

## MINUTES

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

February 6 - 8, 2013

The Board of Visitors of The College of William and Mary in Virginia met on the William and Mary campus in Williamsburg on Wednesday, Thursday and Friday, February 6-8, 2013.

On Wednesday, February 6, the Executive Committee met from 5:18 to 6:38 p.m. in the Rector's Office. That evening the full Board convened for dinner in Room 201 of Blow Memorial Hall.

Those present on Wednesday were:

Kendrick F. Ashton, Jr.	Leigh A. Pence
Ann Green Baise	L. Clifford Schroeder, Sr.
Charles A. Banks III	Robert E. Scott
Edward L. Flippen	Todd A. Stottlemeyer
Thomas R. Frantz	Michael Tang
Sue H. Gerdelman	John C. Thomas
John E. Littel	Jeffrey B. Trammell, Rector

Absent: Keith S. Fimian  
Dennis H. Liberson  
Peter A. Snyder

Also present was William and Mary President W. Taylor Reveley III and Vice President for Finance Samuel E. Jones.

At 7:45 p.m. the Rector convened the full Board in Blow Memorial Hall Room 201, and asked for a motion that, pursuant to Section 2.2-3711.A.1. and 8., of the Code of Virginia, the meeting be closed for the purpose of discussing personnel matters pertaining to the evaluation of a specific executive employee, and discussion of contracts for services or work to be performed by the College. Motion was made by Mr. Banks, seconded by Mr. Trammell and approved by voice vote. The observers were asked to leave the room and the Board went into closed session at 7:45 p.m.

The Board reconvened in open session at 9:00 p.m. Mr. Trammell reviewed the topics discussed during closed session, then asked for a motion to adopt the **Resolution** certifying that the closed session was held in compliance with the Freedom of Information Act. Motion was made by Mr. Banks, seconded by Mr. Trammell and approved by roll call vote of the Board members conducted by Vice Rector of the Board Charles Banks. (Certification **Resolution** is appended.)

There being no further business, the Board adjourned at 9:00 p.m.

On Thursday morning, February 7, the Committee on Athletics met jointly with the William and Mary Foundation Athletics Subcommittee in Room 201 and the Richard Bland College Committee met in the Board Conference Room while the Committee on Administration, Buildings and Grounds, the Committee on Audit and Compliance, the Committee on Academic Affairs and the Committee on Student Affairs met in the Board Room in Blow Memorial Hall. On Thursday afternoon, the Committee on Development met jointly with the William and Mary Foundation Board of Trustees and the Alumni Association Board of Directors in the Matoaka Woods Room at the School of Education.

Those present on Thursday were:

Kendrick F. Ashton, Jr.	Robert E. Scott
Ann Green Baise	Peter A. Snyder
Charles A. Banks III	Todd A. Stottlemyer
Edward L. Flippen	Michael Tang
Thomas R. Frantz	John C. Thomas
Sue H. Gerdelman	Jeffrey B. Trammell, Rector
John E. Littel	Faculty representative: William J. Hausman
Leigh A. Pence	Student representative: Curtis A. Mills
L. Clifford Schroeder, Sr.	

Absent: Keith S. Fimian  
Dennis H. Liberson

Others present were:

W. Taylor Reveley III	Kiersten L. Boyce
Michael R. Halleran	Karen R. Cottrell
Virginia M. Ambler	Michael J. Fox
Edward C. Driscoll, Jr.	Fanchon Glover
James R. Golden	Michael L. Stump
Earl T. Granger, III	Brian W. Whitson
Samuel E. Jones	Sandra J. Wilms
Anna B. Martin	

Also in attendance were University Counsel Deborah Love, Staff Liaison Lydia C. Whitaker, Dean of University Libraries Carrie Cooper, Dean Katharine Conley, Dean Davison Douglas, Dean John T. Wells, members of the William and Mary Faculty and Student Liaison Committees, and other William and Mary and Richard Bland staff.

At 11:00 a.m., following the conclusion of the Committee on Academic Affairs, the Rector convened the Board for the Provost Report and Faculty Presentation. Mr. Scott called on Provost Michael Halleran who provided an update on four new creative adaptation awards, the success of the online course evaluation pilot and several items on the eLearning front. A brief discussion ensued.

Faculty Liaison Committee Chair Professor Suzanne Raitt and Professor Sharon Zuber, Director of The Writing Resource Center at Swem Library, discussed the teaching of writing at William and Mary. A brief discussion ensued.

At 11:50 a.m., the Board convened as a committee of the whole for the **Committee on Student Affairs**. Ms. Pence presided as chair and introduced Vice President for Student Affairs Virginia Ambler. Ms. Ambler provided an update on the major Student Affairs searches underway for the Dean of Students and the Associate Vice President for Health and Wellness, and commented on the Health Center re-accreditation process. She discussed the re-envisioning of the former Office of Student Activities, which has been renamed the Office of Student Leadership Development, under the direction of Anne Arseneau, and re-focused to use personnel resources to create an innovative staffing model that will give more hands-on support to clubs and organizations, publications, etc. She noted the recent death of Sherman Cohen, the namesake of the Cohen Career Center, and discussed several winter career trips sponsored by the Center. Ms. Ambler provided an overview of Student Affairs budgets and a brief discussion ensued.

Student Assembly President Curt Mills advised that student liaison Drew Chlan had resigned and introduced T.J. O'Sullivan as the new student liaison.

Student liaisons Kylee Ponder and T.J. O'Sullivan provided an overview of the four branches of student government, followed by a brief explanation of Student Activities funding, and discussion of Student Assembly initiatives as well as upcoming events. Following a brief discussion, and there being no further business, the Committee adjourned at 12:20 p.m.

The Board moved to the School of Education for lunch and the afternoon joint meeting with the William and Mary Foundation Board of Trustees and the Alumni Association Board of Directors in the Matoaka Woods Room of the School of Education.

At 1:45 p.m., Rector Jeffrey B. Trammell called the meeting to order and welcomed the group. In his brief introductory remarks, the Rector outlined the format for the meeting. Mr. Trammell introduced H. Thomas Watkins III, Chair of the William & Mary Foundation, who stressed the importance of the three boards working together, then introduced Peter M. Nance, Alumni Association President, who discussed the importance of collaboration to broaden the outreach of the Association to insure lifelong relationships and a strengthened role for alumni in the life of the College.

President Reveley delivered welcoming remarks, then the Rector introduced Tom Frantz, Chair of the Board of Visitors Committee on Development, and Ellen Stofan, Chair of the Foundation Development Committee.

Mr. Frantz called the meeting of the Committee on Development to order at 2:17 p.m. and presided. In brief opening remarks he noted that the meeting would be a joint session with

the Foundation Development Committee. From 2:20 p.m. to 5:25 p.m. the committees met in closed session.

Following closing remarks by Rector Jeffrey Trammell and there being no further business, the joint meeting adjourned at 5:27 p.m.

On Friday, February 8, the Committee on Financial Affairs and the Committee on Strategic Initiatives met in the Board Room, prior to the full Board meeting.

Those present were:

Kendrick F. Ashton, Jr.	Peter A. Snyder
Ann Green Baise	Todd A. Stottlemyer
Charles A. Banks III	Michael Tang
Edward L. Flippen	John C. Thomas
Thomas R. Frantz	Jeffrey B. Trammell, Rector
Sue H. Gerdelman	Faculty representatives: William J. Hausman
John E. Littel	Barbara Morgan
L. Clifford Schroeder, Sr.	Student representatives: Curtis A. Mills
Robert E. Scott	Jessica Salazar

Absent: Keith S. Fimian  
Dennis H. Liberson  
Leigh A. Pence

Others present were:

W. Taylor Reveley III	Kiersten L. Boyce
Michael R. Halleran	Frances C. Bradford
Virginia M. Ambler	Michael J. Fox
Edward C. Driscoll, Jr.	W. Fanchon Glover
James R. Golden	Michael L. Stump
Samuel E. Jones	Brian W. Whitson
Anna B. Martin	Sandra J. Wilms

Also in attendance were University Counsel Deborah Love, Staff Liaison Lydia C. Whitaker, Dean Katharine Conley, Dean Lawrence B. Pulley, Dean John T. Wells, Richard Bland College President Debbie L. Sydow, members of the William and Mary Faculty and Student Liaison Committees, and other William and Mary and Richard Bland staff.

The Committee on Financial Affairs met from 8:30 to 9:25 a.m.

At 9:35 a.m. the Board convened as a committee of the whole for the **Committee on Strategic Initiatives and New Ventures**. Michael Tang presided as chair and briefly reviewed the agenda.

Provost Michael Halleran and Vice President Golden gave an update on the strategic planning process and presented a PowerPoint presentation that discussed 15 proposed initiatives for FY2014-2018. A general discussion ensued.

Under new ventures, Mr. Golden provided a brief status report on the EVMS proposal and advised that Jennifer Mellor, Director of the Schroeder Center for Health Policy, had been appointed as the William and Mary representative coordinating discussions with EVMS. Provost Halleran provided an update on funding and the plans for a joint effort in the area of health care delivery science. A brief discussion ensued.

Mr. Golden asked Dean of the Mason School of Business Larry Pulley to brief the Board on the new blended MBA E-Learning Initiative. Dean Pulley discussed the market realities that have led to the decision to develop this new initiative, beginning in January 2014. A general discussion ensued.

Associate Vice President for Government Relations Fran Bradford provided an overview of the 2013 General Assembly session and a short summary of possible legislative actions. Following a brief discussion, and there being no further business, the Committee adjourned at 10:37 a.m.

The Committee on Development met briefly from 10:37 to 10:41 a.m.

There being no further business, the committees adjourned at 10:41 a.m.

Following a short break, the Rector convened the full Board at 11:00 a.m.

Recognizing that a quorum was present, the Rector asked for a motion to adopt the minutes of the meeting of November 28-30, 2012. Motion was made by Mr. Scott, seconded by Mr. Stottlemyer and approved by voice vote.

In his opening remarks, the Rector commented on the success of the joint meeting with the Foundation and Alumni Association boards, noting the governance boards were moving forward together with a common purpose. He reminded the Board that members of the Cypher Society would join them for lunch following the conclusion of the meeting, and advised that Charter Day ceremony tickets and a parking pass as well as a book on the Michelangelo exhibit from the Muscarelle Art Museum had been distributed.

President Reveley commented briefly on the productive conversations at yesterday's joint session and noted the Chancellor had announced that he was giving his papers to Swem Library.

The Rector moved that the Board of Visitors of the College of William and Mary convene in closed session for the purpose of discussing personnel actions pertaining to the appointment, promotion, tenure and leaves of specific executive, instructional and professional faculty; consultation with legal counsel employed or retained by a public body

regarding specific legal matters requiring the provision of legal advice; and discussing specific recommendations related to fundraising strategies as well as current development activities; as provided for in Section 2.2-3711.A.1., 7., and 8. of the Code of Virginia. Motion was seconded by Mr. Banks and approved by voice vote. The observers were asked to leave the room and the Board went into closed session at 11:08 a.m.

The Board reconvened in open session at 11:17 a.m. Mr. Trammell reviewed the topics discussed during closed session, then moved to adopt the **Resolution** certifying that the closed session was held in compliance with the Freedom of Information Act. Motion was seconded by Mr. Littel and approved by roll call vote of the Board members conducted by Secretary to the Board Michael Fox. (Certification **Resolution** is appended.)

The Rector called for the reports of the standing committee chairs.

Mr. Banks reported for the **Committee on Administration, Buildings and Grounds**, and briefly reviewed the agenda.

Mr. Banks moved adoption of **Resolution 15**, Resolution to Approve Capital Project: Expand & Renovate Law School, distributed during the Committee meeting at the request of the President. Motion was seconded by Mr. Tang and approved by voice vote. (**Resolution 15** is appended.)

Mr. Snyder reported for the **Committee on Athletics**, noting that the Committee had met jointly with the William & Mary Foundation Athletics Subcommittee. Mr. Snyder briefly reviewed the agenda. There were no action items.

Mr. Thomas reported for the **Committee on Audit and Compliance**, and briefly reviewed the agenda.

Mr. Thomas moved adoption of **Resolution 2**, Revision of the Office of Internal Audit Charter. Motion was seconded by Mr. Scott and approved by voice vote.

Mr. Thomas moved adoption of **Resolution 3**, Compliance Program Charter. Motion was seconded by Mr. Scott and approved by voice vote.

In the absence of Mr. Liberson, Vice Chair Ann Baise reported for the **Richard Bland College Committee**, and briefly reviewed the agenda. Ms. Baise advised that President Sydow's inauguration was being postponed and instead a fund-raising event to benefit Richard Bland College would be considered. The meeting of the Richard Bland College Committee will still be held on the Petersburg campus on April 25 in order to have an in-depth discussion on the Strategic Plan. All Board members were encouraged to attend.

Ms. Baise moved adoption of **Resolution 1**, Appointments to Fill Vacancies in the Professional Faculty. Motion was seconded by Mr. Flippen and approved by voice vote.

President Sydow briefly commented on the draft Strategic Plan, noting that its results will be measured by key performance indicators and metrics to measure its success.

Mr. Stottlemeyer reported for the **Committee on Financial Affairs**, briefly reviewed the agenda and thanked Sam Jones and his team for their continued hard work. Mr. Stottlemeyer advised that the investments subcommittee will meet prior to the April Board meeting.

Mr. Stottlemeyer moved adoption of **Resolution 12**, Cash Management Investment Policy. Motion was seconded by Mr. Flippen and approved by voice vote

Mr. Stottlemeyer moved adoption of **Resolution 13**, Corporate Resolution to Transact Business and Confirm Authorized Business Agents for the College of William and Mary. Motion was seconded by Mr. Flippen and approved by voice vote

Mr. Stottlemeyer moved adoption of **Resolution 17**, Fee for Undergraduate Business Majors and Minors, distributed during the Committee meeting at the request of the President. Motion was seconded by Mr. Banks and approved by voice vote, with Mr. Snyder voting nay. (**Resolution 17** is appended.)

Mr. Scott reported for the **Committee on Academic Affairs**, and briefly reviewed the agenda.

Mr. Scott moved as a block adoption of **Resolution 4**, Appointments to Fill Vacancies in the Professionals and Professional Faculty; **Resolution 6**, Faculty Promotions; **Resolution 7**, Designated Professorships; **Resolution 8**, Retirement of Robert J. Diaz, School of Marine Science; **Resolution 9**, Retirement of Carl H. Hobbs III, School of Marine Science; **Resolution 10**, Retirement of Howard I. Kator, School of Marine Science, and **Resolution 11**, Retirement of John D. Milliman, School of Marine Science. Motion was seconded by Mr. Stottlemeyer and approved by voice vote.

Mr. Scott moved adoption of **Resolution 5**, Award of Academic Tenure. Motion was seconded by Mr. Stottlemeyer and approved by voice vote, with Mr. Snyder voting nay.

Mr. Scott asked for a motion to adopt **Resolution 16**, Appointment to Fill Vacancy in the Executive Faculty, distributed in the Committee meeting at the request of the President. Motion was made by Mr. Littel, seconded by Mr. Stottlemeyer and approved by voice vote. (**Resolution 16** is appended.)

Commenting briefly on the joint meeting with the William & Mary Foundation Trustees and Alumni Association Board of Directors, the Rector noted that these meetings are clearly informative and productive, and the involvement of other leadership boards in future meetings might be considered.

The Rector moved to officially confer the honorary degree of Doctor of Public Service on Lois M. Critchfield at Charter Day 2013. Motion was seconded by Mr. Scott and approved by voice vote. President Reveley briefly commented on Ms. Critchfield's contributions to the College, especially through her involvement with the Reves Center.

Mr. Frantz reported for the **Committee on Development**, noting that there was one action item.

Mr. Frantz asked for a motion to adopt **Resolution 14**, Amendment of the Roby-Sherman Scholarship Fund. Motion was made by Mr. Flippen, seconded by Mr. Schroeder and approved by voice vote.

Under Old Business, Mr. Trammell advised that, although President Sydow's inauguration would not be held in April, the Richard Bland College Committee is still scheduled to meet on the Richard Bland campus on April 25, and encouraged all Board members to attend.

Under New Business, Mr. Trammell appointed an ad hoc Nominating Committee – Sue Gerdelman, chair; John Littel, and Cliff Schroeder – noting the election of officers would take place at the April meeting. The Rector encouraged those interested in running for office to make their interest known to the chair of the committee by March 1.

Mr. Trammell advised that he would be working on efforts to encourage former members of the Board of Visitors to continue to be engaged, active and working on best practices for the College.

Mr. Tang presented the following resolution on behalf of the Rector, hereby designated **Resolution 18**, and moved its adoption:

**The Board recognizes the strategic importance of e-Learning to William and Mary's Mason School of Business and to the College.**

**Further, the Board fully endorses the Business School's e-Learning Blended MBA Program, including its aggressive time table and its collaborations with the College's broader e-Learning initiatives.**

Motion was seconded by Mr. Schroeder and approved by voice vote.

The Rector commented on the upcoming commemoration in 2019 of the 400<sup>th</sup> anniversary of the arrival of African slaves to North America, noting its importance to the College as it relates to the Lemon Project and the Bray School initiative.

Ms. Baise commended Steve Tewksbury, the students, as well as Aaron De Groft and his staff at the Muscarelle, and the Dean of University Libraries Carrie Cooper for the events held yesterday evening at the Museum and Swem Library.



The Rector advised the Board that a project to display photographs of previous boards was being undertaken with assistance from Swem Archives and Creative Services.

Mr. Trammell moved that the Board of Visitors convene in Executive Session for the purpose of discussing personnel matters pertaining to performance evaluations of specific executive and professional employees; as provided for in Section 2.2-3711.A.1., of the Code of Virginia. Motion was seconded by Mr. Banks and approved by voice vote. The observers, with the exception of those who had been asked to remain, were asked to leave the room and the Board went into Executive Session at 12:02 p.m.

The Board reconvened in open session at 12:44 p.m. Mr. Trammell reviewed the topics discussed during closed session, then moved to adopt the **Resolution** certifying that the closed session was held in compliance with the Freedom of Information Act. Motion was seconded by Mr. Stottlemeyer and approved by roll call vote of the Board members conducted by Secretary to the Board Michael Fox. (Certification **Resolution** is appended.)

There being no further business, the Board adjourned at 12:44 p.m.

Board of Visitors

February 6, 2013

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;

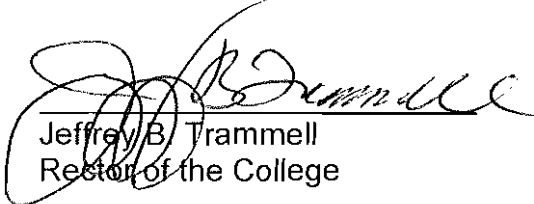
NOW, THEREFORE, BE IT RESOLVED, That the Board of Visitors, reconvening in open session, hereby certifies that, to the best of each member's knowledge, (i) only public business matters lawfully exempted from open meeting requirements by Virginia law were discussed in the closed session to which this 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: 14

NAYS: 0

ABSENT DURING CLOSED SESSION:

  
Jeffrey B. Trammell  
Rector of the College

Board of Visitors

February 8, 2013

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;

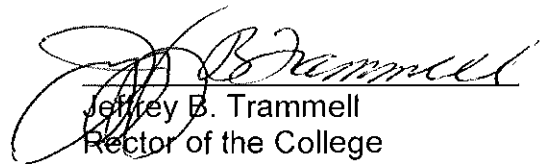
NOW, THEREFORE, BE IT RESOLVED, That the Board of Visitors, reconvening in open session, hereby certifies that, to the best of each member's knowledge, (i) only public business matters lawfully exempted from open meeting requirements by Virginia law were discussed in the closed session to which this 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: 14

NAYS: 0

ABSENT DURING CLOSED SESSION:

  
Jeffrey B. Trammell  
Rector of the College

**RESOLUTION TO APPROVE  
CAPITAL PROJECT:  
Expand & Renovate Law School**

**WHEREAS**, from time to time, the College requires the initiation of capital projects outside of the normal Commonwealth biennial cycle; and

**WHEREAS**, the 2006 Management Agreement (the "Agreement"), governed by the restructured Higher Education Financial and Administrative Operations Act of 2005, Chapter 4.10 of the Title 23 of the Code of Virginia (the "Act"), as renewed, requires the Board of Visitors to approve any capital projects meeting the definition; and

**WHEREAS** the Agreement allows the Board of Visitors to approve capital projects at any time; and

**WHEREAS**, the Agreement allows the Board of Visitors to authorize only non-general funds projects without the approval of the Governor, the General Assembly, or any other Commonwealth agency; and

**WHEREAS**, the Agreement requires the Board of Visitors to seek General Assembly approval of any non-general fund debt authority; and

**WHEREAS**, under the Agreement, the College has established the appropriate policies and procedures to initiate, develop, manage and complete such projects;

**THEREFORE, BE IT RESOLVED**, by the Rector and the Board of Visitors of The College of William and Mary in Virginia, to approve initiation of the capital project listed in this resolution, and in accordance with all authorities, policies, and procedures in force and necessary under the Agreement; and

**FURTHER RESOLVED**, that the Board authorizes the Vice President for Administration to pursue all necessary steps for the accomplishment of said project(s).

PROJECT TITLE

FUNDING

**Expand & Renovate Law School**

**\$14,000,000 NGF**

The proposed project will expand with some minor renovations to accommodate the top three facility needs and priorities of the Law School: 1) small seminar rooms; 2) law practicum, legal clinic, and legal writing space; and 3) multipurpose food, dining & assembly space for students. Enrollment has grown nearly 20%, and the need for additional space to support expanded programs has grown along with it. In addition, law students easily spend over 100 hours a week in the Law School, including nights and weekends. They have very limited access to food facilities on site or within easy walking distance, unlike students on main campus. This project will address these targeted short-comings.

The College submitted an amendment to the 2013 General Assembly for non-general fund support, with authorization to use private funds and to issue 9d pooled bond debt. The debt incurred will be supported by a mix of student fees and private funds.

**COLLEGE OF WILLIAM AND MARY**

**FEE FOR UNDERGRADUATE BUSINESS MAJORS AND MINORS**

WHEREAS, the Board of Visitors of The College of William and Mary in Virginia is authorized to set tuition and fee charges for the university's various academic programs; and

WHEREAS, the Mason School of Business requires additional investment to maintain and enhance the quality of its undergraduate business offerings; and

WHEREAS, the Mason School of Business requests that the Board of Visitors authorize an undergraduate business fee applicable to declared majors and minors, such fee to be phased in over a two-year period; and

WHEREAS, the revenue from this fee will be used to sustain the undergraduate curriculum, enhance study abroad and international field experiences, improve student professional and career development support, and expand student internship opportunities; and

WHEREAS, twenty-five percent of the revenue from this fee will be allocated to student financial assistance, ensuring affordability to prospective business majors with financial need;

THEREFORE, BE IT RESOLVED, That the Board of Visitors of The College of William and Mary in Virginia, on the recommendation of the President, approves effective for FY 2014 an undergraduate business fee of \$750 per semester for declared undergraduate business majors, increasing to \$1,500 per semester for FY 2015; and,

BE IT FURTHER RESOLVED, That the Board of Visitors approves effective for FY 2014 an undergraduate business fee of \$375 per semester for declared undergraduate business minors, increasing to \$750 per semester for FY 2015.

COLLEGE OF WILLIAM AND MARY  
APPOINTMENT TO FILL VACANCY IN THE  
EXECUTIVE FACULTY

A vacancy in the Executive Faculty of the College of William and Mary has resulted because of a resignation, termination or the approval of additional authorized position.

BE IT RESOLVED, That upon recommendation of the President, the Board of Visitors of the College of William and Mary approves the appointment of the following individual to fill this position:

MATTHEW T. LAMBERT, Vice President for Development, University  
Development, effective March 1, 2013

B.A., College of William and Mary, 1999

M.A., The Ohio State University, 2002

Ed.D., University of Pennsylvania, 2012

Georgetown University, Office of Advancement

Associate Vice President for University Development, 2009-2013

Executive Director of Development and Engagement, 2008-2009

Senior Director of Development and Engagement, 2005-2008

Director of Class Advancement and Parent Programs, 2004-2005

Director of Class Advancement, 2004

Associate Director of Class Advancement, 2002-2004

The Ohio State University, Fisher College of Business

Associate to the Director of Development and Alumni Affairs, 2000-2002

Board of Visitors

February 8, 2013

### CERTIFICATION OF CLOSED SESSION

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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;

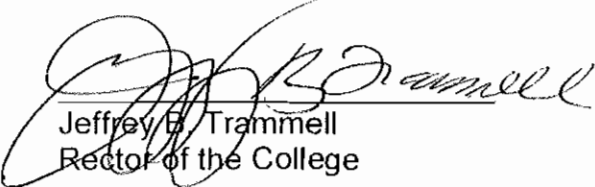
NOW, THEREFORE, BE IT RESOLVED, That the Board of Visitors, reconvening in open session, hereby certifies that, to the best of each member's knowledge, (i) only public business matters lawfully exempted from open meeting requirements by Virginia law were discussed in the closed session to which this 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: 14

NAYS: 0

ABSENT DURING CLOSED SESSION:

  
Jeffrey B. Trammell  
Rector of the College