were social in nature and no business was conducted.



Resolution to Approve RBC Master Plan Revisions

WHEREAS, the Board of Visitors approved a master plan for Richard Bland College in 2014; and

WHEREAS, in subsection C.3 of Item 164 of the 2021 Appropriations Act, the General Assembly granted Richard Bland College the authority to “broker agreements between and among educational, industry, and non-profit partners ... to strengthen and streamline educational pathways from high school, to work-based learning, to baccalaureate and advanced degrees that prepare individuals, including nontraditional students and veterans, for entry into STEM-H and other high-demand careers in the Commonwealth”; and

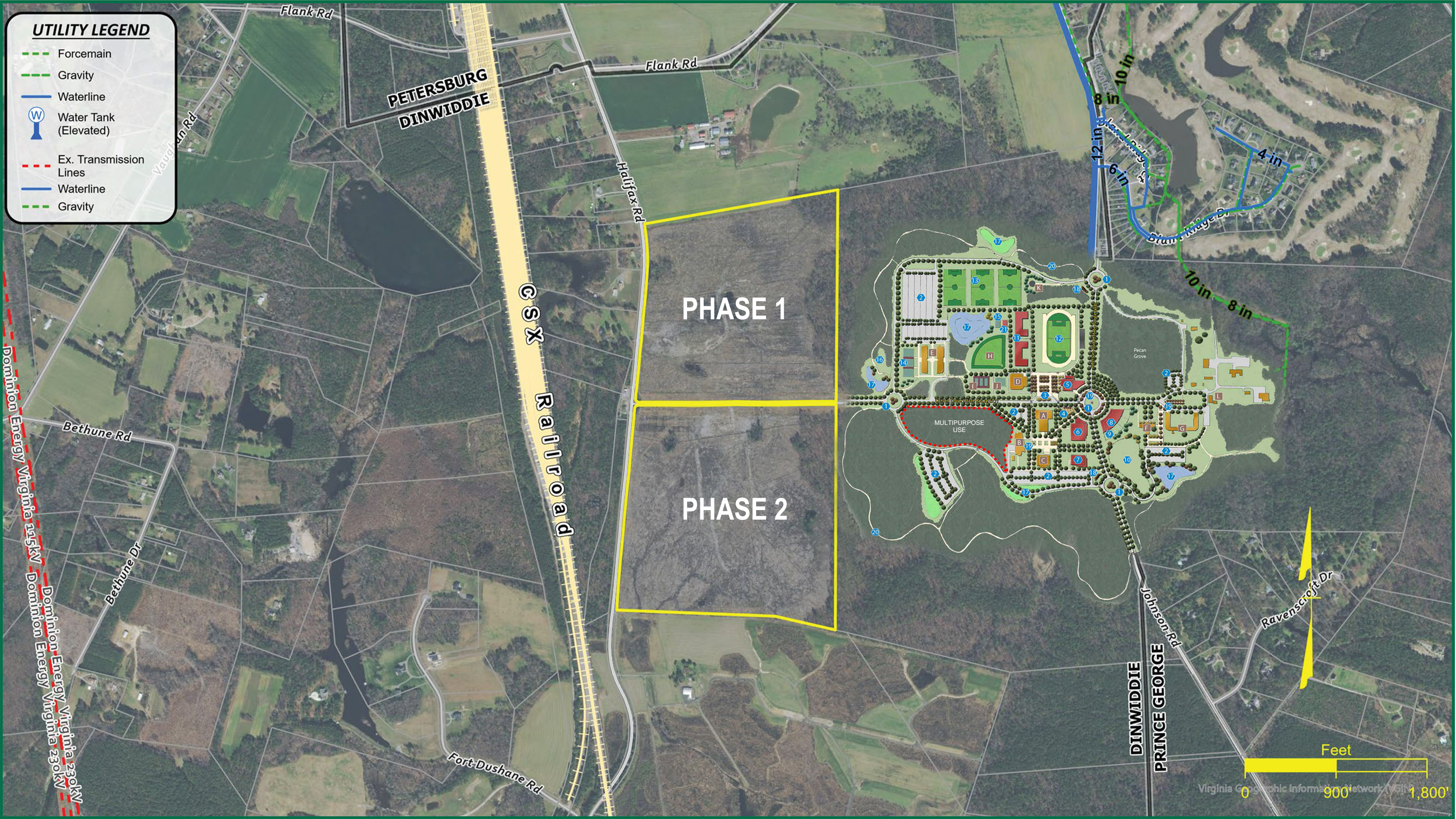
WHEREAS, in subsection C. 4 of Item 164, the General Assembly authorized Richard Bland College to “promote the development, delivery, and ongoing assessment of innovative, cost-effective degree programs and stackable credentials, including industry-recognized, competency-based credentials that are aligned with and responsive to the educational and workforce development needs of traditional and non-traditional students, including veterans and military personnel, and advance the economic development needs of employers and industries statewide”; and

WHEREAS, the College anticipates updating its planning documents, including its facilities/land use master plan, to include the utilization of strategic partnerships to fulfill its educational mission as contemplated in the 2021 Appropriations Act language and the development of a tract of currently unused land for educational, research, economic development and other uses that complement and support the mission; and

WHEREAS, in the interim, the College has revised its 2014 master plan (drawing attached) to utilize the portion designated as “Multi-purpose Use” for temporary education/training site(s) in collaboration with private partners for purposes that align with the strategic priorities articulated in the Appropriations Act.

THEREFORE, BE IT RESOLVED, that upon the recommendation of the president, the Board of Visitors accepts these revisions to the 2014 Richard Bland College Master Plan.

Richard Bland College Site Concept Plan



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**WILLIAM & MARY
BOARD OF VISITORS APPOINTMENT TO THE
1693 PARTNERS FUND BOARD**

WHEREAS, on February 11, 2022, the Board of Visitors authorized the transfer of the university's endowment to the 1693 Partners Fund ("Partners Fund") for purposes of managing the financial investment of that endowment;

WHEREAS, following the Board of Visitor's approval, the university executed a Member Deposit Agreement that was subsequently accepted by the Partners Fund board; and

WHEREAS, as a member entity of the Partners Fund, the Board of Visitors is entitled to have one of its members represented on the Partners Fund Board;

THEREFORE, BE IT RESOLVED, That upon the recommendation of the President the Chair of the Committee on Financial Affairs shall serve as the Board of Visitors' representative to the Partners Fund.

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**WILLIAM & MARY
BOARD OF VISITORS APPOINTMENT TO THE
WILLIAM & MARY REAL ESTATE FOUNDATION
BOARD OF DIRECTORS**

WHEREAS, The William & Mary Real Estate Foundation (“the Real Estate Foundation”) Bylaws state that “...two (2) Directors shall be appointed by the Board of Visitors...”;

WHEREAS, the initial appointment shall last a period of two (2) years with the ability to reappoint or extend an appointment for subsequent terms; and

WHEREAS, the current term of Mr. Thomas Frantz will expire on June 30, 2022 after two successful terms of service;

THEREFORE, BE IT RESOLVED, That upon the recommendation of the President the Board of Visitors appoints Mr. William H. Payne, II, effective July 1, 2022 through June 30, 2024 to the William & Mary Real Estate Foundation Board of Directors.