

**RESOLUTION OF THE BOARD OF VISITORS OF  
WILLIAM & MARY  
APPROVING SIGNATURE AUTHORITY**

**WHEREAS**, pursuant to Va. Code §23.1- 2800 and Va. Code §23.1-100, the College of William & Mary in Virginia (William & Mary) is designated as a university and baccalaureate public institution of higher education;

**WHEREAS**, Va. Code §23.1-2802 vests authority to direct the affairs of the university in the Board of Visitors (the Board);

**WHEREAS**, pursuant to Va. Code §23.1-2807, the Board is also vested with supervision, management and control of the Virginia Institution of Marine Science (VIMS) as an administrative unit of the university;

**WHEREAS**, Article X of the Board bylaws designates the President of William & Mary as its chief executive officer and §B thereof authorizes the President “to transact business in the name of the university” and “to further delegate such authority as has been conferred to the President, subject to the guidelines for its exercise;”

**WHEREAS**, Article X, C.1 states that “Concurrently with the President, the Provost has the authority to transact business in the name of the university, with the exception of indebtedness and those particular assignments made to the Chief Operating Officer. The Provost has the authority to further delegate such authority; such delegation must be consistent with applicable law and regulations; and subject to guidelines for its exercise;” and

**WHEREAS**, Article X, §C.2 of the Board bylaws states:

Concurrently with the President, the Chief Operating Officer has authority to transact business in the name of the university, including: (1) the transfer, conversion, endorsement, sale, purchase, assignment, conveyance and delivery of any and all shares of stocks, bonds, debentures, notes and subscriptions warrants, case or equivalent assets, and evidence of indebtedness; (2) any and all contracts for the purchase of real estate and other property, or other securities or assets now or hereafter owned by the Board, or bearing any similar designation indicating ownership the University; (3) agreements setting forth the terms for the acceptance of gifts to the University; (4) any and all contracts for the purchase or rental of professional services, supplies and equipment, including software and hardware; the design and construction of facilities; non-disclosure and confidentiality agreements; real estate and property leases or rental agreements; capital leases; acquisition or conveyance of any other type of property interest, including easements; equipment leases or fixed assets rental agreements; use of University facilities; and (5) any other agreements necessary

to carry out and support the operations of the University, with the exception of those particular assignments made to the Provost. The sale of the real property requires the approval of the Board and the Commonwealth of Virginia. The Chief Operating Officer has the authority to further delegate such authority.

**THEREFORE BE IT RESOLVED** that the bylaws excerpted above granting authority to certain executive officers to transact business in the name of the university remain in full force and effect;

**BE IT FURTHER RESOLVED** that the following statement of certification will accompany this resolution requiring signature by the Secretary of the Board of Visitors attesting to its validity and correctness:

I, Ardine Williams, Secretary of the Board of Visitors of the College of William & Mary in Virginia (William & Mary), do hereby certify that the foregoing is a true and correct copy of the Resolution approved by the Board of Visitors of said university at a duly constituted meeting held in Williamsburg, Virginia on the 29<sup>th</sup> day of September 2023 at which a quorum was participating and acting throughout in accordance with the Virginia Freedom of Information Act, Va. Code §2.2-3700 et seq., and that said resolution appears in the minutes of said meeting, and that the same has not been rescinded or modified and is now in full force and effect. I further certify that said public institution of higher education is duly organized and existing pursuant to the laws set forth above.

Given under my hand and official seal of the College of William & Mary in Virginia on the \_\_\_\_ day of \_\_\_\_\_, 2023.

\_\_\_\_\_, Secretary