

William & Mary Board of Visitors  
Tuesday, June 16, 2020  
2:30 – 4:30 p.m.

- |       |  |   |
|-------|--|---|
| I.    | Welcome and Opening Remarks  | Rector John E. Littel<br>President Debbie L. Sydow<br>President Katherine A. Rowe |
| II.   | Plans to Reopen Campus   | Samuel E. Jones   |
| III.  | Financial Outlook  | Amy Sebring<br>Samantha Huge  |
| IV.   | Closed Session   | Secretary Sue Gerdelman   |
| V.    | Open Session   | Ms. Gerdelman   |
| VI.   | Action Items   | Mr. Littel  |
|       | A. <b>Resolution 1:</b> Authorizing the President to Take Temporary Personnel Actions If Warranted |   |
|       | B. <b>Resolution 2:</b> Appointment to serve as Ex Officio Trustee of the W&M Foundation           |   |
|       | C. <b>Resolution 3:</b> Appointments to Fill Vacancies in the Executive Faculty                    |   |
|       | D. <b>Resolution 4:</b> Appointment to Fill a Vacancy in the Instructional Faculty                 |   |
|       | E. <b>Resolution 5:</b> Designated Professorship   |   |
| VII.  | Announcements and Closing Remarks  | Mr. Littel  |
| VIII. | Adjournment  |   |

**WILLIAM & MARY  
RESOLUTION TO AUTHORIZE PRESIDENT  
TO TAKE TEMPORARY PERSONNEL ACTIONS IF WARRANTED**

**WHEREAS**, the spread of the novel coronavirus, COVID-19, during the winter and spring of 2020 has required an unprecedented global public health response; and

**WHEREAS**, as part of that public health response, Governor Ralph Northam declared a State of Emergency in the Commonwealth in March 2020 and issued a series of Executive Orders limiting the size of in-person gatherings and restricting business operations and governmental activities, including a temporary cessation of all in-person classes at institutions of higher education; and

**WHEREAS**, the Restructured Higher Education Financial and Administrative Operations Act and Exhibit K of William & Mary's 2005 Management Agreement authorize the Board of Visitors to establish a human resources program for employees of the institution and subject employees to personnel policies adopted by the Board; and

**WHEREAS**, the Board of Visitors is very mindful of the disruption and stress that the pandemic has created in the professional and personal lives of the university's employees and expresses its deep appreciation for the commitment to William & Mary exhibited by staff and faculty and their flexibility, adaptability, and tireless efforts to protect the university community and continue to carry out the university's missions in this extraordinary period; and

**WHEREAS**, the Board recognizes that the current dramatic impact of the pandemic on the economy has the potential to result in revenue shortfalls, and the President of the university needs multiple strategies to address the financial impact of the pandemic. Therefore, as one of those strategies, the Board wishes to delegate authority to the President of the university for a finite period of time to take exceptional measures to reduce expenditures in order to preserve the William & Mary workforce to the greatest extent feasible.

**THEREFORE, BE IT RESOLVED, THAT** the Board of Visitors hereby suspends, for the timeframe specified in the final paragraph below, any provisions pertaining to furloughs or salary reductions outlined in any existing William & Mary personnel policies covering all categories of employees; and

**BE IT FURTHER RESOLVED, THAT** the Board delegates temporarily to the President of the university the authority to institute furloughs or temporary salary reductions affecting faculty and university staff for the timeframe specified in the final paragraph below based on employment category in a sum not to exceed 20 percent of salary, achieved through salary reduction or furlough or a combination of both; and

**BE IT FURTHER RESOLVED, THAT** the Board requires that the President consult with the Rector and share with the Board a plan for enacting this authority before the delegation of authority can take effect; and

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**BE IT FURTHER RESOLVED, THAT** said plan for furloughs or temporary salary reductions be included as a potential one-time mitigating strategy that would be a component of the university's ongoing comprehensive planning process that will also include any necessary permanent personnel actions or other reductions in operating expenditures for the university to respond to reductions in university resources; and

**BE IT FURTHER RESOLVED, THAT** such plan shall incorporate key guiding principles that reflect the university's commitments to the health and safety of personnel and students, and to teaching, research, and outreach, such that when implemented, the plan is transparent and shared with the broader university community; and

**BE IT FURTHER RESOLVED, THAT** such furloughs or salary reductions may not be grieved under the grievance procedures for faculty or university staff; and

**BE IT FURTHER RESOLVED, THAT** should the General Assembly or the Governor of Virginia subsequently issue any orders or take action that affect the workforce of William & Mary, the plan referenced in the previous paragraphs will be reviewed and revised by the President to ensure compliance with said direction, consistent with the authorities delegated to the university under the Restructured Higher Education Financial and Administrative Operations Act, and actions already taken by the university will be reviewed to determine if adjustments are warranted; and

**BE IT FURTHER RESOLVED, THAT** the university will provide to the Board a report monthly on the actions taken and corresponding financial and programmatic impacts.

**BE IT FINALLY RESOLVED, THAT** this delegation of authority and any temporary actions implemented in accordance with this delegation of authority will expire no later than June 30, 2021.

**RESOLUTION TO APPOINT THE RECTOR OR DESIGNEE TO SERVE AS AN  
EX OFFICIO TRUSTEE OF THE WILLIAM & MARY FOUNDATION**

**WHEREAS**, the William & Mary Foundation is engaging in restructuring to update its corporate documents and seeks to clarify its relationship with the university in part by allowing the Rector, or the Rector's designee, to participate as an ex officio trustee of its governing board;

**NOW, THEREFORE BE IT RESOLVED, THAT**, the Board of Visitors hereby authorizes the Rector to participate as an ex officio trustee of the William & Mary Foundation, or to designate another member of the Board of Visitors, to serve in that capacity provided that any such Board member who serves as an ex officio trustee of the W&M Foundation shall be expected to strictly observe the requirements of the Virginia State and Local Government Conflicts of Interest Act (Va. Code §2.2-3100 et seq.) and to put duties to the university paramount to any obligations owed to the W&M Foundation.

**WILLIAM & MARY  
APPOINTMENTS TO FILL VACANCIES IN THE  
EXECUTIVE FACULTY**

Vacancies in the Executive Faculty of William & Mary have resulted because of resignations.

**BE IT RESOLVED**, That upon recommendation of the President, the Board of Visitors of William & Mary approves the appointment of the following individuals to fill these positions:

ROBERT C. KNOEPPEL, Dean, School of Education, effective  
July 15, 2020

B.A., University of North Carolina at Chapel Hill, 1988  
M.Ed. (1992) and Ph.D. (2001), University of Virginia

University of South Florida  
Professor and Dean, College of Education, 2018-2020

Clemson University  
Professor, 2015-2018  
Associate Professor, 2010-2015  
Assistant Professor, 2008-2010

George Mason University  
Adjunct Professor, 2007-2009

University of Kentucky  
Assistant Professor, 2004-2008

Monticello High School  
Director of Guidance, 2003-2004

University of Virginia  
Adjunct Professor, 2002-2004

Woodbridge Middle School  
Director of Guidance and Counseling Services, 1999-2003

A. BENJAMIN SPENCER, Dean, William & Mary Law School, effective July 1, 2020

B.A., Morehouse College, 1996  
M.S., London School of Economics, 1997  
J.D., Harvard Law School, 2001

Harvard Law School  
Professor, 2019-2020

University of Chicago Law School  
Visiting Professor, Winter 2020

University of Virginia School of Law  
Justice Thurgood Marshall Distinguished Professor of Law,  
2018-2020  
Professor, 2017-2018  
Earle K. Shawe Professor of Law, 2014-2017  
Visiting Professor, 2011-2012

The George Washington University School of Law  
Visiting Professor, 2017

United States Army (Reserve)  
Captain, Judge Advocate General's Corps, 2015-2020

Washington and Lee University School of Law  
Associate Dean for Research, 2012-201  
Director, Frances Lewis Law Center, 2012-2014  
Professor, 2010-2014  
Associate Professor, 2008-2010  
Visiting Professor, 2007-2008

University of Richmond School of Law  
Associate Professor, 2007-2008  
Assistant Professor, 2004-2007

U.S. Attorney's Office, Western District of Virginia  
Special Assistant U.S. Attorney, 2009-2013

Shearman & Sterling  
Litigation Associate, 2002-2004

The Honorable Judith W. Rogers, United States Court of Appeals for the  
District of Columbia Circuit  
Judicial Law Clerk, 2001-2002

**WILLIAM & MARY  
APPOINTMENT TO FILL A VACANCY IN THE  
INSTRUCTIONAL FACULTY**

A vacancy in the Instructional Faculty of William & Mary has resulted because of a resignation.

**BE IT RESOLVED**, That upon recommendation of the President, the Board of Visitors of William & Mary approves the appointment of the following individual to fill the position effective with the date listed below.

A. BENJAMIN SPENCER, Professor of Law, effective June 1, 2020

B.A., Morehouse College, 1996  
M.S., London School of Economics, 1997  
J.D., Harvard Law School, 2001

Harvard Law School  
Professor, 2019-2020

University of Chicago Law School  
Visiting Professor, Winter 2020

University of Virginia School of Law  
Justice Thurgood Marshall Distinguished Professor of Law,  
2018-2020  
Professor, 2017-2018  
Earle K. Shawe Professor of Law, 2014-2017  
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Director, Frances Lewis Law Center, 2012-2014  
Professor, 2010-2014  
Associate Professor, 2008-2010  
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U.S. Attorney's Office, Western District of Virginia  
Special Assistant U.S. Attorney, 2009-2013

Shearman & Sterling  
Litigation Associate, 2002-2004

The Honorable Judith W. Rogers, United States Court of Appeals for the District of  
Columbia Circuit  
Judicial Law Clerk, 2001-2002

**WILLIAM & MARY  
DESIGNATED PROFESSORSHIP**

The following member of the Instructional Faculty of William & Mary has been recommended for a designated professorship.

**BE IT RESOLVED**, That upon recommendation of the President, the Board of Visitors of William & Mary approves the designated professorship for the following member of the Faculty, effective with the 2020-21 academic year:

A. BENJAMIN SPENCER, Chancellor Professor of Law