

MINUTES
Meeting of the Board of Visitors
The College of William and Mary in Virginia

November 16-17, 2006

The Board of Visitors of The College of William and Mary in Virginia met on the Richard Bland College campus in Petersburg and on the William and Mary campus in Williamsburg on Thursday and Friday, November 16-17, 2006.

On Thursday morning, November 16, the Richard Bland College Committee met in the Student Lounge in the Center for Student Affairs at Richard Bland College in Petersburg. Following the meeting, the Board attended the groundbreaking ceremony for the Richard Bland College Student Village prior to returning to the Williamsburg campus. On Thursday afternoon the Committee on Administration met in the Board Conference Room, and the Committees on Financial Affairs, Development and Alumni Affairs, Student Affairs and Public Affairs met in the Board Room in Blow Memorial Hall on the William and Mary campus in Williamsburg.

Those present on Thursday afternoon were:

Alvin P. Anderson
Charles A. Banks III
Robert A. Blair
Janet M. Brashear
John W. Gerdelman
Sarah I. Gore
R. Philip Herget III
Suzann W. Matthews

Anita O. Poston
Michael K. Powell, Rector
John Charles Thomas
Barbara B. Ukrop
Henry C. Wolf
Faculty representative: Colleen Kennedy
Student representative: Ryan M. Scofield

Absent: Thomas E. Capps
Jeffrey L. McWaters

Joseph J. Plumeri II
Jeffrey B. Trammell

Others present were:

Gene R. Nichol
Stewart H. Gamage
Samuel E. Jones
Anna B. Martin
Sean M. Pieri
W. Samuel Sadler
Kiersten Boyce
Fran Bradford

Karen R. Cottrell
Edward C. Driscoll, Jr.
Michael J. Fox
W. Fanchon Glover
Jackson N. Sasser
Michael L. Stump
Brian W. Whitson
Sandra J. Wilms

Also present were Dean of the School of Marine Science John Wells and members of the William and Mary Faculty Liaison Committee.

At 2:30 p.m. the Rector convened the meeting and welcomed Mr. Banks to his first meeting. The Rector reported briefly on the morning meeting at Richard Bland College, noting it was one of the most well attended, and had focused on the capital campaign to support the construction of their residences. There was good conversation on additional ways to help them achieve their objectives. The groundbreaking for the residences was very well attended by the community.

The Rector reported that very constructive conversations had been held on diversity under the leadership of Mr. Trammell, with a report to the Board scheduled for tomorrow

President Nichol also welcomed Mr. Banks and noted the recent appointment of alumnus Robert Gates as Secretary of Defense. Mr. Nichol offered brief comments regarding his decision to alter the display of the cross in the Wren Chapel, noting he has heard quite a bit from both those who support his decision and those who oppose it, and briefly outlined the reasoning behind his action.

The President commented on the recent NCAA announcement of the positive graduation rates of William and Mary student-athletes, and also advised the Board that he planned to join 13 students with the College's Medical Mission Corps in the Dominican Republic in January. Noting the continuing success of the capital campaign, he briefly reviewed a few of the most recent gifts.

The Board then moved into committee meetings. At 4:20 p.m. the Rector called on Justice Thomas to convene the joint meeting of the **Committee on Student Affairs** and the **Committee on Public Affairs**.

Chair of the Committee on Student Affairs John Charles Thomas introduced Vice President for Student Affairs Sam Sadler, who provided an update on projects, including the development of two new websites on diversity and sexual assault which should be able to go live at the start of the second semester. Mr. Sadler also provided an update on the Career Center and the possibilities being explored regarding its expansion. Noting that Mr. and Mrs. Herget had contributed funding for a feasibility study on that project, he offered his thanks to them for that gift and explained that this expansion is planned to be accomplished with private resources.

Student Liaison Committee members James Ambrose and Tina Ho reported on student activities in the fall semester and noted that future reports would focus on campus student leaders. Mr. Ambrose noted that the student perspective on the cross issue was neutral. A brief discussion ensued.

Two student leaders and their service projects were profiled – Students Helping Honduras and the William and Mary Medical Mission Corps, which works in the Dominican Republic. Following the presentations and brief discussion ensued, Justice Thomas thanked the students on behalf of the Board.

Vice President for Public Affairs Stewart Gamage provided an update on the student retail, reviewed the background data from the Widmeyer report and the student survey. A brief discussion of strategic marketing issues ensued. Ms. Gamage introduced three current students, Vice President Sadler and Ms. Ukrop, alumni from the 1960s, for a panel discussion of how student life has changed over time and what impact and what type of student retail might current students find useful. A brief discussion ensued.

Associate Vice President for Economic Development James Golden reported on the Real Estate Foundation, noting the Foundation was in the final stages of the search for an executive director. Next steps include conducting a strategic review of properties on the perimeter of the campus. Foundation co-chair Howard Busbee thanked the members of the Board for their active involvement in developing this effort to this point and noted that they were now working on collaboration with other groups, including the City, James City County and Colonial Williamsburg. A brief discussion ensued.

Following closing remarks, the Board recessed at 5:45 p.m.

On Friday, November 17, the Committees on Buildings and Grounds and Athletics met in the Board Room, while the Committees on Audit and Academic Affairs met in the Board Conference Room and the Executive Committee met in the Rector's Office, prior to the full Board meeting.

At 10:47 a.m. the Board reconvened as a committee of the whole.

Ms. Brashear presided as chair of the **Committee on Athletics**.

Director of Athletics Terry Driscoll reported on the teams and provided an update on the academic profile and the Jimmie Laycock Football Center. Mr. Driscoll introduced Megan Moulton-Levy and Katarina Zoricic, who won the 2006 ITA National Indoor Doubles Tennis Championship last week. A brief discussion ensued.

Mr. Driscoll presented a short quiz on athletics facts and discussed several upcoming special events.

There being no further business, the Committee adjourned at 10:50 a.m.

Chair of the Committee on Academic Affairs Anita Poston called on Provost P. Geoffrey Feiss, who provided a brief report on his meeting yesterday with members of the State Council of Higher Education Academic Affairs Committee and the provosts to discuss the development of guidelines for the assessment of student learning and how this might relate to restructuring and institutional performance standards. The Provost advised that the faculty would report on the results of the faculty survey at the February meeting and deferred their report in the interest of time today.

At 11:00 a.m. the Rector called the meeting of the full Board to order.

Those present were:

Alvin P. Anderson
Charles A. Banks III
Robert A. Blair
Janet M. Brashear
John W. Gerdelman
Sarah I. Gore
R. Philip Herget III
Suzann W. Matthews

Anita O. Poston
Michael K. Powell, Rector
Jeffrey B. Trammell
Barbara B. Ukrop
Faculty representatives: Roger E. Franklin, Jr.
Colleen Kennedy
Student representative: Ryan M. Scofield

Absent: Thomas E. Capps
Jeffrey L. McWaters
Joseph J. Plumeri II

John Charles Thomas
Henry C. Wolf

Others present were:

Gene R. Nichol
James B. McNeer
P. Geoffrey Feiss
Vernon R. Lindquist
Stewart H. Gamage
Samuel E. Jones
Anna B. Martin
Sean M. Pieri
W. Samuel Sadler

Kiersten L. Boyce
Edward C. Driscoll, Jr.
Michael J. Fox
W. Fanchon Glover
Jackson N. Sasser
Michael L. Stump
Brian W. Whitson
Russell E. Whitaker, Jr.
Sandra J. Wilms

Also present were Assistant Attorneys General Deborah Love and Richard McGrath and members of the William and Mary Faculty Liaison Committee

In his opening remarks, the Rector reported that a good session was held at Richard Bland College yesterday and thanked Board members for attending. Mr. Powell also thanked the members of the College Diversity Committee for their hard work on the two-year effort to draft a diversity statement, noting that Mr. Trammell would discuss this further.

The Rector asked for any corrections to the minutes of the meeting on September 14-15, 2006. Hearing none, the Rector asked for a motion to approve the minutes as distributed. Motion was made by Mr. Gerdelman, seconded by Mr. Anderson and approved by voice vote.

The Rector moved that, pursuant to Section 2.2-3711.A.1., 3., 7., 8., and 10. of the Code of Virginia, the meeting be closed in order to discuss matters pertaining to specific personnel and the consideration of contracts; acquisition of real property for a public purpose; consultation with legal counsel and briefings by staff members pertaining to actual or probable litigation; to discuss matters pertaining to gifts, bequests and fund raising activities; and to discuss matters pertaining to the consideration of honorary degrees. Motion was seconded by Ms. Brashear and approved by voice vote. The observers were asked to leave the room and the Board went into closed session at 11:05 a.m. Mr. Anderson and Ms. Poston recused themselves from the first portion of the session due to potential litigation conflicts. At 11:12 a.m. Mr. Anderson and Ms. Poston returned to the closed session.

The Board reconvened in open session at 12:04 p.m. The Rector moved adoption of the **Resolution** certifying the closed session was held in compliance with the Freedom of Information Act. Motion was seconded by Mr. Blair and approved by roll call vote of the Board members conducted by Secretary to the Board Michael Fox. (Certification **Resolution** is appended.)

Ms. Ukrop reported for the Richard Bland College Committee and thanked everyone who attended the meeting and groundbreaking yesterday. She reported that 100% of the Richard Bland College Foundation members had made contributions to the capital campaign and reiterated the challenge to the members of the Board to do likewise, thanking those who have already contributed.

Ms. Ukrop moved adoption of **Resolution 1**, Faculty Compensation Plan and Plans for Compensation and Personnel Administration for Administrative and Professional Faculty; **Resolution 2**, 2007 Budget Amendments, and **Resolution 3**, Support and Operating Agreement Between Richard Bland College and Richard Bland College Foundation. Motion was seconded by

Ms. Brashear and approved by voice vote. Mr. Anderson abstained on Resolution 3 due to his relationship with Kaufman and Towne Bank.

To comply with the provisions in the Bylaws, Mr. Powell moved adoption of **Resolution 13**, Agreement Between the Board of Visitors of The College of William and Mary in Virginia and Richard Bland College. Motion was seconded by Mr. Anderson and approved by voice vote. (**Resolution 13** is appended.)

President McNeer thanked the Board for their support of the campaign and reported that advertising was underway for the Director of Institutional Advancement position, noting that after that position was filled, an additional support staff person would be hired. Ms. Ukrop asked that the minutes reflect the good job President McNeer and Provost Lindquist had done in the absence of a director of institutional support, and thanked them on behalf of the Board.

Mr. Gerdelman reported for the Committee on Administration, noting that the committee had heard an update on restructuring from the Vice President for Finance inasmuch as the Provost was attending a meeting with members of SCHEV. Although the Associate Provost for Information Technology was not able to attend the meeting, Mr. Gerdelman advised that he had spoken previously with him to determine what information would be provided to the committee at each meeting. The Vice President for Administration provided a brief review on human resources and Mr. Gerdelman indicated that the committee's education would continue at future meetings. There were no action items.

Mr. Powell asked the Committee on Administration to assume responsibility for conducting a salary compensation survey annually for the presidents and staff before the April meeting.

In the absence of Mr. Wolf, Mr. Gerdelman reported for the Committee on Financial Affairs, noting the Committee had heard operating budget summary reports for William and Mary and the Virginia Institute of Marine Science along with a report from Wachovia Securities on investment performance.

Mr. Gerdelman asked for a motion to adopt **Resolution 4**, Receipt of the Consolidated Financial Report of the College of William and Mary in Virginia and Richard Bland College for the Fiscal Year Ended June 30, 2006, and **Resolution 5**, Receipt of the Financial Report of the Intercollegiate Athletic Department for the Fiscal Year ended June 30, 2006. Motion was made by Ms. Ukrop, seconded by Mr. Blair and approved by voice vote.

In the absence of Mr. Capps, Mr. Herget reported for the Committee on Audit, advising that the Committee had heard a report from the Director of Internal Audit, and discussed the issuance of the Comptroller's office's final directive on risk management and internal controls. Mr. Stump discussed the proposed 2007 Audit Work Plan. Mr. Herget moved adoption of **Resolution 6**, Approval of 2007 Internal Audit Work Plan. Motion was seconded by Mr. Gerdelman and approved by voice vote.

Mr. Blair reported for the Committee on Buildings and Grounds, noting that the Committee had heard from the College Building Official and the Director of Planning and Budget at VIMS. Vice President Anna Martin reported that the new design for the Business School was on time and on budget and Dean Virginia McLaughlin reported on the new School of Education. Mr. Blair reported that it was the sense of the Committee regarding the School of Education that the College should proceed with a new building. There were no action items.

Ms. Poston reported for the Committee on Academic Affairs, noting that she had met with members of the faculty at dinner on Wednesday evening to discuss how the committee and liaison members could work together. The Provost reported on the recent meeting with the SCHEV Academic Affairs Committee and the discussion on the development of guidelines for the assessment of student learning, as this relates to the institutional performance standards. A brief discussion ensued regarding SCHEV.

Ms. Poston moved adoption of **Resolution 7**, Appointments to Fill Vacancies in the Administrative and Professional Faculty; **Resolution 8**, Retirement of L. Donelson Wright, School of Marine Science; and **Resolution 9**, Designated Professorships. Motion was seconded by Ms. Brashear and approved by voice vote. (**Resolution 9** is appended.)

The report of the Executive Committee was given in closed session.

Under old business. Mr. Powell reviewed the work of the College Committee on Diversity. President Nichol noted that the work of this committee began under President Sullivan, who established a committee of faculty, students and staff in 2004 and charged them with crafting a statement that would succinctly and powerfully highlight the College's commitment to an opening and welcoming community. A draft statement was developed and shared with the Faculty Assembly, Student Assembly and the staff organization, the Hourly and Classified Employees Association. Mr. Powell expressed his thanks to Mr. Trammell and Ms. Matthews for their willingness to meet with a working group of the campus committee to develop a statement that could be brought to the Board.

Mr. Trammell commended the work especially of Professor Michael Blakely, senior Richael Faithful and Assistant to the President and Director of Multicultural Affairs Chon Glover, noting the campus group had made remarkable progress but the working group had made a few edits so that what has evolved acknowledges the past and points to the future. Mr. Trammell introduced Ms. Glover and Ms. Faithful, who discussed the highlights of the procedure and their personal perspectives, offering their thanks to the Rector, Mr. Trammell and Ms. Matthews for their effort to participate in the discussion. Ms. Glover reported that the statement would be displayed on the College website and in all publications.

Following discussion, Mr. Powell moved adoption of **Resolution 10**. College of William and Mary Statement on Diversity. Motion was seconded by Ms. Ukrop and approved by voice vote. (**Resolution 10** is appended.)

Under new business, the Rector introduced two resolutions and asked the Secretary to read each one into the record. Following Ms. Mathews reading, Mr. Powell moved adoption of **Resolution 11**, Dedication of the Class of 1975 Timothy J. Sullivan Classroom, Marshall-Wythe School of Law. Motion was seconded by Ms. Matthews and approved by voice vote. (**Resolution 11** is appended.)

Following Ms. Matthews reading of the second resolution, Mr. Powell moved adoption of **Resolution 12**, Dedication of Ukrop Drive in Honor of Barbara Berkeley Ukrop '61 and James E. Ukrop '60. Motion was seconded by Ms. Matthews and approved by voice vote. (**Resolution 12** is appended.)

Following a round of applause, President Nichol advised that the formal dedication of the new street would be held before the football game on Saturday.

The Rector moved that, pursuant to Section 2.2-3711.A.1., of the Code of Virginia, the meeting will be closed to discuss specific personnel. Motion was seconded by Ms. Matthews and approved by voice vote. All observers were asked to leave the room and the Board went into closed executive session at 12:47 p.m.

The Board reconvened in open session at 1:04 p.m. The Rector moved adoption of the **Resolution** certifying the closed session was held in compliance with the Freedom of Information Act. Motion was seconded by Ms. Ukrop and approved by roll call vote of the Board members by Secretary to the Board Michael Fox. (Certification **Resolution** is appended.)

Mr. Powell moved to adopt the items discussed in closed session, namely salary recommendations for Presidents McNeer and Nichol. Motion was seconded by Mr. Gerdelman and approved by voice vote.

There being no further business, the Board adjourned at 1:05 p.m.

Board of Visitors

November 17, 2006

CERTIFICATION OF CLOSED SESSION

WHEREAS, the Board of Visitors of The College of William and Mary in Virginia has convened a closed session on this date pursuant to an affirmative recorded vote and in accordance with the provisions of The Virginia Freedom of Information Act; and

WHEREAS, §2.2-3712.D. of the Code of Virginia requires a certification by this Board of Visitors that such closed session was conducted in conformity with Virginia law;

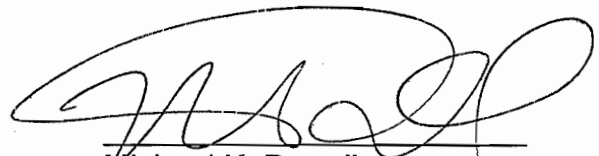
NOW, THEREFORE, BE IT RESOLVED, That the Board of Visitors, reconvening in open session, hereby certifies that, to the best of each member's knowledge, (i) only public business matters lawfully exempted from open meeting requirements by Virginia law were discussed in the closed session to which this certification applies, and (ii) only such public business matters as were identified in the motion convening the closed session were heard, discussed or considered by the Board of Visitors.

VOTE

AYES: 12

NAYS: 0

ABSENT DURING CLOSED SESSION:



Michael K. Powell
Rector of the College

November 17, 2006

Page 1 of 1

AGREEMENT BETWEEN THE BOARD OF VISITORS OF THE COLLEGE OF WILLIAM AND MARY IN VIRGINIA AND RICHARD BLAND COLLEGE

WHEREAS, Richard Bland College has undertaken a Capital Campaign to raise \$5 million with the goal of building a new residence hall, implementing campus programs to improve athletic/intramural sports, student affairs and campus life and build a scholarship endowment; and

WHEREAS, The Board of Visitors strongly supports the Capital Campaign and want to encourage its success;

THEREFORE, BE IT RESOLVED, That the Board of Visitors of The College of William and Mary in Virginia hereby commits to a contribution of \$150,000, spread over a three-year period, commencing January 1, 2007; and

BE IT FURTHER RESOLVED, That the Board requests that \$75,000 of its contribution to be used by Richard Bland College for student financial assistance and as a challenge grant to assist the Campaign to meet its goal for student financial assistance; and

BE IT FURTHER RESOLVED, That the Board of Visitors recommends meetings between the Richard Bland College development office and the College of William and Mary Office of Development on a regular basis for assistance with the Richard Bland College Capital Campaign; and

BE IT FURTHER RESOLVED, That a written report be provided to the Rector and the Chair of the Richard Bland College Committee on the progress of the Campaign.

COLLEGE OF WILLIAM AND MARY
DESIGNATED PROFESSORSHIPS

The following members of the Faculties of the College of William and Mary have been recommended for designated professorships.

BE IT RESOLVED, That upon recommendation of the President, the Board of Visitors of the College of William and Mary approves the designated professorships of the following members of the Faculty of the College.

W. TAYLOR REVELEY, III, Dean of the Marshall-Wythe School of Law and John Stewart Bryan Professor of Law, effective September 1, 2006.

MELVIN P. ELY, William R. Kenan, Jr., Professor of Humanities, effective November 20, 2006.

COLLEGE OF WILLIAM AND MARY STATEMENT ON DIVERSITY

In April 2004, President Timothy J. Sullivan appointed two dozen members of the campus community to serve on William and Mary's Committee on Diversity. Among this group's first charges was to craft a statement on diversity that would succinctly and powerfully highlight the College's commitment to an open and welcoming community.

Working first for months within its own membership and then sharing the statement with the Student Assembly, Faculty Assembly, and Hourly and Classified Employees Association, the Committee arrived at the statement below. At the September 2006 meeting of the Board of Visitors, the Rector appointed Jeffrey B. Trammell and Suzann W. Matthews to discuss the outcome with a working group drawn from the campus committee. The following Diversity Statement, the result of those productive conversations and many previous months of effort, is hereby recommended for adoption by the Board of Visitors:

The College of William and Mary in Virginia is a community of teachers, students, and staff who share our national ideals of human equality, democracy, pluralism, and advancement based on merit. We give life to these principles—and prepare women and men to be citizens of the wider world—when we value diverse backgrounds, talents, and points of view.

As a community, William and Mary believes that cultural pluralism and intellectual freedom introduce us to new experiences, stimulate original ideas, enrich critical thinking, and give our work a broader reach. We cannot accomplish our mission of teaching, learning, discovery, and service without such diversity.

William and Mary belongs to all Virginians, to the nation, and to the world. Yet our College, like our country, failed for many years to open the door of opportunity to all people. In recent decades, William and Mary has made itself a more diverse community, and thus a better one. Structures and habits that create injustices, however, have yet to be fully banished from American society. We are committed to establishing justice.

The College of William and Mary strives to be a place where people of all backgrounds feel at home, where diversity is actively embraced, and where each individual takes responsibility for upholding the dignity of all members of the community.

Board of Visitors

Resolution 10

November 17, 2006

Page 2 of 2

RESOLVED, That the Board of Visitors of the College of William and Mary accepts the recommendation of the Committee on Diversity and the Board of Visitors' working group and hereby adopts the Diversity Statement, effective immediately.

FURTHER RESOLVED, That the Board of Visitors directs the Secretary to inform the members of the campus Committee on Diversity of this action and extend their appreciation for their continued commitment to the establishment of an opening and welcoming community at the College of William and Mary.

DEDICATION OF
THE CLASS OF 1975
TIMOTHY J. SULLIVAN CLASSROOM
MARSHALL-WYTHE SCHOOL OF LAW

The world-class university Timothy J. Sullivan guided until the summer of 2005 would have been unimaginable to the eighteen-year-old from Ravenna, Ohio, who joined quite another William and Mary in the fall of 1962. Any who have studied or worked or loved the College alongside Tim during his years as Marshall-Wythe dean or president of the College know that such progress would have been equally difficult to imagine without his service. In recognition of his life's work, the members of the Law School's Class of 1975—who, along with Tim, arrived at Marshall-Wythe in the fall of 1972—have recently made generous gifts to establish the Timothy J. Sullivan Classroom in his honor.

The Sullivan Classroom will supply a space for engaged, enlightened, and ennobling legal education of the caliber Tim has modeled as the John Stewart Bryan Professor of Jurisprudence. It will be located, most fittingly, adjacent—or, in words that Tim's friend and mentor might have favored, cheek by jowl—to the Dean William B. Spong Classroom at Marshall-Wythe. The Sullivan Classroom ensures that future generations of law students will long include among the honored roster of citizen lawyers the names Marshall, Wythe, Spong, and Sullivan.

The story of Anne and Tim Sullivan's service to the College of William and Mary and its School of Law is rich, and robust. William and Mary is their monument, but there can be no better place to honor one of our heroes than alongside one of his own.

THEREFORE, BE IT RESOLVED, That the Board of Visitors of The College of William and Mary in Virginia commends the Marshall-Wythe School of Law for recognizing one of its very best by establishing the Class of 1975 Timothy J. Sullivan Classroom; and

BE IT FURTHER RESOLVED, That the Board directs President Gene R. Nichol to inform President Emeritus Timothy J. Sullivan of this action and extend to him his College's fond and sincere gratitude for his many years of devoted leadership.

DEDICATION OF UKROP DRIVE
IN HONOR OF
BARBARA BERKELEY UKROP '61 AND JAMES E. UKROP '60

Among the qualities that make the College of William and Mary the unique and compelling place it is, Jim and Bobbie Ukrop's fidelity and friendship to their alma mater ranks with Wren sunsets, "Hark Upon the Gale," and the mysterious way that green and gold seem made for each other.

Blessed with boundless enthusiasm, energy, and generosity—and endowed with modesty in equal measure—the Ukrops have raised volunteer leadership to an art in the decades since their graduation. The Board of Visitors, the William and Mary Foundation, the Alumni Association, the Athletic Educational Foundation, the Mason School of Business—these groups merely hint at the breadth of their service. You might look in vain for a campus endeavor that has not known the uplifting grace of their interest.

Several such endeavors lie along the campus' principal western thoroughfare—and, beginning today, claim an entirely appropriate address. From the new Mason School of Business at Alan Miller Hall to the William and Mary Hall headquarters of Intercollegiate Athletics, Ukrop Drive—eight-tenths of a mile of Tribe Pride—will tell the story of two alumni who have been instrumental in charting an ambitious and ennobling course for William and Mary's fourth century.

THEREFORE, BE IT RESOLVED, That the Board of Visitors of the College of William and Mary in Virginia will today render real and permanent its appreciation of Bobbie and Jim Ukrop's influence across our campus by renaming Campus Drive "Ukrop Drive" in their honor; and

BE IT FURTHER RESOLVED, That the Board directs President Gene R. Nichol to inform Bobbie and Jim of this action and extend to them their College's fondest and sincerest gratitude for their many years of devoted friendship.

Board of Visitors

November 17, 2006

CERTIFICATION OF CLOSED SESSION

WHEREAS, the Board of Visitors of The College of William and Mary in Virginia has convened a closed session on this date pursuant to an affirmative recorded vote and in accordance with the provisions of The Virginia Freedom of Information Act; and

WHEREAS, §2.2-3712.D. of the Code of Virginia requires a certification by this Board of Visitors that such closed session was conducted in conformity with Virginia law;

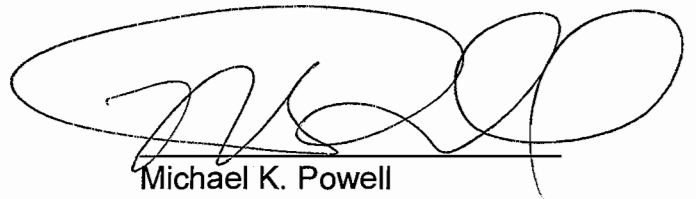
NOW, THEREFORE, BE IT RESOLVED, That the Board of Visitors, reconvening in open session, hereby certifies that, to the best of each member's knowledge, (i) only public business matters lawfully exempted from open meeting requirements by Virginia law were discussed in the closed session to which this certification applies, and (ii) only such public business matters as were identified in the motion convening the closed session were heard, discussed or considered by the Board of Visitors.

VOTE

AYES: 12

NAYS: 0

ABSENT DURING CLOSED SESSION:

A large, stylized handwritten signature in black ink, consisting of several loops and flourishes, positioned above the printed name and title.

Michael K. Powell
Rector of the College