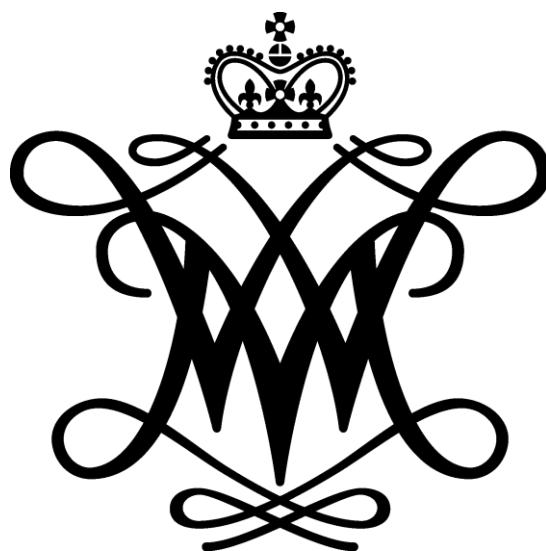


BOARD OF VISITORS WILLIAM & MARY



COMMITTEE MEETINGS

Board Rooms - Blow Memorial Hall

November 20 - 22, 2019

SCHEDULE
Board of Visitors Committee Meetings
William & Mary
November 20-22, 2019
Blow Memorial Hall - William & Mary

WEDNESDAY, NOVEMBER 20:

BOARD DINING ROOM

3:30 p.m. Beverages/snacks available

BOARD CONFERENCE ROOM - EXECUTIVE COMMITTEE

4:00-6:30 p.m.	<u>Executive Committee</u> (Mr. Fox) James A. Hixon Lisa E. Roday Karen Kennedy Schultz Brian P. Woolfolk A. Introductory Remarks B. Approval of Minutes – September 25, 2019 C. Discussion topics D. Closed Session (if necessary)	John E. Littel, Chair William H. Payne II, Vice Chair Sue H. Gerdelman, Secretary
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MASON SCHOOL OF BUSINESS – EXECUTIVE DINING ROOM

6:30 p.m. Rector's Reception and Dinner

Board of Visitors
SCHEDULE
NOVEMBER 20-22, 2019

THURSDAY, NOVEMBER 21:

BOARD DINING ROOM

7:30 a.m. Breakfast available

BOARD ROOM – RICHARD BLAND COLLEGE COMMITTEE

8:15-9:45 a.m. Richard Bland College Committee Barbara L. Johnson, Chair
(President Sydow) J.E. Lincoln Saunders, Vice Chair

Victor K. Branch
Warren W. Buck III
Charles E. Poston
Lisa E. Roday
Brian P. Woolfolk
Tiffany R. Birdsong, faculty representative
Solomon Asare, student representative

- A. Introductory Remarks
- B. Approval of Minutes – September 26, 2019
- C. General Reports
- D. Action Material
 - 1. **Resolution 6**, Receipt of the Consolidated Financial Report of William & Mary, Virginia Institute of Marine Science, and Richard Bland College for the Fiscal Year Ended June 30, 2019
(*joint with William & Mary*).
- E. Closed Session (if necessary)

BOARD CONFERENCE ROOM – INVESTMENTS SUBCOMMITTEE

8:30-9:30 a.m. Investments Subcommittee Mirza Baig, Chair
(Mr. Jones, Ms. Sebring) H. Thomas Watkins III, Vice Chair
 James A. Hixon

- A. Introductory Remarks
- B. Approval of Minutes – September 26, 2019
- C. Investment Portfolio Evaluation Overview
- D. Closed Session (if necessary)

Board of Visitors
SCHEDULE
NOVEMBER 20-22, 2019

THURSDAY, NOVEMBER 21:

BLOW HALL ROOM 201 - COMMITTEE ON ACADEMIC AFFAIRS

9:45-10:45 a.m. Committee on Academic Affairs S. Douglas Bunch, Chair
(Provost Agouris) Karen Kennedy Schultz, Vice Chair

Mari Carmen Aponte
Mirza Baig
Warren W. Buck III
Anne Leigh Kerr
Catherine A. Forestell, faculty representative
Ellie Thomas, student representative

- A. Introductory Remarks
- B. Approval of Minutes – September 25, 2019
- C. Report from Provost
- D. Report from Faculty Liaison Committee Chair
- E. Closed Session (if necessary)
- F. Action Materials
 - 1. **Resolution 1**, Appointment to Fill a Vacancy in the Instructional Faculty
 - 2. **Resolution 2**, Faculty Leave of Absence
 - 3. **Resolution 3**, Resolution to Approve a Master of Science in Marketing Program

BOARD ROOM - COMMITTEE ON AUDIT, RISK AND COMPLIANCE

9:45-11:00 a.m. Committee on Audit, Risk and Compliance Brian P. Woolfolk, Chair
(Mr. Erdahl, Ms. Mason, Mr. Jones) Barbara L. Johnson, Vice Chair

Victor K. Branch
William H. Payne II
Charles E. Poston
J.E. Lincoln Saunders

- A. Approval of Minutes – September 26, 2019
- B. Report from Director of Internal Audit
- C. Report from Chief Compliance Officer
- D. Closed Session (if necessary)

11:15 a.m. Depart for Muscarelle Museum in College vans

Board of Visitors
SCHEDULE
NOVEMBER 20-22, 2019

THURSDAY, NOVEMBER 21:

MUSCARELLE MUSEUM OF ART

11:30-1:15 p.m. Tour of exhibit and lunch with Muscarelle staff

1:15 p.m. Return to Blow Memorial Hall

BLOW HALL ROOM 201 - COMMITTEE ON ADMINISTRATION, BUILDINGS AND GROUNDS

1:30-2:30 p.m. Committee on Administration, Buildings and Grounds William H. Payne II, Chair
(Mr. Jones) Warren W. Buck III, Vice Chair

James A. Hixon
Barbara L. Johnson
J.E. Lincoln Saunders
Christopher J. Abelt, faculty representative
Jeremy Simmons, student representative

- A. Approval of Minutes – September 26, 2019
- B. Report from Building Official
- C. Report from Virginia Institute of Marine Science Dean/Director
- D. Report from Senior Vice President for Finance and Administration
 - 1. **Resolution 4**, Resolution to Approve Electrical Easement Serving Monticello Avenue
- E. Closed Session (if necessary)

BOARD ROOM – COMMITTEE ON INSTITUTIONAL ADVANCEMENT

1:30-2:30 p.m. Committee on Institutional Advancement Sue H. Gerdelman, Chair
(Mr. Broaddus, Mr. Lambert) Anne Leigh Kerr, Vice Chair

Mari Carmen Aponte
Victor K. Branch
H. Thomas Watkins III
David Armstrong, faculty representative
Kelsey Vita, student representative

- A. Approval of Minutes – April 25, 2019
- B. Campaign Update
- C. Positioning Study Results
- D. Closed Session (if necessary)

Board of Visitors
SCHEDULE
NOVEMBER 20-22, 2019

THURSDAY, NOVEMBER 21:

BOARD ROOM – COMMITTEE ON THE STUDENT EXPERIENCE

2:30-3:30 p.m. Committee on the Student Experience Lisa E. Roday, Chair
(Ms. Ambler, Ms. Hugel) H. Thomas Watkins III, Vice Chair

Mari Carmen Aponte
S. Douglas Bunch
Sue H. Gerdelman
Karen Kennedy Schultz
Rowan Lockwood, faculty representative
Shreya Mandava, student representative

- A. Introductory Remarks
- B. Approval of Minutes – September 26, 2019
- C. Report from Vice President for Student Affairs
 - 1. Student Veteran Engagement at W&M
- D. Report from Director of Athletics
- E. Closed Session (if necessary)

3:30 p.m. Walk to Tribe Square

Tour of the Entrepreneurship Hub

TRIBE SQUARE – AD HOC COMMITTEE ON ORGANIZATIONAL SUSTAINABILITY AND INNOVATION

3:45-5:45 p.m. Ad Hoc Committee H. Thomas Watkins III, Co-Chair
(Ms. Agouris, Mr. Broaddus, Mr. Jones) Mirza Baig, Co-Chair

- A. Opening remarks
- B. Strategic Planning Update
- C. Diversity and Inclusion Update
- D. Financial Capacity Building
- E. Closed Session (if necessary)

5:45 p.m. Recess Committee meetings

Depart for Zable Stadium

PRESIDENT'S SUITE – ZABLE STADIUM

6:30/7:00 p.m. Reception and Strolling Supper

Board of Visitors
SCHEDULE
NOVEMBER 20-22, 2019

FRIDAY, NOVEMBER 22:

BOARD DINING ROOM

8:00 a.m. Breakfast available

BOARD ROOM – COMMITTEE ON FINANCIAL AFFAIRS

8:30-9:45 a.m.	<u>Committee on Financial Affairs</u> (Mr. Jones, Ms. Sebring)	James A. Hixon, Chair Mirza Baig, Vice Chair
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S. Douglas Bunch
Anne Leigh Kerr
Charles E. Poston
H. Thomas Watkins III
Thomas J. Ward, faculty representative
Abhi Chadha, student representative

- A. Approval of Minutes – September 27, 2019
- B. Report from Senior Vice President for Finance and Administration and Vice President for Finance and Technology
 - 1. **Resolution 5**, Fiscal Year 2021 (FY21) Tuition for In-State Undergraduate Students
 - 2. **Resolution 6**, Receipt of the Consolidated Financial Report of William & Mary, Virginia Institute of Marine Science, and Richard Bland College for the Fiscal Year Ended June 30, 2019 (*joint with Richard Bland College*)
 - 3. **Resolution 7**, Receipt of the Financial Report on the Intercollegiate Athletics Department for the Fiscal Year Ended June 30, 2019
- C. Report from Virginia Institute of Marine Science Dean/Director
- D. Investments Subcommittee Report
- E. Closed Session (if necessary)

BOARD ROOM – BOARD OF VISITORS MEETING

10:00-12:30 p.m. FULL BOARD MEETING - see MEETING AGENDA Mr. Littel

BLOW HALL ROOM 201

12:30-1:30 p.m. Lunch with student/faculty/staff leadership

EXECUTIVE COMMITTEE

November 20, 2019

4:00 – 6:30 p.m.

Board Conference Room - Blow Memorial Hall

John E. Littel, Chair

William H. Payne II, Vice Chair

Sue H. Gerdelman, Secretary

- I. Introductory Remarks – Mr. Littel
- II. Approval of Minutes - September 25, 2019
- III. Closed Session (if necessary)
- IV. Discussion
- V. Adjourn

**EXECUTIVE COMMITTEE
MINUTES – SEPTEMBER 25, 2019**

MINUTES
Executive Committee
September 25, 2019
Board Conference Room – Blow Memorial Hall

Attendees: John E. Littel, Chair; William H. Payne II, Vice Chair; Sue H. Gerdelman, James A. Hixon, Lisa E. Roday, Karen Kennedy Schultz and Brian P. Woolfolk. Others in attendance: President Katherine A. Rowe, Michael J. Fox and University Counsel Carrie S. Nee

Chair John E. Littel called the meeting to order at 4:05 p.m.

Mr. Littel welcomed Student Assembly President Kelsey Vita, then asked Secretary to the Board Michael Fox to review the Board schedule. President Rowe commented on the strategic planning process and diversity and inclusion initiatives. The Rector advised that the public hearing on tuition has been scheduled for October 22. So far, Ms. Gerdelman and Mr. Hixon will be attending. Guidelines for public comment have been developed and will be reviewed by the Board. Public comments will be accepted via a web form through the November meeting and will be shared with the members of the Board.

Following the discussion, Mr. Littel called on Secretary of the Board Sue Gerdelman. Ms. Gerdelman moved that the Executive Committee convene in Closed Session to discuss specific personnel and the performance goals of the presidents of William & Mary and Richard Bland College, and to evaluate the performance of departments of the institutions where such evaluation will necessarily involve discussion of the performance of specific individuals; for consideration of the acquisition and disposition of real property where discussion in an open meeting would adversely affect the bargaining position or negotiating strategy of the public body; for consultation with legal counsel and briefings by staff members pertaining to actual or probable litigation; for consultation with legal counsel regarding matters requiring the provision of legal advice, to discuss reports or plans related to the security of any governmental facility, building or structure or the safety of persons using such facility, building or structure; and pursuant to Virginia Code Sec. 23.1-1241 where discussion in open session would affect the bargaining position or negotiating strategy of the public body; as provided for in Section 2.2-3711.A. 1., 3., 7., 8., 19. and 29. of the Code of Virginia. Motion was seconded by Mr. Hixon and approved by voice vote of the Committee. The observers were asked to leave the room and the Committee went into closed session at 4:20 p.m.

The Executive Committee reconvened in open session at 6:19 p.m. Mr. Littel 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 Ms. Gerdelman, seconded by Ms. Roday and approved by roll call vote of the Committee members conducted by Secretary of the Board Sue Gerdelman. (Certification **Resolution** is appended.)

Mr. Littel asked for a motion to approve the minutes of the meeting of April 24, 2019. Motion was made by Mr. Hixon, seconded by Ms. Roday and approved by voice vote of the Committee.

There being no further business, the Committee adjourned at 6:20 p.m.

September 25, 2019

CERTIFICATION OF CLOSED SESSION

WHEREAS, the Board of Visitors Executive Committee 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 Committee that such closed session was conducted in conformity with Virginia law;

NOW, THEREFORE, BE IT RESOLVED, That the Executive Committee, 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 Executive Committee.

VOTE

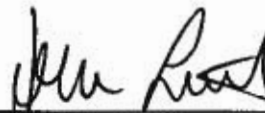
AYES:

7

NAYS:

0

ABSENT DURING CLOSED SESSION:



John E. Littel
Chair

Executive Committee

RICHARD BLAND COLLEGE COMMITTEE

November 21, 2019

8:15 – 9:45 a.m.

Board Room – Blow Memorial Hall

Barbara L. Johnson, Chair
J.E. Lincoln Saunders, Vice Chair

- I. Introductory Remarks – Ms. Johnson
- II. Approval of Minutes – September 26, 2019
- III. General Reports
 - A. Report from President and Administration – Debbie L. Sydow
 - B. Report from Faculty Representative – Tiffany Birdsong
 - C. Report from Student Representative – Solomon Asare
- IV. Action Material
 - A. Receipt of the Consolidated Financial Report of William & Mary, Virginia Institute of Marine Science, and Richard Bland College for the Fiscal Year Ended June 30, 2019 (*joint with William & Mary*). **Resolution 6**
- V. Informational Material - *Pre-Reads*
 - A. Administrative Update: Performance Report
 - B. 2019-20 Operating Budget Update
 - C. FY19 Unaudited Financial Statements
 - D. Report of the Faculty Representative
 - E. Report of the Student Representative
 - F. RBC-19 Summary Report
 - G. RBC Strategic Plan Working Draft -- Seize Your Potential
- VI. Closed Session (if necessary)
- VII. Discussion
- VIII. Adjourn

**RICHARD BLAND COLLEGE COMMITTEE
MINUTES – SEPTEMBER 26, 2019**

MINUTES
Richard Bland College Committee
September 26, 2019
Board Room – Blow Memorial Hall

Attendees: Barbara L. Johnson, Chair; J.E. Lincoln Saunders, Vice Chair, Victor K. Branch, Warren W. Buck III, Charles E. Poston, Lisa E. Roday; Brian P. Woolfolk, faculty representative Tiffany R. Birdsong and student representative Solomon Asare. Board members present: Rector John E. Littel and Karen Kennedy Schultz. Others present: President Debbie L. Sydow, Provost Maria Dezenberg, Lashrecse Aird, J. Tyler Hart, Paul Edwards, Kenneth LaTessa, Eric Kondzielawa, Kent B. Erdahl, Carrie S. Nee, Amy S. Sebring, Stacey Sokol, Michael J. Fox, Jeremy Martin, Brian W. Whitson, Joanne Williams, Sandra J. Wilms and other faculty and staff.

Chair Barbara Johnson called the Richard Bland College Committee to order at 7:47 a.m. and welcomed new faculty representative Tiffany Birdsong and new student representative Solomon Asare.

Recognizing that a quorum was present, Ms. Johnson asked for a motion to approve the minutes of the meeting of April 25, 2019. Motion was made by Ms. Roday, seconded by Mr. Branch and approved by voice vote of the Committee.

President Sydow asked Richard Bland staff to introduce themselves and commented briefly on the newly hired administrators. The President reported on the exploration of shared services with William & Mary currently underway and briefly reviewed the agenda.

Dr. Matt Smith provided an update on the SACSCOC reaccreditation process currently underway. Following general discussion, the administrative reports were presented.

Provost Maria Dezenberg provided an enrollment update and outlined her 2019-2020 priorities for academic quality, student success and enrollment optimization. Director of Operations and Capital Assets Eric Kondzielawa reported on the Academic Innovation Center. Business Manager Preston Bousman reported on the development of the Resident Assistant Apprentice Program. Chief Information, Strategy and Innovation Officer Ken LaTessa discussed the highlights of the Six-Year Plan, detailed in Resolution 3. Chief Business Officer Paul Edwards provided an update on the FY20 budget, APA audit findings and the corrective action workplan.

Faculty representative Tiffany Birdsong and student representative Solomon Asare reported on student employment on campus. Mr. Asare commented on his experience as well as those of several other students as a student worker on campus.

A general discussion ensued. Following review of the resolutions discussed during the administrative reports, Ms. Johnson asked for a motion to approve as a block Resolutions 1 through 8:

- **Resolution 1**, Resolution to Approve 2020-2026 Capital Outlay Budget
- **Resolution 2**, Resolution to Approve Unfunded Scholarships
- **Resolution 3**, Resolution to Approve 2020-2026 Six-Year Plan
- **Resolution 4**, Resolution to Approve FY21 Operating and Capital Budget Requests

- **Resolution 5**, Resolution to Approve Revisions to the Discrimination, Harassment, Sexual Misconduct & Retaliation Policy
- **Resolution 6**, Resolution to Approve the College Workforce Planning and Development Report
- **Resolution 7**, Appointments to Fill Vacancies in the Instructional Faculty
- **Resolution 8**, Appointments to Fill Vacancies in the Professional Faculty

Motion was made by Ms. Roday, seconded by Mr. Saunders and approved by voice vote of the Committee.

Ms. Johnson moved that the Richard Bland College Committee convene in Closed Session to discuss performance goals of the president, and to evaluate the performance of departments of the institution where such evaluation will necessarily involve discussion of the performance of specific individuals; for consultation with legal counsel and briefings by staff members pertaining to actual or probable litigation, and for consultation with legal counsel regarding matters requiring the provision of legal advice, as provided for in Section 2.2-3711.A.1., 7. and 8., of the Code of Virginia. Motion was seconded by Ms. Roday and approved by voice vote of the Committee. The observers were asked to leave the room and the Committee went into Closed Session at 9:06 a.m.

The Committee reconvened in open session at 9:25 a.m. Ms. Johnson reviewed the topic discussed during the closed session, and then moved adoption of the **Resolution** certifying the closed session was held in compliance with the Freedom of Information Act. Motion was seconded by Ms. Roday and approved by roll call vote of the Committee members conducted by Executive Liaison to the Board Sandra Wilms. (Certification **Resolution** is appended.)

Ms. Johnson acknowledged the progress Richard Bland College has made. There being no further business, the Committee adjourned at 9:27 a.m.

September 26, 2019

CERTIFICATION OF CLOSED SESSION

WHEREAS, the Board of Visitors Richard Bland College Committee 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 Committee that such closed session was conducted in conformity with Virginia law;

NOW, THEREFORE, BE IT RESOLVED, That the Richard Bland College Committee, 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 Richard Bland College Committee.

VOTE

AYES: 7

NAYS: 0

ABSENT DURING CLOSED SESSION:


Barbara L. Johnson
Chair
Richard Bland College Committee

**RECEIPT OF THE CONSOLIDATED FINANCIAL REPORT OF
WILLIAM & MARY, VIRGINIA INSTITUTE OF MARINE SCIENCE, AND
RICHARD BLAND COLLEGE
FOR THE FISCAL YEAR ENDED JUNE 30, 2019**

The Consolidated Financial Report of William & Mary, Virginia Institute of Marine Science, and Richard Bland College for the fiscal year ended June 30, 2019, is presented to the Presidents of William & Mary and Richard Bland College, and the Rector and Board of Visitors.

The statements included in this consolidated Financial Report provide an analysis of the University (defined as the consolidated figures for William & Mary, the Virginia Institute of Marine Science, and Richard Bland College) and its affiliated foundations for fiscal year 2018-2019. William & Mary's financial management has prepared the consolidated financial statements and is responsible for the information for William & Mary, the Virginia Institute of Marine Science, and their affiliated foundations. Richard Bland College's management is responsible for all financial information for Richard Bland College and its affiliated foundation. The report is subject to a detailed audit to be conducted by the Auditor of Public Accounts.

RESOLVED, That the Unaudited Consolidated Financial Report for the Year Ended June 30, 2019 (*see separate booklet*) for William & Mary, Virginia Institute of Marine Science, and Richard Bland College is hereby received by the Board of Visitors.

INVESTMENTS SUBCOMMITTEE
of the
COMMITTEE ON FINANCIAL AFFAIRS
November 21, 2019
8:30 – 9:30 a.m.

Board Conference Room - Blow Memorial Hall

Mirza Baig, Chair
H. Thomas Watkins III, Vice Chair

- I. Opening Remarks - Mr. Baig
- II. Approval of Minutes – September 28, 2018
- III. Investment Portfolio Evaluation Overview - Joseph W. Montgomery, The Optimal Service Group of Wells Fargo Advisors
 - A. Investment Update for Periods Ending September 30, 2018
Pre-Read
- IV. Closed Session (if necessary)
- V. Discussion
- VI. Adjourn

INVESTMENTS SUBCOMMITTEE
MINUTES – SEPTEMBER 26, 2019

MINUTES
Investments Subcommittee
September 26, 2019
Blow Memorial Hall – Board Conference Room

Attendees: Mirza Baig, Chair; H. Thomas Watkins III, Vice Chair; and James A. Hixon. Others in attendance: Senior Vice President for Finance and Administration Samuel E. Jones and Associate University Counsel Sarah Melchior. The Subcommittee was later joined by Joe Montgomery and Bryce Lee, staff of the Optimal Services Group of Wells Fargo, the Board's investment advisor.

Chair Mirza Baig called the meeting to order at 8:25 a.m. Recognizing that a quorum was present, Mr. Baig requested a motion to approve the minutes of the April 25, 2019 meeting. Motion was made by Mr. Hixon, seconded by Mr. Watkins and approved by voice vote.

The subcommittee discussed **Resolution 21, Revision to the Investment and Spending Policy for Endowment**. Revisions included making the policy consistent with the university's branding initiative and, at the university auditor's request, showing REIT's as a distinct asset class within the overall asset allocation targets and ranges. The Investments Subcommittee approved the proposed changes and recommended its adoption to the full Committee on Financial Affairs.

The Subcommittee then heard a report from the Optimal Services Group of Wells Fargo, the Board's investment advisor. Over the past year the markets have been rewarding growth over value in equities. In this environment diversification has not helped returns. At the same time, bond returns have been extraordinary.

As a result, the Board endowment's returned 4.7% over the past fiscal year, slightly below the benchmark return of 4.9%. For calendar year-to-date the return is 10.8%. The current value of the BOV endowment is \$85.2 million.

Optimal staff noted that at the request of the Chair they were modeling the portfolio under a variety of assumptions and will present the results at the November committee meeting.

Mr. Montgomery and Mr. Lee noted that the Dreyfus Small Cap Fund had a new class of fund with a lower expense ratio. The Subcommittee approved a move to the new class since there was no change in the actual investments. The Subcommittee also approved a recommendation to redeem a manager within the alternative investment space. Investment alternatives will be provided at the November meeting.

Optimal staff also provided a brief report on the Board's Green Fund, noting that it had returned 12.9% year-to-date versus the 10.8% return for the overall endowment.

The Subcommittee was informed of a FOIA request on any investments in the energy sector and a response is being developed.

There being no further business, the meeting adjourned at 9:10 a.m.

COMMITTEE ON ACADEMIC AFFAIRS

November 21, 2019

9:45 – 10:45 a.m.

Board Room - Blow Memorial Hall

S. Douglas Bunch, Chair

Karen Kennedy Schultz, Vice Chair

- I. Introductory Remarks – Mr. Bunch
- II. Approval of Minutes – September 25, 2019
- III. Report from Provost Peggy Agouris
- IV. Report from Faculty Liaison Committee Chair David Armstrong
- V. Closed Session (if necessary)
- VI. Action Materials - Provost Peggy Agouris
 - 1. Appointment to Fill a Vacancy in the Instructional Faculty **Resolution 1**
 - 2. Faculty Leave of Absence **Resolution 2**
 - 3. Resolution to Approve a Master of Science in Marketing Program **Resolution 3**
- VII. Discussion
- VIII. Adjourn

COMMITTEE ON ACADEMIC AFFAIRS
MINUTES – SEPTEMBER 25, 2019

MINUTES
Committee on Academic Affairs
September 25, 2019
Board Room – Blow Memorial Hall

Attendees: S. Douglas Bunch, Chair; Karen Kennedy Schultz, Vice Chair; Mari Carmen Aponte; Warren W. Buck III, Anne Leigh Kerr, faculty representative Catherine Forestell and student representative Ellie Thomas. Board members present: Rector John E. Littel, Sue H. Gerdelman, and Lisa E. Roday, Others present: President Katherine A. Rowe, Provost Peggy Agouris, Henry Broaddus, W. Fanchon Glover, Samantha Huge, Samuel E. Jones, Michael Fox, Matthew Lambert, Jeremy Martin, Sallie Marchello, Carrie S. Nee, Amy Sebring, Tom Ward, Kate Conley, Carrie Cooper, Virginia Torczon, Skip Niles, Linda Schaffner, Ann Marie Stock, staff liaison Joseph W. Wheelless IV, Student Assembly President Kelsey Vita, John Wells, Brian W. Whitson and other university faculty and staff.

Chair S. Douglas Bunch called the Committee to order at 2:30 p.m., and welcomed President Rowe, Provost Agouris, and new Committee members Mari Carmen Aponte and Ellie Thomas, then briefly reviewed the agenda, noting that the focus this year would be on the strategic planning process.

Recognizing that a quorum was present, Mr. Bunch moved adoption of the minutes of the meeting of April 24, 2019. Motion was seconded by Ms. Schultz and approved by voice vote of the Committee.

In her opening remarks, Provost Agouris commented on her first 90 days, particularly the strategic planning process and diversity and inclusion efforts. Ms. Agouris advised that she would be holding office hours for faculty, staff and students.

Associate Provost for Enrollment and Dean of Admission Tim Wolfe provided an overview of undergraduate admission demographics. Chief of Staff Jeremy Martin provided an update on rankings. Provost Agouris summarized the Tech Talent initiative. Discussion ensued.

Faculty Liaison Committee Chair Professor David Armstrong provided an update on the Faculty Assembly's work, and commented on faculty engagement, noting that the faculty survey was underway and results would be reported to the Board. Professor Armstrong also advised that the Arts and Sciences faculty are working to include a course on race, climate and diversity in the curriculum, which was one of the recommendation of the Task Force on Race and Race Relations. A brief discussion ensued.

Mr. Bunch asked the Provost to comment on the background for **Resolution 13**, Resolution to Approve a Bachelor of Arts/ Bachelor of Science Program in Health Sciences, then asked for a motion to adopt the resolution. Motion was made by Mr. Buck, seconded by Ms. Aponte and approved by voice vote of the Committee.

Mr. Bunch moved that the Committee on Academic Affairs convene in Closed Session for the purpose of discussing and/or approving personnel actions pertaining to the appointments,

Committee on Academic Affairs
MINUTES
Page 2

promotions, tenure, and leaves of instructional faculty, as provided for in Section 2.2-3711.A.1., of the Code of Virginia.. Motion was seconded by Ms. Schultz and approved by voice vote of the Committee. The Committee went into closed session at 3:47 p.m.

The Committee reconvened in open session at 3:57 p.m. Mr. Bunch reviewed the topics discussed during closed session, and then moved to adopt the **Resolution** certifying the closed session was held in compliance with the Freedom of Information Act. Motion was seconded by Mr. Buck and approved by roll call vote of the Committee members conducted by Secretary to the Board Michael Fox. (Certification **Resolution** is appended.)

Mr. Bunch asked for a motion to approve Resolutions 9 through 12 as a block:

- **Resolution 9**, Appointments to Fill Vacancies in the Instructional Faculty
- **Resolution 10**, Designated Professorships
- **Resolution 11**, Faculty Leaves of Absence
- **Resolution 12**, Award of Academic Tenure

Motion was made by Ms. Schultz, seconded by Mr. Buck and approved by voice vote of the Committee.

Following closing comments, and there being no further business, the Committee adjourned at 4:00 p.m.

September 25, 2019

CERTIFICATION OF CLOSED SESSION

WHEREAS, the Board of Visitors Committee on Academic Affairs 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 Committee that such closed session was conducted in conformity with Virginia law;


NOW, THEREFORE, BE IT RESOLVED, That the Committee on Academic Affairs, 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 Committee on Academic Affairs.

VOTE

AYES: 5

NAYS: 0

ABSENT DURING CLOSED SESSION:



S. Douglas Bunch
Chair
Committee on Academic Affairs

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, termination or the approval of an additional position.

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.

RACHEL M. FRAZIER, Associate Director of the Miller Entrepreneurship Center and Clinical Assistant Professor of Business, effective October 10, 2019

B.S. (2001), M.S. (2003), and Ph.D. (2005) University of Florida

William & Mary
Visiting Research Associate Professor, 2019

George Washington University
I-Corps Instructor, 2018-2019

Georgia Institute of Technology
Adjunct I-Corps Instructor, 2016

Georgia Institute of Technology, The University of Alabama,
Alabama Agricultural and Mechanical University, Florida State University
and Florida Agricultural and Mechanical University
Lead I-Corp Instructor, 2016-2018

The University of Alabama
Lead I-Corps Site Instructor and Program Coordinator, 2015-2018

Graphenics, LLC
Founder, 2012-2019

The University of Alabama
Assistant Director, Alabama Innovation and Mentoring of Entrepreneurs,
2015-2018
Honors College Faculty, 2014-2018
Graduate Faculty, 2012-2018
Research Engineer, Alabama Innovation and Mentoring of Entrepreneurs,
2007-2015

U.S. Naval Research Laboratory
Postdoctoral Fellow, 2005-2007

Board of Visitors

Resolution 2

November 20-22, 2019

Page 1 of 1

WILLIAM & MARY
FACULTY LEAVE OF ABSENCE

The following faculty member has requested a leave of absence without pay or with partial pay for the reason given.

BE IT RESOLVED, That upon recommendation of the President, the Board of Visitors of William & Mary approves this leave of absence:

NICHOLAS S. POPPER, Associate Professor of History, to accept an NEH Fellowship in conjunction with his research leave during academic year 2020-21.

WILLIAM & MARY
RESOLUTION TO APPROVE A MASTER OF SCIENCE IN MARKETING PROGRAM

WHEREAS, the William & Mary Faculty of the Raymond A. Mason School of Business proposes to offer a graduate program that will confer a Master of Science (M.S.) in Marketing degree starting in August 2020, and

WHEREAS, this graduate program has been developed by faculty members in the School of Business and is supported by the Business School's senior administration, and

WHEREAS, the proposal has received approval from the School of Business Faculty on April 26, 2019, and

WHEREAS, the demand is growing for people with the skills and knowledge who can address a marketing environment that is experiencing never-before-seen levels of disruption that requires continuous innovation and learning. From the new possibilities and challenges of the digital revolution, the proliferation of data and consumer information, concerns about the role of business in society, to the ever-changing media landscape, evolving consumer attitudes and preferences, the mandate for constant innovation, evolving business models, and the growing importance of proving marketing ROI, a marketer's job has never been more complex. Graduates will be knowledgeable and serve as today's marketing leaders. Graduates will have a strong understanding of the timeless principles of marketing and the ability to apply those principles in a disruptive and dynamic business environment, and

WHEREAS, this program will utilize the core competencies of the Faculty of the School of Business who have the expertise to teach and shepherd this program successfully;

THEREFORE, BE IT RESOLVED, That upon recommendation of the President and the Provost, the Board of Visitors approves the creation of a Master of Science in Marketing program, which will be taught and administered by the Faculty of the School of Business.

BE IT FURTHER RESOLVED, That the university will create this new program in compliance with all requirements of the State Council of Higher Education for Virginia and the Southern Association of Colleges and Schools Commission on Colleges.

COMMITTEE ON AUDIT, RISK AND COMPLIANCE

November 21, 2019

9:45 – 11:00 a.m.

Board Room - Blow Memorial Hall

Brian P. Woolfolk, Chair

Barbara L. Johnson, Vice Chair

- I. Introductory Remarks – Mr. Woolfolk
- II. Approval of Minutes – September 26, 2019
- III. Report from Chief Compliance Officer – Pamela H. Mason
- IV. Report from Director of Internal Audit – Kent B. Erdahl
- V. Closed Session (if necessary)
- VI. Discussion
- VII. Adjourn

COMMITTEE ON AUDIT, RISK AND COMPLIANCE
MINUTES – SEPTEMBER 26, 2019

MINUTES
Committee on Audit, Risk and Compliance
September 26, 2019
Board Room—Blow Memorial Hall

Attendees: Brian P. Woolfolk, Chair; Barbara L. Johnson, Vice Chair; Victor K. Branch, William H. Payne II, Charles E. Poston, J.E. Lincoln Saunders. Other Board member present: Mirza Baig. Others present: Deborah Cheesebro, Kent B. Erdahl, Paul Edwards, Michael J. Fox, Samuel E. Jones, Pamela H. Mason, Amy Sebring, Carrie S. Nee, and others.

Mr. Woolfolk called the meeting to order at 2:00 p.m.

Recognizing that a quorum was present, Mr. Woolfolk asked for a motion to approve the minutes of the meeting of April 25, 2019. Motion was made by Ms. Johnson, seconded by Mr. Payne and approved by voice vote of the Committee.

Mr. Woolfolk asked Director of Internal Audit, Kent Erdahl for his report. Mr. Erdahl provided a brief overview of recently completed audits and upcoming audits. Mr. Erdahl reviewed changes to the audit work plan for calendar year 2019. Adjustment of the 2019 audit plan resulted from staffing changes and unanticipated projects.

Mr. Erdahl reported that three Joint Legislative Audit and Review Commission recommendations related to higher education have not been fully addressed. In June 2019, the Auditor of Public Accounts reported on implementation progress and identified Human Resource Policies, Purchasing, and Teaching Load Assessments as recommendations that William & Mary has not implemented. William & Mary administration will evaluate the Human Resource recommendation and consider supplementing existing Human Resource policies and procedures. Mr. Erdahl will report back to the committee no later than February on the recommendation status. Mr. Erdahl communicated that the purchasing recommendation is handled by university personnel; some discussion ensued. Mr. Woolfolk and other committee members requested a summary of spending to provide the committee visibility into key spending categories. William & Mary administration will provide the committee material on spending and on spending exceptions. William & Mary has participated in the 2018 Delaware Cost Study, which fully addresses the Teaching Load Assessment recommendation.

Mr. Woolfolk asked the Chief Compliance Officer, Pamela Mason, for her report

Ms. Mason presented annual data on reports received and investigations completed for FY 2019. Volume of total reports remained consistent, but the number of investigations conducted were down. Reports made by employees were down significantly. The university has acquired an online databased management system for employees to file reports and for Compliance & Equity office to track and manage reports. The number of Title IX specific reports received were also consistent with the previous two years of data.

Committee on Audit, Risk and Compliance
MINUTES
Page 2

Mr. Woolfolk moved that the Committee on Audit, Risk and Compliance convene in closed session for the purpose of discussing specific personnel matters; to discuss internal investigations, which discussion will include discussion of personnel matters including performance or discipline of specific employees and which will involve the disclosure of information contained in a scholastic record of one or more students; for consultation with legal counsel and briefings by staff members pertaining to actual or probably litigation; for consultation with legal counsel employed or retained by a public body regarding specific legal matters requiring the provision of legal advice by such counsel, and to discuss reports or plans related to the security of any governmental facility, building or structure or the safety of persons using such facility, building or structure, as provided for in Section 2.2.-3711.A.1., 2., 7., 8. and 19., of the Code of Virginia. Motion was seconded by Mr. Payne and approved by voice vote of the Committee. Observers were asked to leave the room and the Committee went into closed session at 3:05 p.m.

The Committee reconvened in open session at 3:20 p.m. Mr. Woolfolk reviewed the topics discussed in closed session, then moved adoption of the **Resolution** certifying that the closed session was held in accordance with the Freedom of Information Act. Motion was seconded by Mr. Payne and approved by roll call vote conducted by Secretary to the Board Michael Fox. (Certification **Resolution** is appended.)

There being no further business, the Committee adjourned at 3:21 p.m.

September 26, 2019

CERTIFICATION OF CLOSED SESSION

WHEREAS, the Board of Visitors Committee on Audit, Risk and Compliance 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 Committee that such closed session was conducted in conformity with Virginia law;


NOW, THEREFORE, BE IT RESOLVED, That the Committee on Audit, Risk and Compliance, 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 Committee on Audit, Risk and Compliance.

VOTE

AYES: 6

NAYS: 0

ABSENT DURING CLOSED SESSION:



Brian P. Woolfolk
Chair
Committee on Audit, Risk and Compliance

COMMITTEE ON ADMINISTRATION, BUILDINGS AND GROUNDS

November 21, 2019

1:30 – 2:30 p.m.

Room 201 - Blow Memorial Hall

William H. Payne II, Chair

Warren W. Buck III, Vice Chair

- I. Introductory Remarks – William H. Payne II
- II. Approval of Minutes – September 26, 2019
- III. Report from College Building Official – David W. Rudloff.
- IV. Report from Virginia Institute of Marine Science – Dean/Director John T. Wells
 - A. Capital Outlay Projects Progress Report. *Pre-Read*
- V. Report from Senior Vice President for Finance and Administration – Samuel E. Jones
 - A. Capital Outlay Projects Progress Report. *Pre-Read*
 - B. Resolution to Approve Electrical Easement Serving Monticello Avenue.
Resolution 4.
 - C. Sustainability Update.
- VI. Closed Session (if necessary)
- VII. Discussion
- VIII. Adjourn

COMMITTEE ON ADMINISTRATION,
BUILDINGS AND GROUNDS
MINUTES – SEPTEMBER 26, 2019

MINUTES
Committee on Administration, Buildings and Grounds
September 26, 2019
Room 201 Blow Memorial Hall

Attendees: William H. Payne II, Chair; Warren W. Buck III, Vice Chair; James A Hixon; Barbara Johnson; Lincoln Saunders. Others in attendance included President Katherine Rowe, Samuel Jones, John Wells, Van Dobson, Dave Rudloff, and other university staff.

Mr. Payne called the meeting to order at 9:30 a.m. After thanking everyone for attending, he specifically recognized Christopher Lee, William & Mary's new Chief Human Resources Officer. Chris came to the university most recently from the Virginia Community College System office where he was Chief HR Officer and worked with all 23 community colleges.

Mr. Payne provided a brief summary of Wednesday's meeting of the Design Review Board as well as a meeting regarding the Legacy (Tribute) Garden honoring William & Mary's first three African-American students in residence.

Mr. Payne noted that the Committee had several resolutions for action, specifically noting Resolution 14 amending the university's six-year capital plan, and Resolution 18 approving the university's Workforce Planning and Development Report. The Committee will also hear from 1) Amy Sebring, Vice President for Finance and Technology regarding the results of a recent IT assessment, and 2) Chris Lee on workforce planning.

Mr. Payne next called for approval of the minutes from the April 26, 2019 committee meeting. Motion was seconded by Mr. Buck and the minutes were approved as presented by voice vote of the Committee.

The report from Dave Rudloff, the university's Building Official, was provided to the Board as a pre-read. The Committee had no questions for Mr. Rudloff regarding his report.

John Wells, Dean/Director of VIMS, provided a report on projects on-going at the Institute, noting that Board members had the opportunity to attend the christening of the RV Virginia in April. Other VIMS projects continue on schedule at this time.

Mr. Payne then called on Sam Jones to provide a progress report and discuss the various resolutions. Mr. Jones provided updates on projects currently under construction as well as those in various stages of design. Specific detail was provided relative to the Memorial to the Enslaved (AE selection being finalized) and the discovery of a historic drain tunnel beneath a Wren Building walkway.

Mr. Payne then called on Amy Sebring to discuss the results of the IT assessment. Ms. Sebring discussed the purpose (a broad assessment of technology readiness and flexibility to support change and future strategic needs); the process used by 1MountainRoad (external consultant) to conduct the assessment; key findings, noting the need to move from transactional to transformational; and next steps in the process.

Chris Lee then provided background on the state-mandated Workforce Planning and Development Report, stating that the review process, while designed for state agencies, provides the prompt to analyze institutional data and supports proactive measures. Next steps in our internal process will be to use the data output as strategic planning input, supported by the results of the upcoming salary study.

Mr. Jones summarized the various resolutions, noting that Resolution 14 modified the Six-Year Capital Plan approved by the Board in April 2019 to include window repairs at Swem Library. There are no other changes to the plan. Resolutions 15 through 17 are pro forma in nature, allowing the university to be reimbursed for capital project expenses incurred prior to the sale of bonds by the State and requesting the sale of such bonds. Resolution 18 approves the state required University Workforce Planning and Development Report as discussed by Mr. Lee.

Mr. Payne moved adoption as a block of Resolutions 14 through 18:

- **Resolution 14**, Resolution to Approve Modification to 2020-2026 Six-Year Capital Plan
- **Resolution 15**, Resolution of the Board of Visitors of William & Mary Declaring the Intention to Reimburse the Cost of Certain Expenditures: Renovate Dormitories
- **Resolution 16**, Resolution of the Board of Visitors of William & Mary Declaring the Intention to Reimburse the Cost of Certain Expenditures: Improve Athletic Facilities
- **Resolution 17**, Resolution of the Board of Visitors of William & Mary Virginia College Building Authority Financing Authorization: Improve Athletic Facilities
- **Resolution 18**, Resolution to Approve University Workforce Planning and Development Report

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

Mr. Payne then moved that the Committee on Administration, Buildings and Grounds convene in Closed Session to discuss the evaluation of departments exercising restructured authority where such discussion will necessarily involve identifiable university employees; for consideration of the acquisition and disposition of real property where discussion in an open meeting would adversely affect the bargaining position or negotiating strategy of the public body; for consultation with legal counsel and briefings by staff members pertaining to actual or probable litigation; and for consultation with legal counsel regarding matters requiring the provision of legal advice on personnel and real estate matters related to contract negotiations and property, as provided for in Section 2.2-3711.A.1, 3., 7. and 8., of the Code of Virginia. Motion was seconded by Mr. Buck and approved by voice vote. Observers were asked to leave the room and the Committee went into closed session at 10:30 a.m.

The Committee reconvened in open session at 10:40 a.m. Mr. Payne reviewed the topics discussed in closed session and moved the adoption of the **Resolution** certifying that the closed session was held in accordance with the Freedom of Information Act. Motion was seconded by Mr. Buck and approved by roll call vote conducted by Secretary to the Board Michael Fox. (Certification **Resolution** is appended.).

Mr. Payne asked for approval of **HANDOUT Resolution 25**, Appointment of W&M Building Official, authorizing the Senior Vice President to enter into a MOU with the State's Department of General Services to serve as Building Official and Code Review for selected W&M and VIMS projects. Motion was seconded by Mr. Buck and approved by voice vote. (**Resolution 25** is appended.)

Mr. Payne then moved approval of the following motion:

The Committee recommended that the Board authorize the President and Senior Vice President for Finance and Administration to negotiate final terms for the acquisition and conveyance of the real property discussed in closed session and that the officers also be authorized to pursue the requisite gubernatorial approval and to execute the necessary documents once prepared.

Motion was seconded by Mr. Buck and approved by voice vote of the Committee.

There being no further business, the Committee adjourned at 10:45 a.m.

September 26, 2019

CERTIFICATION OF CLOSED SESSION

WHEREAS, the Board of Visitors' Committee on Administration, Buildings and Grounds 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 Committee that such closed session was conducted in conformity with Virginia law;

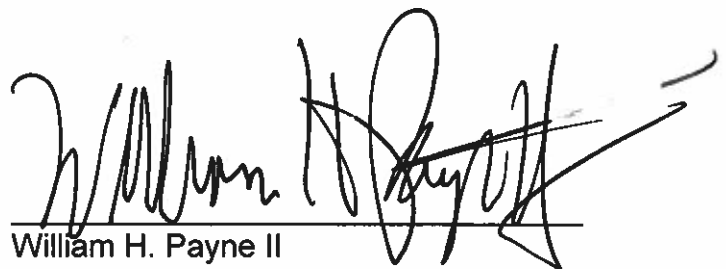
NOW, THEREFORE, BE IT RESOLVED, That the Committee on Administration, Buildings and Grounds, reconvening in open session, hereby certifies that, to the best of each member's knowledge, (i) only public business matters lawfully exempted from open meeting requirements by Virginia law were discussed in 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 Committee on Administration, Buildings and Grounds.

VOTE

AYES: 5

NAYS: 0

ABSENT DURING CLOSED SESSION:

A handwritten signature in black ink, appearing to read 'William H. Payne II', is written over a horizontal line.

William H. Payne II

Chair

Committee on Administration, Buildings
and Grounds

WILLIAM & MARY

APPOINTMENT OF W&M BUILDING OFFICIAL

WHEREAS, the Higher Education Restructuring Act and associated Management Agreement provides the President with authority to designate a Building Official responsible for building code compliance for the university, including the Virginia Institute of Marine Science, by either (i) hiring an individual to be the Building Official, or (ii) continuing to use the services of the Department of General Services, Division of Engineering and Buildings, to perform the Building Official function; and

WHEREAS, the university has determined that its current approach does not provide sufficient capacity for the timely review of building plans and associated project inspections; and

WHEREAS, the Department of General Services, Division of Engineering and Buildings, has indicated it has the capacity to serve as the university's Building Official including code review and inspections for new projects as well as projects on the main campus and at VIMS that are early in the design process; and

WHEREAS, on the recommendation of the Senior Vice President for Finance and Administration, the President wishes to enter into a memorandum of understanding with the Department of General Services, Division of Engineering and Buildings, to provide such services;

THEREFORE, BE IT RESOLVED, That the Board of Visitors authorizes the Senior Vice President for Finance and Administration to enter into a Memorandum of Understanding with the Department of General Services, Division of Engineering and Buildings, to provide such services,

BE IT FURTHER RESOLVED, That the Senior Vice President for Finance and Administration shall report annually to the Board regarding the effectiveness and efficiency of this program.

**WILLIAM & MARY
RESOLUTION TO APPROVE
ELECTRICAL EASEMENT SERVING MONTICELLO AVENUE**

WHEREAS, the university requests Board of Visitors' approval of the following utility easement for Virginia Electric and Power Company, doing business as Dominion Energy Virginia; and

WHEREAS, the university and the Commonwealth entered into a 2006 Management Agreement (the "Agreement"), governed by the restructured Higher Education Financial and Administrative Operations Act of 2005, Chapter 10 of the Title 23.1 et seq., of the *Code of Virginia*; and

WHEREAS, the Agreement was renewed in 2009 and 2013; and

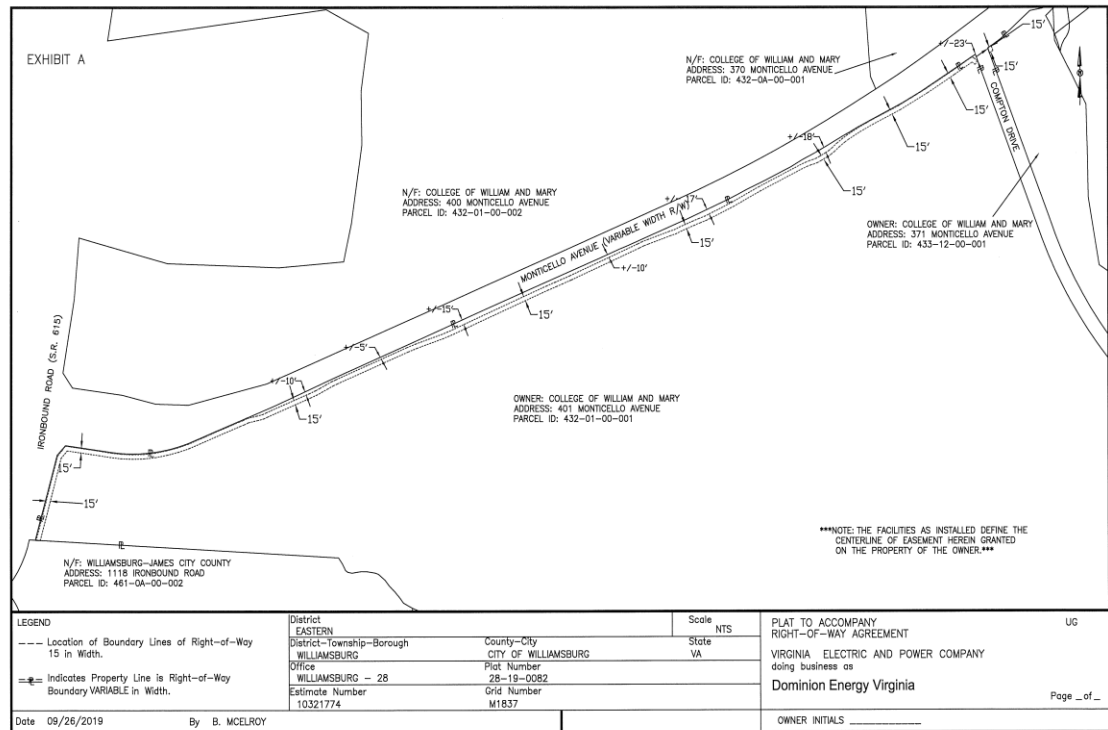
WHEREAS, the Agreement authorizes the university's Board of Visitors to approve easements locally; and

WHEREAS, Virginia Electric and Power Company requested an easement of right-of-way, fifteen feet (15') in width, to lay, erect, construct, operate, maintain and repair underground electric facilities and all equipment, accessories and appurtenances necessary in connection therewith, for the purpose of providing underground electric facilities to the Monticello Trail project along Monticello Avenue between Ironbound Road and Compton Drive.

WHEREAS, there is no transfer of property involved which would require action by the General Assembly (per Chapter 774, 1995 Acts of Assembly); thus

THEREFORE, BE IT RESOLVED, by the Rector and the Board of Visitors of William & Mary, that approval is given, in accordance with all authorities, policies, and procedures in force and necessary to accomplish same, for the easement named in the resolution; and

BE IT FURTHER RESOLVED, That the Senior Vice President for Finance and Administration and his staff are authorized to prepare and execute any and all necessary documents pertaining to the approval and recordation of such easements in the university's name.



COMMITTEE ON INSTITUTIONAL ADVANCEMENT

November 21, 2019

1:30 – 2:30 p.m.

Board Room - Blow Memorial Hall

Sue H. Gerdelman, Chair
Anne Leigh Kerr, Vice Chair

- I. Opening Remarks – Ms. Gerdelman
- II. Approval of Minutes
 - 1. September 26, 2019
 - 2. October 19, 2019 – Campaign Steering Committee
- III. Campaign Update – Vice President Matthew T. Lambert
- IV. Government Relations Update – Director of Government Relations Colin Smolinsky
- V. Positioning Study Next Steps – Vice President Henry R. Broaddus
- VI. Closed Session (if necessary)
- VII. Discussion
- VIII. Adjourn

COMMITTEE ON INSTITUTIONAL ADVANCEMENT
MINUTES – SEPTEMBER 26, 2019
CAMPAIGN STEERING COMMITTEE – OCTOBER 19, 2019

MINUTES
Committee on Institutional Advancement
September 26, 2019
Board of Visitors Room – Blow Memorial Hall

Attendees: Sue H. Gerdelman Chair, Anne Leigh Kerr, Vice Chair; Victor K. Branch and H. Thomas Watkins III. Board members present: Mari Carmen Aponte, Warren W. Buck III, S. Douglas Bunch, James A. Hixon, Barbara L. Johnson, Rector John E. Littel, William H. Payne II, Charles E. Poston, Lisa E. Roday, J.E. Lincoln Saunders, Karen K. Schultz and Brian P. Woolfolk; Faculty Representative Catherine A. Forestell, Student Committee Representative Kelsey J. Vita and Staff Liaison Joseph W. Wheelless IV.

Others attending: President Katherine A. Rowe, Provost Peggy Agouris, Alumni Association President Carla Moreland, Mark L. Begly, Henry R. Broadbush, Katherine Conley, Kent B. Erdahl, Michael J. Fox, Daniel H. Frezza, Fanchon P. Glover, Earl T. Granger, III, Heather E. Golden, Samantha K. Hulse, Elizabeth Simpson Johnson, Samuel E. Jones, Matthew T. Lambert, Christopher D. Lee, Jeremy P. Martin, Sarah E. Melchior, Marilyn W. Midyette, Jennifer J. Morgan, Kirsten A. Kellogg, Carrie S. Nee, Amy S. Sebring, Colin A. Smolinsky, Ann Marie Stock, Virginia J. Torczon, John T. Wells, Brian W. Whitson, Sandra J. Wilms and Janice L. Zeman.

Also attending: Elizabeth Simpson Johnson and Emma Miller of SimpsonScarborough.

Chairman Sue Gerdelman called the meeting to order at 10:31 a.m. She welcomed Mari Carmen Aponte, David Armstrong, Joseph Wheelless and Kelsey Vita to the committee.

Ms. Gerdelman introduced Carla Moreland, President of the William & Mary Alumni Association Board of Directors and thanked her for attending this meeting.

Recognizing that a quorum was present, Ms. Gerdelman asked for a motion to adopt the minutes of the April 25, 2019, Committee meeting. Motion was made by Ms. Kerr, seconded by Mr. Branch and approved by voice vote of the Committee.

Ms. Gerdelman introduced Vice President Matthew Lambert who provided an Advancement update and reviewed the *For the Bold* campaign goals.

Mr. Lambert reported that there has been a dramatic progress on the Alumni House and the estimated completion date is summer 2020. There is a need for approximately \$1.9M to complete this project. He discussed the inclusion & engagement initiatives and explained that we are dedicated to growing identity-based alumni engagement programming to include: creating 3-person alumni inclusion initiatives team; enhancing identity-based homecoming events; listen and learn phase. The team is convening leadership circles of 25 current and emerging leaders representing our Black/African American, LGBT+, and Latino/a communities. These leaders

will meet retreat-style on November 8-9, 2019 and March 6-7, 2020 and will guide future initiatives. Mr. Lambert discussed the success of the Society of 1918 and reported that they have raised \$4.006M to date.

Ms. Moreland gave an update on Alumni Association strategic planning. She explained that in June 2019, the WMAA strategic planning sessions were facilitated by Dennis Liberson '78 and they discussed the challenges, strategic priorities determination & declaration, SWOT analysis and strategy brainstorming. In the summer they refined SWOT and the initial analysis of ROI vs. LOE of all programs. At the September board meeting, the EAB made a presentation on *The Strategic Alumni Relations Enterprise* and they continued the strategic planning session

Ms. Gerdelman thanked Ms. Moreland for the WMAA update. She explained that the BOV is working diligently to complete the Campaign.

Mr. Lambert updated the committee on the alumni participation. He announced that we just completed our 7th Tag Day. This provides an opportunity to make philanthropy awareness to all. He announced that, per the 2020 *U.S. New & World Report*, W&M is tied for 14th for alumni giving rate, noting real progress towards this goal. As of June 30, 2019, \$891.8M has been raised. We are 89% of the way through the campaign with 89% of the money raised. There is currently 279 days remaining in the campaign and we need to raise an average of \$306,937 to meet our campaign goal. He explained that scholarships are our top fundraising priority and we have exceeded \$275M. In FY'19, \$25.5M was raised and 69 scholarships were established. This brings the total number of scholarships created during the campaign to 487. The Scholarships Impact Fund, in particular, experienced a surge in unrestricted funding over the last fiscal year with a nearly two-fold increase in dollars needed.

Mr. Lambert reported that it will take a concentrated effort from everyone to achieve this last \$110M push, as we cannot become complacent during this final push. We must have an extreme focus internally across Advancement on gifts at every level. There is a Presidential focus and commitment to finish this campaign triumphantly. High engagement of campaign volunteers and boards owning their goals. Continued message of the positive impact of philanthropy for W&M, the community and the world.

Mr. Broaddus gave an update on the strategic positioning study. SimpsonScarborough has been working on the positioning study which will help the university better understand how it is perceived in the marketplace in advance of strategic planning and communication efforts. He announced that we just received the data last week and important secondary analysis is a priority to see what work is to be done.

Mr. Broaddus welcomed Elizabeth Simpson Johnson of SimpsonScarborough. Ms. Johnson thanked the Committee for inviting her back to share the data. She explained that W&M is in

Committee on Institutional Advancement
MINUTES
Page 3

good company with other Colleges & Universities that are doing research just like this. The next steps will be to share the data with the faculty and staff before the final report can be shared with the university. The factors influencing the reputation of W&M are outcomes, size, athletics, rankings, programs, leadership and marketing. She explained the highlights of that benchmark metric findings. There is more analysis that needs to be done with the data and that information will be shared with a formal report.

Ms. Gerdelman thanked Elizabeth Simpson Johnson for sharing the details of the survey and reported that the BOV looks forward to reading the full report.

There being no further business, the Committee adjourned at 11:55 a.m.

MINUTES
Campaign Steering Committee
October 19, 2019
Sadler Center, Tidewater Room

Board of Visitors Attendees:

Sue H. Gerdelman, Jim Hixon and John Littel

Others attending: President Katherine Rowe, Provost Peggy Agouris, Matthew T. Lambert, Mark L. Begly, Janet R. Atwater, Peter W. Atwater, Bruce Chamberlin, Lynn M. Dillon, Teri D. Dungan, Tom F. Dungan, Rob W. Estes, Jean B. Estes, Mike Foradas, Ashley V. Glacel, Lisa Leibow, Audra L. Mallow, Sue Manix, Raymond A. Mason, Nancy W. Mathews, Bee McLeod, Ed E. Moreland, Charlie J. Natale, Luke M. Schwenke, Goody Tyler, Brooke Weinmann, Craig R. Anzalone, Monique D. Dandridge, Dan H. Frezza, Heather E. Golden, Earl T. Granger III, Kirsten A. Kellogg, Jeremy Martin, Rebecca A. Murray.

I. Chair Sue Gerdelman called the meeting to order at 9:05 a.m. and expressed her thanks to those attending. Sue welcomed new members to the committee, Lisa and Phil Leibow, who are representing the Parent and Family Council. Sue then introduced the special guests, President Katherine Rowe, Provost Peggy Agouris, and Jeremy Martin.

II. Jeremy Martin and Peggy Agouris introduced the college's strategic plan and briefly talked through the goals, the process, and the timeline for the plan. At the end of the presentation they invited the CSC to follow along on the process via www.wm.edu/strategicplanning.

III. Conversation facilitated by President Rowe. Opening quote: "Role of leadership is to describe reality and to cultivate hope." President Rowe briefly described some creative actions that the college is taking to improve our business model, such as online degree options and potentially a summer session.

President Rowe posed two questions to the committee and asked them to take some time to reflect on these at their tables and then share with the larger group. The questions were:

- What has CSC learned in *For the Bold* that W&M should be particularly mindful of during the environmental scan and beyond?
- Lessons learned during the campaign (what areas resonated with the W&M audience, what needs further development/emphasis and what were areas that emerged for future emphasis?)

Some of the feedback was as follows:

Bee McLeod- OTOD and Tag Day are great ways to get alumni, young and older excited about philanthropy. Suggested that we get away from the feeling that giving needs to be anonymous. She emphasized that the term Tribe evokes a feeling of belonging.

Sue Manix- Likes the fact that the campaign was focused on the three goals and not just dollars raised. The inclusion of affinity groups are a positive step toward inclusion. Suggested there should be more of an investment in careers, internships/externships.

Teri Dungan- W&M Weekends and volunteer boards are a great way to leverage engagement with alumni who are not in the direct area.

Janet Atwater- Expressed her pleasure that we have two women in leadership. She thought it was a great move to bring the Alumni Association under the Advancement umbrella, it creates the idea of “we” versus them or us.

Peter Atwater- Suggested that we try to use our data in order to de-silo the different areas. Build a communications plan to emphasize that we are more than the sum of our parts.

Brooke Weinmann- Focus on our students and find new opportunities to showcase our students and the work that they do. Brooke stressed the importance of taking W&M to the rest of the country in an effort to keep alums engaged. W&M Weekends have done a good job at this.

- IV. Campaign overview was delivered by Matthew Lambert. He highlighted the work in strengthening alumni engagement, our participation numbers compared to national trends, and the need to focus on the \$1B goal now that we are in the final year of the campaign.
- V. Mark Begly reported the progress made toward the \$1B goal including what the schools and units have achieved thus far. He also briefly discussed the strategy for the last year of the campaign.
- VI. Sue gave the closing remarks and invited the group to attend the conversation with President Rowe and Jill Ellis immediately following the meeting. There being no further business she concluded the meeting at 10:33am.

COMMITTEE ON THE STUDENT EXPERIENCE

November 21, 2019

2:30 – 3:30 p.m.

Board Room – Blow Memorial Hall

Lisa E. Roday, Chair

H. Thomas Watkins III, Vice Chair

- I. Introductory Remarks – Ms. Roday and Mr. Watkins
- II. Approval of Minutes – September 26, 2019
- III. Report from Vice President for Student Affairs Virginia Ambler
 - A. Student Veteran Engagement at W&M
Charlie Foster, Director of Student Veteran Engagement
- IV. Report from Director of Athletics
- V. Closed Session (if necessary)
- VI. Other Business
- VII. Adjourn

COMMITTEE ON THE STUDENT EXPERIENCE
MINUTES – SEPTEMBER 26, 2019

MINUTES
Committee on the Student Experience
September 26, 2019
Room 201 - Blow Memorial Hall

Attendees: Lisa E. Roday, Chair; H. Thomas Watkins III, Vice Chair; Mari Carmen Aponte, S. Douglas Bunch, Sue H. Gerdelman, Karen Kennedy Schultz, faculty committee representative Rowan Lockwood and student committee representative Shreya Mandava, staff liaison Joseph W. Wheelless IV. Board members present: Rector John E. Littel, Victor K. Branch, Warren W. Buck III, James A. Hixon, faculty representative Catherine A. Forestell and student representative Kelsey Vita. Others present: President Katherine A. Rowe, Provost Peggy Agouris, Virginia M. Ambler, Henry R. Broadus, W. Fanchon Glover, Jim Golden, Jeremy P. Martin, Matthew Lambert, Carla Moreland, Sarah Melchior, Kate Conley, Virginia Torczon, Amy Sebring, Ann Marie Stock, Brian W. Whitson, Sandra J. Wilms and other university staff.

Chair Lisa Roday called the meeting to order at 2:00 p.m., welcomed Rowan Lockwood and Kelsey Vita, and new members Mari Carmen Aponte and Shreya Mandava, and briefly reviewed the agenda.

Recognizing that a quorum was present, Ms. Roday asked for a motion to adopt the minutes of the meeting of the Committee on the Student Experience from April 25, 2019. Motion was made by Mr. Watkins, seconded by Ms. Schultz and approved by voice vote of the Committee.

Vice President for Student Affairs Ginger Ambler advised that the Student Affairs report would focus on health and wellness, with a review of quantitative and qualitative data from the McLeod Tyler Wellness Center's first year. Associate Vice President for Health & Wellness Kelly Crace and Director of Student Affairs Planning and Assessment Anna Mroch provided a PowerPoint review of the health and wellness data, focusing on holistic wellness. A general discussion ensued.

Director of Athletics Samantha Huge presented a PowerPoint report on the Athletics strategic plan, Tribe 2025: The Path Forward, and reviewed the timeline, including the process, communication plan and next steps. Ms. Huge thanked Jim Golden as well as the members of the working group and review group, and advised that the official rollout of the plan would happen the week of Homecoming. A general discussion ensued on the mission statement, core values and the six pillars of the goals.

Ms. Huge also reviewed the operations scorecard with the committee, noting the sections correspond to the goals and show targets.

Following a general discussion, and there being no further business, the Committee adjourned at 3:30 p.m.

AD HOC COMMITTEE ON
ORGANIZATIONAL SUSTAINABILITY & INNOVATION

November 21, 2019

3:45 – 5:45 p.m.

Entrepreneurship Hub – Tribe Square

H. Thomas Watkins III, Chair

Mirza Baig, Co-Chair

- I. Tour of Entrepreneurship Hub – Graham Henshaw, Executive Director of the Alan B. Miller Entrepreneurship Center
- II. Opening Remarks – Mr. Watkins and Mr. Baig
- III. Strategic Planning Update – Peggy Agouris and Jeremy Martin, co-chairs, Strategic Planning Steering Committee
- IV. Diversity and Inclusion Update – Chief Diversity Officer Chon Glover
- V. Financial Capacity Building – Senior Vice President for Finance and Administration Samuel Jones, Vice President for Strategic Initiatives and Public Affairs Henry Broaddus, Vice President for Finance and Technology Amy Sebring and Associate Vice President for Enrollment and Dean of Admission Timothy Wolfe
- VI. Closed Session (if necessary)
- VII. Adjourn

COMMITTEE ON FINANCIAL AFFAIRS

November 22, 2019

8:30 – 9:45 a.m.

Board Room – Blow Memorial Hall

James A. Hixon, Chair

Mirza Baig, Vice Chair

- I. Introductory Remarks - Mr. Hixon
- II. Approval of Minutes - September 27, 2019
- III. Reports from Senior Vice President for Finance and Administration Samuel E. Jones and Vice President for Finance and Technology Amy S. Sebring
 - A. Tech Talent Investment Program Update
 - B. Closed Session (if necessary)
 - C. Fiscal Year 2021 (FY21) Tuition for In-State Undergraduate Students. **Resolution 5**.
 - D. Receipt of the Consolidated Financial Report of William & Mary, Virginia Institute of Marine Science, and Richard Bland College for the Fiscal Year Ended June 30, 2019 (*joint with Richard Bland College*). **Resolution 6**.
 - E. Receipt of the Financial Report of the Intercollegiate Athletic Department for the Fiscal Year Ended June 30, 2019. **Resolution 7**.
 - F. 2019 Debt Management Report. *Pre-Read*
 - G. 2019-2020 Operating Budget Summary. *Pre-Read*
 - H. 2019 Review of Financial Ratios. *Pre-Read*
- IV. Report from Virginia Institute of Marine Science Dean John T. Wells
 - A. 2019-2020 Operating Budget Summary. *Pre-Read*
- V. Investments Subcommittee Report – Mr. Baig
- VI. Discussion
- VII. Adjourn

COMMITTEE ON FINANCIAL AFFAIRS
MINUTES – SEPTEMBER 27, 2019

MINUTES
Committee on Financial Affairs
September 27, 2019
Blow Memorial Hall – Board Room

Attendees: James A. Hixon, Chair, Mirza Baig, Vice Chair; S. Douglas Bunch, Anne Leigh Kerr, Charles E. Poston, H. Thomas Watkins III, and student committee representative Abhi Chadha. Board members present: Rector John E. Littel and faculty representative Catherine Forestell. Others in attendance: President Katherine Rowe, Provost Peggy Agouris, Ginger Ambler, Henry Broaddus, Chon Glover, Samuel E. Jones, Kent Erdahl, Michael Fox, Samantha Huge, Matthew Lambert, Jeremy Martin, Carrie Nee, Amy Sebring, Dean/Director John Wells, staff liaison Joseph W. Wheelless IV, Brian Whitson, and other members of the administration.

Mr. Hixon called the meeting to order at 8:00 a.m., welcoming Committee members as well as staff. He continued by stating that the Committee has several resolutions requiring action including the six-year plans for both William & Mary (W&M) and the Virginia Institute of Marine Science (VIMS), requests for state funding from both W&M and VIMS recognizing that the Governor is currently developing the next biennial budget, and finally, revisions to the university's Investment and Spending Policy for Endowment. He noted that these revisions were discussed at yesterday's meeting of the Investments Subcommittee chaired by Mr. Baig.

The Chair then congratulated the administration on S&P's reaffirmation of William & Mary's AA bond rating with a stable outlook. S&P just released their findings this week. Key elements supporting the AA rating include solid student demand, selectivity and retention, a history of significant fund raising success and solid endowment levels, a conservative debt structure and an experienced senior management. The report specifically notes the smooth presidential transition.

Recognizing that a quorum was present, Mr. Hixon called for approval of the minutes from the April 25, 2019 Committee meeting. Motion was made by Ms. Kerr, second by Mr. Watkins and approved as presented by voice vote of the Committee.

Mr. Hixon then called on Senior Vice President for Finance and Administration Samuel Jones and Vice President for Finance and Technology Amy Sebring to review William & Mary's Six-Year Plan (Resolution 19) and Operating Budget Requests (Resolution 20-R), noting that the six-year plan narrative was included in the pre-read material.

Ms. Sebring provided an overview of the Six-Year Plan, stating that it aligned with the State's goals for affordability and workforce development. She noted that the plan modified the William & Mary Promise while maintaining tuition predictability and reducing tuition escalation by assuming that annual tuition increases for in-state undergraduates will not exceed 3%. Relative to workforce development, the plan aligns undergraduate enrollment growth with growth in the number of Virginia's high school graduates and requests flexibility in out-of-state enrollment. Key initiatives include expansion of the university's data and computer science programs as well as expanded internship opportunities. Specific new components in the plan include the Faculty Industry-Partners Fellows Program, a request for expedited annual program review through the State Council of Higher Education and the state requested economic development report.

Mr. Jones provided background on the availability of state funds for the upcoming biennium, noting that, while the state ended FY 2019 with a significant surplus, the funds will likely be held

by the state as revenue reserves or returned to the taxpayers as refunds. Revenue growth over the next biennium will be needed to cover increasing Medicaid costs, re-benchmarking of the K-12 Standards of Quality, and possible changes in the employers share of Virginia Retirement System costs. The Governor's priorities in higher education are likely to focus on tuition predictability, financial aid, free community college opportunities and the Tech Talent program. Specific W&M budget requests are in the areas of data science, student internships, the Faculty Industry-Partners Fellows Program, and support for new facilities coming online. The university also has a language request providing additional flexibility in contracting with nonprofits.

Mr. Hixon then called on John Wells to review VIMS Six-Year Plan and Operating Budget Requests. Dean/Director Wells began by providing an update on the status of the previous Six-Year Plans. Four requests were funded by the General Assembly over the past two years (graduate financial aid, base operating support, submerged aquatic vegetation, and water quality). Eight new natural resources requests were developed for the 2020-2026 Six-Year Plan. Four of these, all related to finfish and shellfish, were included in the Operating Budget Requests.

Dr. Wells then gave an update on the potential for resourcing VIMS through commercialization opportunities tied to storm-surge modeling, an area of keen interest to environmental consulting companies and to the reinsurance industry. These will be further explored by a project manager with business and finance credentials who will be hired on a short-term consulting contract.

Finally, there was a brief overview of the federal landscape as it impacts funding agencies from which VIMS receives significant competitive grants and contracts, and an update on the new federal Indirect Cost Recovery rate for VIMS which will have a positive impact on discretionary revenue.

Mr. Hixon called on Mr. Baig to provide a report on the meeting of the Investments Subcommittee and the proposed revisions to the university's Investment and Spending Policy for Endowment, (Resolution 21), noting that the subcommittee had reviewed all proposed changes and recommended them for approval to the full committee.

Following discussion, Mr. Hixon asked for a motion to approve as a block the following resolutions:

- **Resolution 19, W&M 2020-2026 Six-Year Plan**
- **Resolution 20-REVISED, W&M 2020-2022 Operating Budget Requests**
- **Resolution 21, Revision to the Investment and Spending Policy for Endowment**
- **Resolution 22, VIMS 2020-2026 Six-Year Plan**
- **Resolution 23, VIMS 2020-2022 Operating Budget Requests**

Motion was made by Mr. Watkins, seconded by Ms. Kerr and approved by voice vote. (**Resolution 20-R** is appended.)

There being no further business, the Committee adjourned at 9:06 a.m.

WILLIAM & MARY
2020-2022 OPERATING BUDGET REQUESTS

William & Mary has received guidance from the Governor's Office, the Secretary of Education, and the Virginia Department of Planning and Budget (DPB) related to operating budget requests that will be considered by the Governor as part of the Commonwealth's 2020-22 budget development. Consistent with items outlined in the university's Six-Year Plan, William & Mary submitted four funding requests as described below and one requested language amendment to enable the university's desire to work with nongovernmental organizations interested in sponsoring research activities. The budget requests are outlined below:

PRIORITY 1 – CONTINUE TO EXPAND WILLIAM & MARY'S DATA SCIENCE MAJOR

Funding Request:

<u>FY21</u>	<u>FY22</u>
\$380,000 GF	\$380,000 GF
2.0 FTE	2.0 FTE

The Governor and General Assembly generously provided \$570,000 GF to support three faculty lines as W&M expands its Data Science minor to a major. The university is already actively recruiting for new faculty in this area. The university requests an additional \$380,000 GF in each year to fund an additional two faculty so that W&M can expand the program to meet student and industry demand.

PRIORITY 2 – EXPAND STUDENT INTERNSHIP OPPORTUNITIES

Funding Request:

<u>FY21</u>	<u>FY22</u>
\$401,900 GF	\$466,700 GF

Consistent with the university's on-going discussions with legislative and executive branch leaders, W&M seeks \$401,900 GF in FY21 and \$466,700 GF in FY22 as the 50% match to institutional funds, which will provide stipends for full-time internships during the Fall, Spring or Summer semester and funding for a new internship coordinator position. With these funds, W&M expects to place 70 undergraduate students in FY21 and 85 in FY22 into paid internships across the Commonwealth.

PRIORITY 3 – CREATE A FACULTY INDUSTRY-PARTNERS FELLOWS PROGRAM

Funding Request:	<u>FY21</u>	<u>FY22</u>
	\$200,000 GF	\$200,000 GF

W&M requests funding to launch a new pilot program that will embed 5 faculty members in regional industries during FY21 and up to 10 faculty in the following years. By working in leading and emerging industries around the Commonwealth, faculty will be able to bring “real world” experience to their teaching and research. Concurrently, regional corporations will benefit from having in-house expertise in academic disciplines that complement their permanent workforce. William & Mary requests \$200,000 GF in each year to support this effort. Funds will be used to provide temporary housing to faculty embedded in companies outside of the Williamsburg region, to hire adjunct faculty, if needed, to cover teaching loads on campus while faculty complete the program, and to support staffing costs associated with developing this program. If successful, William & Mary anticipates the program will be funded through institutional resources in the 2022-2024 biennium and beyond.

PRIORITY 4 – O&M FOR NEW FACILITIES

Funding Request:	<u>FY21</u>	<u>FY22</u>
	\$ 77,900 GF	\$507,700 GF

W&M requests funding to support the operation and maintenance of new facilities coming on line in the 2020-2022 biennium. The request includes \$198,200 GF in FY21 to support full year funding for the renovated Alumni House. In FY22, the university requests \$1,291,900 GF to cover ongoing cost for the Alumni House plus full year costs associated with the Fine and Performing Arts Complex, Phases 1 and 2.

LANGUAGE AMENDMENT ONLY – ACCOMMODATE RESEARCH FUNDING

William & Mary requests the following language be added to Section 4-2.01 of the Appropriation Act to allow institutions of higher education to accept binding arbitration and to acknowledge the application of laws of another jurisdiction when entering into agreements or contracts with nonprofit organizations.

INSERT: Section 4-2.01 a. 5) “Notwithstanding any other provision of law, public institutions of higher education may enter into agreements or contracts with nonprofit organizations that provide funding for research or other mission related activities and require use of binding arbitration or application of the laws of another jurisdiction.”

WHEREAS the requested budget amendments are consistent with the university's Six-Year Plan; and

WHEREAS it is in the mutual interest of the Commonwealth of Virginia and the university to be able to enter into contracts with nongovernmental organizations that provide funding for research or other mission-related activities,

NOW THEREFORE, BE IT RESOLVED that the Board of Visitors approves the administration's proposed operating budget requests and requested language amendment.

WILLIAM & MARY
FY 2021 TUITION FOR
IN-STATE UNDERGRADUATE STUDENTS

In September 2019, William & Mary's Board of Visitors approved a Six-Year Plan ("the Plan") as required by the Commonwealth of Virginia. Recognizing the need to reduce the rate of growth of in-state undergraduate tuition while maintaining tuition predictability, the plan included a tuition model that caps annual tuition increases at 3%. Assuming a 3% year-over-year increase, by FY 2026 this revised approach will result in in-state undergraduate tuition \$5,000 below the projected rate if the university would continue the William & Mary Promise as currently constructed. Notwithstanding this change, the Plan also stated that, should the State provide additional tuition moderation funds to offset revenue generated through the proposed tuition increase, tuition for Virginia undergraduates could be held flat for a second consecutive year.

In anticipation of setting tuition for incoming in-state undergraduate students at its November 2019 board meeting and consistent with policy, the Board held a public comment session on October 22, 2019. Members in attendance included Rector John Littel, Board Secretary Sue Gerdelman, Committee on Financial Affairs Chair Jim Hixon, and Board members Karen Shultz and Anne Leigh Kerr. While there were no public comments presented at the session, eleven (11) comments were received through the online portal. These comments have been shared with the Board of Visitors prior to requesting formal tuition action.

Concurrent with this activity, as part of budget development for the upcoming biennium, Governor Ralph Northam directed each Cabinet Secretary to review the budgets of state agencies and institutions and determine the impact of a potential reduction in state funding effective for FY 2021.

With that as background, consistent with the approved Six-Year Plan and after receiving public comment on a range of tuition increases, the administration recommends that for FY 2021 the university increase in-state undergraduate tuition from \$17,434 to \$17,957, or 3%, for incoming in-state undergraduate students with the intention that future tuition increases for these students not exceed 3% per year, reflecting a modified William & Mary Promise. There will be no increase in tuition for current in-state undergraduate students.

Setting FY 2021 tuition for incoming full-time in-state undergraduates now provides prospective Virginia students and their families with tuition information prior to accepting an offer of admission.

Tuition and fees for out-of-state undergraduate as well as in-state and out-of-state graduate and professional students will be set by the Board at its April, 2020 meeting, incorporating actions of the 2020 General Assembly, market conditions for each student group, and input received through public comment.

November 20-22, 2019

Page 1 of 2

Revenue generated from this tuition increase, in combination with other revenues and reallocated funds, will be used to address personnel costs, including the university's share of any state-mandated salary and fringe benefit increases, need-based financial aid, and institutional initiatives. These revenues will also provide the university with additional flexibility, mitigating the impact of any reduction in state support while allowing investment in the university's highest priorities. The exact uses will be determined as part of the university's annual budget setting process which prioritizes available resources to meet the university's highest strategic needs.

THEREFORE, BE IT RESOLVED, That the Board of Visitors of The College of William & Mary in Virginia, on the recommendation of the President, and after soliciting public comment, approves continuation of the initial William & Mary Promise as the operating model for current in-state undergraduate students, and as a result, for FY 2021 current in-state undergraduates will see no increase in tuition.

BE IT FURTHER RESOLVED, That the Board of Visitors of The College of William & Mary in Virginia, on the recommendation of the President, and after soliciting public comment, approves the FY 2021 tuition for incoming in-state undergraduates at \$17,957 for incoming in-state undergraduate students with the intention that future tuition increases for these students not exceed 3% per year, reflecting a modified William & Mary Promise.



WILLIAM & MARY

CHARTERED 1693

**Unaudited Consolidated Financial Report
For The Year Ended June 30, 2019**



WILLIAM & MARY

CHARTERED 1693

2018-2019 CONSOLIDATED FINANCIAL REPORT
FOR
THE COLLEGE OF WILLIAM AND MARY IN VIRGINIA,
VIRGINIA INSTITUTE OF MARINE SCIENCE
AND
RICHARD BLAND COLLEGE

November 1, 2019

To the Board of Visitors of The College of William and Mary, Virginia Institute of Marine Science and Richard Bland College:

We are pleased to submit the following consolidated annual financial report for The College of William and Mary, Virginia Institute of Marine Science and Richard Bland College for the fiscal year ended June 30, 2019. Financial management has prepared and is responsible for the consolidated financial statements and all information in the financial report. The financial statements have been prepared in conformity with generally accepted accounting principles consistently applied.

The statements contained in this report are intended to provide a picture of the flow of financial resources during the fiscal year 2018-19 and the balances available for the future.

Management believes that the current internal control systems provide reasonable assurance that assets are safeguarded against loss from unauthorized use or disposition, and that the financial records are reliable for preparing financial statements and maintaining accountability for assets. These statements are augmented by written policies and organizational structure providing division of responsibilities, careful selection and training of the financial staff, and a program of internal audits.

The financial statements remain subject to audit by the State Auditor of Public Accounts.

Respectfully submitted,

Samuel E. Jones
Senior Vice President for Finance
and Administration
The College of William and Mary

Paul Edwards
Chief Business Officer
Richard Bland College

**William & Mary
Richard Bland College**

June 30, 2019

The Board of Visitors

John E. Littel - Rector
William H. Payne II - Vice Rector
Sue H. Gerdelman - Secretary

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Warren W. Buck III
S. Douglas Bunch
Thomas R. Frantz
James A. Hixon
Barbara L. Johnson
Anne Leigh Kerr
William H. Payne II
Lisa E. Roday
J.E. Lincoln Saunders
Karen Kennedy Schultz
Todd A. Stottlemeyer
H. Thomas Watkins III
Brian P. Woolfolk

Student Representatives

Brendan J. Boylan - William & Mary
Kayla M. Hand - Richard Bland College

Faculty Representatives

Catherine A. Forestell - William & Mary
Matthew J. Smith - Richard Bland College

Staff Liaison

Jennifer C. Fox – William & Mary

OFFICERS OF ADMINISTRATION

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Michael R. Halleran, Provost
Virginia M. Ambler, Vice President for Student Affairs
Henry R. Broaddus, Vice President for Strategic Initiatives & Public Affairs
Samuel E. Jones, Senior Vice President for Finance and Administration
Matthew T. Lambert, Vice President for University Advancement

Richard Bland College

Debbie L. Sydow, President

**WILLIAM & MARY,
VIRGINIA INSTITUTE OF MARINE SCIENCE
AND RICHARD BLAND COLLEGE**

ANNUAL FINANCIAL REPORT 2018 - 2019

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**William & Mary,
Virginia Institute of Marine Science,
and Richard Bland College
Consolidated Financial Statements**

MANAGEMENT'S DISCUSSION AND ANALYSIS

(Unaudited)

This Management's Discussion and Analysis (MD&A) is required supplemental information to the consolidated financial statements designed to assist readers in understanding the accompanying financial statements. The following information includes a comparative analysis between the current fiscal year ended June 30, 2019 and the prior year ended June 30, 2018. Significant changes between the two fiscal years and important management decisions are highlighted. The summarized information presented in the MD&A should be reviewed in conjunction with both the financial statements and associated footnotes in order for the reader to have a comprehensive understanding of the institution's financial status and results of operations for fiscal year ended June 30, 2019. William & Mary's (W&M) management has prepared the MD&A, along with the financial statements and footnotes. W&M's management is responsible for all of the information presented for William & Mary, the Virginia Institute of Marine Science (VIMS), and their affiliated foundations. Richard Bland College's (RBC) management is responsible for all of the information presented for RBC and its affiliated foundation.

The financial statements have been prepared in accordance with the Governmental Accounting Standards Board (GASB) reporting model. Accordingly, the three financial statements required are the Statement of Net Position, the Statement of Revenues, Expenses, and Changes in Net Position, and the Statement of Cash Flows. The aforementioned statements are summarized and analyzed in the MD&A.

These financial statements are consolidated statements that include W&M, VIMS, and RBC. All three entities are agencies of the Commonwealth of Virginia reporting to the Board of Visitors of The College of William and Mary. W&M and VIMS, which serves as the university's School of Marine Science, are referred to collectively as the "university" and Richard Bland College is referred to as the "college" within the MD&A as well as in the consolidated financial statements.

The institutions' affiliated foundations are component units and are included in the accompanying financial statements in separate columns. However, the following MD&A does not include the Foundations' financial condition and activities.

Financial Summary

Statement of Net Position

The Statement of Net Position provides a combined snapshot of the university and college's financial positions, specifically the assets, deferred outflows of resources, liabilities, deferred inflows of resources and resulting net position as of June 30, 2019. For comparative purposes, FY18 amounts have been restated to reflect beginning adjustments to Net Position. The information allows the reader to determine the combined assets available for future operations of all three entities, amounts owed by the university and college, and the categorization of net position as follows:

- (1) Net Investment in Capital Assets – reflects the university and college's capital assets net of accumulated depreciation and any debt attributable to their acquisition, construction or improvements.
- (2) Restricted – reflects the university and college's endowment and similar funds whereby the donor has stipulated that the gift or the income from the principal, where the principal is to be preserved, is to be used to support specific programs. Donor restricted funds are grouped into generally descriptive categories of scholarships, research, departmental uses, etc.

- (3) Unrestricted – reflects a broad range of assets available to the university and college that may be used at the discretion of the Board of Visitors for any lawful purpose in support of the university and college’s primary missions of education, research and public service. These assets are derived from student tuition and fees, state appropriations, indirect cost recoveries from grants and contracts, auxiliary services sales and gifts.

Summary Statement of Net Position

	<u>FY 2019</u>	<u>FY 2018</u>	<u>Dollar Change</u>	<u>Percent Change</u>
<u>Assets:</u>				
Current	\$ 82,463,755	\$ 77,811,812	\$ 4,651,943	5.98%
Capital, net of accumulated depreciation	916,383,545	886,861,433	29,522,112	3.33%
Other non-current	172,381,677	141,041,131	31,340,546	22.22%
Total assets	<u>1,171,228,977</u>	<u>1,105,714,376</u>	<u>65,514,601</u>	<u>5.93%</u>
<u>Deferred outflows of resources:</u>				
Pension related	12,460,489	15,690,143	(3,229,654)	-20.58%
Other post-employment benefits	8,633,585	6,663,137	1,970,448	100.00%
Loss on refunding of debt	4,858,179	5,629,432	(771,253)	-13.70%
Total deferred outflows of resources	<u>25,952,253</u>	<u>27,982,712</u>	<u>(2,030,459)</u>	<u>-7.26%</u>
<u>Liabilities:</u>				
Current	100,092,567	87,837,709	12,254,858	13.95%
Non-current	435,770,741	431,327,429	4,443,312	1.03%
Total liabilities	<u>535,863,308</u>	<u>519,165,138</u>	<u>16,698,170</u>	<u>3.22%</u>
<u>Deferred inflows of resources:</u>				
Pension related	10,831,000	9,031,000	1,800,000	19.93%
Other post-employment benefits	19,025,276	11,259,506	7,765,770	100.00%
Gain on refunding of debt	509,779	588,563	(78,784)	-13.39%
Total deferred inflows of resources	<u>30,366,055</u>	<u>20,879,069</u>	<u>9,486,986</u>	<u>45.44%</u>
<u>Net Position:</u>				
Net investment in capital assets	673,053,663	654,939,156	18,114,507	2.77%
Restricted	89,588,322	88,146,487	1,441,835	1.64%
Unrestricted	(131,690,118)	(149,432,762)	17,742,644	11.87%
Total net position	<u>\$ 630,951,867</u>	<u>\$ 593,652,881</u>	<u>\$ 37,298,986</u>	<u>6.28%</u>

The overall result of the combined FY19 operations was a growth in net position of approximately \$37.3 million or an increase of 6.28 percent, bringing total net position to \$631.0 million. The growth was a result primarily of an increase in the net investment in capital assets of \$18.1 million and unrestricted funds of \$17.7 million.

Total assets increased by \$65.5 million. Capital assets, net of accumulated depreciation, increased by \$29.5 million primarily as a result of ongoing construction projects for instruction, research and residential facilities offset by capitalization of completed projects. These projects are discussed in more detail under *Capital Asset and Debt Administration* below. Current assets increased by \$4.7 million due to an increase in cash and accounts receivable, offset by a decrease in investments. Other non-current assets increased by \$31.3 million as a result of increases in cash and investments. The \$2.0 million decrease in deferred outflows of resources is due to pension and other post-employment benefits (OPEB) obligations.

Current liabilities increased \$12.3 million, and non-current liabilities increased \$4.4 million, which reflects a net increase in total liabilities of \$16.7 million. The change in current liabilities was attributable to an increase in accounts

payable and accrued expenses primarily due to the timing of payments for goods or services and construction projects as well as an increase in current debt payments. Non-current liabilities increased by \$4.4 million due to normal payment of debt for bonds payable offset by increases related to issuance of new notes and bonds payable and changes in pension and OPEB liabilities.

Statement of Revenues, Expenses and Changes in Net Position

The Statement of Revenues, Expenses and Changes in Net Position presents the results from operations for the fiscal year. Revenues for the daily operation of the university and college are presented in two categories: operating and non-operating. Operating revenues include the significant categories of tuition and fees, grants and contracts, and the sales of auxiliary enterprises representing exchange transactions. Non-operating revenues include the significant categories of state appropriations, gifts and investment income representing non-exchange transactions. Net other revenues include capital appropriations, grants and contributions.

Summary Statement of Revenues, Expenses and Changes in Net Position

	<u>FY 2019</u>	<u>FY 2018</u>	<u>Dollar Change</u>	<u>Percent Change</u>
Operating revenues	\$ 324,068,655	\$ 315,371,761	\$ 8,696,894	2.76%
Operating expenses	<u>466,793,994</u>	<u>463,757,687</u>	<u>3,036,307</u>	<u>0.65%</u>
Operating gain/(loss)	(142,725,339)	(148,385,926)	5,660,587	-3.81%
Net Non-operating revenues	<u>142,098,447</u>	<u>132,378,728</u>	<u>9,719,719</u>	<u>7.34%</u>
Income/(Loss) before other revenues	(626,892)	(16,007,198)	15,380,306	96.08%
Net other revenues	<u>37,925,878</u>	<u>34,565,904</u>	<u>3,359,974</u>	<u>9.72%</u>
Increase in net position	<u>\$ 37,298,986</u>	<u>\$ 18,558,706</u>	<u>\$ 18,740,280</u>	<u>100.98%</u>

Overall, the result from operations was an increase in net position of \$37.3 million. This resulted in a net change year over year of \$18.7 million. Details are provided in the following sections entitled *Summary of Operating and Non-Operating Revenues net of Non-Operating Expenses* and *Summary of Operating Expenses*.

State appropriations for the university and college are treated as non-operating revenues, therefore the university and college will typically display an operating loss for the year. For FY19, state appropriations contributed almost \$80.8 million or 56.8 % of non-operating revenue as shown in the summary below.

The following table provides additional details of the operating, non-operating and other revenues of the university and college's net of non-operating expenses.

Summary of Operating and Non-Operating Revenues net of Non-Operating Expenses

	<u>FY 2019</u>	<u>FY 2018</u>	<u>Dollar Change</u>	<u>Percent Change</u>
Operating Revenues:				
Student Tuition and Fees, net of scholarship allowances	\$ 176,441,292	\$ 170,806,146	\$ 5,635,146	3.30%
Federal, State, Local and Non-governmental grants and contracts	44,739,494	45,501,339	(761,845)	-1.67%
Auxiliary Enterprise, net of scholarship allowances	95,113,461	92,436,137	2,677,324	2.90%
Other	7,774,408	6,628,139	1,146,269	17.29%
Total Operating Revenues	<u>324,068,655</u>	<u>315,371,761</u>	<u>8,696,894</u>	<u>2.76%</u>
Non-Operating:				
State Appropriations	80,754,614	78,058,470	2,696,144	3.45%
Gifts, Investment Income and other income and expenses	61,343,833	54,320,258	7,023,575	12.93%
Total Non-Operating	<u>142,098,447</u>	<u>132,378,728</u>	<u>9,719,719</u>	<u>7.34%</u>
Other Revenues, Gains and (Losses):				
Capital Appropriations	24,279,423	28,258,864	(3,979,441)	-14.08%
Capital Grants and Gifts	14,396,010	6,727,420	7,668,590	113.99%
Loss on disposal of assets	(749,555)	(420,380)	(329,175)	78.30%
Total Other Revenues, Gains and (Losses)	<u>37,925,878</u>	<u>34,565,904</u>	<u>3,359,974</u>	<u>9.72%</u>
Total Revenues	<u>\$ 504,092,980</u>	<u>\$ 482,316,393</u>	<u>\$ 21,776,587</u>	<u>4.52%</u>

Within the operating revenue category, Student Tuition and Fees, and Auxiliary Revenues increased \$5.6 million and \$2.7 million respectively due to increases in student tuition and fees, including student fees for auxiliary services. This was offset by slight decreases in Federal, State, Local and non-governmental grants and contracts. Non-operating revenues grew, with increases in State Appropriations, Gifts, Investment Income and other revenue and expenses. The university and college experienced an increase in Total Other Revenues due to the timing of capital project funding and the completion of construction projects.

Details of the operating expenses of the university and college are summarized below:

Summary of Operating Expenses

	<u>FY 2019</u>	<u>FY 2018</u>	<u>Dollar Change</u>	<u>Percent Change</u>
Operating Expenses:				
Instruction	\$ 134,988,703	\$ 137,246,740	\$ (2,258,037)	-1.65%
Research	51,838,208	56,488,325	(4,650,117)	-8.23%
Public Service	82,624	37,734	44,890	118.96%
Academic Support	38,964,542	38,246,891	717,651	1.88%
Student Services	18,086,331	17,010,759	1,075,572	6.32%
Institutional Support	46,678,912	45,747,413	931,499	2.04%
Operation and Maintenance of Plant	27,616,342	28,748,152	(1,131,810)	-3.94%
Student Aid	17,476,356	15,310,719	2,165,637	14.14%
Auxiliary Enterprise	94,619,373	89,410,497	5,208,876	5.83%
Depreciation	36,412,541	35,139,267	1,273,274	3.62%
Other Operating Expenses	30,062	371,190	(341,128)	-91.90%
Total Operating Expenses	<u>\$ 466,793,994</u>	<u>\$ 463,757,687</u>	<u>\$ 3,036,307</u>	<u>0.65%</u>

For FY19, the increase in operating expenses was a result of increases in Student Aid, Auxiliary Enterprises and Student Services offset by decreases in Instruction, Research and Operation and Maintenance of Plant.

Statement of Cash Flows

The Statement of Cash Flows provides detailed information about the university and college's sources and uses of cash during the fiscal year. Cash flow information is presented in four distinct categories: Operating, Non-Capital Financing, Capital Financing and Investing Activities. This statement aids in the assessment of the university and college's ability to generate cash to meet current and future obligations.

Summary Statement of Cash Flows

	<u>FY 2019</u>	<u>FY 2018</u>	<u>Dollar Change</u>	<u>Percent Change</u>
Cash Flows from:				
Operating Activities	\$ (109,165,801)	\$ (117,884,341)	\$ 8,718,540	7.40%
Non-Capital Financing	143,366,475	129,391,279	13,975,196	10.80%
Capital and Related Financing	(9,239,781)	(26,206,034)	16,966,253	64.74%
Investing Activities	6,947,499	2,261,727	4,685,772	207.18%
Net Increase/(Decrease) in Cash	<u>\$ 31,908,392</u>	<u>\$ (12,437,369)</u>	<u>\$ 44,345,761</u>	<u>-356.55%</u>

Cash flow from operations and non-capital financing reflects the sources and uses of cash to support the core mission of the university and college. The primary sources of cash supporting the core mission of the university and college in FY19 were: tuition and fees - \$168.9 million, auxiliary enterprise revenues - \$93.4 million, state appropriations - \$80.8 million, research grants and contracts - \$48.4 million and gifts - \$57.5 million.

The primary uses of operating cash in FY19 were payments to employees - \$267.8 million representing salaries, wages, and fringe benefits and payments to suppliers of goods and services - \$129.2 million.

Cash flow from capital financing activities reflects the activities associated with the acquisition and construction of capital assets including related debt payments. The primary sources of cash in FY19 were: proceeds from issuance of

debt – \$41.4 million, capital appropriations - \$24.1 million, and capital grants and contributions - \$14.1 million. The primary uses of cash were for capital expenditures - \$61.4 million and debt payments - \$25.0 million.

The change in cash flows from investing activities is due to investment income and purchase and sale of investments.

Capital Asset and Debt Administration

William & Mary

The following list provides highlights of capital projects completed, in progress, or in design during FY19.

- ***Projects Completed in FY19*** – Six projects were placed into service in FY19. The Dillard Storage Building and portion of the Fine and Performing Arts Project was completed and placed in use as the temporary scene shop for the Theatre, Speech, and Dance Department. Landrum Hall renovation was completed. A campus storm water improvement project was completed to ensure continued compliance with TMDL requirements. A campus accessibility project that installed a ramp, elevator, and accessible restrooms in Adair Hall and improved various pathways across campus was completed. An ADA compliant ramp was added to the Wren Building. The McLeod Tyler Wellness Center was completed.
- ***Projects in Progress*** – Including the 18 projects highlighted on this document, there are over 50 projects currently in some phase of progress – concept development, design, construction, or close out.

Projects in Design – A brief description of each project in design at the end of the fiscal year is provided below:

- A Memorial to the Enslaved, a concept design selected from a worldwide competition to honor the enslaved persons that helped establish William & Mary, will be designed and constructed in the vicinity of the Wren Building.
- Lake Matoaka Dam Spillway Improvement project addresses Virginia dam safety regulations, which require that high risk dams have the capacity to pass off 90% of the flow created by probable maximum precipitation. The capacity will be created by hardening the downstream face of the dam using roller compacted concrete in order to allow passage of flow by overtopping without damage to the earthen embankment.
- Muscarelle Museum Expansion will provide a more modern, program-oriented facility which will include exhibit and teaching space.
- Blow Hall IT Data Center Renovation installs a new heating ventilation and air conditioning system for computer rack cooling to meet current cooling loads. The project also adds redundant power sources with two new uninterrupted power supplies and a new generator power source.
- Integrated Science Center, Phase 4 (ISC4) will support the Mathematics, Computer Science, Engineering Design and Kinesiology & Health Sciences programs which are currently housed in facilities that lack sufficient space and robust building systems. This new facility will accommodate state of the art instruction and research by constructing approximately 121,000 square feet of new space and renovating 7,000 square feet of existing space in order to connect ISC 4 to the adjacent ISC 1. The facility will be constructed on the site of the former Millington Hall.

- Sadler West Addition constructs a 46,000-square foot addition to the western side of the Sadler Center and renovates 8,000 square feet in the old Student Health Center. This total program supports the relocation and consolidation of the university's mission essential Student Affairs program which is spread across multiple facilities on campus.

Projects in Construction - A brief description of each project in construction at the end of the fiscal year is provided below:

- Fine and Performing Arts will expand and renovate Phi Beta Kappa (PBK) Hall, construct a new music building, and improve pedestrian and vehicular circulation in the immediate vicinity. PBK will house Theater, Dance, and Speech and feature a 100-seat student laboratory, a 250-seat studio (black box) theater and a 499-seat renovated main theater. The music building will feature a 125-seat recital hall and a 450-seat recital hall. Both facilities will be uniquely suited to the instructional and acoustic needs of the supported programs. Construction is underway with a completion target of Fall 2021.
- Reveley Garden will construct a version of the 1926 Charles Gillette garden that was designed as part of William & Mary's Beaux-Arts campus plan but never built. The project will create new places of repose and beauty on the south side of W&M's campus, as well as move towards fulfilling Gillette's thoughtful and compelling design for the early twentieth-century campus. Site work has been completed and the Garden Club of Virginia is slated to install landscaping.
- The One Tribe Place project provides structural and water infiltration repairs to the building. It provides a fire sprinkler system upgrade, electrical switchgear replacement and fire pump relocation. The stabilization portion of the project will preserve the 1984 addition for future renovation or repurposing of this portion of the residence hall. Construction commenced in June 2019.
- The Alumni House expansion project will construct a significant addition to the existing Bright House and 1990's addition, enabling University Advancement to improve significantly its support of W&M alumni. Construction is well underway with completion expected in Spring 2020.
- The Tribe Field Hockey Center is a 2,900 square foot, one story building that supports the women's athletic program. The new building will contain permanent team locker facilities, public facilities at Busch Field, goalie's gear storage, a trainer's room, and a rooftop space for viewing and events. The project will encompass storm water infrastructure for the surrounding service roadway and site integration of the field hockey field to the north of the new facility. Completion is expected in Fall 2019
- The West Utility Plant project is in full swing. The project will create a new regional utility plant that will reduce the load on the existing Swem Plant and create sufficient chilled water/hot water capability to support the west side of South Campus, including a new Fine and Performing Arts Complex as part of W&M's Campus Master Plan. Completion in January 2020 is expected.

Looking ahead, W&M will be centered on significant construction efforts in the coming year with Fine and Performing Arts Phases I and II, the Alumni House, Tribe Field Hockey Center and West Plant will all be active in 2020. W&M will also explore academic, auxiliary and administrative space needs balanced against existing inventory and master plan data to determine best courses of action for renovations or new construction to support current and future programs

Virginia Institute of Marine Science

The following list provides highlights of property acquisitions completed in FY19 as well as capital projects in progress or in design during FY19.

- ***Property Acquisition Completed in FY19*** - VIMS has authority from the Commonwealth of Virginia to purchase property adjacent to its Gloucester Point and Wachapreague campuses as well as to acquire property for the Virginia Estuarine & Coastal Research Reserve as privately-owned properties become available. VIMS procured one parcel of land at the Gloucester Point campus in October 2018.
- ***Projects Completed in FY19*** - The Research Vessel (R/V) project involved the planning and construction of a new custom designed research vessel to replace the R/V Bay Eagle. Construction activities and sea trials have been completed. The R/V Virginia departed from the shipyard and made its maiden voyage to its permanent station in September 2018. The christening ceremony was held April 2019. The Consolidated Scientific Research Facility project involved the planning of a new 32,000-square foot building to provide research, study, office and technology space for the departments of Information Technology, Marine Advisory Services, Virginia Sea Grant, Center for Coastal Resources Management, and the Communications Center. All major construction is complete. The final finish punch list items were 99% complete as of June 30.
- ***Projects in Progress*** - VIMS had several projects either in design or under construction in FY19.

Projects in Design

- The New Research Facility project involves the planning of a new building to replace the existing Chesapeake Bay Hall building with a new 65,000-square foot building to provide research, education, and office space for the Departments of Aquatic Health Sciences, Biological Sciences, Fisheries Science, and Physical Sciences. A preferred site has been identified for the building and programming is underway.
- The Eastern Shore Laboratory Complex project involves the planning and construction for a new building complex totaling 22,218 square feet that includes a new administration building, education building, visiting scientist/student center, shellfish aquaculture hatchery, maintenance shop, and a storage shop. The design is complete and construction documents are being reviewed for code compliance and permitting. General Contractors Statements of Qualifications have been reviewed to develop a bidder shortlist. Bidding will begin upon completion of code review.
- The Oyster Hatchery project involves the planning for a new state of the art 22,000-square foot oyster hatchery which will house space for research, education, and training as well as space for outreach activities with industry that promotes economic development. Design is expected to be completed in early 2020, followed by a construction phase of approximately 13 months.

Construction

- The Facilities Management Building project involves the planning and construction of a new 15,000-square foot modern building to relocate and house administrative offices, maintenance trades shops, automotive and equipment repair garage, grounds, housekeeping, and central shipping and receiving units. All building systems and finishes are complete with adjustments, as needed, to eliminate deficiencies discovered during code inspections. The architect's final punch lists are ongoing.

Debt Activity

The university and college's long-term debt is comprised of bonds payable, notes payable, capital lease payable and installment purchases. The bonds payable are Section 9(c) bonds, which are general obligation bonds issued and backed by the Commonwealth of Virginia on behalf of the university and college. These bonds are used to finance capital projects which will produce revenue to repay the debt. The university and college's notes payable consists of Section 9(d) bonds, which are issued by the Virginia College Building Authority's (VCBA) Pooled Bond Program. These bonds are backed by pledges against the university and college's general revenues. As of June 30, 2019, the university and college had \$75.0 million and \$180.2 million in outstanding balances for Section 9(c) and 9(d) bonds, respectively.

The outstanding balance of 9(c) bonds can be summarized in five major categories: (1) Renovation of Dormitories - \$40.8 million, (2) New Dormitory - \$18.3 million, (3) Commons Dining Hall - \$4.4 million, (4) Graduate Housing - \$3.4 million, and (5) RBC Student Housing Conversion - \$2.3 million. The remaining difference reflects \$5.8 million in unamortized premiums.

The majority of the 9(d) balance at June 30, 2019 is related to: Plant Renovations – \$31.6 million, Expansion of Sadler Center - \$31.1 million, One Tribe Place - \$18.9 million, Miller Hall School of Business - \$12.9 million, Barksdale dormitories - \$11.7 million, Integrated Science Center - \$10.9 million, McLeod Tyler Wellness Center - \$8.7, Marshall-Wythe Law School Library - \$8.0 million, Improvement of Auxiliary facilities \$8.7 million, the Parking Deck -\$5.1 million, Recreation Sports Center - \$4.5 million, Athletic related projects – \$8.9 million, and various other projects – \$4.0 million. The remaining difference reflects \$15.2 million in unamortized premiums.

Economic Outlook

The university's strong economic health continues to reflect its strong student demand for a W&M degree, the predictability of the university's tuition and fee revenue, continued funding from the Commonwealth of Virginia, particularly for targeted initiatives and capital projects, its ability to raise from grants and contracts and philanthropic donations, and its on-going commitment to reallocate funds to support the university's highest priorities.

W&M continues to recruit, admit and retain top-caliber students even as the university competes against the most selective public and private institutions in the country. The freshman applicant pool continues to be strong, with 14,680 students seeking admission for Fall 2019. With an incoming class size of 1,530 undergraduate students, W&M has almost 9.6 applicants for every student enrolled. Given its robust applicant pool, the credentials of admitted students remain strong, reflecting the university's highly selective nature. These statistics, coupled with the university's academic reputation, suggest a strong continuing student demand for the future. Similarly, VIMS continues to see significant success in its academic, research and advisory programs, particularly in high profile areas such as coastal flooding, sea-level rise, and water quality. Over the past several years, enrollment at RBC, a separate two-year college governed by the Board of Visitors has fluctuated as the college has raised its admissions standards. However, based on Fall 2019 enrollments, it appears that enrollments are beginning to stabilize as investments the college has made in academic advising, student support services, and retention programs begin to pay off.

State support for operations is a function of general economic conditions and the priority assigned to higher education among competing demands for Commonwealth resources. The amended 2018-2020 Appropriation Act, Chapter 854, adopted by the General Assembly and signed into law by the Governor, provided significant investment of new state general fund support in FY 19 and FY 20 for targeted initiatives, student financial aid and funding to offset tuition increases in order to mitigate the cost to students.

FY19 also showed strong financial performance for the university's endowment. As of June 30, 2019, the market value of W&M's total endowment was greater than \$1.0 billion, including \$27.2 million in revocable endowments held by third parties -- up six percent over the prior year total of \$962.2 million. The Board of Visitors' endowment recognized a 5.4% one-year investment return as of June 30, 2019. The William & Mary Investment Trust recognized a 6.3% return. Together, these remain the largest of the investment portfolios and both remain highly diversified across asset classes.

W&M also continued its fundraising success in FY19, generating almost \$92 million in new philanthropic gifts this year and bringing the total in gifts raised as part of a \$1 billion fundraising campaign to over \$892 million. The number of donors continues to be robust with more than 42,000 total donors, including almost 18,000 undergraduate alumni donors. W&M boasts one of the highest donor retention rates in the nation and ranks first among US public colleges and university in alumni giving. The university fully anticipates meeting its campaign goal by 2020 as planned.

In addition to operating dollars, investments in academic facilities and infrastructure remain strong. With significant support from the Commonwealth for construction and renovation of academic facilities, W&M is well under way in the construction of state-of-the-art educational and performance facilities for its music, theater, dance and speech programs.

The last phase of the Integrated Science Center is in design and will accommodate state-of-the-art instruction and research space along with the expansion of the Sadler Center that will support the consolidation of activities and programs for Student Affairs. Likewise, with support from the Commonwealth, VIMS is also continuing to invest in its facilities and physical inventory, with the completion of construction of a new research vessel and the design and planning for a new Research Facility, Oyster Hatchery, and Eastern Shore Research Facilities are under way.

Consolidated Financial Statements

William & Mary, Virginia Institute of Marine Science and Richard Bland College - Consolidated Report
Statement of Net Position
As of June 30, 2019

	ASSETS	University	Component Units
Current assets:			
Cash and cash equivalents (Note 3)	\$ 32,825,832	\$ 38,969,256	
Investments (Note 3)	20,693,830	34,324,135	
Appropriation available	478,740	-	
Receivables, net of allowance for doubtful accounts (Note 5)	19,381,580	3,064,660	
Notes receivable (Note 5)	371,121	-	
Due from commonwealth	4,450,142	-	
Inventories	538,807	12,947	
Pledges receivable	-	8,101,575	
Prepaid expenses	3,561,542	425,615	
Other assets	162,161	54,008	
Total current assets	82,463,755	84,952,196	
Non-current assets:			
Restricted cash and cash equivalents (Note 3)	44,735,087	7,423,886	
Restricted investments (Note 3)	95,610,778	457,519,659	
Investments (Note 3)	27,387,197	307,211,704	
Receivables	-	19,945,996	
Notes receivable, net of allowance for doubtful accounts (Note 5)	1,679,615	-	
Pledges receivable	-	21,842,940	
Capital assets, nondepreciable (Note 6)	155,408,746	15,351,295	
Capital assets, depreciable net of accumulated depreciation (Note 6)	760,974,799	21,769,685	
Other assets	-	2,282,284	
Other restricted assets	2,969,000	176,918,886	
Total non-current assets	1,088,765,222	1,030,266,335	
Total assets	1,171,228,977	1,115,218,531	
	DEFERRED OUTFLOWS OF RESOURCES		
Pension related (Note 14)	12,460,489		
Other postemployment benefits (Note 15)	8,633,585		
Loss on refunding of debt	4,858,179		
Total deferred outflows of resources	25,952,253		
Total assets and deferred outflows of resources	1,197,181,230		
	LIABILITIES		
Current liabilities:			
Accounts payable and accrued expenses (Note 7)	50,275,209	4,277,341	
Unearned revenue	16,610,864	413,836	
Deposits held in custody for others	1,328,283	302,306	
Advance from the Treasurer of Virginia (Note 18)	796,803	-	
Obligations under securities lending program	14,694	-	
Long-term liabilities-current portion (Note 9)	31,028,274	1,970,305	
Other liabilities	38,440	39,800	
Total current liabilities	100,092,567	7,003,588	
Long-term liabilities-non-current portion (Note 9)	435,770,741	60,939,949	
Total liabilities	535,863,308	67,943,537	
	DEFERRED INFLOWS OF RESOURCES		
Pension related (Note 14)	10,831,000		
Other postemployment benefits (Note 15)	19,025,276		
Gain on refunding of debt	509,779		
Total deferred inflows of resources	30,366,055		
Total liabilities and deferred inflows of resources	566,229,363		
	NET POSITION		
Net investment in capital assets	673,053,663	15,369,981	
Restricted for:			
Nonexpendable:			
Scholarships and fellowships	10,501,029	153,926,733	
Research	-	25,330,882	
Loans	-	24,230	
Departmental uses	48,165,124	173,296,228	
Other	-	226,768,349	
Expendable:			
Scholarships and fellowships	9,709,983	120,701,055	
Research	-	7,748,048	
Debt service	2,809,830	-	
Capital projects	3,842	36,374,714	
Loans	707,609	-	
Departmental uses	17,690,905	189,676,755	
Other	-	32,439,407	
Unrestricted	(131,690,118)	65,618,612	
Total net position	\$ 630,951,867	\$ 1,047,274,994	

The accompanying Notes to the Financial Statements are an integral part of this statement.

William & Mary, Virginia Institute of Marine Science and Richard Bland College - Consolidated Report
Statement of Revenues, Expenses and Changes in Net Position
For the Year Ended June 30, 2019

	University	Component Units
Operating revenues:		
Student tuition and fees, net of scholarship allowances of \$43,335,165	\$ 176,441,292	\$ -
Gifts and contributions	-	19,965,683
Federal grants and contracts	34,957,384	-
State grants and contracts	2,880,982	-
Local grants and contracts	346,545	-
Nongovernmental grants and contracts	6,554,583	-
Auxiliary enterprises, net of scholarship allowances of \$20,595,131	95,113,461	-
Other	7,774,408	9,781,820
	<hr/>	<hr/>
Total operating revenues	324,068,655	29,747,503
	<hr/>	<hr/>
Operating expenses: (Note 11)		
Instruction	134,988,703	6,915,592
Research	51,838,208	942,999
Public service	82,624	724,009
Academic support	38,964,542	3,909,255
Student services	18,086,331	980,607
Institutional support	46,678,912	14,400,895
Operation and maintenance of plant	27,616,342	10,791,292
Student aid	17,476,356	15,543,672
Auxiliary enterprises	94,619,373	6,843,928
Depreciation	36,412,541	982,429
Other	30,062	4,238,555
	<hr/>	<hr/>
Total operating expenses	466,793,994	66,273,233
	<hr/>	<hr/>
Operating loss	(142,725,339)	(36,525,730)
	<hr/>	<hr/>
Non-operating revenues/(expenses):		
State appropriations (Note 12)	80,754,614	-
Gifts	57,541,385	-
Net investment revenue	6,828,292	35,849,254
Pell grant revenue	5,701,168	-
Interest on capital asset related debt	(6,879,367)	(724,237)
Other non-operating revenue	1,023,204	24,584,219
Other non-operating expense	(2,870,849)	-
	<hr/>	<hr/>
Net non-operating revenues	142,098,447	59,709,236
	<hr/>	<hr/>
Income/(loss) before other revenues, expenses, gains or losses	(626,892)	23,183,506
	<hr/>	<hr/>
Capital appropriations	24,279,423	-
Capital grants and contributions	14,396,010	15,212,127
Loss on disposal of assets	(749,555)	-
Additions to permanent endowments	-	31,894,308
	<hr/>	<hr/>
Net other revenues, expenses, gains or losses	37,925,878	47,106,435
	<hr/>	<hr/>
Increase/(Decrease) in net position	37,298,986	70,289,941
	<hr/>	<hr/>
Net position - beginning of year, restated (Note 2)	593,652,881	976,985,053
	<hr/>	<hr/>
Net position - end of year	\$ 630,951,867	\$ 1,047,274,994
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The accompanying Notes to the Financial Statements are an integral part of this statement.

William & Mary, Virginia Institute of Marine Science and Richard Bland College - Consolidated Report
Statement of Cash Flows
For the Year Ended June 30, 2019

Cash flows from operating activities:	
Tuition and fees	\$ 168,939,341
Scholarships	(16,625,986)
Research grants and contracts	48,395,183
Auxiliary enterprise charges	93,359,088
Payments to suppliers	(129,171,986)
Payments to employees	(267,750,676)
Payments for operation and maintenance of facilities	(13,478,451)
Collection of loans to students and employees	459,830
Other receipts	6,998,738
Other payments	(290,882)
	<hr/>
Net cash used by operating activities	(109,165,801)
	<hr/>
Cash flows from noncapital financing activities:	
State appropriations	80,754,614
Gifts	57,541,385
Agency receipts	1,111,855
Agency payments	(647,576)
Direct Loan receipts	47,907,192
Direct Loan disbursements	(47,907,192)
Other non-operating receipts	7,348,584
Other non-operating disbursements	(2,742,387)
	<hr/>
Net cash provided by noncapital financing activities	143,366,475
	<hr/>
Cash flows from capital financing activities:	
Proceeds from issuance of capital debt	41,429,210
Capital appropriations	24,056,877
Capital grants and contributions	14,077,377
Advance from the Treasurer of Virginia	2,720,328
Payment to the Treasurer of Virginia	(5,598,049)
Insurance payments	515,120
Capital expenditures	(61,441,452)
Principal paid on capital-related debt	(15,917,898)
Interest paid on capital-related debt	(9,117,951)
Proceeds from sale of capital assets	36,657
	<hr/>
Net cash used by capital and related financing activities	(9,239,781)
	<hr/>
Cash flows from investing activities:	
Investment income	6,292,146
Investment expense	(232,963)
Proceeds from sale of investments	32,031,730
Purchase of investments	(31,143,414)
	<hr/>
Net cash provided by investing activities	6,947,499
	<hr/>
Net increase/(decrease) in cash	31,908,392
Cash-beginning of year	45,637,833
	<hr/>
Cash-end of year	\$ 77,546,225
	<hr/>

William & Mary, Virginia Institute of Marine Science and Richard Bland College - Consolidated Report
Statement of Cash Flows
For the Year Ended June 30, 2019

Reconciliation of Cash-end of year-Cash Flow Statement, to Cash and Cash Equivalents-Statement of Net Position :

Statement of Net Position	
Cash and cash equivalents	\$ 32,825,832
Restricted cash and cash equivalents	44,735,087
Less: Securities lending -Treasurer of Virginia	<u>(14,694)</u>
Net cash and cash equivalents	<u><u>\$ 77,546,225</u></u>

Reconciliation of net operating expenses to net cash used by operating activities:

Net operating loss	\$ (142,725,339)
Adjustments to reconcile net operating expenses to cash used by operating activities:	
Depreciation expense	36,412,541
Changes in assets, deferred outflows of resources, liabilities and deferred inflows of resources:	
Receivables-net	(4,013,885)
Inventories	(51,671)
Prepaid expense	211,401
Accounts payable	3,362,997
Unearned revenue	3,180,071
Deposit held for others	(14,329)
Compensated absences	501,845
Pension liability	(9,786,000)
Deferred outflows of resources related to pension obligations	3,229,654
Deferred inflows of resources related to pension obligations	1,800,000
Other post-employment benefits liability	(6,818,946)
Other post-employment benefits asset	(91,000)
Deferred outflows of resources related to other post-employment benefits	(1,970,448)
Deferred inflows of resources related to other post-employment benefits	7,765,770
Software licenses liability	102,358
Other liability	<u>(260,820)</u>
Net cash used in operating activities	<u><u>\$ (109,165,801)</u></u>

**NONCASH INVESTING, NONCAPITAL FINANCING, AND CAPITAL
AND RELATED FINANCING TRANSACTIONS**

Amortization of deferred loss	\$ 692,469
Donated capital assets	\$ 269,967
Loss on disposal of assets	\$ 749,554
Amortization of bond premium	\$ 2,494,443
Net change in value of investments	\$ 784,983

The accompanying Notes to Financial Statements are an integral part of this statement.

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**Notes to
Financial Statements
Year Ended June 30, 2019**

William & Mary, Virginia Institute of Marine Science, and Richard Bland College - Consolidated Report

NOTES TO FINANCIAL STATEMENTS

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Reporting Entity

The consolidated financial statements of William & Mary includes the financial statements of William & Mary (W&M) located in Williamsburg, Virginia, Virginia Institute of Marine Science (VIMS), which serves as the school of Marine Science, collectively referred to as “university” and Richard Bland, referred to as the “college”. All three entities are recognized as distinct state agencies within the Commonwealth of Virginia’s statewide system of public higher education with a shared governing board appointed by the Governor of Virginia. In this capacity, the Board of Visitors is responsible for overseeing governance of all three entities. The university and college are a component unit of the Commonwealth of Virginia and are included in the general purpose financial statements of the Commonwealth.

The accompanying financial statements present all funds for which the university and college’s Board of Visitors is financially accountable. Related foundations and similar non-profit corporations for which the university and college are not financially accountable are also a part of the accompanying financial statements in accordance with the Governmental Accounting Standards Board (GASB) reporting model. These entities are legally separate and tax exempt organizations formed to promote the achievements and further the aims and purposes of the university and college. These component units are described in Note 13.

The university and college have nine component units – the William & Mary Foundation, The Marshall-Wythe School of Law Foundation, the William & Mary Alumni Association, the William & Mary Athletic Educational Foundation, the William & Mary School of Business Foundation, the Virginia Institute of Marine Science Foundation, the Richard Bland College Foundation, the William & Mary Real Estate Foundation, and the Intellectual Property Foundation. These organizations are separately incorporated tax-exempt entities and have been formed to promote the achievements and further the aims and purposes of the university and college. The Foundations are private, non-profit organizations, and as such the financial statement presentation follows the recommendation of accounting literature related to non-profits. As a result, reclassifications have been made to convert the Foundation’s financial information to GASB format.

Although the university and college do not control the timing or amount of receipts from the Foundations, the majority of resources or income which the Foundations hold and invest are restricted to the activities of the university and college by the donors. Because these restricted resources held by the Foundations can only be used by or for the benefit of the university and college, the Foundations are considered component units of the university and college and are discretely presented in the financial statements with the exception of the Intellectual Property Foundation. The Intellectual Property Foundation is presented blended in the university column because the university has a voting majority of the governing board of the Foundation.

The William & Mary Foundation is a private, not-for-profit corporation organized under the laws of the Commonwealth of Virginia to “aid, strengthen, and expand in every proper and useful way” the work of William & Mary. For additional information on the William & Mary Foundation, contact the Foundation at Post Office Box 8795, Williamsburg, Virginia 23187.

The Marshall-Wythe School of Law Foundation is a non-stock, not-for-profit corporation organized under the laws of the Commonwealth of Virginia, established for the purpose of soliciting and receiving gifts to support the William & Mary Law School. The Foundation supports the law school through the funding of scholarships and fellowships, instruction and research activities, and academic support. For additional information on The Marshall-Wythe School of Law Foundation, contact the Foundation Office at Post Office Box 8795, Williamsburg, Virginia 23187.

The William & Mary Alumni Association is a private, not-for-profit corporation organized under the laws of the Commonwealth of Virginia which provides aid to W&M in its work, and promotes and strengthens the bonds of interest between and among William & Mary and its alumni. For additional information on the Alumni Association, contact the Alumni Association Office at Post Office Box 2100, Williamsburg, Virginia 23187-2100.

The William & Mary Athletic Educational Foundation is a not-for-profit corporation organized under the laws of the Commonwealth of Virginia. The purpose of the Foundation is to promote, foster, encourage and further education, in all enterprises of all kinds at William & Mary, but it principally supports W&M's Athletic Department. For additional information on the Athletic Educational Foundation, contact the Foundation Office at 751 Ukrop Drive, Williamsburg, Virginia 23187.

The William & Mary Business School Foundation is a non-stock, not-for-profit corporation organized under the laws of the Commonwealth of Virginia. The purpose of the Business School Foundation is to solicit and receive gifts to endow the W&M School of Business Administration and to support the School through the operations of the Foundation. For additional information on the William & Mary Business School Foundation, contact the Foundation Office at Post Office Box 2220, Williamsburg, Virginia, 23187.

The Virginia Institute of Marine Science Foundation is a not-for-profit corporation organized under the laws of the Commonwealth of Virginia. The purpose of the Foundation is to support VIMS primarily through contributions from the public. For additional information on the Virginia Institute of Marine Science Foundation, contact the Foundation Office at Post Office Box 1346, Gloucester Point, Virginia, 23062.

The Richard Bland College Foundation is a private, not-for-profit corporation organized under the laws of the Commonwealth of Virginia which provides scholarships, financial aid, and books to RBC's students, along with support for faculty development and cultural activities. For additional information on the Richard Bland College Foundation, contact the Foundation Office at 11301 Johnson Road, South Prince George, Virginia 23805.

The William & Mary Real Estate Foundation is a non-profit organization incorporated under the laws of the Commonwealth of Virginia in September 2006. Its purpose is to acquire, hold, manage, sell, lease and participate in the development of real properties in support of the educational goals of William & Mary and VIMS. For additional information on the William & Mary Real Estate Foundation, contact the Foundation Office at Post Office Box 8795, Williamsburg, Virginia, 23187-8795.

The Intellectual Property Foundation is a nonprofit organization incorporated under the laws of the Commonwealth of Virginia in September 2007. Its purpose is to handle all aspects of the intellectual property of William & Mary in support of the educational goals of the university. For additional information on the William & Mary Intellectual Property Foundation, contact the Foundation Office at Post Office Box 8795, Williamsburg, Virginia, 23187-8795.

The Omohundro Institute of Early American History and Culture (OIEAHC), sponsored by William & Mary, is a separate non-profit entity organized exclusively for educational purposes. Its Executive Board determines matters of policy and has responsibility for financial and general management as well as resource development. The Executive Board consists of up to six members, including the chief academic officer of the university as an ex officio member. For FY19, the university provided support of \$1,011,470 to the Institute through direct payment of expenses.

Basis of Presentation

The accompanying financial statements have been prepared in accordance with generally accepted accounting principles as prescribed by the GASB, including all applicable GASB pronouncements. Pursuant to the provisions of GASB Statement No. 34, *Basic Financial Statements – and Management's Discussion and Analysis – for State and Local Governments*, and Statement No. 35, *Basic Financial Statements - and Management's Discussion and Analysis - for Public Colleges and Universities*. The university and college follow accounting and reporting standards for reporting as a special-purpose government engaged in business-type activities and accordingly, is reported within a single column in the basic financial statements.

Basis of Accounting

The financial statements of the university and college have been prepared using the economic resources measurement focus and the accrual basis of accounting, including depreciation expense related to capitalized fixed assets. Under the accrual basis, revenues are recognized when earned, and expenses are recorded when an obligation has been incurred. Bond premiums and discounts are deferred and amortized over the life of the debt. All significant intra-agency transactions have been eliminated.

Cash and Cash Equivalents

In accordance with the GASB Statement No. 9, *Reporting Cash Flows of Proprietary and Nonexpendable Trust Funds and Governmental Entities That Use Proprietary Fund Accounting*, definition, cash and cash equivalents consist of cash on hand, money market funds, and temporary highly liquid investments with an original maturity of three months or less.

Investments

GASB Statement No. 31, *Accounting and Financial Reporting for Certain Investments and for External Investment Pools*, requires that purchased investments, interest-bearing temporary investments classified with cash, and investments received as gifts be recorded at fair value, and reported in accordance with GASB Statement No. 72, *Fair Value Measurement and Application* (See Note 3). Realized and unrealized gains and losses are reported in investment income as non-operating revenue in the Statement of Revenues, Expenses, and Changes in Net Position.

Receivables

Receivables consist of tuition and fee charges to students and auxiliary enterprises' sales and services. Receivables also include amounts due from the federal government, state and local governments, or private sources, in connection with reimbursement of allowable expenditures made pursuant to grants and contracts. Receivables are recorded net of estimated uncollectible amounts.

Inventories

Inventories at the university are reported using the consumption method, and valued at average cost. RBC does not report any inventory.

Prepaid Expenses

As of June 30, 2019, the university and college's prepaid expenses included items such as insurance premiums, membership dues, conference registrations and publication subscriptions for FY20 that were paid in advance.

Capital Assets

Capital assets are recorded at historical cost at the date of acquisition or acquisition value at the date of donation in the case of gifts. Construction expenses for capital assets and improvements are capitalized when expended. Interest expense of \$285,214 relating to construction is capitalized net of interest income earned on resources set aside for this purpose for the year ended June 30, 2019. The university and college's capitalization policy on equipment includes all items with an estimated useful life of two years or more. The university and college capitalize all items with a unit price greater than or equal to \$5,000. The university capitalizes buildings and improvements other than buildings with a cost greater than or equal to \$100,000. Richard Bland College capitalizes buildings and improvements other than buildings with a cost greater than or equal to \$5,000. Library materials for the academic or research libraries are capitalized as a collection and are valued at cost. The university capitalizes intangible assets with a cost greater than or equal to \$50,000 except for internally generated computer software which is capitalized at a cost of \$100,000 or greater. Richard Bland College capitalizes intangible assets with a cost greater than or equal to \$20,000.

Depreciation is computed using the straight-line method over the estimated useful lives of the respective assets as follows:

Buildings	40-50 years
Infrastructure	10-50 years
Equipment	2-30 years
Library Books	10 years
Intangible Assets – computer software	3-20 years

Collections of works of art and historical treasures are capitalized at cost or fair value at the date of donation. These collections, which include rare books, are considered inexhaustible and therefore are not depreciated.

Deferred Outflows of Resources

Deferred outflows of resources are defined as the consumption of net assets applicable to a future reporting period. The deferred outflows of resources have a positive effect on net position similar to assets.

Unearned Revenue

Unearned revenue represents revenue collected but not earned as of June 30, 2019. This is primarily comprised of revenue for student tuition and fees paid in advance of the semester, amounts received from grant and contract sponsors that have not yet been earned and advance ticket sales for athletic events.

Compensated Absences

Employees' compensated absences are accrued when earned. The liability and expense incurred are recorded at year-end as accrued compensated absences in the Statement of Net Position, and as a component of compensation and benefit expense in the Statement of Revenues, Expenses, and Changes in Net Position. The applicable share of employer related taxes payable on the eventual termination payments is also included.

Noncurrent Liabilities

Noncurrent liabilities include principal amounts of bonds payable, notes payable, capital lease payable and installment purchase agreements with contractual maturities greater than one year as well as estimated amounts for accrued compensated absences that will not be paid within the next fiscal year. Also included is pension liability for defined benefit plans and other postemployment benefits administered through the Virginia Retirement System and other postemployment benefits administered through the Department of Human Resource Management.

Pensions

The Virginia Retirement System (VRS) State Employee Retirement Plan and the Virginia Law Officers' System (VaLORS) Retirement Plan are single employer pension plans that are treated like cost-sharing plans. For the purposes of measuring the net pension liability, deferred outflows of resources and deferred inflows of resources related to pensions, pension expense, information about the fiduciary net position of the VRS State Employee Retirement Plan and the VaLORS Retirement Plan, as well as the additions to/deductions from the VRS State Retirement Plan's and the VaLORS Retirements Plan's net fiduciary position have been determined on the same basis as they were reported by VRS. For this purpose, benefit payments (including refunds of employee contributions) are recognized when due and payable in accordance with the benefit terms. Investments are reported at fair value.

Other Postemployment Benefits

The Virginia Retirement System (VRS) Group Life Insurance Program is a multiple employer, cost-sharing plan. It provides coverage to state employees, teachers, and employees of participating political subdivisions. For purposes of measuring the net Group Life Insurance Program OPEB liability, deferred outflows of resources, deferred inflows of resources and OPEB expense, information about the fiduciary net position of the Virginia Retirement System (VRS)

Group Life Insurance program OPEB and the additions to/deductions from the VRS Group Life Insurance Program OPEB's net fiduciary position have been determined on the same basis as they were reported by VRS. In addition, benefit payments are recognized when due and payable in accordance with the benefit terms. Investments are reported at fair value.

The Virginia Retirement System (VRS) State Employee Health Insurance Credit Program is a single employer plan that is presented as a multiple-employer, cost-sharing plan. For purposes of measuring the net State Employee Health Insurance Credit Program OPEB liability, deferred outflows of resources, deferred inflows of resources and OPEB expense, information about the fiduciary net position of the Virginia Retirement System (VRS) State Employee Health Insurance Credit Program; and the additions to/deductions from the VRS State Employee Health Insurance Credit Program's net fiduciary position have been determined on the same basis as they were reported by VRS. For this purpose, benefit payments are recognized when due and payable in accordance with the benefit terms. Investments are reported at fair value.

The Virginia Retirement System (VRS) Disability Insurance Program (Virginia Sickness and Disability Program) is a single employer plan that is presented as a multiple-employer, cost-sharing plan. For purposes of measuring the net Disability Insurance Program OPEB liability (asset), deferred outflows of resources, deferred inflows of resources and OPEB expense, information about the fiduciary net position of the Virginia Retirement System (VRS) Disability Insurance Program OPEB Plan and the additions to/deductions from the VRS Disability Insurance Program OPEB Plan's net fiduciary position have been determined on the same basis as they were reported by VRS. In addition, benefit payments are recognized when due and payable in accordance with the benefit terms. Investments are reported at fair value.

The Virginia Retirement System (VRS) Line of Duty Act Program (LODA) is a multiple-employer, cost-sharing plan. For purposes of measuring the net Line of Duty Act Program OPEB liability, deferred outflows of resources, deferred inflows of resources and OPEB expense, information about the fiduciary net position of the Virginia Retirement System (VRS) Line of Duty Act Program OPEB Plan and the additions to/deductions from the VRS Line of Duty Act Program OPEB Plan's net fiduciary position have been determined on the same basis as they were reported by VRS. In addition, benefit payments are recognized when due and payable in accordance with the benefit terms. Investments are reported at fair value.

Pre-Medicare Retiree Healthcare is a single-employer defined benefit OPEB plan that is treated like a cost-sharing plan for financial reporting purposes, and is administered by the Department of Human Resource Management. The employer does not pay a portion of the retirees' healthcare premium; however, since both active employees and retirees are included in the same pool for purposes of determining health insurance rates, this generally results in a higher rate for active employees. Therefore, the employer effectively subsidizes the costs of the participating retirees' healthcare through payment of the employer's portion of the premiums for active employees.

Deferred Inflows of Resources

Deferred inflows of resources are defined as the acquisition of net assets applicable to a future reporting period. The deferred inflows of resources have a negative effect on net position similar to liabilities.

Net Position

The university and college's net position is classified as follows:

Net Investment in Capital Assets – consists of total investment in capital assets, net of accumulated depreciation and outstanding debt obligations.

Restricted Net Position – Nonexpendable – includes endowments and similar type assets whose use is limited by donors or other outside sources and as a condition of the gift, the principal is to be maintained in perpetuity.

Restricted Net Position – Expendable – represents funds that have been received for specific purposes and the

university and college are legally or contractually obligated to spend the resources in accordance with restrictions imposed by external parties.

Unrestricted Net Position – represents resources derived from student tuition and fees, state appropriations, unrestricted gifts, interest income, and sales and services of educational departments and auxiliary enterprises. When an expense is incurred that can be paid using either restricted or unrestricted resources, the university and college's policy is to first apply the expense toward restricted resources, and then toward unrestricted.

Scholarship Allowances

Student tuition and fee revenues and certain other revenues from charges to students are reported net of scholarship allowances in the Statement of Revenues, Expenses, and Changes in Net Position. Scholarship allowances are the difference between the actual charge for goods and services provided by the university and college, and the amount that is paid by students and/or third parties on the students' behalf. Financial aid to students is reported in the financial statements under the alternative method as prescribed by the National Association of College and University Business Officers (NACUBO). The alternative method is a simple calculation that computes scholarship discounts and allowances on a university-wide basis by allocating the cash payments to students, excluding payments for services, on the ratio of total aid to the aid not considered to be third party aid. Student financial assistance grants and other Federal, State or nongovernmental programs are recorded as either operating or non-operating revenues in the accompanying Statement of Revenues, Expenses, and Changes in Net Position. To the extent that revenues from these programs are used to satisfy tuition, fees, and other charges, the university and college have recorded a scholarship allowance.

Federal Financial Assistance Programs

The university and college participate in federally funded Pell Grants, Supplemental Educational Opportunity Grants (SEOG), Federal Work Study, Perkins Loans, and Direct Loans, which includes Stafford Loans, Parent Loans for Undergraduate Students (PLUS) and Graduate PLUS Loans. Federal programs are audited in accordance with 2 CFR 200, subpart F.

Classification of Revenues and Expenses

The university and college present its revenues and expenses as operating or non-operating based on the following criteria:

Operating revenues - includes activities that have the characteristics of exchange transactions, such as (1) student tuition and fees, net of scholarship allowances, (2) sales and services of auxiliary enterprises, (3) most Federal, State and Local grants and contracts and (4) interest on student loans.

Non-operating revenues - includes activities that have the characteristics of non-exchange transactions, such as gifts and contributions, and other revenue sources that are defined as non-operating revenues by GASB Statement No. 9, and GASB Statement No. 34, such as State appropriations and investment income.

Operating and Non-operating expenses - includes interest on debt related to the purchase of capital assets and losses on the disposal of capital assets. All other expenses are classified as operating expenses.

2. RESTATEMENT OF NET POSITION

There were no restatements to net position reported in the university's financial statements as of June 30, 2018.

3. CASH, CASH EQUIVALENTS AND INVESTMENTS

Cash and Cash Equivalents

Pursuant to Section 2.2-1800, et. seq., Code of Virginia, all state funds of the university and college are maintained by the Treasurer of Virginia, who is responsible for the collection, disbursement, custody and investment of State funds. Cash held by the university and college is maintained in accounts that are collateralized in accordance with the Virginia Securities for Public Deposits Act, Section 2.2-4400, et. seq. Code of Virginia with the exception of cash held by the university and college in foreign currency. The Virginia Security for Public Deposits Act eliminates any custodial credit risk for the university and college.

Investments

The investment policy of the university and college is established by the Board of Visitors and monitored by the Board's Financial Affairs Committee. In accordance with the Board of Visitors' Resolution 6(R), November 16, 2001, Resolution 12(R) November 21-22, 2002, and as updated by the Board in April 2015 investments can be made in the following instruments: cash, U.S. Treasury and Federal agency obligations, commercial bank certificates of deposit, commercial paper, bankers' acceptances, corporate notes and debentures, money market funds, mutual funds, convertible securities and equities. Money market funds are cash equivalents and are presented at amortized cost.

Credit Risk

Credit risk is the risk that an issuer or other counterparty to an investment will not fulfill its obligations. GASB Statement No. 40, *Deposit and Investment Risk Disclosures*, requires the disclosure of the credit quality rating on any investments subject to credit risk.

Concentration of Credit Risk

Concentration of credit risk requires the disclosure by amount and issuer of any investments in any one issuer that represents five percent or more of total investments. Investments explicitly guaranteed by the U.S. government and investments in mutual funds or external investment pools and other pooled investments are excluded from this requirement. The university and college's investment policy does not limit the amount invested in U.S. Government or Agency Securities. As of June 30, 2019, the university had 5.46% of its total investments in the Federal National Mortgage Association and 6.14% in the Federal Home Loan Mortgage Corporation.

Custodial Credit Risk

Custodial credit risk is the risk that, in the event of failure of the counterparty, the university and college will not be able to recover the value of its investment or collateral securities that are in the possession of the outside party. All investments are registered and held in the name of the university and college, and therefore, the university and college do not have this risk.

Interest Rate Risk

The interest rate risk is the risk that changes in interest rates will adversely affect the fair value of an investment. The university and college limit its exposure to interest rate risk by limiting its maximum maturity lengths of investments and structuring its portfolio to maintain adequate liquidity to ensure the university and college's ability to meet its operating requirements.

Foreign Currency Risk

Foreign currency risk is the risk that changes in exchange rates will adversely affect the fair value of an investment or a deposit. The university had no investments in foreign currency or foreign deposits as of June 30, 2019. The university

does not have a foreign currency risk policy.

Fair Value Measurement

Certain assets and liabilities of the university and college are reflected in the accompanying financial statements at fair value. The university and college follow the provisions in GASB Statement 72, *Fair Value Measurement and Application*. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (an exit price). GASB 72 establishes a fair value hierarchy and specifies that the valuation techniques used to measure fair value shall maximize the use of observable inputs and minimize the use of unobservable inputs. Accordingly, the fair value hierarchy gives the highest priority to quoted prices (unadjusted) in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). The three levels of the fair value hierarchy under GASB 72 are described below:

Level 1—Quoted prices (unadjusted) in active markets for identical assets or liabilities that the university and college have the ability to access at the measurement date.

Level 2—Quoted prices for similar assets or liabilities in active markets, quoted prices for identical or similar assets or liabilities in inactive markets, or inputs other than quoted prices that are observable (directly or indirectly) for the asset or liability.

Level 3—Prices, inputs or sophisticated modeling techniques, which are both significant to the fair value measurement and unobservable (supported by little or no market activity).

As required by GASB 72, assets and liabilities are classified within the level of the lowest significant input considered in determining fair value.

GASB 72 permits a governmental unit to establish the fair value of investments in non-governmental entities that do not have a readily determinable fair value by using the Net Asset Value (“NAV”) per share (or its equivalent), such as member units or an ownership interest in partners’ capital. The university and college use the NAV or its equivalent as provided by the investment funds to value its investments in certain limited partnerships. Investments valued using the NAV or its equivalent are not categorized within the fair value hierarchy.

The university and college categorizes fair value measurements within the fair value hierarchy established by generally accepted accounting principles. The following table presents investments as of June 30, 2019:

Investments Measured at Fair Value

	<u>6/30/2019</u>	<u>Level 1</u>	<u>Level 2</u>
Investments by Fair Value Level			
Debt Securities			
Corporate Bonds	\$ 28,761,248	\$ -	\$ 28,761,248
Commercial Paper	3,787,773	-	3,787,773
Agency Mortgage Backed Securities	28,879,483	28,879,483	
Mutual Funds and Money Market	30,227,083	30,227,083	-
Fixed Income and Comingled Funds	<u>30,595,326</u>	<u>30,595,326</u>	<u>-</u>
Total Debt Securities	<u>122,250,913</u>	<u>89,701,892</u>	<u>32,549,021</u>
Equity Securities			
Common and Preferred Stocks	4,348,255	4,348,255	-
Equity Index Funds	9,445,065	9,445,065	-
Equity Index and Pooled Funds	33,582,300	33,582,300	-
Real Estate	<u>1,882,365</u>	<u>1,882,365</u>	<u>-</u>
Total Equity Securities	<u>49,257,985</u>	<u>49,257,985</u>	<u>-</u>
Total Investments by Fair Value level	<u>171,508,898</u>	<u>138,959,877</u>	<u>32,549,021</u>
Other - Rare Coin	280		
Investments measured at the Net Asset Value (NAV)			
Equity Hedge Long/Short	1,342,564		
Diversified Event Driven	684,098		
Managed Futures/Commodities	529,417		
Relative Value	2,464,702		
Private Equity	<u>555,590</u>		
Total Investments measured at the NAV	<u>5,576,370</u>		
Total Investments	<u>\$ 177,085,548</u>		

Securities traded on U.S. or foreign exchanges are valued at the last reported sales price or, if there are no sales, at the latest bid quotation. Mutual funds and exchange traded funds listed on U.S. or foreign exchanges are valued at the closing net asset value; mutual funds not traded on national exchanges are valued in good faith at the pro-rata interest in the net assets of these entities. Short-term government and agency bonds and notes are valued based on market-driven observations and securities characteristics including ratings, coupons and redemptions. The values of limited partnerships are determined in good faith at the pro-rata interest in the net assets of these entities. Investments held by these entities are valued at prices which approximate fair value. The estimated fair value of certain investments in the underlying entities, which may include private placements and other securities for which values are not readily available, are determined in good faith by the investment advisors or third party administrators of the respective entities and may not reflect amounts that could be realized upon immediate sale, nor amounts that ultimately may be realized. These investments are valued using valuation techniques such as the market approach, income approach, and cost approach. The estimated fair values may differ significantly from the values that would have been used had a ready market existed for these investments, and these differences could be material.

The following table summarizes liquidity provisions related to the university and college's investments measured at Net Asset Value:

Investments Measured at NAV

	<u>Fair Value</u>	<u>Unfunded Commitments</u>	<u>Redemption Frequency</u>	<u>Redemption Notice Period</u>
Equity Hedge Long/Short	\$ 1,342,564	\$ -	Monthly, Quarterly	35-95 days
Diversified Event Driven	684,098	-	Quarterly	95 days
Managed Futures/Commodities	529,417	-	Monthly	10 days
Relative Value	2,464,702	-	Quarterly, Semi-Annual	65-100 days
Private Equity	<u>555,590</u>	<u>1,768,159</u>	Illiquid	
Total Investments measured at NAV	<u>\$ 5,576,370</u>	<u>\$ 1,768,159</u>		

Interest Rate Risk: Maturities

<u>Type of Investment</u>	<u>June 30, 2019</u>	<u>Less than 1 year</u>	<u>1-5 years</u>	<u>6-10 years</u>	<u>Greater than 10 years</u>
Agency mortgage backed securities:					
Federal Home Loan Bank	\$ 1,199,592	\$ -	\$ 1,199,592	\$ -	\$ -
Federal Home Loan Mortgage Corp	13,107,409	3,247,228	7,936,869	1,923,312	-
Federal National Mortgage Assn	11,660,012	2,017,695	5,540,505	1,077,402	3,024,410
United States Treasury Notes	2,912,470	-	2,912,470	-	-
Commercial Paper	3,787,773	3,787,773	-	-	-
Corporate Bonds	28,761,248	19,459,495	9,301,753	-	-
Fixed Income and Commingled Funds	30,595,326	-	30,595,326	-	-
Mutual and money market funds:					
Money market	29,615,971	29,615,971	-	-	-
Mutual funds - Green Funds	202,534	202,534	-	-	-
Mutual funds - Wells Fargo	408,578	-	408,578	-	-
State non-arbitrage program	<u>36,325,870</u>	<u>36,325,870</u>	<u>-</u>	<u>-</u>	<u>-</u>
	<u>\$ 158,576,783</u>	<u>\$ 94,656,566</u>	<u>\$ 57,895,093</u>	<u>\$ 3,000,714</u>	<u>\$ 3,024,410</u>

Credit & Concentration of Credit Risks

	<u>June 30, 2019</u>	<u>Moody's Credit Rating</u>	<u>S&P Credit Rating</u>	<u>Unrated</u>
<u>Cash Equivalents</u>				
Money market	\$ 29,615,971	\$ -	\$ -	\$29,615,971
Commercial Paper	3,787,773	-	-	3,787,773
State non-arbitrage program - AAAM	36,325,870	-	36,325,870	-
Securities lending	14,694	-	-	14,694
	<u>69,744,308</u>	<u>-</u>	<u>36,325,870</u>	<u>33,418,438</u>
Total cash equivalents				
<u>Investments</u>				
Agency mortgage backed securities:				
Federal Home Loan Bank - AAA	\$ 1,199,592	\$ 1,199,592	\$ -	\$ -
Federal Home Loan Mortgage Corp - AAA	13,107,409	13,107,409	-	-
Federal National Mortgage Assn - AAA	11,660,012	11,660,012	-	-
Corporate Bonds:				
Aa2	4,799,952	4,799,952	-	-
Aa3	901,414	901,414	-	-
A1	6,578,256	6,578,256	-	-
A2	9,353,763	9,353,763	-	-
A3	6,130,003	6,130,003	-	-
AAA	997,860	997,860	-	-
Fixed Income and Commingled Funds	30,595,326	-	-	30,595,326
Mutual funds:				
Green Funds	202,534	-	-	202,534
Wells Fargo	408,578	-	-	408,578
Total investments	<u>\$ 85,934,699</u>	<u>\$ 54,728,261</u>	<u>\$ -</u>	<u>\$ 31,206,438</u>
<u>Other Investments</u>				
Other	57,750,225			
Rare coins	280			
Property held as investment for endowments	6,600			
Total other investments	<u>57,757,105</u>			
Total cash equivalents and investments	<u>\$ 213,436,112</u>			

4. DONOR RESTRICTED ENDOWMENTS

Investments of the university's endowment funds are pooled and consist primarily of gifts and bequests, the use of which is restricted by donor imposed limitations. The Uniform Management of Institutional Funds Act, Code of Virginia Title 55, Chapter 15 sections 268.1-268.10, permits the spending policy adopted by the Board of Visitors to appropriate an amount of realized and unrealized endowment appreciation as the Board determines to be prudent. In determining the amount of appreciation to appropriate, the Board is required by the Act to consider such factors as long- and short-term needs of the institution, present and anticipated financial requirements, expected total return on investments, price level trends, and general economic conditions. The amount available for spending is determined by applying the payout percentage to the average market value of the investment portfolio for the three previous calendar year-ends. The payout percentage is reviewed and adjusted annually as deemed prudent.

William & Mary, at FY19 year-end, had a net appreciation of \$15,245,483 which is available to be spent and is reported in the Statement of Net Position in the following categories: Restricted Expendable for Scholarships and Fellowships - \$8,303,502, Restricted Expendable for Capital Projects - \$203,808, Restricted Expendable for Research - \$57,253, Restricted Expendable for Departmental Uses - \$5,334,571 and Unrestricted - \$1,346,349. The amounts for Capital Projects and Research were reclassified to Unrestricted because the total net positions for Restricted Expendable for Capital Projects and Restricted Expendable for Research were negative for the university.

The college, at FY19 year-end, had a net appreciation of \$172,460 which is available to be spent and is reported in the Statement of Net Position in the Restricted Expendable for Scholarships and Fellowships category.

5. ACCOUNTS AND NOTES RECEIVABLES

Receivables include transactions related to accounts and notes receivable and are shown net of allowance for doubtful accounts for the year ending June 30, 2019 as follows:

Accounts receivable consisted of the following at June 30, 2019:

Student Tuition and Fees	\$ 4,081,447
Auxiliary Enterprises	2,507,624
Federal, State and Non-Governmental Grants & Contracts	9,739,387
Other Activities	<u>3,113,784</u>
Gross Receivables	19,442,242
Less: allowance for doubtful accounts	<u>(60,662)</u>
Net Receivables	<u><u>\$ 19,381,580</u></u>

Notes receivable consisted of the following at June 30, 2019:

Current portion:	
Federal student loans and promissory notes	<u><u>\$ 371,121</u></u>
Non-current portion:	
Federal student loans and promissory notes	\$ 1,775,140
Less: allowance for doubtful accounts	<u>(95,525)</u>
Net non-current notes receivable	<u><u>\$ 1,679,615</u></u>

6. CAPITAL ASSETS

A summary of changes in the various capital asset categories for the year ending June 30, 2019 consists of the following:

	<u>Beginning Balance</u>	<u>Additions</u>	<u>Reductions</u>	<u>Ending Balance</u>
Non-depreciable capital assets:				
Land	\$ 25,086,767	\$ 325,639	\$ -	\$ 25,412,406
Inexhaustible artwork and Historical treasures	76,284,091	1,432,542	(72,294)	77,644,339
Construction in Progress	<u>60,027,996</u>	<u>57,657,408</u>	<u>(65,333,403)</u>	<u>52,352,001</u>
Total non-depreciable capital assets	<u>161,398,854</u>	<u>59,415,589</u>	<u>(65,405,697)</u>	<u>155,408,746</u>
Depreciable capital assets:				
Buildings	929,428,490	50,988,102	(19,101)	980,397,491
Equipment	86,740,523 *	15,258,934	(2,426,327)	99,573,130
Infrastructure	82,445,072	4,140,514	-	86,585,586
Other improvements	14,072,178 *	496,227	(74,153)	14,494,252
Library Materials	69,508,238 *	835,385	(1,016,856)	69,326,767
Computer software	<u>8,580,348</u>	<u>919,516</u>	<u>-</u>	<u>9,499,864</u>
Total depreciable capital assets	<u>1,190,774,849</u>	<u>72,638,678</u>	<u>(3,536,437)</u>	<u>1,259,877,090</u>
Less accumulated depreciation for:				
Buildings	292,098,759	26,413,748	270,753	318,783,260
Equipment	56,709,850 *	5,548,269	(2,067,371)	60,190,748
Infrastructure	39,977,010	1,851,562	68,144	41,896,716
Other improvements	7,091,407 *	737,972	(74,152)	7,755,227
Library Materials	63,392,600 *	1,185,691	(1,019,894)	63,558,397
Computer software	<u>6,042,644</u>	<u>675,299</u>	<u>-</u>	<u>6,717,943</u>
Total accumulated depreciation	<u>465,312,270</u>	<u>36,412,541</u>	<u>(2,822,520)</u>	<u>498,902,291</u>
Depreciable capital assets, net	<u>725,462,579</u>	<u>36,226,137</u>	<u>(713,917)</u>	<u>760,974,799</u>
Total capital assets, net	<u>\$ 886,861,433</u>	<u>\$ 95,641,726</u>	<u>\$ (66,119,614)</u>	<u>\$ 916,383,545</u>

* Beginning balances have been reclassified between these categories as part of RBC's implementation of Banner fixed assets.

Capitalization of Library Books

The methods employed to value the general collections of W&M's Earl Gregg Swem Library, W&M's Marshall-Wythe Law Library, VIMS' Hargis Library, and RBC's Library are based on average cost determined by each library. The average cost of the Swem Library purchases of books was \$43.39 for FY19. The average cost of the Law Library purchases of books was \$89.87 for FY19. Special collections maintained by each library are valued at historical cost or acquisition value. The average cost of library books purchased for VIMS was \$51.80 for FY19. The average cost of library books purchased for RBC was \$27.81 for FY19. The changes reflected in the valuation are due to the recognition of depreciation in accordance with GASB Statements No. 34 and 35, as well as purchases, donations and disposals.

7. ACCOUNTS PAYABLE AND ACCRUED EXPENSES

Accounts payable and accrued expenses consisted of the following at June 30, 2019:

Current Liabilities:

Employee salaries, wages, and fringe benefits payable	\$ 29,371,723
Vendors and supplies accounts payable	6,741,603
Capital projects accounts and retainage payable	11,467,400
Accrued interest payable	<u>2,694,483</u>
Total current liabilities-accounts payable and accrued liabilities	<u><u>\$ 50,275,209</u></u>

8. COMMITMENTS

At June 30, 2019, outstanding construction commitments totaled approximately \$216,167,000.

Commitments also exist under various operating leases for buildings, equipment and computer software. In general, the leases are for one to three year terms with renewal options on the buildings, equipment and certain computer software for additional one-year terms. In most cases, these leases will be replaced by similar leases. Rental expense for the fiscal year ending June 30, 2019, was \$5,134,008.

As of June 30, 2019, the following total future minimum rental payments are due under the above leases:

<u>Year Ending June 30, 2019</u>	<u>Amount</u>
2020	\$ 4,072,593
2021	3,308,867
2022	2,076,728
2023	1,838,100
2024	1,797,970
	<hr/>
Total	<u><u>\$ 13,094,258</u></u>

9. LONG-TERM LIABILITIES

The university and college's long-term liabilities consist of long-term debt (further described in Note 10), and other long-term liabilities. A summary of changes in long-term liabilities for the year ending June 30, 2019 is presented as follows:

	<u>Beginning Balance</u>	<u>Additions</u>	<u>Reductions</u>	<u>Ending Balance</u>	<u>Current Portion</u>
Installment Purchases	\$ 2,545,331	\$ 69,695	\$ (452,488)	\$ 2,162,538	\$ 458,922
Capital Leases Payable	21,027,070	180,522	(848,313)	20,359,279	853,338
Other long-term obligations	658,768	-	(38,070)	620,698	22,319
Notes Payable	165,045,984	27,107,423	(11,980,727)	180,172,680	11,320,000
Bonds Payable	<u>65,591,424</u>	<u>14,467,736</u>	<u>(5,092,743)</u>	<u>74,966,417</u>	<u>4,797,595</u>
Total long-term debt	254,868,577	41,825,376	(18,412,341)	278,281,612	17,452,174
Perkins Loan Fund Balance	2,306,325	-	-	2,306,325	-
Accrued compensated absences	11,439,247	11,941,092	(11,439,247)	11,941,092	11,506,684
Software licenses	1,149,063	919,517	(817,159)	1,251,421	930,651
Net Pension Liability	115,027,000		(9,786,000) *	105,241,000	-
OPEB Liability	<u>74,596,511</u>		<u>(6,818,946) *</u>	<u>67,777,565</u>	<u>1,138,765</u>
Total long-term liabilities	<u>\$ 459,386,723</u>	<u>\$ 54,685,985</u>	<u>\$ (47,273,693)</u>	<u>\$ 466,799,015</u>	<u>\$31,028,274</u>

* net decrease is shown

10. LONG-TERM DEBT

Bonds Payable

William & Mary and Richard Bland College's bonds are issued pursuant to Section 9 of Article X of the Constitution of Virginia. Section 9(c) bonds are general obligation bonds issued by the Commonwealth of Virginia on behalf of the university and college, and are backed by the full faith, credit and taxing power of the Commonwealth and are issued to finance capital projects which, when completed, will generate revenue to repay the debt. Listed below are the bonds outstanding at year-end:

<u>Description</u>	<u>Interest Rates (%)</u>	<u>Fiscal year Maturity</u>	<u>Balance as of June 30, 2019</u>
Section 9(c) bonds payable:			
Dormitory, Series 2009C	4.000	2021	\$ 370,921
Dormitory, Series 2009C	4.000	2022	1,045,462
Dormitory, Series 2009D	5.000	2022	1,040,000
Renovate Residence Halls, Series 2010A2	3.050 - 4.400	2030	2,745,000
Dormitory, Series 2012A	5.000	2024	779,720
Dormitory, Series 2013A	2.000 - 5.000	2033	3,625,000
Dormitory, Series 2013B	4.000	2026	844,462
Dormitory, Series 2014A	3.000 - 5.000	2034	7,455,000
Dormitory, Series 2014B	5.000	2020	321,176
Dormitory, Series 2015A	3.000 - 5.000	2035	9,530,000
Dormitory, Series 2018A	3.000 - 5.000	2038	13,065,000
Renovation of Dormitories			<u>40,821,741</u>
Graduate Housing, Series 2009D	5.000	2022	800,000
Graduate Housing, Series 2013B	4.000	2026	1,200,361
Graduate Housing, Series 2015B	4.000 - 5.000	2028	1,365,021
Graduate Housing			<u>3,365,382</u>
Construct New Dormitory, Series 2010A2	3.050 - 4.400	2030	1,250,000
Construct New Dormitory, Series 2011A	3.250 - 5.000	2031	10,240,000
Construct New Dormitory, Series 2013A	2.000 - 5.000	2033	6,820,000
Construct New Dormitory			<u>18,310,000</u>
Renovate Commons Dining Hall, Series 2009D	5.000	2022	1,715,000
Renovate Commons Dining Hall, Series 2012A	5.000	2024	1,289,537
Renovate Commons Dining Hall, Series 2013B	4.000	2026	1,389,450
Commons Dining Hall			<u>4,393,987</u>
RBC Student Housing Conversion 2016A	3.000 - 5.000	2036	2,290,000
Total bonds payable			69,181,110
Net unamortized premiums (discounts)			<u>5,785,307</u>
Net bonds payable			<u>\$ 74,966,417</u>

Notes Payable

Section 9(d) bonds, issued through the Virginia College Building Authority's Pooled Bond Program, are backed by pledges against the general revenues of William & Mary and Richard Bland College are issued to finance other capital projects. The principal and interest on bonds and notes are secured by the net income of specific auxiliary activities or from designated fee allocations. The following are notes outstanding at year-end:

<u>Description</u>	<u>Interest Rates (%)</u>	<u>Fiscal year Maturity</u>	<u>Outstanding Balance as of June 30, 2019</u>
Section 9(d) Bonds:			
Barksdale Dormitory, Series 2010B	5.000	2021	\$ 235,000
Barksdale Dormitory, Series 2012A	5.000	2024	365,000
Barksdale Dormitory, Series 2012A	3.000 - 5.000	2025	4,265,000
Barksdale Dormitory, Series 2012A	3.000 - 5.000	2025	4,965,000
Barksdale Dormitory, Series 2014B	4.000	2026	980,000
Barksdale Dormitory, Series 2014B	5.000	2024	545,000
Barksdale Dormitory, Series 2016A	3.000	2027	375,000
Barksdale Dormitory			<u>11,730,000</u>
Parking Deck, Series 2010B	5.000	2021	500,000
Parking Deck, Series 2012A	5.000	2024	770,000
Parking Deck, Series 2012A	3.000 - 5.000	2025	915,000
Parking Deck, Series 2012A	3.000 - 5.000	2025	2,460,000
Parking Deck, Series 2014B	4.000	2026	485,000
Parking Deck			<u>5,130,000</u>
Recreation Sports Center, Series 2010B	5.000	2021	115,000
Recreation Sports Center, Series 2012A	5.000	2024	180,000
Recreation Sports Center, Series 2012A	3.000 - 5.000	2025	3,020,000
Recreation Sports Center, Series 2012A	3.000 - 5.000	2025	960,000
Recreation Sports Center, Series 2014B	4.000	2026	190,000
Recreation Sports Center			<u>4,465,000</u>
Improve Athletics Facilities, Series 2012A	3.000 - 5.000	2025	1,295,000
Improve Athletics Facilities, Series 2014B	4.000	2026	260,000
Improve Athletics Facilities, Series 2014B	5.000	2024	210,000
Improve Athletics Facilities, Series 2016A	3.000	2027	150,000
Improve Athletics Facilities II, Series 2013A&B	2.000 - 5.000	2034	1,315,000
Improve Athletics Facilities II, Series 2017A	2.125 - 5.000	2038	2,075,000
Improve Athletics Facilities			<u>5,305,000</u>
Marshall-Wythe Library, Series 2014B	5.000	2020	125,000
Law School Library, Series 2010B	5.000	2021	135,000
Law School Library, Series 2012A	5.000	2024	220,000
Law School Library, Series 2014B	4.000 - 5.000	2026	1,470,000
Law School Renovations, Series 2013A&B	2.000 - 5.000	2034	5,575,000
Law School Library, Series 2016A	3.000 - 5.000	2028	525,000
Law School Library			<u>8,050,000</u>
Magnet Facility, Series 2010B	5.000	2021	300,000
Magnet Facility, Series 2012A	5.000	2024	455,000
Magnet Facility			<u>755,000</u>

<u>Description</u>	<u>Interest Rates (%)</u>	<u>Fiscal year Maturity</u>	<u>Outstanding Balance as of June 30, 2019</u>
School of Business, Series 2014B	4.000 - 5.000	2026	9,475,000
School of Business, Series 2016A	3.000 - 5.000	2028	<u>3,425,000</u>
School of Business			12,900,000
Integrated Science Center, Series 2009A	3.250 - 5.000	2021	345,000
Integrated Science Center, Series 2014B	4.000 - 5.000	2026	4,970,000
Integrated Science Center, Series 2015B	3.000 - 5.000	2029	3,755,000
Integrated Science Center, Series 2016A	3.000 - 5.000	2028	<u>1,800,000</u>
Integrated Science Center			10,870,000
Cooling Plant & Utilities, Series 2009B	5.000	2020	550,000
Cooling Plant & Utilities, Series 2010A1&A2	3.750 - 5.500	2031	7,625,000
Cooling Plant & Utilities, Series 2016A	3.000 - 5.000	2030	<u>7,360,000</u>
Cooling Plant & Utilities			15,535,000
Power Plant Renovations, Series 2014B	4.000 - 5.000	2026	1,950,000
Power Plant Renovations, Series 2016A	3.000 - 5.000	2028	<u>700,000</u>
Power Plant Renovations			2,650,000
Busch Field Astroturf Replacement, Series 2009B	5.000	2020	65,000
Busch Field Astroturf Replacement, Series 2016A	3.000 - 5.000	2030	<u>860,000</u>
Busch Field Astroturf			925,000
Improve Aux Facilities Project 2017A	2.125 - 5.000	2038	7,775,000
West Utilities Plant 2017A	2.125 - 5.000	2038	13,400,000
Williamsburg Hospital/School of Education 2014B	5.000	2024	685,000
Williamsburg Hospital/School of Education, 2016A	3.000	2027	<u>470,000</u>
Williamsburg Hospital/School of Education			1,155,000
J. Laycock Football Facility, Series 2014B	5.000	2024	1,570,000
J. Laycock Football Facility, Series 2016A	3.000	2027	<u>1,100,000</u>
J. Laycock Football Facility			2,670,000
Residence Hall Fire Safety Systems, Series 2014B	5.000	2024	550,000
Residence Hall Fire Safety Systems, Series 2016A	3.000	2027	<u>375,000</u>
Residence Hall Fire Safety Systems			925,000
Ash Lawn-Highland Barn, Series 2010A1&A2	3.750 - 5.500	2031	530,000
Expand Sadler Center, Series 2012B	3.000 - 5.000	2033	5,665,000
Expand Sadler Center, Series 2013A&B	2.000 - 5.000	2034	825,000
Sadler Center West, Series 2018A&B	4.000 - 5.000	2039	<u>24,580,000</u>
Sadler Center			31,070,000

<u>Description</u>	<u>Interest Rates (%)</u>	<u>Fiscal year Maturity</u>	<u>Outstanding Balance as of June 30, 2019</u>
One Tribe Place, Series 2013A&B	2.000 - 5.000	2034	18,885,000
Integrative Wellness Center 2015A	3.000 - 5.000	2036	8,675,000
RBC Student Housing Conversion 2017A	2.125 - 5.000	2038	1,545,000
Total 9(d) bonds			164,945,000
Net unamortized premiums (discounts)			15,227,680
Net notes payable			<u>\$ 180,172,680</u>

Installment Purchases

At June 30, 2019, installment purchases consist of the current and long-term portions of obligations resulting from various contracts used to finance energy performance contracts and the acquisition of equipment. The lengths of purchase agreements range from two to fifteen years, and the interest rate charges are from 1.27 to 4.70 percent. The outstanding balance of William & Mary's Energy Conservation Program installment purchase as of June 30, 2019 is \$214,624. Under the terms of this agreement, the university may not dispose of any item of the equipment without prior written consent of lessor, notwithstanding the fact that proceeds constitute a part of the equipment. The university has agreed to provide insurance in the amount of full replacement cost of the equipment against the risk of any direct physical loss or damage to the equipment as well as comprehensive general liability insurance. Prepayments cannot be made unless the university shall have given lessor not less than thirty days' prior notice. In the event of default, the lessor may retake possession of the equipment or items thereof.

VIMS has two outstanding installment purchases; one for energy efficient equipment and one for video conferencing equipment. Both of these are sub-contracts of the Commonwealth's MELP (Master Equipment Leasing Program). For these agreements, The Commonwealth of Virginia is the lessee. The amount outstanding at June 30, 2019 is \$1,243,832.

RBC has an outstanding installment purchase which was used to finance energy efficient equipment. This is also a sub-contract of the Commonwealth's MELP (Master Equipment Leasing Program). The amount outstanding at June 30, 2019 is \$704,082.

Capital Leases

Richard Bland College (RBC) has entered into a thirty year capital lease with Richard Bland College Foundation (RBCF) for the provision of a student housing complex with two dormitories on the RBC campus. RBC has accounted for the acquisition of the complex and its furniture and equipment as a capital lease, and therefore has recorded the facility and furnishings as depreciable capital assets and has also recorded a corresponding lease liability in long-term debt on the Statement of Net Position. The RBC student housing complex is included in depreciable capital assets in the amount of \$24,148,380. Accumulated amortization on the assets acquired under the capital lease is included with depreciation expense in the Statement of Revenues, Expenses and Changes in Net Position. The outstanding balance of the lease liability as of June 30, 2019 is \$20,078,728. RBC has also recorded an Other Long-Term Obligation which is payable to RBCF for repayment of the bonds for the dormitories for the amount due on the bonds which is greater than the total fair value of assets received. The outstanding balance as of June 30, 2019 is \$620,698. William & Mary has entered into capital lease agreements for the purchase of printers and copiers. The outstanding balance of these agreements as of June 30, 2019 is \$280,551.

Lines of Credit and Other Debt Related Items

At this time, the university has no outstanding or unused lines of credit. The university has no assets that are pledged as collateral for debt.

Long-term debt matures as follows:

<u>Fiscal Year</u>	<u>Bonds and Notes</u>				<u>Direct Borrowings</u>	
	<u>Principal</u>	<u>Interest</u>	<u>BAB Interest Subsidy</u>	<u>Net Bond and Note Interest</u>	<u>Installment Purchases Principal</u>	<u>Interest</u>
2020	\$ 16,117,595	\$ 9,649,578	\$ 189,953	\$ 9,459,625	\$ 458,922	\$ 62,435
2021	16,774,543	8,894,334	178,665	8,715,669	348,951	57,744
2022	17,120,472	8,085,409	166,559	7,918,850	315,340	41,011
2023	17,565,252	7,231,971	153,575	7,078,396	323,779	32,570
2024	18,428,819	6,351,223	139,654	6,211,569	332,499	23,852
2025-2029	77,649,428	21,020,304	446,472	20,573,832	383,047	22,239
2030-2034	49,170,000	8,448,139	37,556	8,410,583	-	-
2035-2039	21,300,000	1,673,725	-	1,673,725	-	-
Unamortized premiums	21,012,987					
Total	<u>\$ 255,139,097</u>	<u>\$ 71,354,683</u>	<u>\$ 1,312,434</u>	<u>\$ 70,042,249</u>	<u>\$ 2,162,538</u>	<u>\$ 239,851</u>

The interest subsidies for the Build America Bonds (BAB) being paid to the university by the federal government are subject to change in future years. In the event of a reduction or elimination of the subsidies, the university would be responsible for paying the full interest due on the BAB bonds.

Prior Year Defeasance of Debt

The Commonwealth of Virginia, on behalf of the university, issued bonds in previous and current fiscal years for which the proceeds were deposited into irrevocable trusts with escrow agents to provide for all future debt service on the refunded bonds. Accordingly, the trust account assets and the related liability for the defeased bonds are not included in the university's financial statements. At June 30, 2019, \$8,170,000 of the defeased bonds was outstanding.

11. EXPENSES BY NATURAL CLASSIFICATIONS

The following table shows a classification of expenses both by function as listed in the Statement of Revenues, Expenses, and Change in Net Position and by natural classification which is the basis for amounts shown in the Statement of Cash Flow.

	Salaries, Wages and Fringe Benefits	Services and Supplies	Scholarships and Fellowships	Plant and Equipment	Depreciation	Total
Instruction	120,116,374	9,940,071	1,534,278	3,397,980	-	134,988,703
Research	36,391,241	14,739,850	365,568	341,549	-	51,838,208
Public service	9,105	60,321	8,461	4,737	-	82,624
Academic support	29,456,216	5,649,276	178,731	3,680,319	-	38,964,542
Student services	10,452,989	7,183,476	210,357	239,509	-	18,086,331
Institutional support	36,938,363	8,896,176	195,864	648,509	-	46,678,912
Operation and maintenance of plant	4,112,024	20,634,046	-	2,870,272	-	27,616,342
Scholarships and related expenses	3,021,966	82,690	14,370,303	1,397	-	17,476,356
Auxiliary enterprises	28,376,744	64,040,031	18,431	2,184,167	-	94,619,373
Depreciation	-	-	-	-	36,412,541	36,412,541
Other	25,195	4,375	20	472	-	30,062
Total	268,900,217	131,230,312	16,882,013	13,368,911	36,412,541	466,793,994

12. STATE APPROPRIATIONS

The following is a summary of state appropriations received by W&M, VIMS and RBC including all supplemental appropriations and reversions from the General Fund of the Commonwealth.

Chapter 854 - 2019 Acts of Assembly (Educational and General Programs)	\$ 73,889,255
Student financial assistance	5,684,870
Supplemental appropriations:	
VIVA libraries	21,755
Marine Science Resources and Environmental Research	160,501
Central Appropriations distribution benefit changes	687,463
Biomedical research	75,000
Credit card rebates	299,213
Clinical faculty grant	49,340
	<u>1,293,272</u>
Reductions:	
Central non-general fund cash transfers	(11,279)
Reversion to General Fund	<u>(101,504)</u>
Appropriations as adjusted	<u>\$ 80,754,614</u>

13. COMPONENT UNIT FINANCIAL INFORMATION

The university and college have eight discretely presented component units – the William & Mary Foundation, the Marshall-Wythe School of Law Foundation, the William & Mary Alumni Association, the William & Mary Athletic Educational Foundation, the William & Mary School of Business Foundation, the Virginia Institute of Marine Science Foundation, the William & Mary Real Estate Foundation, and the Richard Bland College Foundation. These organizations are separately incorporated entities and other auditors examine the related financial statements. Summary financial statements and related disclosures follow for the component units.

Summary of Statement of Net Position - Component Units

	William & Mary Foundation	Marshall-Wythe School of Law Foundation	William & Mary Business School Foundation	William & Mary Alumni Association
ASSETS				
Current assets				
Cash and cash equivalents	\$ 30,368,097	\$ 95,141	\$ 2,070,461	\$ 336,286
Investments	26,083,299	5,022,055	3,218,781	-
Pledges receivable, net - current portion	5,379,456	980,515	657,496	21,250
Receivables, net	1,320,079	32,457	232,458	81,979
Inventories	-	-	-	12,947
Prepays	290,553	2,163	87,534	12,553
Due from the University	141,396	17,100	57,693	685
Other assets	-	-	-	-
Total current assets	63,582,880	6,149,431	6,324,423	465,700
Non-current assets				
Restricted cash and cash equivalents	30,197	5,424,345	948,750	-
Restricted investments	334,329,057	39,900,194	58,876,246	778,583
Restricted other assets	174,894,630	494,414	1,485,103	-
Investments	289,077,289	7,174,198	506,968	8,933,758
Pledges receivable, net	10,058,504	1,942,333	5,364,224	225,973
Capital assets, nondepreciable	9,459,171	325,127	-	-
Capital assets, net of accumulated depreciation	5,507,361	801	2,792	71,361
Due from the University	-	-	-	-
Other assets	2,276,233	-	-	-
Total non-current assets	825,632,442	55,261,412	67,184,083	10,009,675
Total assets	889,215,322	61,410,843	73,508,506	10,475,375
LIABILITIES				
Current liabilities				
Accounts payable and accrued expenses	193,393	2,097,563	290,539	109,517
Deferred revenue	32,862	212,002	53,336	-
Deposits held in custody for others	283,159	-	19,147	-
Long-term liabilities - current portion	764,809	-	-	-
Due to the University	1,267,118	-	-	-
Due to other foundations	24,996	-	-	19,931
Other liabilities	-	-	-	39,800
Total current liabilities	2,566,337	2,309,565	363,022	169,248
Non-current liabilities				
Other long-term liabilities	626,215	219,995	-	-
Long-term liabilities	28,089,197	-	-	-
Total liabilities	31,281,749	2,529,560	363,022	169,248
NET POSITION				
Net investment in capital assets	5,735,627	325,928	2,792	71,361
Restricted for:				
Nonexpendable:				
Scholarships and fellowships	137,479,591	9,216,843	4,004,078	-
Research	10,435,263	-	1,037,500	-
Loans	-	-	24,230	-
Departmental uses	131,033,826	8,557,185	33,705,217	-
Other	226,640,901	-	127,448	-
Expendable:				
Scholarships and fellowships	107,546,542	10,553,021	2,601,492	-
Research	7,426,465	-	321,583	-
Capital projects	31,493,272	4,540,305	341,137	-
Loans	-	-	-	-
Departmental uses	137,738,543	15,016,827	25,680,354	956,959
Other	29,346,579	768,280	72,164	-
Unrestricted	33,056,964	9,902,894	5,227,489	9,277,807
Total net position	\$ 857,933,573	\$ 58,881,283	\$ 73,145,484	\$ 10,306,127

William & Mary Athletic Educational Foundation	Virginia Institute of Marine Science Foundation	Richard Bland College Foundation	William & Mary Real Estate Foundation	Total Component Units
\$ 1,492,608	\$ 538,590	\$ -	\$ 4,068,073	\$ 38,969,256
-	-	-	-	34,324,135
824,138	236,920	1,800	-	8,101,575
-	-	-	145,550	1,812,523
-	-	-	-	12,947
-	-	-	32,812	425,615
70,420	535	854,584	109,724	1,252,137
-	-	-	54,008	54,008
2,387,166	776,045	856,384	4,410,167	84,952,196
-	643,908	376,686	-	7,423,886
3,271,813	14,407,494	5,956,272	-	457,519,659
-	-	-	44,739	176,918,886
-	1,519,491	-	-	307,211,704
459,963	3,787,543	4,400	-	21,842,940
-	-	20,415	5,546,582	15,351,295
58,665	-	244,285	15,884,420	21,769,685
-	-	19,945,996	-	19,945,996
-	-	-	6,051	2,282,284
3,790,441	20,358,436	26,548,054	21,481,792	1,030,266,335
6,177,607	21,134,481	27,404,438	25,891,959	1,115,218,531
-	-	-	-	-
-	-	116,483	157,801	2,965,296
11,805	-	2,915	100,916	413,836
-	-	-	-	302,306
-	-	743,948	461,548	1,970,305
-	-	-	-	1,267,118
-	-	-	-	44,927
-	-	-	-	39,800
11,805	-	863,346	720,265	7,003,588
-	-	-	-	846,210
-	-	19,945,996	12,058,546	60,093,739
11,805	-	20,809,342	12,778,811	67,943,537
58,665	-	264,700	8,910,908	15,369,981
-	-	3,226,221	-	153,926,733
-	13,858,119	-	-	25,330,882
-	-	-	-	24,230
-	-	-	-	173,296,228
-	-	-	-	226,768,349
-	-	-	-	120,701,055
-	-	-	-	7,748,048
-	-	-	-	36,374,714
-	-	-	-	-
5,137,047	5,147,025	-	-	189,676,755
-	-	2,207,645	44,739	32,439,407
970,090	2,129,337	896,530	4,157,501	65,618,612
\$ 6,165,802	\$ 21,134,481	\$ 6,595,096	\$ 13,113,148	\$ 1,047,274,994

Summary of Statement of Revenues, Expenses, and Changes in Net Position - Component Units

	William & Mary Foundation	Marshall-Wythe School of Law Foundation	William & Mary Business School Foundation	William & Mary Alumni Association
Operating revenues:				
Gifts and contributions	\$ 6,187,232	\$ 3,783,190	\$ 3,450,040	\$ 706,554
Other	3,902,969	788,728	1,082,218	684,822
Total operating revenues	10,090,201	4,571,918	4,532,258	1,391,376
Operating expenses:				
Instruction	5,891,424	837,531	98,565	-
Research	658,509	-	21,524	-
Public service	40,109	88,677	544,419	-
Academic support	2,628,016	745,436	489,932	-
Student services	197,889	35,937	746,781	-
Institutional support	10,561,132	632,845	1,653,261	328,528
Operation and maintenance of plant	9,788,844	985,886	-	-
Scholarships & fellowships	10,459,516	3,758,085	832,750	-
Auxiliary enterprises	1,162,053	-	20,309	-
Depreciation	497,289	1,374	2,561	7,820
Hospitals	-	-	-	-
Independent operations	-	-	-	-
Other	1,436,057	-	28,650	1,364,337
Total operating expenses	43,320,838	7,085,771	4,438,752	1,700,685
Operating gain/(loss)	(33,230,637)	(2,513,853)	93,506	(309,309)
Non-operating revenues and expenses:				
Net investment revenue (expense)	31,142,686	2,605,544	450,666	438,109
Interest on capital asset related debt	(303,630)	-	-	-
Other non-operating revenue	24,584,219	-	-	-
Net non-operating revenues	55,423,275	2,605,544	450,666	438,109
Income before other revenues	22,192,638	91,691	544,172	128,800
Other revenues:				
Capital grants and contributions	15,200,000	-	12,127	-
Additions to permanent endowments	26,621,145	964,696	3,989,374	-
Net other revenues	41,821,145	964,696	4,001,501	-
Change in net position, before transfers	64,013,783	1,056,387	4,545,673	128,800
Contribution between Foundations	(1,406,003)	-	553	212,584
Transfers	(1,406,003)	-	553	212,584
Change in net position	62,607,780	1,056,387	4,546,226	341,384
Net position - beginning of year	795,325,793	57,824,896	68,599,258	9,964,743
Net position - end of year	\$ 857,933,573	\$ 58,881,283	\$ 73,145,484	\$ 10,306,127

William & Mary Athletic Educational Foundation	Virginia Institute of Marine Science Foundation	Richard Bland College Foundation	William & Mary Real Estate Foundation	Total Component Units
\$ 4,394,781 399,725	\$ 1,060,035 -	\$ 213,924 700,658	\$ 169,927 2,222,700	\$ 19,965,683 9,781,820
4,794,506	1,060,035	914,582	2,392,627	29,747,503
-	88,072	-	-	6,915,592
-	262,966	-	-	942,999
-	50,804	-	-	724,009
-	45,871	-	-	3,909,255
-	-	-	-	980,607
755,963	464,827	167,465	(163,126)	14,400,895
-	-	16,562	-	10,791,292
-	222,323	270,998	-	15,543,672
5,213,614	-	6,771	441,181	6,843,928
7,007	-	27,599	438,779	982,429
-	-	-	-	-
-	-	-	522,993	522,993
-	221,996	664,522	-	3,715,562
5,976,584	1,356,859	1,153,917	1,239,827	66,273,233
(1,182,078)	(296,824)	(239,335)	1,152,800	(36,525,730)
95,048	818,194	292,922	6,085	35,849,254
-	-	-	(420,607)	(724,237)
-	-	-	-	24,584,219
95,048	818,194	292,922	(414,522)	59,709,236
(1,087,030)	521,370	53,587	738,278	23,183,506
-	-	-	-	15,212,127
-	317,893	1,200	-	31,894,308
-	317,893	1,200	-	47,106,435
(1,087,030)	839,263	54,787	738,278	70,289,941
(553)	-	-	1,193,419	-
(553)	-	-	1,193,419	-
(1,087,583)	839,263	54,787	1,931,697	70,289,941
7,253,385	20,295,218	6,540,309	11,181,451	976,985,053
\$ 6,165,802	\$ 21,134,481	\$ 6,595,096	\$ 13,113,148	\$ 1,047,274,994

Investments

Each component unit holds various investments based on the investment policies established by the governing board of the individual foundation. The following table shows the various investment types held by each component unit.

	William & Mary Foundation	Marshall-Wythe School of Law Foundation	William & Mary Business School Foundation	William & Mary Alumni Association	William & Mary Athletic Educational Foundation	Virginia Institute of Marine Science Foundation	Richard Bland College Foundation	Total
Certificates of deposit	\$ -	\$ -	\$ 203,332	\$ -	\$ 3,250,141	\$ -	\$ -	\$ 3,453,473
Mutual and money market funds	4,466,757	67,626	-		21,672	-	5,956,272	10,512,327
U.S. treasury and agency securities	37,440,019	5,022,055	13,044,909	-	-	-	-	55,506,983
Common and preferred stocks	547,685	-	1,077,604	-	-	-	-	1,625,289
Notes receivable	750,000	-	-	-	-	-	-	750,000
Pooled investments	604,739,352	47,006,766	47,708,846	9,712,341	-	15,926,985	-	725,094,290
Real estate	987,982	-			-	-	-	987,982
Other	557,850	-	567,304	-	-	-	-	1,125,154
Total Investments	<u>\$ 649,489,645</u>	<u>\$ 52,096,447</u>	<u>\$ 62,601,995</u>	<u>\$ 9,712,341</u>	<u>\$ 3,271,813</u>	<u>\$ 15,926,985</u>	<u>\$ 5,956,272</u>	<u>\$ 799,055,498</u>

Pledges Receivable

Unconditional promises to give (pledges) are recorded as receivables and revenues and are assigned net asset categories in accordance with donor imposed restrictions. Pledges expected to be collected within one year are recorded at net realizable value. Pledges that are expected to be collected in future years are recorded at net present value of their estimated future cash flows. The discounts on these amounts are computed using risk free interest rates applicable to the years in which the payments will be received. The foundations record an allowance against pledges receivable for estimated uncollectible amounts. The William & Mary Real Estate Foundation did not have any pledges receivable at year end.

	William & Mary Foundation	Marshall-Wythe School of Law Foundation	William & Mary Business School Foundation	William & Mary Alumni Association	William & Mary Athletic Educational Foundation	Virginia Institute of Marine Science Foundation	Richard Bland College Foundation	Total
Total pledges receivable	\$ 16,799,461	\$ 3,161,258	\$ 6,432,790	\$ 247,223	\$ 1,641,151	\$ 4,465,532	\$ 6,200	\$ 32,753,615
Less:								
Allowance for uncollectibles	(542,791)	(169,281)	(21,000)	-	(281,514)	-	-	(1,014,586)
Discounting to present value	(818,710)	(69,129)	(390,070)	-	(75,536)	(441,069)	-	(1,794,514)
Net pledges receivable	15,437,960	2,922,848	6,021,720	247,223	1,284,101	4,024,463	6,200	29,944,515
Less:								
Current pledges receivable	(5,379,456)	(980,515)	(657,496)	(21,250)	(824,138)	(236,920)	(1,800)	(8,101,575)
Total non-current pledges receivable	<u>\$ 10,058,504</u>	<u>\$ 1,942,333</u>	<u>\$ 5,364,224</u>	<u>\$ 225,973</u>	<u>\$ 459,963</u>	<u>\$ 3,787,543</u>	<u>\$ 4,400</u>	<u>\$ 21,842,940</u>

Capital Assets

	William & Mary Foundation	Marshall- Wythe School of Law Foundation	Mary Business School Foundation	William & Mary Alumni Association	William & Mary Athletic Educational Foundation	Richard Bland College Foundation	William & Mary Real Estate Foundation	Total
Nondepreciable:								
Land	\$ 3,365,927	\$ 262,916	\$ -	\$ -	\$ -	\$ 5,500	\$ 5,414,153	\$ 9,048,496
Construction in progress							132,429	132,429
Historical treasures and inexhaustable works of art	6,093,244	62,211	-	-	-	14,915	-	6,170,370
Total nondepreciable capital assets	<u>\$ 9,459,171</u>	<u>\$ 325,127</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 20,415</u>	<u>\$ 5,546,582</u>	<u>\$ 15,351,295</u>
Depreciable:								
Building	\$ 7,431,415	\$ -	\$ -	\$ 378,914	\$ -	\$ 271,884	\$ 18,002,339	\$ 26,084,552
Equipment, vehicles and furniture	7,423,132	84,722	13,029	337,767	65,672		272,979	8,197,301
Improvements, other than building	338,138	-	-	-	-	-	-	338,138
	15,192,685	84,722	13,029	716,681	65,672	271,884	18,275,318	34,619,991
Less accumulated depreciation	<u>(9,685,324)</u>	<u>(83,921)</u>	<u>(10,237)</u>	<u>(645,320)</u>	<u>(7,007)</u>	<u>(27,599)</u>	<u>(2,390,898)</u>	<u>(12,850,306)</u>
Total depreciable capital assets	<u>\$ 5,507,361</u>	<u>\$ 801</u>	<u>\$ 2,792</u>	<u>\$ 71,361</u>	<u>\$ 58,665</u>	<u>\$ 244,285</u>	<u>\$ 15,884,420</u>	<u>\$ 21,769,685</u>

Long-term Liabilities

	William & Mary Foundation	Richard Bland College Foundation	William & Mary Real Estate Foundation	Total
Compensated absences	\$ 258,887	\$ -	\$ -	\$ 258,887
Notes payable	634,560	-	8,722,900	9,357,460
Bonds payable	8,068,628	20,689,944	3,797,194	32,555,766
Trust & Annuity Obligations	2,459,222	-	-	2,459,222
Other liabilities	17,432,709	-	-	17,432,709
Total long-term liabilities	28,854,006	20,689,944	12,520,094	62,064,044
Less current portion	<u>764,809</u>	<u>743,948</u>	<u>461,548</u>	<u>1,970,305</u>
Total long-term liabilities	<u>\$ 28,089,197</u>	<u>\$ 19,945,996</u>	<u>\$ 12,058,546</u>	<u>\$ 60,093,739</u>

WILLIAM & MARY FOUNDATION

Long-term Liabilities

During the fiscal year ended June 30, 2009, the Foundation entered into a borrowing arrangement with SunTrust Bank in the amount of \$2,636,140 for renovation of the university's Admissions Office. The terms of the loan were revised during the fiscal year ended June 30, 2011. Under the revised terms, interest accrues at a rate of 4.99% and is payable monthly. Principal is payable annually over a ten-year term, with the final amount due on February 1, 2021. SunTrust is granted a security interest in all deposits and investments maintained with SunTrust and any of its affiliates. The terms of the note require the Foundation to maintain at all times unrestricted and temporarily restricted net assets in excess of 200% of the Foundation's total funded debt. The balance outstanding at June 30, 2019 and 2018 was \$634,560 and \$929,404, respectively. Interest paid during the fiscal years ended June 30, 2019 and 2018, on the loans was \$40,891 and \$55,390, respectively.

The Foundation and its affiliates are in compliance with all debt covenants.

Bonds Payable

In December 2011, the Economic Development Authority of James City County, Virginia ("Authority") issued a revenue refunding bond in the amount of \$8,090,000 ("Series 2011 Bond"), and loaned the proceeds to the Foundation and College of William & Mary Foundation Ventures ("Obligors"). The Series 2011 Bond was acquired by SunTrust Bank, as Series 2011 Bondholder. Proceeds from sale of the Series 2011 Bond were used to redeem bonds issued in December 2006 by the Authority to finance the cost of property acquisition, construction and equipping of a three-story building in New Town in James City County, Virginia, for use by the Foundation, CWMF Ventures or the university. The Series 2011 Bond bears interest at a fixed rate of 2.96% per annum through December 31, 2017. As of January 1, 2018, the series 2011 Bonds bore interest at a fixed rate of 3.59752% per annum, subject to the put rights of the Series 2011 Bondholder. The Series 2011 Bondholder has the option to tender the Series 2011 Bond for payment on December 1, 2021, the first optional put date, unless extended under the terms of the loan agreement to not earlier than December 1, 2026. An additional extension may be made to not earlier than December 1, 2031. The final maturity date is December 1, 2036. The Obligors are required to maintain assets so that at all times, net assets without donor restrictions and net assets restricted by the donor due to the passage of time or for a specified purpose and subject to the Foundation's spending policy and appropriation in excess of 200% of the total funded debt of the Obligors.

The Foundation is in compliance with all bond covenants.

The MARSHALL-WYTHE SCHOOL OF LAW FOUNDATION

Law Library Bond Issuance

The construction and renovations of the Wolf Law Library and Hixon Center at the Marshall-Wythe School of Law were funded by proceeds allocated to the Marshall-Wythe School of Law from William & Mary's 2007A(9D) Bond Issue ("Bond") and the 2013 A&B(9d) Bond Issue (the "Bonds"). The Foundation makes principal and interest payments to the university on the Bonds using private contributions restricted for the Law Library and Hixon Center additions. However, the Bonds were issued to and in the name of the university, and the Foundation is not obligated to make these debt service payments.

Bond payments made to the university totaled \$985,886, including principal and interest, in 2019 and are included in law school bond payments on the Foundation's statement of activities.

RICHARD BLAND COLLEGE FOUNDATION, INC.

Bonds Payable

During December 2006, the Foundation entered into loan agreements with the Industrial Development Authorities (“Authorities”) of Dinwiddie County, Virginia, Isle of Wight, Virginia, Prince George County, Virginia and Sussex County, Virginia to borrow the proceeds of the Authorities' \$27,000,000 Series 2006 Revenue Bonds (Richard Bland College Foundation Student Housing Facilities). The loan was refinanced in October 2012 to lower the interest rate charged to the Foundation. The loan agreement interest rate was 4.23% and refinanced to 2.40%. The interest rate will adjust at the 10-year anniversary of the refinancing and every 5 years thereafter at 70% of the 5-year U. S. Treasury Note plus 120 basis points. The bonds are due November 5, 2038. The primary purpose of this loan is to refund and redeem in full the outstanding principal amount of the Authorities' \$27,000,000 Series 2006 Revenue Bonds (Richard Bland College Foundation Student Housing Facilities), the proceeds of which were used to finance the costs of construction and equipping of a student housing facility located in Dinwiddie, Virginia.

In 2017 the Foundation amended the bond notes with Towne Bank to adjust the payments from February and August to May and October to better align with revenue streams.

Investment in Direct Financing Lease

The Foundation has an investment in a direct financing lease in connection with its long-term leasing arrangement with the college. The terms of the lease include the leasing of a student housing facility located in Dinwiddie, Virginia originally constructed by the Foundation for the college. The lease is due in semi-annual installments and expires in August 2038.

WILLIAM & MARY REAL ESTATE FOUNDATION

Tribe Square

The Foundation leases the Tribe Square student housing to the university pursuant to a lease agreement dated August 1, 2011 for a five-year term ending June 30, 2016, with an automatic renewal for an additional five-year term ending on June 30, 2021. Annual base rent is \$459,816, payable in two equal installments on September 1 and March 1 of each lease year. The base rent may be increased annually by a percentage equal to the increase in the Consumer Price Index. In no event shall the base rent be less than the base rent payable for the preceding year. Rental income received under this lease was \$513,740 and \$499,261 for 2019 and 2018, respectively.

Discovery II

The property is being leased to the university for use as office space under an agreement with an initial lease term ending June 30, 2018 with the right to renew the lease for up to five additional consecutive one-year terms. The university exercised the lease option during 2019 to extend the lease period through June 30, 2020. Annual base rent is \$382,200, payable in 12 equal installments, with each monthly installment due on the first business day of the month. The base rent may be increased annually by two percent. Rental income received under this lease was \$421,980 and \$413,706 for 2019 and 2018, respectively.

Richmond Hall

The property is being leased to the university for use under an agreement with an initial lease term ending July 31, 2022 and the option to renew for five renewal terms of one year each. Annual base rent of \$1,176,861, payable in two equal semiannual installments on September 1 and March 1 of each year. The base rent may be increased annually by a percentage equal to the increase in the Consumer Price Index. In no event shall the base rent be less than the base rent

payable for the preceding year. Rental income received under this lease was \$1,208,146 and \$1,078,789 for 2019 and 2018, respectively.

327 Richmond Road

The Foundation leases office space at 327 Richmond Road in Williamsburg, Virginia to the university under a five-year lease through December 31, 2021. Rental income under this lease agreement was \$33,452 during both 2019 and 2018. The rate remains the same throughout the lease.

Construction Project

Construction of the Jewish Community Center was completed in November 2018. During 2019 and 2018, the William & Mary Foundation reimbursed the Real Estate Foundation \$1,294,948 and \$408,789, respectively, for construction costs related to the Center, which is recorded in the financial statements as contributions from the William & Mary Foundation.

Bonds Payable

The Foundation obtained a tax-exempt student housing facilities revenue bond, dated September 16, 2011, twenty-five (25) year term. The bond bears interest at a fixed rate of 3.75%. Required monthly payments of principal and interest total \$25,855. The outstanding principal balance is \$3,919,798 at June 30, 2019.

The bond was issued through the Economic Development Authority of the City of Williamsburg for a principal amount of \$5 million. The proceeds of this bond were used to finance the costs to acquire, construct, and equip the student apartment portion of Tribe Square, and pay certain expenses of issuing the bond. The bond is secured by the rents and revenues of Tribe Square, and the property itself.

The bond, which is bank held, has an option for the bank to require the Foundation to repurchase the bond once the bond is 10 years past the issuance date. If this option is exercised the Foundation would pay the aggregate unpaid principal plus accrued interest through the date of such payment. The bank must give the Foundation 120 days' notice prior to the tender date if this option is exercised.

Promissory Note

The Foundation obtained a promissory note, dated June 3, 2013, ten (10) year term. The note bears interest at a fixed rate of 3.22%. Required monthly payments of principal and interest total \$18,007. The outstanding principal balance is \$3,055,560 at June 30, 2019.

The promissory note was issued through a private lender for a principal amount of \$3,689,000. The proceeds of this note were used to finance the costs to acquire Discovery II, and pay certain expenses of issuing the note. The note is secured by the rents and revenues of Discovery II, and substantially all of the assets of WMREF Ventures, a subsidiary of the Foundation. A balloon payment in the amount of \$2,570,410 is due at note maturity on June 1, 2023.

The Foundation obtained a promissory note August 4, 2017, five (5) year term. The note bears interest at a fixed rate of 2.65%. Required monthly payments of principal and interest total \$27,373. The outstanding principal balance is \$5,684,543 at June 30, 2019.

The promissory note was issued through a private lender for a principal amount of \$6,000,000. The proceeds of this note were used to repay a line of credit issued May 2017 with a principal amount of \$4,000,000 and to finance the costs for the renovation and remodeling of Richmond Hall. The note requires certain covenants to be met. At June 30, 2019, the Foundation was in compliance with these covenants. A balloon installment payment for all unpaid principal and the interest is due at note maturity on August 4, 2022. Amounts outstanding are collateralized by the Foundation's deposits with the lender.

14. RETIREMENT PLANS

Optional Retirement Plan

Full-time faculty and certain administrative staff may participate in a retirement annuity program through various optional retirement plans other than the Virginia Retirement System. As of January 1, 2018 TIAA-CREF is the university's plan administrator. Employees who became a member prior to January 1, 2018 have the option to choose either TIAA-CREF or Fidelity Investments as their investment provider. This is a fixed-contribution program where the retirement benefits received are based upon the employer's contributions of approximately 10.4 percent or 8.5 percent depending on whether the employee is in Plan 1 or Plan 2, plus interest and dividends. Plan 1 consists of employees who became a member prior to July 1, 2010. Plan 2 consists of employees who became a member on or after July 1, 2010 and are required to make a 5% contribution to their retirement account.

Individual contracts issued under the plan provide for full and immediate vesting of contributions of William & Mary, including the Virginia Institute of Marine Science, and Richard Bland College and their employees. Total pension costs under this plan were \$10,065,005 for the year ended June 30, 2019. Contributions to the optional retirement plans were calculated using the base salary amount of \$104,819,528 for fiscal year 2019. William & Mary, which includes the Virginia Institute of Marine Science, and Richard Bland College's total payroll for fiscal year 2019 was \$211,156,533.

Deferred Compensation

Employees of the university and college are employees of the Commonwealth of Virginia. State employees may participate in the Commonwealth's Deferred Compensation Plan. Participating employees can contribute to the plan each pay period with the Commonwealth matching up to \$20 per pay period. The dollar amount of the match can change depending on the funding available in the Commonwealth's budget. The Deferred Compensation Plan is a qualified defined contribution plan under Section 401(a) of the Internal Revenue Code. Employer contributions under the Deferred Compensation Plan were approximately \$664,330 for fiscal year 2019.

General Information about the Pension Plan

Plan Description

All full-time, salaried permanent employees of state agencies are automatically covered by the VRS State Employee Retirement Plan or the VaLORS Retirement Plan upon employment. These plans are administered by the Virginia Retirement System (the System) along with plans for other employer groups in the Commonwealth of Virginia. Members earn one month of service credit for each month they are employed and for which they and their employer pay contributions to VRS. Members are eligible to purchase prior service, based on specific criteria as defined in the *Code of Virginia*, as amended. Eligible prior service that may be purchased includes prior public service, active military service, certain periods of leave, and previously refunded service.

The System administers three different benefit structures for covered employees in the VRS State Employee Retirement Plan – Plan 1, Plan 2, and Hybrid; and two different benefit structures for covered employees in the VaLORS Retirement Plan – Plan 1 and Plan 2. Each of these benefit structures has different eligibility criteria. The specific information for each plan and the eligibility for covered groups within each plan are set out in the table below:

RETIREMENT PLAN PROVISIONS BY PLAN STRUCTURE		
PLAN 1	PLAN 2	HYBRID RETIREMENT PLAN
About Plan 1 Plan 1 is a defined benefit plan.	About Plan 2 Plan 2 is a defined benefit plan.	About the Hybrid Retirement Plan

<p>The retirement benefit is based on a member's age, creditable service and average final compensation at retirement using a formula.</p>	<p>The retirement benefit is based on a member's age, creditable service and average final compensation at retirement using a formula.</p>	<p>The Hybrid Retirement Plan combines the features of a defined benefit plan and a defined contribution plan.</p> <ul style="list-style-type: none"> • The defined benefit is based on a member's age, creditable service and average final compensation at retirement using a formula. • The benefit from the defined contribution component of the plan depends on the member and employer contributions made to the plan and the investment performance of those contributions. • In addition to the monthly benefit payment payable from the defined benefit plan at retirement, a member may start receiving distributions from the balance in the defined contribution account, reflecting the contributions, investment gains or losses, and any required fees.
<p>Eligible Members Employees are in Plan 1 if their membership date is before July 1, 2010, and they were vested as of January 1, 2013, and they have not taken a refund.</p> <p>Hybrid Opt-In Election VRS non-hazardous duty covered Plan 1 members were allowed to make an irrevocable decision to opt into the Hybrid Retirement Plan during a special election window held January 1 through April 30, 2014.</p> <p>The Hybrid Retirement Plan's effective date for eligible Plan 1 members who opted in was July 1, 2014.</p>	<p>Eligible Members Employees are in Plan 2 if their membership date is on or after July 1, 2010, or their membership date is before July 1, 2010, and they were not vested as of January 1, 2013.</p> <p>Hybrid Opt-In Election VRS non-hazardous duty covered Plan 2 members were allowed to make an irrevocable decision to opt into the Hybrid Retirement Plan during a special election window held January 1 through April 30, 2014.</p> <p>The Hybrid Retirement Plan's effective date for eligible Plan 2 members who opted in was July 1, 2014.</p>	<p>Eligible Members Employees are in the Hybrid Retirement Plan if their membership date is on or after January 1, 2014. This includes:</p> <ul style="list-style-type: none"> • State employees* • Members in Plan 1 or Plan 2 who elected to opt into the plan during the election window held January 1-April 30, 2014; the plan's effective date for opt-in members was July 1, 2014 <p>*Non-Eligible Members Some employees are not eligible to participate in the Hybrid Retirement Plan. They include:</p> <ul style="list-style-type: none"> • Members of the Virginia Law Officers' Retirement System (VaLORS) <p>Those employees eligible for an optional retirement plan (ORP) must elect the ORP plan or the</p>

<p>If eligible deferred members returned to work during the election window, they were also eligible to opt into the Hybrid Retirement Plan.</p> <p>Members who were eligible for an optional retirement plan (ORP) and had prior service under Plan 1 were not eligible to elect the Hybrid Retirement Plan and remain as Plan 1 or ORP.</p>	<p>If eligible deferred members returned to work during the election window, they were also eligible to opt into the Hybrid Retirement Plan.</p> <p>Members who were eligible for an optional retirement plan (ORP) and have prior service under Plan 2 were not eligible to elect the Hybrid Retirement Plan and remain as Plan 2 or ORP.</p>	<p>Hybrid Retirement Plan. If these members have prior service under Plan 1 or Plan 2, they are not eligible to elect the Hybrid Retirement Plan and must select Plan 1 or Plan 2 (as applicable) or ORP.</p>
<p>Retirement Contributions State employees, excluding state elected officials, and optional retirement plan participants, contribute 5% of their compensation each month to their member contribution account through a pre-tax salary reduction. Member contributions are tax-deferred until they are withdrawn as part of a retirement benefit or as a refund. The employer makes a separate actuarially determined contribution to VRS for all covered employees. VRS invests both member and employer contributions to provide funding for the future benefit payment.</p>	<p>Retirement Contributions State employees contribute 5% of their compensation each month to their member contribution account through a pre-tax salary reduction. Member contributions are tax-deferred until they are withdrawn as part of a retirement benefit or as a refund. The employer makes a separate actuarially determined contribution to VRS for all covered employees. VRS invests both member and employer contributions to provide funding for the future benefit payment.</p>	<p>Retirement Contributions A member's retirement benefit is funded through mandatory and voluntary contributions made by the member and the employer to both the defined benefit and the defined contribution components of the plan. Mandatory contributions are based on a percentage of the employee's creditable compensation and are required from both the member and the employer. Additionally, members may choose to make voluntary contributions to the defined contribution component of the plan, and the employer is required to match those voluntary contributions according to specified percentages.</p>
<p>Creditable Service Creditable service includes active service. Members earn creditable service for each month they are employed in a covered position. It also may include credit for prior service the member has purchased or additional creditable service the member was granted. A member's total creditable service is one of the factors used to determine their eligibility for retirement and to calculate their retirement benefit. It also may count toward</p>	<p>Creditable Service Same as Plan 1.</p>	<p>Creditable Service <u>Defined Benefit Component:</u> Under the defined benefit component of the plan, creditable service includes active service. Members earn creditable service for each month they are employed in a covered position. It also may include credit for prior service the member has purchased or additional creditable service the member was granted. A member's total creditable service is one of the factors used</p>

<p>eligibility for the health insurance credit in retirement, if the employer offers the health insurance credit.</p>		<p>to determine their eligibility for retirement and to calculate their retirement benefit. It also may count toward eligibility for the health insurance credit in retirement, if the employer offers the health insurance credit.</p> <p><u>Defined Contributions Component:</u> Under the defined contribution component, creditable service is used to determine vesting for the employer contribution portion of the plan.</p>
<p>Vesting Vesting is the minimum length of service a member needs to qualify for a future retirement benefit. Members become vested when they have at least five years (60 months) of creditable service. Vesting means members are eligible to qualify for retirement if they meet the age and service requirements for their plan. Members also must be vested to receive a full refund of their member contribution account balance if they leave employment and request a refund.</p> <p>Members are always 100% vested in the contributions that they make.</p>	<p>Vesting Same as Plan 1.</p>	<p>Vesting <u>Defined Benefit Component:</u> Defined benefit vesting is the minimum length of service a member needs to qualify for a future retirement benefit. Members are vested under the defined benefit component of the Hybrid Retirement Plan when they reach five years (60 months) of creditable service. Plan 1 or Plan 2 members with at least five years (60 months) of creditable service who opted into the Hybrid Retirement Plan remain vested in the defined benefit component.</p> <p><u>Defined Contributions Component:</u> Defined contribution vesting refers to the minimum length of service a member needs to be eligible to withdraw the employer contributions from the defined contribution component of the plan.</p> <p>Members are always 100% vested in the contributions that they make.</p> <p>Upon retirement or leaving covered employment, a member is eligible to withdraw a</p>

		<p>percentage of employer contributions to the defined contribution component of the plan, based on service.</p> <ul style="list-style-type: none"> • After two years, a member is 50% vested and may withdraw 50% of employer contributions. • After three years, a member is 75% vested and may withdraw 75% of employer contributions. • After four or more years, a member is 100% vested and may withdraw 100% of employer contributions. <p>Distribution is not required by law until age 70½.</p>
<p>Calculating the Benefit The Basic Benefit is calculated based on a formula using the member's average final compensation, a retirement multiplier and total service credit at retirement. It is one of the benefit payout options available to a member at retirement.</p> <p>An early retirement reduction factor is applied to the Basic Benefit if the member retires with a reduced retirement benefit or selects a benefit payout option other than the Basic Benefit.</p>	<p>Calculating the Benefit See definition under Plan 1.</p>	<p>Calculating the Benefit <u>Defined Benefit Component:</u> See definition under Plan 1</p> <p><u>Defined Contribution Component:</u> The benefit is based on contributions made by the member and any matching contributions made by the employer, plus net investment earnings on those contributions.</p>
<p>Average Final Compensation A member's average final compensation is the average of the 36 consecutive months of highest compensation as a covered employee.</p>	<p>Average Final Compensation A member's average final compensation is the average of their 60 consecutive months of highest compensation as a covered employee.</p>	<p>Average Final Compensation Same as Plan 2. It is used in the retirement formula for the defined benefit component of the plan.</p>
<p>Service Retirement Multiplier VRS: The retirement multiplier is a factor used in the formula to determine a final retirement benefit. The retirement multiplier for non-hazardous duty members is 1.70%.</p>	<p>Service Retirement Multiplier VRS: Same as Plan 1 for service earned, purchased or granted prior to January 1, 2013. For non-hazardous duty members the retirement multiplier is 1.65% for</p>	<p>Service Retirement Multiplier <u>Defined Benefit Component:</u> VRS: The retirement multiplier for the defined benefit component is 1.00%.</p> <p>For members who opted into the</p>

<p>VaLORS: The retirement multiplier for VaLORS employees is 1.70% or 2.00%.</p>	<p>creditable service earned, purchased or granted on or after January 1, 2013.</p> <p>VaLORS: The retirement multiplier for VaLORS employees is 2.00%.</p>	<p>Hybrid Retirement Plan from Plan 1 or Plan 2, the applicable multipliers for those plans will be used to calculate the retirement benefit for service credited in those plans.</p> <p>VaLORS: Not applicable.</p> <p><u>Defined Contribution Component:</u> Not applicable.</p>
<p>Normal Retirement Age VRS: Age 65.</p> <p>VaLORS: Age 60.</p>	<p>Normal Retirement Age VRS: Normal Social Security retirement age.</p> <p>VaLORS: Same as Plan 1.</p>	<p>Normal Retirement Age <u>Defined Benefit Component:</u> VRS: Same as Plan 2.</p> <p>VaLORS: Not applicable.</p> <p><u>Defined Contribution Component:</u> Members are eligible to receive distributions upon leaving employment, subject to restrictions.</p>
<p>Earliest Unreduced Retirement Eligibility VRS: Age 65 with at least five years (60 months) of creditable service or at age 50 with at least 30 years of creditable service.</p> <p>VaLORS: Age 60 with at least five years of creditable service or age 50 with at least 25 years of creditable service.</p>	<p>Earliest Unreduced Retirement Eligibility VRS: Normal Social Security retirement age with at least five years (60 months) of creditable service or when their age and service equal 90.</p> <p>VaLORS: Same as Plan 1.</p>	<p>Earliest Unreduced Retirement Eligibility <u>Defined Benefit Component:</u> VRS: Normal Social Security retirement age and have at least five years (60 months) of creditable service or when their age and service equal 90.</p> <p>VaLORS: Not applicable.</p> <p><u>Defined Contribution Component:</u> Members are eligible to receive distributions upon leaving employment, subject to restrictions.</p>
Earliest Reduced Retirement	Earliest Reduced Retirement	Earliest Reduced Retirement

<p>Eligibility VRS: Age 55 with at least five years (60 months) of creditable service or age 50 with at least 10 years of creditable service.</p> <p>VaLORS: 50 with at least five years of creditable service.</p>	<p>Eligibility VRS: Age 60 with at least five years (60 months) of creditable service.</p> <p>VaLORS: Same as Plan 1.</p>	<p>Eligibility Defined Benefit Component: VRS: Age 60 with at least five years (60 months) of creditable service.</p> <p>VaLORS: Not applicable.</p> <p>Defined Contribution Component: Members are eligible to receive distributions upon leaving employment, subject to restrictions.</p>
<p>Cost-of-Living Adjustment (COLA) in Retirement The Cost-of-Living Adjustment (COLA) matches the first 3% increase in the Consumer Price Index for all Urban Consumers (CPI-U) and half of any additional increase (up to 4%) up to a maximum COLA of 5%.</p> <p>Eligibility: For members who retire with an unreduced benefit or with a reduced benefit with at least 20 years of creditable service, the COLA will go into effect on July 1 after one full calendar year from the retirement date.</p> <p>For members who retire with a reduced benefit and who have less than 20 years of creditable service, the COLA will go into effect on July 1 after one calendar year following the unreduced retirement eligibility date.</p> <p>Exceptions to COLA Effective Dates: The COLA is effective July 1 following one full calendar year (January 1 to December 31) under any of the following circumstances:</p>	<p>Cost-of-Living Adjustment (COLA) in Retirement The Cost-of-Living Adjustment (COLA) matches the first 2% increase in the CPI-U and half of any additional increase (up to 2%), for a maximum COLA of 3%.</p> <p>Eligibility: Same as Plan 1</p> <p>Exceptions to COLA Effective Dates: Same as Plan 1</p>	<p>Cost-of-Living Adjustment (COLA) in Retirement Defined Benefit Component: Same as Plan 2.</p> <p>Defined Contribution Component: Not applicable.</p> <p>Eligibility: Same as Plan 1 and Plan 2.</p> <p>Exceptions to COLA Effective Dates: Same as Plan 1 and Plan 2.</p>

<ul style="list-style-type: none"> • The member is within five years of qualifying for an unreduced retirement benefit as of January 1, 2013. • The member retires on disability. • The member retires directly from short-term or long-term disability under the Virginia Sickness and Disability Program (VSDP). • The member Is involuntarily separated from employment for causes other than job performance or misconduct and is eligible to retire under the Workforce Transition Act or the Transitional Benefits Program. • The member dies in service and the member's survivor or beneficiary is eligible for a monthly death-in-service benefit. The COLA will go into effect on July 1 following one full calendar year (January 1 to December 31) from the date the monthly benefit begins. 		
<p>Disability Coverage Members who are eligible to be considered for disability retirement and retire on disability, the retirement multiplier is 1.7% on all service, regardless of when it was earned, purchased or granted.</p> <p>Most state employees are covered under the Virginia Sickness and Disability Program (VSDP), and are not eligible for disability retirement.</p> <p>VSDP members are subject to a one-year waiting period before becoming eligible for non-work-related disability benefits.</p>	<p>Disability Coverage Members who are eligible to be considered for disability retirement and retire on disability, the retirement multiplier is 1.65% on all service, regardless of when it was earned, purchased or granted.</p> <p>Most state employees are covered under the Virginia Sickness and Disability Program (VSDP), and are not eligible for disability retirement.</p> <p>VSDP members are subject to a one-year waiting period before becoming eligible for non-work related disability benefits.</p>	<p>Disability Coverage State employees (including Plan 1 and Plan 2 opt-ins) participating in the Hybrid Retirement Plan are covered under the Virginia Sickness and Disability Program (VSDP), and are not eligible for disability retirement.</p> <p>Hybrid members (including Plan 1 and Plan 2 opt-ins) covered under VSDP are subject to a one-year waiting period before becoming eligible for non-work-related disability benefits.</p>
Purchase of Prior Service	Purchase of Prior Service	Purchase of Prior Service

Members may be eligible to purchase service from previous public employment, active duty military service, an eligible period of leave or VRS refunded service as creditable service in their plan. Prior creditable service counts toward vesting, eligibility for retirement and the health insurance credit. Only active members are eligible to purchase prior service. Members also may be eligible to purchase periods of leave without pay.	Same as Plan 1.	<p><u>Defined Benefit Component:</u> Same as Plan 1, with the following exception:</p> <ul style="list-style-type: none"> Hybrid Retirement Plan members are ineligible for ported service. <p><u>Defined Contribution Component:</u> Not applicable.</p>
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Contributions

The contribution requirement for active employees is governed by §51.1-145 of the *Code of Virginia*, as amended, but may be impacted as a result of funding provided to state agencies by the Virginia General Assembly. Employees are required to contribute 5.00% of their compensation toward their retirement. Each state agency's contractually required employer contribution rate for the fiscal year ended June 30, 2019 was 13.52% of covered employee compensation for employees in the VRS State Employee Retirement Plan. For employees in the VaLORS Retirement Plan, the contribution rate was 21.61% of covered employee compensation. These rates were based on an actuarially determined rates from an actuarial valuation as of June 30, 2017. The actuarially determined rate, when combined with employee contributions, was expected to finance the costs of benefits earned by employees during the year, with an additional amount to finance any unfunded accrued liability. Contributions from the university and college to the VRS State Employee Retirement Plan were \$10,172,038 and \$10,190,870 for the years ended June 30, 2019 and June 30, 2018, respectively. Contributions from the university and college to the VaLORS Retirement Plan were \$280,110 and \$217,273 for the years ended June 30, 2019 and June 30, 2018, respectively.

Pension Liabilities, Pension Expense, and Deferred Outflows of Resources and Deferred Inflows of Resources Related to Pensions

At June 30, 2019, the university and college reported a liability of \$103,164,000 for its proportionate share of the VRS State Employee Retirement Plan Net Pension Liability and a liability of \$2,077,000 for its proportionate share of the VaLORS Retirement Plan Net Pension Liability. The Net Pension Liability was measured as of June 30, 2018 and the total pension liability used to calculate the Net Pension Liability was determined by an actuarial valuation as of that date. The university and college's proportion of the Net Pension Liability was based on the university and college's actuarially determined employer contributions to the pension plan for the year ended June 30, 2018 relative to the total of the actuarially determined employer contributions for all participating employers. At June 30, 2018, the university and college's proportion of the VRS State Employee Retirement Plan was 1.46% for William & Mary, 0.32% for VIMS, and 0.12% for RBC as compared to 1.48% for William & Mary, 0.33% for VIMS, and 0.13% for RBC at June 30, 2017. At June 30, 2018, the university and college's proportion of the VaLORS Retirement Plan was 0.28% for William & Mary, and 0.05% for RBC as compared to 0.29% for William & Mary, and 0.05% for RBC at June 30, 2017.

For the year ended June 30, 2019, the university and college recognized pension expense of \$5,760,000 for the VRS State Employee Retirement Plan and \$209,000 for the VaLORS Retirement Plan. Since there was a change in proportionate share between June 30, 2017 and June 30, 2018 a portion of the pension expense was related to deferred amounts from changes in proportion and from differences between employer contributions and the proportionate share of employer contributions.

At June 30, 2019, the university and college reported deferred outflows of resources and deferred inflows of resources related to pensions from the following sources:

VRS Retirement Plan

	Deferred Outflows of Resources	Deferred Inflows of Resources
Differences between expected and actual experience	-	6,236,000
Net difference between projected and actual earnings on pension plan investments	-	2,694,000
Change in assumptions	690,000	-
Changes in proportion and differences between Employer contributions and proportionate share of contributions	1,157,000	1,698,000
Employer contributions subsequent to the measurement date	10,172,038	-
Total	<u>\$ 12,019,038</u>	<u>\$ 10,628,000</u>

VaLORS Retirement Plan

	Deferred Outflows of Resources	Deferred Inflows of Resources
Differences between expected and actual experience	1,000	56,000
Net difference between projected and actual earnings on pension plan investments	-	35,000
Change in assumptions	-	73,000
Changes in proportion and differences between Employer contributions and proportionate share of contributions	173,000	39,000
Employer contributions subsequent to the measurement date	280,110	-
Total	<u>\$ 454,110</u>	<u>\$ 203,000</u>

The university and college had \$10,439,489 reported as deferred outflows of resources related to pensions resulting from the university and college's contributions subsequent to the measurement date that will be recognized as a reduction of the Net Pension Liability in the Fiscal Year ending June 30, 2020. Other amounts reported as deferred outflows of resources and deferred inflows of resources related to pensions will be recognized in pension expense in future reporting periods as follows:

(\$ thousands)

	<u>VRS Retirement Plan</u>	<u>VaLors Retirement Plan</u>
FY 2020	\$ (1,061)	\$ 46
FY 2021	\$ (2,346)	\$ (29)
FY 2022	\$ (5,086)	\$ (44)
FY 2023	\$ (288)	\$ (2)
FY 2024	\$ -	\$ -

Actuarial Assumptions

The total pension liability for the VRS State Employee Retirement Plan was based on an actuarial valuation as of June 30, 2017, using the Entry Age Normal actuarial cost method and the following assumptions, applied to all periods included in the measurement and rolled forward to the measurement date of June 30, 2018.

Inflation	2.5 percent
Salary increases, including Inflation	3.5 percent – 5.35 percent
Investment rate of return	7.0 percent, net of pension plan investment expenses, including inflation*

* Administrative expenses as a percent of the market value of assets for the last experience study were found to be approximately 0.06% of the market assets for all of the VRS plans. This would provide an assumed investment return rate for GASB purposes of slightly more than the assumed 7.0%. However, since the difference was minimal, and a more conservative 7.0% investment return assumption provided a projected plan net position that exceeded the projected benefit payments, the long-term expected rate of return on investments was assumed to be 7.0% to simplify preparation of pension liabilities.

Mortality rates:

Pre-Retirement:

RP-2014 Employee Rates to age 80, Healthy Annuitant Rates to 81 and older projected with Scale BB to 2020; males set back 1 year, 85% of rates; females set back 1 year.

Post-Retirement:

RP-2014 Employee Rates to age 49, Healthy Annuitant Rates at ages 50 and older projected with Scale BB to 2020; males set forward 1 year; females set back 1 year with 1.5% increase compounded from ages 70 to 85.

Post-Disablement:

RP-2014 Disability Life Mortality Table projected with Scale BB to 2020; males 115% of rates; females 130% of rates.

The actuarial assumptions used in the June 30, 2017 valuation were based on the results of an actuarial experience study for the period from July 1, 2012 through June 30, 2016. Changes to the actuarial assumptions as a result of the experience study are as follows:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Update to a more current mortality table – RP-2014 projected to 2020
Retirement Rates	Lowered rates at older ages and changed final retirement from 70 to 75
Withdrawal Rates	Adjusted rates to better fit experience at each year age and service through 9 years of service
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Increase rate from 14% to 25%

The total pension liability for the VaLORS Retirement Plan was based on an actuarial valuation as of June 30, 2017, using the Entry Age Normal actuarial cost method and the following assumptions, applied to all periods included in the measurement and rolled forward to the measurement date of June 30, 2018.

Inflation	2.5 percent
Salary increases, including Inflation	3.5 percent – 4.75 percent
Investment rate of return	7.0 percent, net of pension plan investment expenses, including inflation*

* Administrative expenses as a percent of the market value of assets for the last experience study were found to be approximately 0.06% of the market assets for all of the VRS plans. This would provide an assumed investment return rate for GASB purposes of slightly more than the assumed 7.0%. However, since the difference was minimal, and a more conservative 7.0% investment return assumption provided a projected plan net position that exceeded the projected benefit payments, the long-term expected rate of return on investments was assumed to be 7.0% to simplify preparation of pension liabilities.

Mortality rates:

Pre-Retirement:

RP-2014 Employee Rates to age 80, Healthy Annuitant Rates to 81 and older projected with Scale BB to 2020; males 90% of rates; females set forward 1 year.

Post-Retirement:

RP-2014 Employee Rates to age 49, Healthy Annuitant Rates at ages 50 and older projected with Scale BB to 2020; males set forward 1 year with 1.0% increase compounded from ages 70 to 90; females set forward 1 year.

Post-Disablement:

RP-2014 Disability Life Mortality Table projected with Scale BB to 2020; males set forward 2 years; unisex using 100% male.

The actuarial assumptions used in the June 30, 2017 valuation were based on the results of an actuarial experience study for the period from July 1, 2012 through June 30, 2016. Changes to the actuarial assumptions as a result of the experience study are as follows:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Update to a more current mortality table – RP-2014 projected to 2020 and reduced margin for future improvement in accordance with experience
Retirement Rates	Increased age 50 rates and lowered rates at older ages
Withdrawal Rates	Adjusted rates to better fit experience at each year age and service through 9 years of service
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Decrease rate from 50% to 35%

Net Pension Liability

The net pension liability (NPL) is calculated separately for each system and represents that particular system's total pension liability determined in accordance with GASB Statement No. 67, less that system's fiduciary net position. As of June 30, 2018, NPL amounts for the VRS State Employee Retirement Plan and the VaLORS Retirement Plan are as follows (amounts expressed in thousands):

	State Employee Retirement Plan	VaLORS Retirement Plan
Total Pension Liability	\$ 23,945,821	\$ 2,047,161
Plan Fiduciary Net Position	<u>18,532,189</u>	<u>1,423,980</u>
Employers' Net Pension Liability (Asset)	<u>\$ 5,413,632</u>	<u>\$ 623,181</u>
Plan Fiduciary Net Position as a Percentage of the Total Pension Liability	77.39%	69.56%

The total pension liability is calculated by the System's actuary, and each plan's fiduciary net position is reported in the System's financial statements. The net pension liability is disclosed in accordance with the requirements of GASB Statement No. 67 in the System's notes to the financial statements and required supplementary information.

Long-Term Expected Rate of Return

The long-term expected rate of return on pension System investments was determined using a log-normal distribution analysis in which best-estimate ranges of expected future real rates of return (expected returns, net of pension System investment expense and inflation) are developed for each major asset class. These ranges are combined to produce the long-term expected rate of return by weighting the expected future real rates of return by the target asset allocation percentage and by adding expected inflation. The target asset allocation and best estimate of arithmetic real rates of return for each major asset class are summarized in the following table:

Asset Class (Strategy)	Target Allocation	Arithmetic Long-Term Expected Rate of Return	Weighted Average Long-Term Expected Rate of Return
Public Equity	40.00%	4.54%	1.82%
Fixed Income	15.00%	0.69%	0.10%
Credit Strategies	15.00%	3.96%	0.59%
Real Assets	15.00%	5.76%	0.86%
Private Equity	15.00%	9.53%	1.43%
Total	<u>100.00%</u>		<u>4.80%</u>
	Inflation		<u>2.50%</u>
	* Expected arithmetic nominal return		<u>7.30%</u>

* The above allocation provides a one-year return of 7.30%. However, one-year returns do not take into account the volatility present in each of the asset classes. In setting the long-term expected return for the system, stochastic projections are employed to model future returns under various economic conditions. The results provide a range of returns over various time periods that ultimately provide a median return of 6.83%, including expected inflation of 2.50%.

Discount Rate

The discount rate used to measure the total pension liability was 7.00%. The projection of cash flows used to determine the discount rate assumed that System member contributions will be made per the VRS Statutes and the employer contributions will be made in accordance with the VRS funding policy at rates equal to the difference between actuarially determined contribution rates adopted by the VRS Board of Trustees and the member rate. Through the fiscal year ending June 30, 2018, the rate contributed by the state agency for the VRS State Employee Retirement Plan and the VaLORS Retirement Plan will be subject to the portion of the VRS Board-certified rates that are funded by the Virginia General Assembly which was 100% of the actuarially determined contribution rate. From July 1, 2018 on, all agencies are assumed to continue to contribute 100% of the actuarially determined contribution rates. Based on those assumptions, the pension plan's fiduciary net position was projected to be available to make all projected future benefit payments of current active and inactive employees. Therefore the long-term expected rate of return was applied to all periods of projected benefit payments to determine the total pension liability.

Sensitivity of the University and College's Proportionate Share of the Net Pension Liability to Changes in the Discount Rate

The following presents the university and college's proportionate share of the VRS State Employee Retirement Plan net pension liability using the discount rate of 7.00%, as well as what the university and college's proportionate share of the net pension liability would be if it were calculated using a discount rate that is one percentage point lower (6.00%) or one percentage point higher (8.00%) than the current rate:

(\$ thousands)	1.00% Decrease (6.00%)	Current Discount Rate (7.00%)	1.00% Increase (8.00%)
The university and college's proportionate share of the VRS State Employee Retirement Plan Net Pension Liability	\$ 156,195	\$ 103,164	\$ 58,523

The following presents the university and college's proportionate share of the VaLORS Retirement Plan net pension liability using the discount rate of 7.00%, as well as what the university and college's proportionate share of the net pension liability would be if it were calculated using a discount rate that is one percentage point lower (6.00%) or one percentage point higher (8.00%) than the current rate:

(\$ thousands)	1.00% Decrease (6.00%)	Current Discount Rate (7.00%)	1.00% Increase (8.00%)
The university and college's proportionate share of the VaLORS Employee Retirement Plan Net Pension Liability	\$ 2,949	\$ 2,077	\$ 1,357

Pension Plan Fiduciary Net Position

Detailed information about the VRS State Employee Retirement Plan's Fiduciary Net Position or the VaLORS Retirement Plan's Fiduciary Net Position is available in the separately issued VRS 2018 Comprehensive Annual Financial Report (CAFR). A copy of the 2018 VRS CAFR may be downloaded from the VRS website at <http://www.varetire.org/Pdf/Publications/2018-annual-report.pdf>, or by writing to the System's Chief Financial Officer at P.O. Box 2500, Richmond, VA, 23218-2500.

Payables to the Pension Plan

The university and college reported \$375,596 in payables to VRS.

15. OTHER POSTEMPLOYMENT BENEFITS

The university and college participate in postemployment benefit programs that are sponsored by the Commonwealth and administered by the Virginia Retirement System. These programs include the Group Life Insurance Program, Virginia Sickness and Disability Program, Retiree Health Insurance Credit Program, and the Line of Duty Act Program. The university and college also participate in the Pre-Medicare Retiree Healthcare Plan, which is sponsored by the Commonwealth and administered by the Department of Human Resource Management.

General Information about the Group Life Insurance Program

Plan Description

All full-time, salaried permanent employees of the state agencies, teacher and employees of participating political subdivisions are automatically covered by the VRS Group Life Insurance Program upon employment. This plan is administered by the Virginia Retirement System (the system), along with pensions and other OPEB plans, for public employer groups in the Commonwealth of Virginia.

In addition to the Basic Group Life Insurance benefit, members are also eligible to elect additional coverage for themselves as well as a spouse or dependent children through the Optional Group Life Insurance Program. For members who elect the optional group life insurance coverage, the insurer bills employers directly for the premiums. Employers deduct these premiums from members' paychecks and pay the premiums to the insurer. Since this is a separate and fully insured program, it is not included as part of the Group Life Insurance Program OPEB.

The specific information for Group Life Insurance Program OPEB, including eligibility, coverage and benefits is set out in the table below:

GROUP LIFE INSURANCE PROGRAM PLAN PROVISIONS
<p>Eligible Employees</p> <p>The Group Life Insurance Program was established July 1, 1960, for state employees, teachers and employees of political subdivisions that elect the program, including the following employers that do not participate in VRS for retirement:</p> <ul style="list-style-type: none"> • City of Richmond • City of Portsmouth • City of Roanoke • City of Norfolk • Roanoke City Schools Board <p>Basic group life insurance coverage is automatic upon employment. Coverage ends for employees who leave their position before retirement eligibility or who take a refund of their accumulated retirement member contributions and accrued interest.</p>
<p>Benefit Amounts</p> <p>The benefits payable under the Group Life Insurance Program have several components.</p> <ul style="list-style-type: none"> • <u>Natural Death Benefit</u> – The natural death benefit is equal to the employee's covered compensation rounded to the next highest thousand and then doubled. • <u>Accidental Death Benefit</u> – The accidental death benefit is double the natural death benefit. • <u>Other Benefit Provisions</u> – In addition to the basic natural and accidental death benefits, the program provides additional benefits provided under specific circumstances. These include: <ul style="list-style-type: none"> ○ Accidental dismemberment benefit ○ Safety belt benefit ○ Repatriation benefit ○ Felonious assault benefit ○ Accelerated death benefit option
<p>Reduction in Benefit Amounts</p> <p>The benefit amounts provided to members covered under the Group Life Insurance Program are subject to a reduction factor. The benefit amount reduces by 25% on January 1 following one calendar year of separation. The benefit amount reduces by an additional 25% on each subsequent January 1 until it reaches 25% of its original value.</p>
<p>Minimum Benefit Amount and Cost-of-Living Adjustment (COLA)</p> <p>For covered members with at least 30 years of creditable service, there is a minimum benefit payable under the Group Life Insurance Program. The minimum benefit was set at \$8,000 by statute. This amount is increased annually based on the VRS Plan 2 cost-of-living adjustment and was increased to</p>

\$8,279 effective July 1, 2018.

Contributions

The contribution requirements for the Group Life Insurance Program are governed by §51.1-506 and §51.1-508 of the *Code of Virginia*, as amended, but may be impacted as a result of funding provided to state agencies and school divisions by the Virginia General Assembly. The total rate for the Group Life Insurance Program was 1.31% of covered employee compensation. This was allocated into an employee and an employer component using a 60/40 split. The employee component was 0.79% (1.31% X 60%) and the employer component was 0.52% (1.31% X 40%). Employers may elect to pay all or part of the employee contribution, however the employer must pay all of the employer contribution. Each employer's contractually required employer contribution rate for the year ended June 30, 2019 was 0.52% of covered employee compensation. This rate was based on an actuarially determined rate from an actuarial valuation as of June 30, 2017. The actuarially determined rate, when combined with employee contributions, was expected to finance the costs of benefits payable during the year, with an additional amount to finance any unfunded accrued liability. Contributions to the Group Life Insurance Program from the university were \$967,560 and \$965,839 for the years ended June 30, 2019 and June 30, 2018, respectively.

GLI OPEB Liabilities, GLI OPEB Expense, and Deferred Outflows of Resources and Deferred Inflows of Resources Related to the Group Life Insurance Program OPEB

At June 30, 2019, the university and college reported a liability of \$14,867,000 for its proportionate share of the Net GLI OPEB Liability. The Net GLI OPEB Liability was measured as of June 30, 2018 and the total GLI OPEB liability used to calculate the Net GLI OPEB Liability was determined by an actuarial valuation as of that date. The university and college's proportion of the Net GLI OPEB Liability was based on the university and college's actuarially determined employer contributions to the Group Life Insurance Program for the year ended June 30, 2018 relative to the total of the actuarially determined employer contributions for all participating employers. At June 30, 2018, the university and college's proportion was 0.83% for William & Mary, 0.11% for VIMS, and 0.04% for RBC as compared to 0.81% for William & Mary, 0.11% for VIMS, and 0.04% for RBC at June 30, 2017.

For the year ended June 30, 2019, the university and college recognized GLI OPEB expense of \$180,000. Since there was a change in proportionate share between measurement dates, a portion of the GLI OPEB expense was related to deferred amounts from changes in proportion.

At June 30, 2019, the employer reported deferred outflows of resources and deferred inflows of resources related to the GLI OPEB from the following sources:

	Deferred Outflows of Resources	Deferred Inflows of Resources
Differences between expected and actual experience	727,000	268,000
Net difference between projected and actual earnings on GLI OPEB program investments	-	483,000
Changes in assumptions	-	619,000
Changes in proportions	442,000	83,000
Employer contributions subsequent to the measurement date	967,560	-
Total	<u>\$ 2,136,560</u>	<u>\$ 1,453,000</u>

The university and college had \$967,560 reported as deferred outflows of resources related to the GLI OPEB resulting from the university and college's contributions subsequent to the measurement date that will be recognized as a reduction of the Net GLI OPEB Liability in the fiscal year ending June 30, 2020. Other amounts reported as deferred outflows of resources and deferred inflows of resources related to the GLI OPEB will be recognized in the GLI OPEB expense in future reporting periods as follows:

Year ended June 30

(\$thousands)

FY 2020	\$	(146)
FY 2021	\$	(146)
FY 2022	\$	(146)
FY 2023	\$	(7)
FY 2024	\$	104
Thereafter	\$	57

Actuarial Assumptions

The total GLI OPEB liability was based on an actuarial valuation as of June 30, 2017, using the Entry Age Normal actuarial cost method and the following assumptions, applied to all periods included in the measurement and rolled forward to the measurement date of June 30, 2018.

Inflation	2.5 percent
Salary increases, including inflation –	
General state employees	3.5 percent – 5.35 percent
Teachers	3.5 percent – 5.95 percent
SPORS employees	3.5 percent – 4.75 percent
VaLORS employees	3.5 percent – 4.75 percent
JRS employees	4.5 percent
Locality – General employees	3.5 percent – 5.35 percent

Locality – Hazardous Duty employees

3.5 percent – 4.75 percent

Investment rate of return

7.0 Percent, net of investment expenses,
including inflation*

* Administrative expenses as a percent of the market value of assets for the last experience study were found to be approximately 0.06% of the market assets for all of the VRS plans. This would provide an assumed investment return rate for GASB purposes of slightly more than the assumed 7.0%. However, since the difference was minimal, and a more conservative 7.0% investment return assumption provided a projected plan net position that exceeded the projected benefit payments, the long-term expected rate of return on investments was assumed to be 7.0% to simplify preparation of the OPEB liabilities.

Mortality rates – General State Employees

Pre-Retirement:

RP-2014 Employee Rates to age 80, Healthy Annuitant Rates to 81 and older projected with Scale BB to 2020; males set back 1 year, 85% of rates; females set back 1 year.

Post-Retirement:

RP-2014 Employee Rates to age 49, Healthy Annuitant Rates at ages 50 and older projected with Scale BB to 2020; males set forward 1 year; females set back 1 year with 1.5% increase compounded from ages 70 to 85.

Post-Disablement:

RP-2014 Disability Life Mortality Table projected with scale BB to 2020; males 115% of rates; females 130% of rates.

The actuarial assumptions used in the June 30, 2017 valuation were based on the results of an actuarial experience study for the period from July 1, 2012 through June 30, 2016. Changes to the actuarial assumptions as a result of the experience study are as follows:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020
Retirement Rates	Lowered rates at older ages and changed final retirement from 70 to 75
Withdrawal Rates	Adjusted rates to better fit experience at each year age and service through 9 years of service
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Increased rate from 14% to 25%

Mortality rates – Teachers

Pre-Retirement:

RP-2014 White Collar Employee Rates to age 80, White Collar Healthy Annuitant Rates at ages 81 and older projected with scale BB to 2020.

Post-Retirement:

RP-2014 White Collar Employee Rates to age 49, White Collar Health Annuitant Rates at ages 50 and older projected with scale BB to 2020; males 1% increase compounded from ages 70 to 90; females set back 3 years with 1.5% increase compounded from ages 65 to 70 and 2.0% increase compounded from ages 75 to 90.

Post-Disablement:

RP-2014 Disability Mortality Rates projected with Scale BB to 2020; 115% of rates for males and females.

The actuarial assumptions used in the June 30, 2017 valuation were based on the results of an actuarial experience study for the four-year period from July 1, 2012 through June 30, 2016. Changes to the actuarial assumptions as a result of the experience study are as follows:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020
Retirement Rates	Lowered rates at older ages and changed final retirement from 70 to 75
Withdrawal Rates	Adjusted rates to better fit experience at each year age and service through 9 years of service
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change

Mortality rates – SPORS Employees

Pre-Retirement:

RP-2014 Employee Rates to age 80, Healthy Annuitant Rates to 81 and older projected with Scale BB to 2020; males 90% of rates; females set forward 1 year.

Post-Retirement:

RP-2014 Employee Rates to age 49, Healthy Annuitant Rates at ages 50 and older projected with Scale BB to 2020; males set forward 1 year with 1.0% increase compounded from ages 70 to 90; females set forward 3 years.

Post-Disablement:

RP-2014 Disability Life Mortality Table projected with scale BB to 2020; males set forward 2 years; unisex using 100% male.

The actuarial assumptions used in the June 30, 2017 valuation were based on the results of an actuarial experience study for the period from July 1, 2012 through June 30, 2016. Changes to the actuarial assumptions as a result of the experience study are as follows:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020 and reduced margin for future improvement in accordance with experience
Retirement Rates	Increased age 50 rates and lowered rates at older ages
Withdrawal Rates	Adjusted rates to better fit experience
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Increased rate from 60% to 85%

Mortality rates – VaLORS Employees

Pre-Retirement:

RP-2014 Employee Rates to age 80, Healthy Annuitant Rates to 81 and older projected with Scale BB to 2020; males 90% of rates; females set forward 1 year.

Post-Retirement:

RP-2014 Employee Rates to age 49, Healthy Annuitant Rates at ages 50 and older projected with Scale BB to 2020; males set forward 1 year with 1.0% increase compounded from ages 70 to 90; females set forward 3 years.

Post-Disablement:

RP-2014 Disability Life Mortality Table projected with scale BB to 2020; males set forward 2 years; unisex using 100% male.

The actuarial assumptions used in the June 30, 2017 valuation were based on the results of an actuarial experience study for the period from July 1, 2012 through June 30, 2016. Changes to the actuarial assumptions as a result of the experience study are as follows:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020 and reduced margin for future improvement in accordance with experience
Retirement Rates	Increased age 50 rates and lowered rates at older ages
Withdrawal Rates	Adjusted rates to better fit experience at each year age and service through 9 years of service
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Decreased rate from 50% to 35%

Mortality rates – JRS Employees

Pre-Retirement:

RP-2014 Employee Rates to age 80, Healthy Annuitant Rates at ages 81 and older projected with scale BB to 2020; males set back 1 year, 85% of rates; females set back 1 year.

Post-Retirement:

RP-2014 Employee Rates to age 49, Healthy Annuitant Rates at ages 50 and older projected with scale BB to 2020; males set forward 1 year; females set back 1 year with 1.5% compounding increase from ages 70 to 85.

Post-Disablement:

RP-2014 Disability Mortality Rates projected with Scale BB to 2020; males 115% of rates; females 130% of rates.

The actuarial assumptions used in the June 30, 2017 valuation were based on the results of an actuarial experience study for the four-year period from July 1, 2012 through June 30, 2016. Changes to the actuarial assumptions as a result of the experience study are as follows:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020
Retirement Rates	Decreased rates at first retirement eligibility
Withdrawal Rates	No change
Disability Rates	Removed disability rates
Salary Scale	No change

Mortality rates – Largest Ten Locality Employers - General Employees

Pre-Retirement:

RP-2014 Employee Rates to age 80, Healthy Annuitant Rates to 81 and older projected with Scale BB to 2020; males 95% of rates; females 105% of rates.

Post-Retirement:

RP-2014 Employee Rates to age 49, Healthy Annuitant Rates at ages 50 and older projected with Scale BB to 2020; males set forward 3 years; females 1.0% increase compounded from ages 70 to 90.

Post-Disablement:

RP-2014 Disability Life Mortality Table projected with scale BB to 2020; males set forward 2 years, 110% of rates; females 125% of rates.

The actuarial assumptions used in the June 30, 2017 valuation were based on the results of an actuarial experience study for the period from July 1, 2012 through June 30, 2016. Changes to the actuarial assumptions as a result of the experience study are as follows:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020
Retirement Rates	Lowered retirement rates at older ages and extended final retirement age from 70 to 75
Withdrawal Rates	Adjusted termination rates to better fit experience at each age and service year
Disability Rates	Lowered disability rates
Salary Scale	No change
Line of Duty Disability	Increased rate from 14% to 20%

Mortality rates – Non-Largest Ten Locality Employers - General Employees

Pre-Retirement:

RP-2014 Employee Rates to age 80, Healthy Annuitant Rates to 81 and older projected with Scale BB to 2020; males 95% of rates; females 105% of rates.

Post-Retirement:

RP-2014 Employee Rates to age 49, Healthy Annuitant Rates at ages 50 and older projected with Scale BB to 2020; males set forward 3 years; females 1.0% increase compounded from ages 70 to 90.

Post-Disablement:

RP-2014 Disability Life Mortality Table projected with scale BB to 2020; males set forward 2 years, 110% of rates; females 125% of rates.

The actuarial assumptions used in the June 30, 2017 valuation were based on the results of an actuarial experience study for the period from July 1, 2012 through June 30, 2016. Changes to the actuarial assumptions as a result of the experience study are as follows:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020
Retirement Rates	Lowered retirement rates at older ages and extended final retirement age from 70 to 75.
Withdrawal Rates	Adjusted termination rates to better fit experience at each age and service year

Disability Rates	Lowered disability rates
Salary Scale	No change
Line of Duty Disability	Increased rate from 14% to 15%

Mortality rates – Largest Ten Locality Employers – Hazardous Duty Employees

Pre-Retirement:

RP-2014 Employee Rates to age 80, Healthy Annuitant Rates to 81 and older projected with Scale BB to 2020; males 90% of rates; females set forward 1 year.

Post-Retirement:

RP-2014 Employee Rates to age 49, Healthy Annuitant Rates at ages 50 and older projected with Scale BB to 2020; males set forward 1 year with 1.0% increase compounded from ages 70 to 90; females set forward 3 years.

Post-Disablement:

RP-2014 Disability Life Mortality Table projected with scale BB to 2020; males set forward 2 years; unisex using 100% male.

The actuarial assumptions used in the June 30, 2017 valuation were based on the results of an actuarial experience study for the period from July 1, 2012 through June 30, 2016. Changes to the actuarial assumptions as a result of the experience study are as follows:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020
Retirement Rates	Lowered retirement rates at older ages
Withdrawal Rates	Adjusted termination rates to better fit experience at each age and service year
Disability Rates	Increased disability rates
Salary Scale	No change
Line of Duty Disability	Increased rate from 60% to 70%

Mortality rates – Non-Largest Ten Locality Employers – Hazardous Duty Employees

Pre-Retirement:

RP-2014 Employee Rates to age 80, Healthy Annuitant Rates to 81 and older projected with Scale BB to 2020; males 90% of rates; females set forward 1 year.

Post-Retirement:

RP-2014 Employee Rates to age 49, Healthy Annuitant Rates at ages 50 and older projected with Scale BB to 2020; males set forward 1 year with 1.0% increase compounded from ages 70 to 90; females set forward 3 years.

Post-Disablement:

RP-2014 Disability Life Mortality Table projected with scale BB to 2020; males set forward 2 years; unisex using 100% male.

The actuarial assumptions used in the June 30, 2017 valuation were based on the results of an actuarial experience study for the period from July 1, 2012 through June 30, 2016. Changes to the actuarial assumptions as a result of the experience study are as follows:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020
Retirement Rates	Increased age 50 rates and lowered rates at older ages
Withdrawal Rates	Adjusted termination rates to better fit experience at each age and service year
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Decreased rate from 60% to 45%

Net GLI OPEB Liability

The net OPEB liability (NOL) for the Group Life Insurance Program represents the program's total OPEB liability determined in accordance with GASB Statement No. 74, less the associated fiduciary net position. As of the Measurement Date of June 30, 2018, NOL amounts for the Group Life Insurance Program are as follows (amounts expressed in thousands):

	<u>Group Life Insurance OPEB Program</u>
Total GLI OPEB Liability	\$ 3,113,508
Plan Fiduciary Net Position	<u>1,594,773</u>
Employers' Net GLI OPEB Liability (Asset)	<u>\$ 1,518,735</u>
Plan Fiduciary Net Position as a Percentage of the Total GLI OPEB Liability	51.22%

The total GLI OPEB liability is calculated by the System's actuary, and each plan's fiduciary net position is reported in the System's financial statements. The net GLI OPEB liability is disclosed in accordance with the requirements of GASB Statement No. 74 in the System's notes to the financial statements and required supplementary information.

Long-Term Expected Rate of Return

The long-term expected rate of return on the System's investments was determined using a log-normal distribution analysis in which best-estimate ranges of expected future real rates of return (expected returns, net of System's investment expense and inflation) are developed for each major asset class. These ranges are combined to produce the long-term expected rate of return by weighting the expected future real rates of return by the target asset allocation percentage and by adding expected inflation. The target asset allocation and best estimate of arithmetic real rates of return for each major asset class are summarized in the following table:

Asset Class (Strategy)	Target Allocation	Arithmetic Long-Term Expected Rate of Return	Weighted Average Long-Term Expected Rate of Return
Public Equity	40.00%	4.54%	1.82%
Fixed Income	15.00%	0.69%	0.10%
Credit Strategies	15.00%	3.96%	0.59%
Real Assets	15.00%	5.76%	0.86%
Private Equity	15.00%	9.53%	1.43%
Total	<u>100.00%</u>		<u>4.80%</u>
	Inflation		<u>2.50%</u>
	* Expected arithmetic nominal return		<u>7.30%</u>

* The above allocation provides a one-year return of 7.30%. However, one-year returns do not take into account the volatility present in each of the asset classes. In setting the long-term expected return for the system, stochastic projections are employed to model future returns under various economic conditions. The results provide a range of returns over various time periods that ultimately provide a median return of 6.83%, including expected inflation of 2.50%.

Discount Rate

The discount rate used to measure the total GLI OPEB liability was 7.00%. The projection of cash flows used to determine the discount rate assumed that member contributions will be made per the VRS guidance and the employer contributions will be made in accordance with the VRS funding policy at rates equal to the difference between actuarially determined contribution rates adopted by the VRS Board of Trustees and the member rate. Through the fiscal year ending June 30, 2018, the rate contributed by the entity for the GLI OPEB will be subject to the portion of the VRS Board-certified rates that are funded by the Virginia General Assembly which was 100% of the actuarially determined contribution rate. From July 1, 2018 on, employers are assumed to continue to contribute 100% of the actuarially determined contribution rates. Based on those assumptions, the GLI OPEB's fiduciary net position was projected to be available to make all projected future benefit payments of eligible employees. Therefore the long-term expected rate of return was applied to all periods of projected benefit payments to determine the total GLI OPEB liability.

Sensitivity of the University and College's Proportionate Share of the Net GLI OPEB Liability to Changes in the Discount Rate

The following presents the university and college's proportionate share of the net GLI OPEB liability using the discount rate of 7.00%, as well as what the university and college's proportionate share of the net GLI OPEB liability would be if it were calculated using a discount rate that is one percentage point lower (6.00%) or one percentage point higher (8.00%) than the current rate:

(\$thousands)	1.00% Decrease (6.00)%	Current Discount Rate (7.00%)	1.00% Increase (8.00)%
Employer's proportionate share of the Group Life Insurance Program Net OPEB liability	\$ 19,429	\$ 14,867	\$ 11,163

Group Life Insurance Program Fiduciary Net Position

Detailed information about the Group Life Insurance Program's Fiduciary Net Position is available in the separately issued VRS 2018 Comprehensive Annual Financial Report (CAFR). A copy of the 2018 VRS CAFR may be downloaded from the VRS website at <http://www.varetire.org/Pdf/Publications/2018-annual-report.pdf>, or by writing to the System's Chief Financial Officer at P.O. Box 2500, Richmond, VA, 23218-2500.

Payables to the VRS Group Life Insurance OPEB Plan

The university and college reported \$93,545 in payables to the VRS Group Life Insurance OPEB plan.

General Information about the State Employee Health Insurance Credit Program

Plan Description

All full-time, salaried permanent employees of state agencies are automatically covered by the VRS State Employee Health Insurance Credit Program. This plan is administered by the Virginia Retirement System (the system), along with pension and other OPEB plans, for public employer groups in the Commonwealth of Virginia. Members earn one month of service credit toward the benefit for each month they are employed and for which their employer pays contributions to VRS. The health insurance credit is a tax-free reimbursement in an amount set by the General Assembly for each year of service credit against qualified health insurance premiums retirees pay for single coverage, excluding any portion covering the spouse of dependents. The credit cannot exceed the amount of the premiums and ends upon the retiree's death.

The specific information about the State Health Insurance Credit Program OPEB, including eligibility, coverage and benefits is set out in the table below:

STATE EMPLOYEE HEALTH INSURANCE CREDIT PROGRAM (HIC) PLAN PROVISIONS
<p>Eligible Employees</p> <p>The State Employee Retiree Health Insurance Credit Program was established January 1, 1990 for retired state employees covered under VRS, SPORS, VaLORS and JRS who retire with at least 15 years of service credit.</p> <p>Eligible employees are enrolled automatically upon employment. They include:</p> <ul style="list-style-type: none"> • Full-time and part-time permanent salaried state employees covered under VRS, SPORS, VaLORS and JRS.
<p>Benefit Amounts</p> <p>The State Employee Retiree Health Insurance Credit Program provides the following benefits for eligible employees:</p> <ul style="list-style-type: none"> • At Retirement – For State employees who retire with at least 15 years of service credit, the monthly benefit is \$4.00 per year of service per month with no cap on the benefit amount.

- **Disability Retirement** – For State employees, other than state police officers, who retire on disability or go on long-term disability under the Virginia Sickness and Disability Program (VSDP), the monthly benefit is \$120.00 or \$4.00 per year of service, whichever is higher.

For State police officers employees with a non-work-related disability who retire on disability or go on long-term disability under the Virginia Sickness and Disability Program (VSDP) the monthly benefit is \$120.00 or \$4.00 per year of service, whichever is higher.

For State police officers with a work-related disability, there is no benefit provided under the State Employee Retiree Health Insurance Credit Program if the premiums are being paid under the Virginia Line of Duty Act. However, they may receive the credit for premiums paid for other qualified health plans.

Health Insurance Credit Program Notes:

- The monthly Health Insurance Credit benefit cannot exceed the individual's premium amount.
- Employees who retire after being on long-term disability under VSDP must have at least 15 years of service credit to qualify for the Health Insurance Credit as a retiree.

Contributions

The contribution requirement for active employees is governed by §51.1-1400(D) of the *Code of Virginia*, as amended, but may be impacted as a result of funding provided to state agencies by the Virginia General Assembly. Each state agency's contractually required employer contribution rate for the year ended June 30, 2019 was 1.17% of covered employee compensation for employees in the VRS State Employee Health Insurance Credit Program. This rate was based on an actuarially determined rate from an actuarial valuation as of June 30, 2017. The actuarially determined rate was expected to finance the costs of benefits earned by employees during the year, with an additional amount to finance any unfunded accrued liability. Contributions from the university and college to the VRS State Employee Health Insurance Credit Program were \$2,153,476 and \$2,171,883 for the years ended June 30, 2019 and June 30, 2018, respectively.

State Employee Health Insurance Credit Program OPEB Liabilities, State Employee Health Insurance Credit Program OPEB Expense, and Deferred Outflows of Resources and Deferred Inflows of Resources Related to State Employee Health Insurance Credit Program OPEB

At June 30, 2019, the university and college reported a liability of \$25,184,000 for its proportionate share of the VRS State Employee Health Insurance Credit Program Net OPEB Liability. The Net VRS State Employee Health Insurance Credit Program OPEB Liability was measured as of June 30, 2018 and the total VRS State Employee Health Insurance Credit Program OPEB liability used to calculate the Net VRS State Employee Health Insurance Credit Program OPEB Liability was determined by an actuarial valuation as of that date. The university and college's proportion of the Net VRS State Employee Health Insurance Credit Program OPEB Liability was based on the university and college's actuarially determined employer contributions to the VRS State Employee Health Insurance Credit Program OPEB plan for the year ended June 30, 2018 relative to the total of the actuarially determined employer contributions for all participating state employers. At June 30, 2018, the university and college's proportion of the VRS State Employee Health Insurance Credit Program was 2.35% for William & Mary, 0.31% for VIMS, and 0.11% for RBC as compared to 2.32% for William & Mary, 0.32% for VIMS, and 0.11% for RBC at June 30, 2017.

For the year ended June 30, 2019, the university and college recognized VRS State Employee Health Insurance Credit Program OPEB expense of \$2,227,000. Since there was a change in proportionate share between measurement dates, a portion of the VRS State Employee Health Insurance Credit Program Net OPEB expense was related to deferred amounts from changes in proportion.

At June 30, 2019, the university and college reported deferred outflows of resources and deferred inflows of resources related to the VRS State Employee Health Insurance Credit Program OPEB from the following sources:

	Deferred Outflows of Resources	Deferred Inflows of Resources
Differences between expected and actual experience	20,000	-
Net difference between projected and actual earnings on State HIC OPEB plan investments	-	42,000
Change in assumptions	-	229,000
Changes in proportionate share	498,000	162,000
Employer contributions subsequent to the measurement date	2,153,476	-
Total	<u>\$ 2,671,476</u>	<u>\$ 433,000</u>

The university and college had \$2,153,476 reported as deferred outflows of resources related to the State Employee HIC OPEB resulting from the university and college's contributions subsequent to the measurement date that will be recognized as a reduction of the Net State Employee HIC OPEB Liability in the fiscal year ending June 30, 2020. Other amounts reported as deferred outflows of resources and deferred inflows of resources related to the State Employee HIC OPEB will be recognized in the State Employee HIC OPEB expense in future reporting periods as follows:

Year ended June 30

(\$thousands)

FY 2020	\$ 12
FY 2021	\$ 12
FY 2022	\$ 12
FY 2023	\$ 27
FY 2024	\$ 24
Thereafter	\$ (2)

Actuarial Assumptions

The total State Employee HIC OPEB liability for the VRS State Employee Health Insurance Credit Program was based on an actuarial valuation as of June 30, 2017, using the Entry Age Normal actuarial cost method and the following assumptions, applied to all periods included in the measurement and rolled forward to the measurement date of June 30, 2018.

Inflation	2.5 percent
Salary increases, including inflation –	
General state employees	3.5 percent – 5.35 percent
SPORS employees	3.5 percent – 4.75 percent
VaLORS employees	3.5 percent – 4.75 percent
JRS employees	4.5 percent

Investment rate of return

7.0 percent, net of plan investment expenses, including inflation*

* Administrative expenses as a percent of the market value of assets for the last experience study were found to be approximately 0.06% of the assets for all of the VRS plans. This would provide an assumed investment return rate for GASB purposes of slightly more than the assumed 7.0%. However, since the difference was minimal, and a more conservative 7.0% investment return assumption provided a projected plan net position that exceeded the projected benefit payments, the long-term expected rate of return on investments was assumed to be 7.0% to simplify preparation of the OPEB liabilities.

Mortality rates – General State Employees

Pre-Retirement:

RP-2014 Employee Rates to age 80, Healthy Annuitant Rates to 81 and older projected with Scale BB to 2020; males set back 1 year, 85% of rates; females set back 1 year.

Post-Retirement:

RP-2014 Employee Rates to age 49, Healthy Annuitant Rates at ages 50 and older projected with Scale BB to 2020; males set forward 1 year; females set back 1 year with 1.5% increase compounded from ages 70 to 85.

Post-Disablement:

RP-2014 Disability Life Mortality Table projected with scale BB to 2020; males 115% of rates; females 130% of rates.

The actuarial assumptions used in the June 30, 2017 valuation were based on the results of an actuarial experience study for the period from July 1, 2012 through June 30, 2016. Changes to the actuarial assumptions as a result of the experience study are as follows:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020
Retirement Rates	Lowered rates at older ages and changed final retirement from 70 to 75
Withdrawal Rates	Adjusted rates to better fit experience at each year age and service through 9 years of service
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Increased rate from 14% to 25%

Mortality rates – SPORS Employees

Pre-Retirement:

RP-2014 Employee Rates to age 80, Healthy Annuitant Rates to 81 and older projected with Scale BB to 2020; males 90% of rates; females set forward 1 year.

Post-Retirement:

RP-2014 Employee Rates to age 49, Healthy Annuitant Rates at ages 50 and older projected with Scale BB to 2020; males set forward 1 year with 1.0% increase compounded from ages 70 to 90; females set forward 3 years.

Post-Disablement:

RP-2014 Disability Life Mortality Table projected with scale BB to 2020; males set forward 2 years; unisex using 100% male.

The actuarial assumptions used in the June 30, 2017 valuation were based on the results of an actuarial experience study for the period from July 1, 2012 through June 30, 2016. Changes to the actuarial assumptions as a result of the experience study are as follows:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020 and reduced margin for future improvement in accordance with experience
Retirement Rates	Increased age 50 rates and lowered rates at older ages
Withdrawal Rates	Adjusted rates to better fit experience
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Increased rate from 60% to 85%

Mortality rates – VaLORS Employees

Pre-Retirement:

RP-2014 Employee Rates to age 80, Healthy Annuitant Rates to 81 and older projected with Scale BB to 2020; males 90% of rates; females set forward 1 year.

Post-Retirement:

RP-2014 Employee Rates to age 49, Healthy Annuitant Rates at ages 50 and older projected with Scale BB to 2020; males set forward 1 year with 1.0% increase compounded from ages 70 to 90; females set forward 3 years.

Post-Disablement:

RP-2014 Disability Life Mortality Table projected with scale BB to 2020; males set forward 2 years; unisex using 100% male.

The actuarial assumptions used in the June 30, 2017 valuation were based on the results of an actuarial experience study for the period from July 1, 2012 through June 30, 2016. Changes to the actuarial assumptions as a result of the experience study are as follows:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020 and reduced margin for future improvement in accordance with experience
Retirement Rates	Increased age 50 rates and lowered rates at older ages
Withdrawal Rates	Adjusted rates to better fit experience at each year age and service through 9 years of service
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Decreased rate from 50% to 35%

Mortality rates – JRS Employees

Pre-Retirement:

RP-2014 Employee Rates to age 80, Healthy Annuitant Rates at ages 81 and older projected with scale BB to 2020; males set back 1 year, 85% of rates; females set back 1 year.

Post-Retirement:

RP-2014 Employee Rates to age 49, Healthy Annuitant Rates at ages 50 and older projected with scale BB to 2020; males set forward 1 year; females set back 1 year with 1.5% compounding increase from ages 70 to 85.

Post-Disablement:

RP-2014 Disability Mortality Rates projected with Scale BB to 2020; males 115% of rates; females 130% of rates.

The actuarial assumptions used in the June 30, 2017 valuation were based on the results of an actuarial experience study for the four-year period from July 1, 2012 through June 30, 2016. Changes to the actuarial assumptions as a result of the experience study are as follows:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020
Retirement Rates	Decreased rates at first retirement eligibility
Withdrawal Rates	No change
Disability Rates	Removed disability rates
Salary Scale	No change

Net State Employee HIC OPEB Liability

The net OPEB liability (NOL) for the State Employee Health Insurance Credit Program represents the program's total OPEB liability determined in accordance with GASB Statement No. 74, less the associated fiduciary net position. As of June 30, 2018, NOL amounts for the VRS State Employee Health Insurance Credit Program is as follows (amounts expressed in thousands):

	State Employee HIC OPEB Plan
Total State Employee HIC OPEB Liability	\$ 1,008,184
Plan Fiduciary Net Position	<u>95,908</u>
State Employee net HIC OPEB Liability (Asset)	<u>\$ 912,276</u>
Plan Fiduciary Net Position as a Percentage of the Total State Employee HIC OPEB Liability	9.51%

The total State Employee HIC OPEB liability is calculated by the System's actuary, and the plan's fiduciary net position is reported in the System's financial statements. The net State Employee HIC OPEB liability is disclosed in accordance with the requirements of GASB Statement No. 74 in the System's notes to the financial statements and required supplementary information.

Long-Term Expected Rate of Return

The long-term expected rate of return on VRS System investments was determined using a log-normal distribution analysis in which best-estimate ranges of expected future real rates of return (expected returns, net of VRS System investment expense and inflation) are developed for each major asset class. These ranges are combined to produce the long-term expected rate of return by weighting the expected future real rates of return by the target asset allocation percentage and by adding expected inflation. The target asset allocation and best estimate of arithmetic real rates of return for each major asset class are summarized in the following table:

Asset Class (Strategy)	Target Allocation	Arithmetic Long-Term Expected Rate of Return	Weighted Average Long-Term Expected Rate of Return
Public Equity	40.00%	4.54%	1.82%
Fixed Income	15.00%	0.69%	0.10%
Credit Strategies	15.00%	3.96%	0.59%
Real Assets	15.00%	5.76%	0.86%
Private Equity	15.00%	9.53%	1.43%
Total	<u>100.00%</u>		<u>4.80%</u>
	Inflation		<u>2.50%</u>
	* Expected arithmetic nominal return		<u>7.30%</u>

* The above allocation provides a one-year return of 7.30%. However, one-year returns do not take into account the volatility present in each of the asset classes. In setting the long-term expected return for the system, stochastic projections are employed to model future returns under various economic conditions. The results provide a range of returns over various time periods that ultimately provide a median return of 6.83%, including expected inflation of 2.50%.

Discount Rate

The discount rate used to measure the total State Employee HIC OPEB was 7.00%. The projection of cash flows used to determine the discount rate assumed that employer contributions will be made in accordance with the VRS funding policy at rates equal to the actuarially determined contribution rates adopted by the VRS Board of Trustees. Through the fiscal year ending June 30, 2018, the rate contributed by the state agency for the VRS State Employee Health Insurance Credit Program will be subject to the portion of the VRS Board-certified rates that are funded by the Virginia General Assembly, which was 100% of the actuarially determined contribution rate. From July 1, 2018 on, all agencies are assumed to continue to contribute 100% of the actuarially determined contribution rates. Based on those assumptions, the State Employee HIC OPEB plan's fiduciary net position was projected to be available to make all projected future benefit payments of current active and inactive employees. Therefore the long-term expected rate of return was applied to all periods of projected benefit payments to determine the total State Employee HIC OPEB liability.

Sensitivity of the University and College's Proportionate Share of the State Employee HIC Net OPEB Liability to Changes in the Discount Rate

The following presents the university and college's proportionate share of the VRS State Employee Health Insurance Credit Program net HIC OPEB liability using the discount rate of 7.00%, as well as what the university and college's proportionate share of the net HIC OPEB liability would be if it were calculated using a discount rate that is one percentage point lower (6.00%) or one percentage point higher (8.00%) than the current rate:

(\$thousands)	1.00% Decrease (6.00%)	Current Discount Rate (7.00%)	1.00% Increase (8.00%)
State agency's proportionate share of the VRS State Employee HIC OPEB Plan	\$ 27,850	\$ 25,184	\$ 22,891
Net HIC OPEB Liability			

State Employee HIC OPEB Fiduciary Net Position

Detailed information about the VRS State Employee Health Insurance Credit Program's Fiduciary Net Position is available in the separately issued VRS 2018 Comprehensive Annual Financial Report (CAFR). A copy of the 2018 VRS CAFR may be downloaded from the VRS website at <http://www.varetire.org/Pdf/Publications/2018-annual-report.pdf>, or by writing to the System's Chief Financial Officer at P.O. Box 2500, Richmond, VA, 23218-2500.

Payables to the State Employee Health Insurance Credit Program OPEB Plan

The university and college reported \$85,652 in payables to the Health Insurance Credit Program OPEB Plan.

General Information about the VRS Disability Insurance Program

Plan Description

All full-time and part-time permanent salaried state employees who are covered under the Virginia Retirement System (VRS), the State Police Officers' Retirement System (SPORS), or the Virginia Law Officers' Retirement System (VaLORS) hired on or after January 1, 1999 are automatically covered by the Disability Insurance Program (VSDP) upon employment. The Disability Insurance Program also covers state employees hired before January 1, 1999 who elected to transfer to VSDP rather than retain their eligibility to be considered for disability retirement. This plan is administered by the Virginia Retirement System (the System), along with pensions and other OPEB plans, for public employer groups in the Commonwealth of Virginia.

The specific information for Disability Insurance Program OPEB, including eligibility, coverage and benefits is set out in the table below:

DISABILITY INSURANCE PROGRAM (VSDP) PLAN PROVISIONS
<p>Eligible Employees</p> <p>The Virginia Sickness and Disability Program (VSDP), also known as the Disability Insurance Trust Fund was established January 1, 1999 to provide short-term and long-term disability benefits for non-work-related and work-related disabilities.</p> <p>Eligible employees are enrolled automatically upon employment. They include:</p> <ul style="list-style-type: none"> • Full-time and part-time permanent salaried state employees covered under VRS, SPORS and VaLORS (members new to VaLORS following its creation on October 1, 1999, have been enrolled since the inception of VSDP). • State employees hired before January 1, 1999, who elected to transfer to VSDP rather than retain their eligibility to be considered for VRS disability retirement. • Public college and university faculty members who elect the VRS defined benefit plan. They may participate in VSDP or their institution's disability program, if offered. If the institution does not offer the program or the faculty member does not make an election, he or she is enrolled in VSDP.

Benefit Amounts

The Virginia Sickness and Disability Program (VSDP) provides the following benefits for eligible employees:

- **Leave** – Sick, family and personal leave. Eligible leave benefits are paid by the employer.
- **Short-Term Disability** – The program provides a short-term disability benefit beginning after a seven-calendar-day waiting period from the first day of disability. The benefit provides income replacement beginning at 100% of the employee's pre-disability income, reducing to 80% and then 60% based on the period of the disability and the length of service of the employee. Short-term disability benefits are paid by the employer.
- **Long-Term Disability (LTD)** – The program provides a long-term disability benefit beginning after 125 workdays of short-term disability and continuing until the employee reaches his or her normal retirement age. The benefit provides income replacement of 60% of the employee's pre-disability income. If an employee becomes disabled within five years of his or her normal retirement age, the employee will receive up to five years of VSDP benefits, provided he or she remains medically eligible. Long-term disability benefits are paid for by the Virginia Disability Insurance Program (VSDP) OPEB Plan.
- **Income Replacement Adjustment** – The program provides for an income replacement adjustment to 80% for catastrophic conditions.
- **VSDP Long-Term Care Plan** – The program also includes a self-funded long-term care plan that assists with the cost of covered long-term care services.

Disability Insurance Program (VSDP) Plan Notes:

- Employees hired or rehired on or after July 1, 2009, must satisfy eligibility periods before becoming eligible for non-work-related short-term disability benefits and certain income-replacement levels.
- A state employee who is approved for VSDP benefits on or after the date that is five years prior to his or her normal retirement date is eligible for up five years of VSDP benefits.
- Employees on work-related short-term disability receiving only a workers' compensation payment may be eligible to purchase service credit for this period if retirement contributions are not being withheld from the workers' compensation payment. The rate will be based on 5.00% of the employee's compensation.

Cost-of-Living Adjustment (COLA)

- During periods an employee receives long-term disability benefits, the LTD benefit may be increased annually by an amount recommended by the actuary and approved by the Board.
 - Plan 1 employees vested as of 1/1/2013 – 100% of the VRS Plan 1 COLA (The first 3% increase in the Consumer Price Index for all Urban Consumers (CPI-U) and half of any additional increase (up to 4%) up to a maximum COLA of 5%).
 - Plan 1 employee non-vested as of 1/1/2013, Plan 2 and Hybrid Plan employees – 100% of the VRS Plan 2 and Hybrid COLA (The first 2% increase in the Consumer Price Index for all Urban Consumers (CPI-U) and half of any additional increase (up to 2%) up to a maximum COLA of 3%).
- For participating full-time employees taking service retirement, the creditable compensation may be increased annually by an amount recommended by the actuary and approved by the Board, from the date of the commencement of the disability to the date of retirement.
 - 100% of the increase in the pay over the previous plan year for continuing VSDP members in the State, SPORS and VaLORS Plans, with a maximum COLA of 4.00%
- For participating full-time employees receiving supplemental (work-related) disability benefits, the creditable compensation may be increased annually by an amount recommended by the actuary and approved by the Board, from the date of the commencement of the disability to the

date of retirement

- 100% of the increase in the pay over the previous plan year for continuing VSDP members in the State, SPORS and VaLORS Plans, with a maximum COLA of 4.00%.

Contributions

The contribution requirements for the Disability Insurance Program (VSDP) are governed by §51.1-1140 of the *Code of Virginia*, as amended, but may be impacted as a result of funding provided to state agencies by the Virginia General Assembly. Each employer's contractually required employer contribution rate for the Disability Insurance Program (VSDP) for the year ended June 30, 2019 was 0.62% of covered employee compensation. This rate was based on an actuarially determined rate from an actuarial valuation as of June 30, 2017. The actuarially determined rate was expected to finance the costs of benefits payable during the year, with an adjustment to amortize the accrued OPEB assets. Contributions to the Disability Insurance Program (VSDP) from the entity were \$403,834 and \$415,658 for the years ended June 30, 2019 and June 30, 2018, respectively.

Disability Insurance Program (VSDP) OPEB Liabilities (Assets), VSDP OPEB Expense, and Deferred Outflows of Resources and Deferred Inflows of Resources Related to the VSDP OPEB

At June 30, 2019, the university and college reported an asset of \$2,969,000 for its proportionate share of the Net VSDP OPEB Asset. The Net VSDP OPEB Asset was measured as of June 30, 2018 and the total VSDP OPEB liability used to calculate the Net VSDP OPEB Asset was determined by an actuarial valuation as of that date. The university and college's proportion of the Net VSDP OPEB Asset was based on the university and college's actuarially determined employer contributions to the VSDP OPEB plan for the year ended June 30, 2018 relative to the total of the actuarially determined employer contributions for all participating employers. At June 30, 2018, the university and college's proportion was 1.05% for William & Mary, 0.22% for VIMS, and 0.05% for RBC as compared to 1.14% for William & Mary, 0.22% for VIMS, and 0.04% for RBC at June 30, 2017.

For the year ended June 30, 2019, the university and college recognized VSDP OPEB expense of \$203,000. Since there was a change in proportionate share between measurement dates, a portion of the VSDP OPEB expense was related to deferred amounts from changes in proportion.

At June 30, 2019, the university and college reported deferred outflows of resources and deferred inflows of resources related to the VSDP OPEB from the following sources:

	Deferred Outflows of Resources	Deferred Inflows of Resources
Differences between expected and actual experience	-	127,000
Net difference between projected and actual earnings on VSDP OPEB plan investments	-	175,000
Change in assumptions	-	175,000
Changes in proportion	277,000	19,000
Employer contributions subsequent to the measurement date	403,834	-
Total	<u>\$ 680,834</u>	<u>\$ 496,000</u>

The university and college had \$392,337 reported as deferred outflows of resources related to the VSDP OPEB resulting from the university and college's contributions subsequent to the measurement date that will be recognized as an adjustment of the Net VSDP OPEB Asset in the Fiscal Year ending June 30, 2020. Other amounts reported as deferred outflows of resources and deferred inflows of resources related to the VSDP OPEB will be recognized in VSDP OPEB expense in future reporting periods as follows:

Year ended June 30

(\$thousands)

FY 2020	\$	(67)
FY 2021	\$	(65)
FY 2022	\$	(65)
FY 2023	\$	(11)
FY 2024	\$	(7)
Thereafter	\$	(4)

Actuarial Assumptions

The total VSDP OPEB liability was based on an actuarial valuation as of June 30, 2017, using the Entry Age Normal actuarial cost method and the following assumptions, applied to all periods included in the measurement and rolled forward to the measurement date of June 30, 2018.

Inflation	2.5 percent
Salary increases, including	
Inflation – General state employees	3.5 percent – 5.35 percent
SPORS employees	3.5 percent – 4.75 percent
VaLORS employees	3.5 percent – 4.75 percent
Investment rate of return	7.0 Percent, net of OPEB plan investment expenses, including inflation*

* Administrative expenses as a percent of the market value of assets for the last experience study were found to be approximately 0.06% of the market assets for all of the VRS plans. This would provide an assumed investment return rate for GASB purposes of slightly more than the assumed 7.0%. However, since the difference was minimal, and a more conservative 7.0% investment return assumption provided a projected plan net position that exceeded the projected benefit payments, the long-term expected rate of return on investments was assumed to be 7.0% to simplify preparation of OPEB liabilities.

Mortality rates – General State Employees

Pre-Retirement:

RP-2014 Employee Rates to age 80, Healthy Annuitant Rates to 81 and older projected with Scale BB to 2020; males set back 1 year, 85% of rates; females set back 1 year.

Post-Retirement:

RP-2014 Employee Rates to age 49, Healthy Annuitant Rates at ages 50 and older projected with Scale BB to 2020; males set forward 1 year; females set back 1 year with 1.5% increase compounded from ages 70 to 85.

Post-Disablement:

RP-2014 Disability Life Mortality Table projected with scale BB to 2020; males 115% of rates; females 130% of rates.

The actuarial assumptions used in the June 30, 2017 valuation were based on the results of an actuarial experience study for the period from July 1, 2012 through June 30, 2016. Changes to the actuarial assumptions as a result of the experience study are as follows:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020
Retirement Rates	Lowered rates at older ages and changed final retirement from 70 to 75
Withdrawal Rates	Adjusted rates to better fit experience at each year age and service through 9 years of service
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Increased rate from 14% to 25%

Mortality rates – SPORS Employees

Pre-Retirement:

RP-2014 Employee Rates to age 80, Healthy Annuitant Rates to 81 and older projected with Scale BB to 2020; males 90% of rates; females set forward 1 year.

Post-Retirement:

RP-2014 Employee Rates to age 49, Healthy Annuitant Rates at ages 50 and older projected with Scale BB to 2020; males set forward 1 year with 1.0% increase compounded from ages 70 to 90; females set forward 3 years.

Post-Disablement:

RP-2014 Disability Life Mortality Table projected with scale BB to 2020; males set forward 2 years; unisex using 100% male.

The actuarial assumptions used in the June 30, 2017 valuation were based on the results of an actuarial experience study for the period from July 1, 2012 through June 30, 2016. Changes to the actuarial assumptions as a result of the experience study are as follows:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020 and reduced margin for future improvement in accordance with experience
Retirement Rates	Increased age 50 rates and lowered rates at older ages
Withdrawal Rates	Adjusted rates to better fit experience
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Increased rate from 60% to 85%

Mortality rates – VaLORS Employees

Pre-Retirement:

RP-2014 Employee Rates to age 80, Healthy Annuitant Rates to 81 and older projected with Scale BB to 2020; males 90% of rates; females set forward 1 year.

Post-Retirement:

RP-2014 Employee Rates to age 49, Healthy Annuitant Rates at ages 50 and older projected with Scale BB to 2020; males set forward 1 year with 1.0% increase compounded from ages 70 to 90; females set forward 3 years.

Post-Disablement:

RP-2014 Disability Life Mortality Table projected with scale BB to 2020; males set forward 2 years; unisex using 100% male.

The actuarial assumptions used in the June 30, 2017 valuation were based on the results of an actuarial experience study for the period from July 1, 2012 through June 30, 2016. Changes to the actuarial assumptions as a result of the experience study are as follows:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020 and reduced margin for future improvement in accordance with experience
Retirement Rates	Increased age 50 rates and lowered rates at older ages
Withdrawal Rates	Adjusted rates to better fit experience at each year age and service through 9 years of service
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Decreased rate from 50% to 35%

Net VSDP OPEB Liability (Asset)

The net OPEB asset (NOA) for the Disability Insurance Program (VSDP) represents the program's total OPEB liability determined in accordance with GASB Statement No. 74, less the associated fiduciary net position. As of the Measurement Date of June 30, 2018, NOA amounts for the Disability Insurance Program (VSDP) are as follows (amounts expressed in thousands):

	<u>Disability Insurance Program</u>
Total VSDP OPEB Liability	\$ 237,733
Plan Fiduciary Net Position	<u>462,961</u>
Employers' Net OPEB Liability (Asset)	<u>(\$ 225,228)</u>
Plan Fiduciary Net Position as a Percentage of the Total VSDP OPEB Liability	194.74%

The total VSDP OPEB liability is calculated by the System's actuary, and each plan's fiduciary net position is reported in the System's financial statements. The net OPEB asset is disclosed in accordance with the requirements of GASB Statement No. 74 in the System's notes to the financial statements and required supplementary information.

Long-Term Expected Rate of Return

The long-term expected rate of return on System investments was determined using a log-normal distribution analysis in which best-estimate ranges of expected future real rates of return (expected returns, net of VRS System investment expense and inflation) are developed for each major asset class. These ranges are combined to produce the long-term expected rate of return by weighting the expected future real rates of return by the target asset allocation percentage and by adding expected inflation. The target asset allocation and best estimate of arithmetic real rates of return for each major asset class are summarized in the following table:

Asset Class (Strategy)	Target Allocation	Arithmetic Long-Term Expected Rate of Return	Weighted Average Long-Term Expected Rate of Return
Public Equity	40.00%	4.54%	1.82%
Fixed Income	15.00%	0.69%	0.10%
Credit Strategies	15.00%	3.96%	0.59%
Real Assets	15.00%	5.76%	0.86%
Private Equity	15.00%	9.53%	1.43%
Total	<u>100.00%</u>		<u>4.80%</u>
	Inflation		<u>2.50%</u>
	* Expected arithmetic nominal return		<u>7.30%</u>

* The above allocation provides a one-year return of 7.30%. However, one-year returns do not take into account the volatility present in each of the asset classes. In setting the long-term expected return for the system, stochastic projections are employed to model future returns under various economic conditions. The results provide a range of returns over various time periods that ultimately provide a median return of 6.83%, including expected inflation of 2.50%.

Discount Rate

The discount rate used to measure the total VSDP OPEB liability was 7.00%. The projection of cash flows used to determine the discount rate assumed that employer contributions will be made per the VRS Statutes and that they will be made in accordance with the VRS funding policy and at rates equal to the actuarially determined contribution rates

adopted by the VRS Board of Trustees. Through the fiscal year ending June 30, 2018, the rate contributed by participating employers to the VSDP OPEB Program will be subject to the portion of the VRS Board-certified rates that are funded by the Virginia General Assembly which was 100% of the actuarially determined contribution rate. From July 1, 2018 on, participating employers are assumed to continue to contribute 100% of the actuarially determined contribution rates. Based on those assumptions, the VSDP OPEB Program's fiduciary net position was projected to be available to make all projected future benefit payments of current active and inactive employees. Therefore the long-term expected rate of return was applied to all periods of projected benefit payments to determine the total VSDP OPEB liability.

Sensitivity of the University and College's Proportionate Share of the Net VSDP OPEB Asset to Changes in the Discount Rate

The following presents the university and college's proportionate share of the net VSDP OPEB asset using the discount rate of 7.00%, as well as what the university and college's proportionate share of the net VSDP OPEB asset would be if it were calculated using a discount rate that is one percentage point lower (6.00%) or one percentage point higher (8.00%) than the current rate:

(\$thousands)	1.00% Decrease (6.00%)	Current Discount Rate (7.00%)	1.00% Increase (8.00%)
Employer's proportionate share of the total VSDP Net OPEB Liability (Asset)	\$ (2,862)	\$ (2,969)	\$ (3,060)

VSDP OPEB Fiduciary Net Position

Detailed information about the Disability Insurance Program (VSDP) Fiduciary Net Position is available in the separately issued VRS 2018 Comprehensive Annual Financial Report (CAFR). A copy of the 2018 VRS CAFR may be downloaded from the VRS website at <http://www.varetire.org/Pdf/Publications/2018-annual-report.pdf>, or by writing to the System's Chief Financial Officer at P.O. Box 2500, Richmond, VA, 23218-2500.

Payables to the Disability Insurance Program (VSDP) OPEB Plan

The university and college reported \$6,170 in payables to the VSDP OPEB Plan.

General Information about the Line of Duty Act Program

Plan Description

All paid employees and volunteers in hazardous duty positions in Virginia localities and hazardous duty employees who are covered under the Virginia Retirement System (VRS), the State Police Officers' Retirement System (SPORS), or the Virginia Law Officers' Retirement System (VaLORS) are automatically covered by the Line of Duty Act Program (LODA). As required by statute, the Virginia Retirement System (the System) is responsible for managing the assets of the program. Participating employers made contributions to the program beginning in FY 2012. The employer contributions are determined by the System's actuary using anticipated program costs and the number of covered individuals associated with all participating employers.

The specific information for Disability Insurance Program OPEB, including eligibility, coverage and benefits is set out in the table below:

LINE OF DUTY ACT PROGRAM (LODA) PLAN PROVISIONS

Eligible Employees

The eligible employees of the Line of Duty Act Program (LODA) are paid employees and volunteers in hazardous duty positions in Virginia localities and hazardous duty employees who are covered under the Virginia Retirement System (VRS), the State Police Officers' Retirement System (SPORS), or the Virginia Law Officers' Retirement System (VaLORS).

Benefit Amounts

The Line of Duty Act Program (LODA) provides death and health insurance benefits for eligible individuals:

- **Death** – The Line of Duty Act program death benefit is a one-time payment made to the beneficiary or beneficiaries of a covered individual. Amounts vary as follows:
 - \$100,000 when a death occurs as the direct or proximate result of performing duty as of January 1, 2006, or after.
 - \$25,000 when the cause of death is attributed to one of the applicable presumptions and occurred earlier than five years after the retirement date.
 - An additional \$20,000 benefit is payable when certain members of the National Guard and U.S. military reserves are killed in action in any armed conflict on or after October 7, 2001.
- **Health Insurance** – The Line of Duty Act program provides health insurance benefits.
 - Prior to July 1, 2017, these benefits were managed through the various employer plans and maintained the benefits that existed prior to the employee's death or disability. These premiums were reimbursed to the employer by the LODA program.
 - Beginning July 1, 2017, the health insurance benefits are managed through the Virginia Department of Human Resource Management (DHRM). The health benefits are modeled after the State Employee Health Benefits Program plans and provide consistent, premium-free continued health plan coverage for LODA-eligible disabled individuals, survivors and family members. Individuals receiving the health insurance benefits must continue to meet eligibility requirements as defined by the Line of Duty Act.

Contributions

The contribution requirements for the Line of Duty Act Program (LODA) are governed by §9.1-400.1 of the *Code of Virginia*, as amended, but may be impacted as a result of funding provided to state agencies by the Virginia General Assembly. Each employer's contractually required employer contribution rate for the Line of Duty Act Program (LODA) for the year ended June 30, 2019 was \$705.77 per covered full-time-equivalent employee. This rate was based on an actuarially determined rate from an actuarial valuation as of June 30, 2017 and represents the pay-as-you-go funding rate and not the full actuarial cost of the benefits under the program. The actuarially determined pay-as-you-go rate was expected to finance the costs and related expenses of benefits payable during the year. Contributions to the Line of Duty Act Program (LODA) from the university and college were \$15,527 and \$14,184 for the years ended June 30, 2019 and June 30, 2018, respectively.

Line of Duty Act Program (LODA) OPEB Liabilities, LODA OPEB Expense, and Deferred Outflows of Resources and Deferred Inflows of Resources Related to the LODA OPEB

At June 30, 2019, the university and college reported a liability of \$418,000 for its proportionate share of the Net LODA OPEB Liability. The Net LODA OPEB Liability was measured as of June 30, 2018 and the total LODA OPEB liability used to calculate the Net LODA OPEB Liability was determined by an actuarial valuation as of that date. The university and college's proportion of the Net LODA OPEB Liability was based on the university and college's actuarially determined pay-as-you-go employer contributions to the LODA OPEB plan for the year ended June 30, 2018

relative to the total of the actuarially determined pay-as-you-go employer contributions for all participating employers. At June 30, 2018, the university and college's proportion was 0.07% for William & Mary, and 0.06% for RBC as compared to 0.08% for William & Mary, and 0.04% for RBC at June 30, 2017.

For the year ended June 30, 2019, the university and college recognized LODA OPEB expense of \$38,000. Since there was a change in proportionate share between measurement dates, a portion of the LODA OPEB expense was related to deferred amounts from changes in proportion.

At June 30, 2019, the university and college reported deferred outflows of resources and deferred inflows of resources related to the LODA OPEB from the following sources:

	Deferred Outflows of Resources	Deferred Inflows of Resources
Differences between expected and actual experience	60,000	1,000
Net difference between projected and actual earnings on LODA OPEB plan investments	-	1,000
Change in assumptions	-	48,000
Changes in proportion	56,000	25,000
Employer contributions subsequent to the measurement date	15,527	-
Total	<u>\$ 131,527</u>	<u>\$ 75,000</u>

The university and college had \$15,527 reported as deferred outflows of resources related to the LODA OPEB resulting from the entity's contributions subsequent to the measurement date that will be recognized as a reduction of the Net LODA OPEB Liability in the Fiscal Year ending June 30, 2020. Other amounts reported as deferred outflows of resources and deferred inflows of resources related to the LODA OPEB will be recognized in LODA OPEB expense in future reporting periods as follows:

Year ended June 30

(\$thousands)

FY 2020	\$	5
FY 2021	\$	5
FY 2022	\$	5
FY 2023	\$	6
FY 2024	\$	6
Thereafter	\$	14

Actuarial Assumptions

The total LODA OPEB liability was based on an actuarial valuation as of June 30, 2017, using the Entry Age Normal actuarial cost method and the following assumptions, applied to all periods included in the measurement and rolled forward to the measurement date of June 30, 2018.

Inflation	2.50 percent
Salary increases, including Inflation –	
General state employees	3.50 percent – 5.35 percent
SPORS employees	3.50 percent – 4.75 percent
VaLORS employees	3.50 percent – 4.75 percent
Locality employees	3.50 percent – 4.75 percent
Medical cost trend rates assumption –	
Under age 65	7.75 percent – 5.00 percent
Ages 65 and older	5.75 percent – 5.00 percent
Year of ultimate trend rate	Fiscal year ended 2024
Investment rate of return	3.89 Percent, net of OPEB plan Investment expenses, including inflation*

* Administrative expenses as a percent of the market value of assets for the last experience study were found to be approximately 0.06% of the market assets for all of the VRS plans. This would provide an assumed investment return rate for GASB purposes of slightly more than the assumed 3.89%. However, since the difference was minimal, a more conservative 3.89% investment return assumption has been used. Since LODA is funded on a current-disbursement basis, the assumed annual rate of return of 3.89% was used since it approximates the risk-free rate of return.

Mortality rates – General State Employees

Pre-Retirement:

RP-2014 Employee Rates to age 80, Healthy Annuitant Rates to 81 and older projected with Scale BB to 2020; males set back 1 year, 85% of rates; females set back 1 year.

Post-Retirement:

RP-2014 Employee Rates to age 49, Healthy Annuitant Rates at ages 50 and older projected with Scale BB to 2020; males set forward 1 year; females set back 1 year with 1.5% increase compounded from ages 70 to 85.

Post-Disablement:

RP-2014 Disability Life Mortality Table projected with scale BB to 2020; males 115% of rates; females 130% of rates.

The actuarial assumptions used in the June 30, 2017 valuation were based on the results of an actuarial experience study for the period from July 1, 2012 through June 30, 2016. Changes to the actuarial assumptions as a result of the experience study are as follows:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020
Retirement Rates	Lowered rates at older ages and changed final retirement from 70 to 75

Withdrawal Rates	Adjusted rates to better fit experience at each year age and service through 9 years of service
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Increased rate from 14% to 25%

Mortality rates – SPORS Employees

Pre-Retirement:

RP-2014 Employee Rates to age 80, Healthy Annuitant Rates to 81 and older projected with Scale BB to 2020; males 90% of rates; females set forward 1 year.

Post-Retirement:

RP-2014 Employee Rates to age 49, Healthy Annuitant Rates at ages 50 and older projected with Scale BB to 2020; males set forward 1 year with 1.0% increase compounded from ages 70 to 90; females set forward 3 years.

Post-Disablement:

RP-2014 Disability Life Mortality Table projected with scale BB to 2020; males set forward 2 years; unisex using 100% male.

The actuarial assumptions used in the June 30, 2017 valuation were based on the results of an actuarial experience study for the period from July 1, 2012 through June 30, 2016. Changes to the actuarial assumptions as a result of the experience study are as follows:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020 and reduced margin for future improvement in accordance with experience
Retirement Rates	Increased age 50 rates and lowered rates at older ages
Withdrawal Rates	Adjusted rates to better fit experience
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Increased rate from 60% to 85%

Mortality rates – VaLORS Employees

Pre-Retirement:

RP-2014 Employee Rates to age 80, Healthy Annuitant Rates to 81 and older projected with Scale BB to 2020; males 90% of rates; females set forward 1 year.

Post-Retirement:

RP-2014 Employee Rates to age 49, Healthy Annuitant Rates at ages 50 and older projected with Scale BB to 2020; males set forward 1 year with 1.0% increase compounded from ages 70 to 90; females set forward 3 years.

Post-Disablement:

RP-2014 Disability Life Mortality Table projected with scale BB to 2020; males set forward 2 years; unisex using 100% male.

The actuarial assumptions used in the June 30, 2017 valuation were based on the results of an actuarial experience study for the period from July 1, 2012 through June 30, 2016. Changes to the actuarial assumptions as a result of the experience study are as follows:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020 and reduced margin for future improvement in accordance with experience
Retirement Rates	Increased age 50 rates and lowered rates at older ages
Withdrawal Rates	Adjusted rates to better fit experience at each year age and service through 9 years of service
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Decreased rate from 50% to 35%

Mortality rates – Largest Ten Locality Employers With Public Safety Employees

Pre-Retirement:

RP-2014 Employee Rates to age 80, Healthy Annuitant Rates to 81 and older projected with Scale BB to 2020; males 90% of rates; females set forward 1 year.

Post-Retirement:

RP-2014 Employee Rates to age 49, Healthy Annuitant Rates at ages 50 and older projected with Scale BB to 2020; males set forward 1 year with 1.0% increase compounded from ages 70 to 90; females set forward 3 years.

Post-Disablement:

RP-2014 Disability Life Mortality Table projected with scale BB to 2020; males set forward 2 years; unisex using 100% male.

The actuarial assumptions used in the June 30, 2017 valuation were based on the results of an actuarial experience study for the period from July 1, 2012 through June 30, 2016. Changes to the actuarial assumptions as a result of the experience study are as follows:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020
Retirement Rates	Lowered retirement rates at older ages
Withdrawal Rates	Adjusted termination rates to better fit experience at each age and service year
Disability Rates	Increased disability rates
Salary Scale	No change
Line of Duty Disability	Increased rate from 60% to 70%

Mortality rates – Non- Largest Ten Locality Employers With Public Safety Employees

Pre-Retirement:

RP-2014 Employee Rates to age 80, Healthy Annuitant Rates to 81 and older projected with Scale BB to 2020; males 90% of rates; females set forward 1 year.

Post-Retirement:

RP-2014 Employee Rates to age 49, Healthy Annuitant Rates at ages 50 and older projected with Scale BB to 2020; males set forward 1 year with 1.0% increase compounded from ages 70 to 90; females set forward 3 years.

Post-Disablement:

RP-2014 Disability Life Mortality Table projected with scale BB to 2020; males set forward 2 years; unisex using 100% male.

The actuarial assumptions used in the June 30, 2017 valuation were based on the results of an actuarial experience study for the period from July 1, 2012 through June 30, 2016. Changes to the actuarial assumptions as a result of the experience study are as follows:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020
Retirement Rates	Increased age 50 rates and lowered rates at older ages
Withdrawal Rates	Adjusted rates to better fit experience at each age and service year
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Decreased rate from 60% to 45%

Net LODA OPEB Liability

The net OPEB liability (NOL) for the Line of Duty Act Program (LODA) represents the program's total OPEB liability determined in accordance with GASB Statement No. 74, less the associated fiduciary net position. As of the Measurement Date of June 30, 2018, NOL amounts for the Line of Duty Act Program (LODA) are as follows (amounts expressed in thousands):

	<u>Line of Duty Act Program</u>
Total LODA OPEB Liability	\$ 315,395
Plan Fiduciary Net Position	<u>1,889</u>
Employers' Net OPEB Liability (Asset)	<u>\$ 313,506</u>
Plan Fiduciary Net Position as a Percentage of the Total LODA OPEB Liability	0.60%

The total LODA OPEB liability is calculated by the System's actuary, and each plan's fiduciary net position is reported in the System's financial statements. The net OPEB liability is disclosed in accordance with the requirements of GASB Statement No. 74 in the System's notes to the financial statements and required supplementary information.

Long-Term Expected Rate of Return

The long-term expected rate of return on LODA OPEB Program's investments was set at 3.89% for this valuation. Since LODA is funded on a current-disbursement basis, it is not able to use the VRS Pooled Investments 7.00% assumption. Instead, the assumed annual rate of return of 3.89% was used since it approximates the risk-free rate of return. This Single Equivalent Interest Rate (SEIR) is the applicable municipal bond index rate based on the Bond Buyer General Obligation 20-year Municipal Bond Index as of the measurement date of June 30, 2018.

Discount Rate

The discount rate used to measure the total LODA OPEB liability was 3.89%. The projection of cash flows used to determine the discount rate assumed that employer contributions will be made per the VRS Statutes and that they will be made in accordance with the VRS funding policy and at rates equal to the actuarially determined contribution rates adopted by the VRS Board of Trustees. Through the fiscal year ending June 30, 2018, the rate contributed by participating employers to the LODA OPEB Program will be subject to the portion of the VRS Board-certified rates that are funded by the Virginia General Assembly.

Sensitivity of the University and College's Proportionate Share of the Net LODA OPEB Liability to Changes in the Discount Rate

The following presents the university and college's proportionate share of the net LODA OPEB liability using the discount rate of 3.89%, as well as what the university and college's proportionate share of the net LODA OPEB liability would be if it were calculated using a discount rate that is one percentage point lower (2.89%) or one percentage point higher (4.89%) than the current rate:

(\$thousands)	1.00% Decrease (2.89%)	Current Discount Rate (3.89%)	1.00% Increase (4.89%)
Covered employer's proportionate share of the total LODA Net OPEB Liability	479	418	369

Sensitivity of the University and College's Proportionate Share of the Net LODA OPEB Liability to Changes in the Health Care Trend Rate

Because the Line of Duty Act Program (LODA) contains a provisions for the payment of health insurance premiums, the liabilities are also impacted by the health care trend rates. The following presents the university and college's proportionate share of the net LODA OPEB liability using health care trend rate of 7.75% decreasing to 5.00%, as well as what the university and college's proportionate share of the net LODA OPEB liability would be if it were calculated using a health care trend rate that is one percentage point lower (6.75% decreasing to 4.00%) or one percentage point higher (8.75% decreasing to 6.00%) than the current rate:

(\$thousands)	1.00% Decrease (6.75% decreasing to 4.00%)	Health Care Trend Rates (7.75% decreasing to 5.00%)	1.00% Increase (8.75% decreasing to 6.00%)
Covered employer's proportionate share of the total LODA Net OPEB Liability	357	418	495

LODA OPEB Plan Fiduciary Net Position

Detailed information about the Line of Duty Act Program (LODA) Fiduciary Net Position is available in the separately issued VRS 2018 Comprehensive Annual Financial Report (CAFR). A copy of the 2018 VRS CAFR may be downloaded from the VRS website at <http://www.varetire.org/Pdf/Publications/2018-annual-report.pdf>, or by writing to the System's Chief Financial Officer at P.O. Box 2500, Richmond, VA, 23218-2500.

General Information about the Pre-Medicare Retiree Healthcare Plan

Plan Description

The Commonwealth provides a healthcare plan established by Title 2.2, Chapter 28 of the *Code of Virginia* for retirees who are not yet eligible to participate in Medicare.

Following are eligibility requirements for Virginia Retirement System retirees:

- You are a retiring state employee who is eligible for a monthly retirement benefit from the Virginia Retirement System (VRS), and

- You start receiving (do not defer) your retirement benefit immediately upon retirement*, and
- Your last employer before retirement was the Commonwealth of Virginia, and
- You were eligible for (even if you were not enrolled) coverage as an active employee in the State Health Benefits Program until your retirement date (not including Extended Coverage/COBRA), and
- You enroll no later than 31 days from your retirement date.

*For VRS retirees, this means that your employing agency reported a retirement contribution or leave without pay status for retirement in the month immediately prior to your retirement date. Some faculty members may also be eligible if they are paid on an alternate pay cycle but maintain eligibility for active coverage until their retirement date.

Effective January 1, 2017**, following are eligibility requirements for Optional Retirement Plan retirees:

- You are a terminating state employee who participates in one of the qualified Optional Retirement Plans, and
- Your last employer before termination was the Commonwealth of Virginia, and
- You were eligible for (even if you were not enrolled) coverage in the State Employee Health Benefits Program for active employees at the time of your termination, and
- You meet the age and service requirements for an immediate retirement benefit under the non-ORP Virginia Retirement System plan that you would have been eligible for on your date of hire had you not elected the ORP, and
- You enroll in the State Retiree Health Benefits Program no later than 31 days from the date you lose coverage (or lose eligibility for coverage) in the State Health Benefits Program for active employees due to your termination of employment.

**This change applies to ORP terminations effective January 1, 2017, or later. Eligibility for those who terminated employment prior to January 1 should be determined based on the policy in place at the time of their termination.

The employer does not pay a portion of the retirees' healthcare premium; however, since both active employees and retirees are included in the same pool for purposes of determining health insurance rates, this generally results in a higher rate for active employees. Therefore, the employer effectively subsidizes the costs of the participating retirees' healthcare through payment of the employer's portion of the premiums for active employees.

This fund is reported as part of the Commonwealth's Healthcare Internal Service Fund. Benefit payments are recognized when due and payable in accordance with the benefit terms. Pre-Medicare Retiree Healthcare is a single-employer defined benefit OPEB plan that is treated like a cost-sharing plan for financial reporting purposes, and is administered by the Department of Human Resource Management. There were approximately 5,200 retirees and 91,800 active employees in the program in fiscal year 2018. There are no inactive employees entitled to future benefits who are not currently receiving benefits. There are no assets accumulated in a trust to pay benefits.

Actuarial Assumptions and Methods

The total Pre-Medicare Retiree Healthcare OPEB liability was based on an actuarial valuation with a valuation date of June 30, 2018. The Department of Human Resource Management selected the economic, demographic and healthcare claim cost assumptions. The actuary provided guidance with respect to these assumptions. Initial healthcare costs trend rates used were 8.21 percent for medical and pharmacy and 4.0 percent for dental. The ultimate trend rates used were 5.0 percent for medical and pharmacy and 4.0 percent for dental.

Valuation Date	Actuarially determined contribution rates are calculated as of June 30, one year prior to the end of the fiscal year in which contributions are reported.
Measurement Date	June 30, 2018 (one year prior to the end of the fiscal year)
Actuarial Cost Method	Entry Age Normal
Amortization Method	Level dollar, Closed

Effective Amortization Period	6.19 years
Discount Rate	3.87%
Projected Salary Increases	4.0%
Medical Trend Under 65	Medical & Rx: 8.21% to 5.00% Dental: 4.00% Before reflecting Excise tax
Year of Ultimate Trend	2025
Mortality	Mortality rates vary by participant status
Pre-Retirement:	RP-2014 Employee Rates projected with Scale BB to 2020; males setback 1 year, 85% of rates; females setback 1 year
Post-Retirement	RP-2014 Employee Rates to age 49, Healthy Annuitant Rates at ages 50 and older projected with Scale BB to 2020; males and females setback 1 year.
Post-Disablement:	RP-2014 Disabled Mortality Rates projected with Scale BB to 2020; males 115% of rates; females 130% of rates

The discount rate was based on the Bond Buyers GO 20 Municipal Bond Index as of the measurement date which is June 30, 2018.

Changes of Assumptions: The following actuarial assumptions were updated since the June 30, 2017 valuation based on recent experience:

- Spousal Coverage – reduced the rate from 50% to 35%
- Retiree Participation - reduced the rate from 70% to 60%

Spousal coverage and retiree participation were both reduced based on a blend of recent experience and the prior year assumptions. The mortality assumption was modified slightly to reflect mortality improvement projection scale BB to 2020. Additionally, the discount rate was increased from 3.58% to 3.87% based on the Bond Buyers GO 20 Municipal Bond Index.

Pre-Medicare Retiree Healthcare OPEB Liabilities, OPEB Expense, and Deferred Outflow of Resources and Deferred Inflows of Resources

At June 30, 2019 the university and college reported a liability of \$27,308,565 for its proportionate share of the collective total Pre-Medicare Retiree Healthcare OPEB liability of \$1.0 billion. The Pre-Medicare Retiree Healthcare OPEB liability was measured as of June 30, 2018 and was determined by an actuarial valuation as of June 30, 2018. The covered employer's proportion of the Pre-Medicare Retiree Healthcare OPEB liability was based on each employer's healthcare premium contributions as a percentage of the total employer's healthcare premium contributions for all participating employers. At June 30, 2018, the participating employer's proportion was 2.25% for William & Mary, 0.33% for VIMS, and 0.13% for RBC as compared to 2.20% for William & Mary, 0.34% for VIMS, and 0.13% for RBC at June 30, 2017. For the year ended June 30, 2019, the participating employer recognized Pre-Medicare Retiree Healthcare OPEB expense of \$879,007.

At June 30, 2019, the university and college reported deferred outflows of resources and deferred inflows of resources related to Pre-Medicare Retiree Healthcare from the following sources:

	Deferred Outflows of Resources	Deferred Inflows of Resources
Differences between expected and actual experience	-	5,506,192
Change in assumptions	-	10,922,118
Changes in proportion	1,890,422	139,966
Amounts associated with transactions subsequent to the measurement date	1,122,766	-
Total	<u>\$ 3,013,188</u>	<u>\$ 16,568,276</u>

The university and college have \$1,122,765 reported as deferred outflows of resources related to the Pre-Medicare Retiree Healthcare OPEB resulting from amounts associated with transactions subsequent to the measurement date will be recognized as a reduction of the total OPEB Liability in the fiscal year ending June 30, 2020. Other amounts reported as deferred outflows of resources and deferred inflows of resources related to the Pre-Medicare Retiree Healthcare OPEB will be recognized in the Pre-Medicare Retiree Healthcare OPEB expense as follows:

Year End June 30:

2020	(3,029,829)
2021	(3,029,829)
2022	(3,029,829)
2023	(3,029,829)
2024	(2,244,607)
Total Thereafter	(313,932)

Sensitivity of the University and College's Proportionate Share of the OPEB Liability to Changes in the Discount Rate

The following presents the university and college's proportionate share of the Pre-Medicare Retiree Healthcare OPEB liability using the discount rate of 3.87%, as well as what the university and college's proportionate share of the Pre-Medicare Retiree Healthcare OPEB liability would be if it were calculated using a discount rate that is one percentage point lower (2.87%) or one percentage point higher (4.87%) than the current rate:

	1% Decrease (2.87%)	Current Rate (3.87%)	1% Increase (4.87%)
OPEB Liability	\$29,219,406	\$27,308,565	\$25,491,526

Sensitivity of the University College's Proportionate Share of the OPEB Liability to Changes in the Healthcare Cost Trend Rates

The following presents the university and college's proportionate share of the Pre-Medicare Retiree Healthcare OPEB liability using healthcare cost trend rate of 8.21% decreasing to 5%, as well as what the university and college's proportionate share of the Pre-Medicare Retiree Healthcare OPEB liability would be if it were calculated using a

healthcare cost trend rate that is one percentage point lower (7.21% decreasing to 4.0%) or one percentage point higher (9.21% decreasing to 6.0%) than the current rate:

	1% Decrease (7.21% decreasing to 4.00%)	Trend Rate (8.21% decreasing to 5.00%)	1% Increase (9.21% decreasing to 6.00%)
OPEB Liability	\$24,357,486	\$27,308,565	\$30,777,387

16. CONTINGENCIES

Grants and Contracts

The university and college receive assistance from non-state grantor agencies in the form of grants and contracts. Entitlement to these resources is conditional upon compliance with the terms and conditions of the agreements, including the expenditure of resources for eligible purposes. Substantially all grants and contracts are subject to financial and compliance audits by the grantors. Any disallowances as a result of these audits become a liability. As of June 30, 2019, the university and college estimate that no material liabilities will result from such audits.

Litigation

Neither the university nor college are involved in any litigation at this time.

17. RISK MANAGEMENT

The university and college are exposed to various risks of loss related to torts; theft of, damage to, and destruction of assets; errors and omissions; non-performance of duty; injuries to employees; and natural disasters. The university and college participates in insurance plans maintained by the Commonwealth of Virginia. The state employee health care and worker's compensation plans are administered by the Department of Human Resource Management and the risk management insurance plans are administered by the Department of Treasury, Division of Risk Management. Risk management insurance includes property, general liability, medical malpractice, faithful performance of duty bond, automobile, and air and watercraft plans. The university and college pay premiums to each of these departments for its insurance coverage. Information relating to the Commonwealth's insurance plans is available at the statewide level in the Commonwealth of Virginia's Comprehensive Annual Financial Report.

18. ADVANCE FROM THE TREASURER OF VIRGINIA

Section 4-3.02 of the Appropriation Act describes the circumstances under which agencies and institutions may borrow funds from the state treasury, including prefunding for capital projects in anticipation of bond sale proceeds and operating funds in anticipation of federal revenues. As of June 30, 2019, there was \$796,803 in outstanding Advances from the Treasurer. These funds represent an advance to William & Mary from the Commonwealth of Virginia for working capital pending the receipt of funds from bond sale proceeds. These funds were used to renovate Landrum Hall Dormitory.

	Beginning <u>Balance</u>	<u>Additions</u>	<u>Reductions</u>	Ending <u>Balance</u>
Renovate Landrum	\$ 3,674,524	2,720,328	(5,598,049)	\$ 796,803

19. SUBSEQUENT EVENTS

In August of 2019, the Commonwealth of Virginia issued Series 2019A General Obligation Bonds in which William & Mary was a participating institution. The university received \$4,860,000 in proceeds to finance renovations of various dormitories. The bonds were issued with interest rates varying from 2 to 5 percent and will mature in 2039.

Required Supplementary Information (RSI)
For the Fiscal Year Ended June 30, 2019

Required Supplementary Information (RSI)
Cost-Sharing Employer Plans – VRS State Employee Retirement Plan
And VaLORS Retirement Plan
For the Fiscal Year Ended June 30, 2019

Schedule of Employer's Share of Net Pension Liability

VRS State Employee Retirement Plan

For the Measurement Dates of June 30, 2018, 2017, 2016, 2015, and 2014

	2018	2017	2016	2015	2014
Employer's Proportion of the Net Pension Liability (Asset)	1.90%	1.94%	1.93%	1.87%	1.78%
Employer's Proportionate Share of the Net Pension Liability (Asset)	\$ 103,164,000	\$ 112,835,000	\$ 127,302,000	\$ 114,809,000	\$ 99,411,000
Employer's Covered Payroll	\$ 75,543,886	\$ 69,557,841	\$ 73,645,076	\$ 70,307,029	\$ 66,605,228
Employer's Proportionate Share of the Net Pension Liability (Asset) as a Percentage of its Covered Payroll	136.56%	162.22%	172.86%	163.30%	149.25%
Plan Fiduciary Net Position as a Percentage of the Total Pension Liability	77.39%	75.33%	71.29%	72.81%	74.28%

Schedule is intended to show information for 10 years. Since 2018 is the fifth year for this presentation, there are only five years available. However, additional years will be included as they become available.

Schedule of Employer's Share of Net Pension Liability

VaLORS Retirement Plan

For the Measurement Dates of June 30, 2018, 2017, 2016, 2015, and 2014

	2018	2017	2016	2015	2014
Employer's Proportion of the Net Pension Liability (Asset)	0.33%	0.34%	0.28%	0.28%	0.30%
Employer's Proportionate Share of the Net Pension Liability (Asset)	\$ 2,077,000	\$ 2,192,000	\$ 2,180,000	\$ 1,968,000	\$ 2,024,000
Employer's Covered Payroll	\$ 1,032,174	\$ 1,147,028	\$ 1,048,421	\$ 989,861	\$ 1,101,243
Employer's Proportionate Share of the Net Pension Liability (Asset) as a Percentage of its Covered Payroll	201.23%	191.10%	207.93%	198.82%	183.79%
Plan Fiduciary Net Position as a Percentage of the Total Pension Liability	69.56%	67.22%	61.01%	62.64%	63.05%

Schedule is intended to show information for 10 years. Since 2018 is the fifth year for this presentation, there are only five years available. However, additional years will be included as they become available.

Schedule of Employer Contributions
VRS State Employee Retirement Plan
For the Years Ended June 30, 2015 through 2019

Date	Contractually Required Contribution (1)	Contributions in Relation to Contractually Required Contribution (2)	Contribution Deficiency (Excess) (3)	Employer's Covered Payroll (4)	Contributions as a % of Covered Payroll (5)
2019	10,172,038	10,172,038	-	75,292,682	13.51%
2018	10,190,870	10,190,870	-	75,543,886	13.49%
2017	9,383,353	9,383,353	-	69,557,841	13.49%
2016	10,163,204	10,163,204	-	73,645,076	13.80%
2015	8,668,857	8,668,857	-	70,307,029	12.33%

Schedule is intended to show information for 10 years. Since 2019 is the fifth year for this presentation, there are only five years available. However, additional years will be included as they become available.

Schedule of Employer Contributions
VaLORS Retirement Plan
For the Years Ended June 30, 2015 through 2019

Date	Contractually Required Contribution (1)	Contributions in Relation to Contractually Required Contribution (2)	Contribution Deficiency (Excess) (3)	Employer's Covered Payroll (4)	Contributions as a % of Covered Payroll (5)
2019	267,451	267,451	-	1,296,489	20.63%
2018	217,273	217,273	-	1,032,174	21.05%
2017	241,450	241,450	-	1,147,028	21.05%
2016	196,427	196,427	-	1,048,421	18.74%
2015	174,908	174,908	-	989,861	17.67%

Schedule is intended to show information for 10 years. Since 2019 is the fifth year for this presentation, there are only five years available. However, additional years will be included as they become available.

**Notes to Required Supplementary Information
For the Year Ended June 30, 2019**

Changes of benefit terms – There have been no actuarially material changes to the System benefit provisions since the prior actuarial valuation.

Changes of assumptions – The following changes in actuarial assumptions were made for the VRS - State Employee Retirement Plan effective June 30, 2016 based on the most recent experience study of the System for the four-year period ending June 30, 2016:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Update to a more current mortality table – RP-2014 projected to 2020
Retirement Rates	Lowered rates at older ages and changed final retirement from 70 to 75
Withdrawal Rates	Adjusted rates to better fit experience at each year age and service through 9 years of service
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Increase rate from 14% to 25%

The following changes in actuarial assumptions were made for the VaLORS Retirement Plan effective June 30, 2016 based on the most recent experience study of the System for the four-year period ending June 30, 2016:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Update to a more current mortality table – RP-2014 projected to 2020 and reduced margin for future improvement in accordance with experience
Retirement Rates	Increased age 50 rates and lowered rates at older ages
Withdrawal Rates	Adjusted rates to better fit experience at each year age and service through 9 years of service
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Decrease rate from 50% to 35%

Required Supplementary Information (RSI)
Cost-Sharing Employer Plans – Group Life Insurance Program
For the Fiscal Year Ended June 30, 2019

Schedule of Employer's Share of Net OPEB Liability
Group Life Insurance Program
For the Measurement Dates of June 30, 2018 and 2017

	2018	2017
Employer's Proportion of the Net GLI OPEB Liability (Asset)	0.98%	0.96%
Employer's Proportionate Share of the Net GLI OPEB Liability (Asset)	\$ 14,867,000	\$ 14,527,000
Employer's Covered Payroll	\$ 184,013,488	\$ 175,510,982
Employer's Proportionate Share of the Net GLI OPEB Liability (Asset) as a Percentage of its Covered Payroll	8.08%	8.28%
Plan Fiduciary Net Position as a Percentage of the Total GLI OPEB Liability	51.22%	48.86%

Schedule is intended to show information for 10 years. Since 2018 is the second year for this presentation, only two years of data is available. However, additional year will be included as they become available.

Schedule of Employer Contributions
For the Years Ended June 30, 2018 through 2019

	Contractually Required Contribution	Contributions in Relation to Contractually Required Contribution	Contribution Deficiency (Excess)	Employer's Covered Payroll	Contributions as a % of Covered Payroll
Date	(1)	(2)	(3)	(4)	(5)
2019	967,560	967,560	-	187,141,287	0.52%
2018	965,839	965,839	-	184,013,488	0.52%

Schedule is intended to show information for 10 years. Since 2019 is the second year for this presentation, only two years of data is available. However, additional years will be included as they become available.

**Notes to Required Supplementary Information
For the Year Ended June 30, 2019**

Changes of benefit terms – There have been no actuarially material changes to the System benefit provisions since the prior actuarial valuation.

Changes of assumptions – The following changes in actuarial assumptions were made effective June 30, 2016 based on the most recent experience study of the System for the four-year period ending June 30, 2016:

General State Employees

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020
Retirement Rates	Lowered rates at older ages and changed final retirement from 70 to 75
Withdrawal Rates	Adjusted rates to better fit experience at each year age and service through 9 years of service
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Increased rate from 14% to 25%

Teachers

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020
Retirement Rates	Lowered rates at older ages and changed final retirement from 70 to 75
Withdrawal Rates	Adjusted rates to better fit experience at each year age and service through 9 years of service
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change

SPORS Employees

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020 and reduced margin for future improvement in accordance with experience
Retirement Rates	Increased age 50 rates and lowered rates at older ages
Withdrawal Rates	Adjusted rates to better fit experience
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Increased rate from 60% to 85%

VaLORS Employees

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020 and reduced margin for future improvement in accordance with experience
Retirement Rates	Increased age 50 rates and lowered rates at older ages
Withdrawal Rates	Adjusted rates to better fit experience at each year age and service through 9 years of service
Disability Rates	Adjusted rates to better match experience

Salary Scale	No change
Line of Duty Disability	Decreased rate from 50% to 35%

JRS Employees

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020
Retirement Rates	Decreased rates at first retirement eligibility
Withdrawal Rates	No change
Disability Rates	Removed disability rates
Salary Scale	No change

Largest Ten Locality Employers - General Employees

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020
Retirement Rates	Lowered retirement rates at older ages and extended final retirement age from 70 to 75
Withdrawal Rates	Adjusted termination rates to better fit experience at each age and service year
Disability Rates	Lowered disability rates
Salary Scale	No change
Line of Duty Disability	Increased rate from 14% to 20%

Non-Largest Ten Locality Employers - General Employees

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020
Retirement Rates	Lowered retirement rates at older ages and extended final retirement age from 70 to 75.
Withdrawal Rates	Adjusted termination rates to better fit experience at each age and service year
Disability Rates	Lowered disability rates
Salary Scale	No change
Line of Duty Disability	Increased rate from 14% to 15%

Largest Ten Locality Employers – Hazardous Duty Employees

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020
Retirement Rates	Lowered retirement rates at older ages
Withdrawal Rates	Adjusted termination rates to better fit experience at each age and service year
Disability Rates	Increased disability rates
Salary Scale	No change
Line of Duty Disability	Increased rate from 60% to 70%

Non-Largest Ten Locality Employers – Hazardous Duty Employees

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020
Retirement Rates	Increased age 50 rates and lowered rates at older ages

Withdrawal Rates	Adjusted termination rates to better fit experience at each age and service year
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Decreased rate from 60% to 45%

Required Supplementary Information (RSI)
Cost-Sharing Employer Plans –
VRS State Employee Health Insurance Credit Program
For the Fiscal Year Ended June 30, 2019

Schedule of Employer's Share of Net OPEB Liability
Health Insurance Credit Program (HIC)
For the Measurement Dates of June 30, 2018 and 2017

	2018	2017
Employer's Proportion of the Net HIC OPEB Liability (Asset)	2.77%	2.75%
Employer's Proportionate Share of the Net HIC OPEB Liability (Asset)	\$ 25,184,000	\$ 25,046,000
Employer's Covered Payroll	\$ 183,775,112	\$ 175,302,286
Employer's Proportionate Share of the Net HIC OPEB Liability (Asset) as a Percentage of its Covered Payroll	13.70%	14.29%
Plan Fiduciary Net Position as a Percentage of the Total HIC OPEB Liability	9.51%	8.03%

Schedule is intended to show information for 10 years. Since 2018 is the second year for this presentation, only two years of data is available. However, additional years will be included as they become available.

Schedule of Employer Contributions
For the Years Ended June 30, 2010 through 2019

	Contractually Required Contribution	Contributions in Relation to Contractually Required Contribution	Contribution Deficiency (Excess)	Employer's Covered Payroll	Contributions as a % of Covered Payroll
Date	(1)	(2)	(3)	(4)	(5)
2019	2,153,476	2,153,476	-	186,449,156	1.15%
2018	2,171,883	2,171,883	-	183,775,112	1.18%

Schedule is intended to show information for 10 years. Since 2019 is the second year for this presentation, only two years of data are available. However, additional years will be included as they become available.

**Notes to Required Supplementary Information
For the Year Ended June 30, 2019**

Changes of benefit terms – There have been no actuarially material changes to the System benefit provisions since the prior actuarial valuation.

Changes of assumptions – The following changes in actuarial assumptions were made effective June 30, 2016 based on the most recent experience study of the System for the four-year period ending June 30, 2016:

General State Employees:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020
Retirement Rates	Lowered rates at older ages and changed final retirement from 70 to 75
Withdrawal Rates	Adjusted rates to better fit experience at each year age and service through 9 years of service
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Increased rate from 14% to 25%

SPORS Employees:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020 and reduced margin for future improvement in accordance with experience
Retirement Rates	Increased age 50 rates and lowered rates at older ages
Withdrawal Rates	Adjusted rates to better fit experience
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Increased rate from 60% to 85%

VaLORS Employees:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020 and reduced margin for future improvement in accordance with experience
Retirement Rates	Increased age 50 rates and lowered rates at older ages
Withdrawal Rates	Adjusted rates to better fit experience at each year age and service through 9 years of service
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Decreased rate from 50% to 35%

JRS Employees:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020
Retirement Rates	Decreased rates at first retirement eligibility
Withdrawal Rates	No change
Disability Rates	Removed disability rates
Salary Scale	No change

Required Supplementary Information (RSI)
Cost-Sharing Employer Plans – Disability Insurance Program (VSDP)
For the Fiscal Year Ended June 30, 2019

Schedule of Employer's Share of Net OPEB Liability
Disability Insurance Program (VSDP)
For the Measurement Dates of June 30, 2018 and 2017

	2018	2017
Employer's Proportion of the Net VSDP OPEB Liability (Asset)	(1.32%)	(1.40%)
Employer's Proportionate Share of the Net VSDP OPEB Liability (Asset)	\$ (2,969,000)	\$ (2,878,000)
Employer's Covered Payroll	\$ 48,325,541	\$ 50,320,184
Employer's Proportionate Share of the Net VSDP OPEB Liability (Asset) as a Percentage of its Covered Payroll	(6.14%)	(5.72%)
Plan Fiduciary Net Position as a Percentage of the Total VSDP OPEB Liability	194.74%	186.63%

Schedule is intended to show information for 10 years. Since 2018 is the second year for this presentation, only two years of data is available. However, additional years will be included as they become available.

Schedule of Employer Contributions
For the Years Ended June 30, 2010 through 2019

Date	Contractually Required Contribution	Contributions in Relation to Contractually Required Contribution	Contribution Deficiency (Excess)	Employer's Covered Payroll	Contributions as a % of Covered Payroll
(1)	(2)		(3)	(4)	(5)
2019	403,834	403,834	-	62,759,406	0.64%
2018	415,658	415,658	-	48,325,541	0.86%

Schedule is intended to show information for 10 years. Since 2019 is the second year for this presentation, only two years of data is available. However, additional years will be included as they become available.

**Notes to Required Supplementary Information
For the Year Ended June 30, 2019**

Changes of benefit terms – There have been no actuarially material changes to the System benefit provisions since the prior actuarial valuation.

Changes of assumptions – The following changes in actuarial assumptions were made effective June 30, 2016 based on the most recent experience study of the System for the four-year period ending June 30, 2016:

General State Employees:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Update to a more current mortality table – RP-2014 projected to 2020
Retirement Rates	Lowered rates at older ages and changed final retirement from 70 to 75
Withdrawal Rates	Adjusted rates to better fit experience at each year age and service through 9 years of service
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Increased rate from 14% to 25%

SPORS Employees:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Update to a more current mortality table – RP-2014 projected to 2020 and reduced margin for future improvement in accordance with experience
Retirement Rates	Increased age 50 rates and lowered rates at older ages
Withdrawal Rates	Adjusted rates to better fit experience
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Increased rate from 60% to 85%

VaLORS Employees:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Update to a more current mortality table – RP-2014 projected to 2020 and reduced margin for future improvement in accordance with experience
Retirement Rates	Increased age 50 rates and lowered rates at older ages
Withdrawal Rates	Adjusted rates to better fit experience at each year age and service through 9 years of service
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Decreased rate from 50% to 35%

Required Supplementary Information (RSI)
Cost-Sharing Employer Plans – Line of Duty Act Program (LODA)
For the Fiscal Year Ended June 30, 2019

Schedule of Employer's Share of Net OPEB Liability
Line of Duty Act Program (LODA)
For the Measurement Dates of June 30, 2018 and 2017

	2018	2017
Employer's Proportion of the Net LODA OPEB Liability (Asset)	0.13%	0.12%
Employer's Proportionate Share of the Net LODA OPEB Liability (Asset)	\$ 418,000	\$ 318,000
Covered-Employee Payroll	\$ 1,336,159	\$ 1,246,761
Employer's Proportionate Share of the Net LODA OPEB Liability (Asset) as a Percentage of its Covered-Employee Payroll	31.28%	25.51%
Plan Fiduciary Net Position as a Percentage of the Total LODA OPEB Liability	0.60%	1.30%

Schedule is intended to show information for 10 years. Since 2018 is the second year for this presentation, only two years of data is available. However, additional years will be included as they become available.

* The contributions for the Line of Duty Act Program are based on the number of participants in the Program using a per capita-based contribution versus a payroll-based contribution. Therefore, covered-employee payroll is the relevant measurement, which is the total payroll of the employees in the OPEB plan.

Schedule of Employer Contributions
For the Years Ended June 30, 2010 through 2019

Date	Contractually Required Contribution (1)	Contributions in Relation to Contractually Required Contribution (2)	Contribution Deficiency (Excess) (3)	Covered- Employee Payroll (4)	Contributions as a % of Covered- Employee Payroll (5)
2019	15,527	15,527	-	1,195,615	1.30%
2018	14,184	14,184	-	1,336,159	1.06%

* The contributions for the Line of Duty Act Program are based on the number of participants in the Program using a per capita-based contribution versus a payroll-based contribution. Therefore, covered-employee payroll is the relevant measurement, which is the total payroll of employees in the OPEB plan.

** FY 2011 was the first year for the Line of Duty Act Program (LODA), however there were no contributions.

Schedule is intended to show information for 10 years. Since 2019 is the second year for this presentation, only two years of data are available. However, additional years will be included as they become available.

Notes to Required Supplementary Information
For the Year Ended June 30, 2019

Changes of benefit terms – There have been no actuarially material changes to the System benefit provisions since the prior actuarial valuation.

Changes of assumptions – The following changes in actuarial assumptions were made effective June 30, 2016 based on the most recent experience study of the System for the four-year period ending June 30, 2016:

General State Employees:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020
Retirement Rates	Lowered rates at older ages and changed final retirement from 70 to 75
Withdrawal Rates	Adjusted rates to better fit experience at each year age and service through 9 years of service
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Increased rate from 14% to 25%

SPORS Employees:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020 and reduced margin for future improvement in accordance with experience
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Retirement Rates	Increased age 50 rates and lowered rates at older ages
Withdrawal Rates	Adjusted rates to better fit experience
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Increased rate from 60% to 85%

VaLORS Employees:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020 and reduced margin for future improvement in accordance with experience
Retirement Rates	Increased age 50 rates and lowered rates at older ages
Withdrawal Rates	Adjusted rates to better fit experience at each year age and service through 9 years of service
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Decreased rate from 50% to 35%

Employees In The Largest Ten Locality Employers With Public Safety Employees

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020
Retirement Rates	Lowered retirement rates at older ages
Withdrawal Rates	Adjusted termination rates to better fit experience at each age and service year
Disability Rates	Increased disability rates
Salary Scale	No change
Line of Duty Disability	Increased rate from 60% to 70%

Employees In The Non- Largest Ten Locality Employers With Public Safety Employees

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020
Retirement Rates	Increased age 50 rates and lowered rates at older ages
Withdrawal Rates	Adjusted rates to better fit experience at each age and service year
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Decreased rate from 60% to 45%

Required Supplementary Information
Commonwealth of Virginia State Health Plans Program
for Pre-Medicare Retirees
For the Fiscal Year Ended June 30, 2019

Schedule of Employer's Share of Total OPEB Liability		
	2019*	2018*
Employer's proportion of the collective total OPEB liability	2.72%	2.67%
Employer's proportionate share of the collective total OPEB liability	\$27,308,565	\$34,705,511
Employer's covered-employee payroll	\$179,447,798	\$167,819,342
Employer's proportionate share of the collective total OPEB liability as a percentage of its covered-employee payroll	15.22%	20.68%
<p>Schedule is intended to show information for 10 years. Since 2018 was the first year for this presentation, only two years of data is available. However, additional years will be included as they become available.</p> <p>* The amounts presented have a measurement date of the previous fiscal year end.</p>		

Notes to Required Supplementary Information
For the Fiscal Year Ended June 30, 2019

There are no assets accumulated in a trust to pay related benefits.

Changes of benefit terms – There have been no changes to the benefit provisions since the prior actuarial valuation.

Changes of assumptions – The following actuarial assumptions were updated since the June 30, 2017 valuation based on recent experience:

- Spousal Coverage – reduced the rate from 50% to 35%
- Retiree Participation - reduced the rate from 70% to 60%

Spousal coverage and retiree participation were both reduced based on a blend of recent experience and the prior year assumptions. The mortality assumption was modified slightly to reflect mortality improvement projection scale BB to 2020. Additionally, the discount rate was increased from 3.58% to 3.87% based on the Bond Buyers GO 20 Municipal Bond Index.



WILLIAM & MARY

CHARTERED 1693

UNAUDITED
FINANCIAL REPORT OF INTERCOLLEGIATE ATHLETICS
FOR THE YEAR ENDED
JUNE 30, 2019

WILLIAM & MARY

BOARD OF VISITORS

June 30, 2019

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Katherine A. Rowe, President

Samantha K. Huge, Director of Intercollegiate Athletics Programs

Chelsey P. Burk, Senior Associate Athletic Director for Finance and Administration

WILLIAM & MARY
SCHEDULE OF REVENUES AND EXPENSES OF
INTERCOLLEGIATE ATHLETICS PROGRAMS
For the year ended June 30, 2019

	Football	Men's Basketball	Women's Basketball	Other Sports	Non-Program Specific	Total
<u>Operating revenues:</u>						
Ticket sales	\$ 600,181	\$ 294,964	\$ 14,401	\$ 41,943	\$ -	\$ 951,489
Student fees	174,439	-	-	-	15,013,513	15,187,952
Direct institutional support	2,451	11,853	30,110	181,616	109,570	335,600
Indirect institutional support - athletic facilities debt service, lease and rental fees	301,092	39,358	33,344	141,419	715,673	1,230,886
Guarantees	393,750	205,000	-	37,050	-	635,800
Contributions (Note 2)	1,414,584	2,196,978	451,000	1,386,871	867,212	6,316,645
In-Kind	34,935	18,985	8,610	13,462	12,236	88,228
NCAA distributions	195,392	73,527	83,066	611,421	331,839	1,295,245
Conference distributions (non-media or bowl)	-	-	-	-	1,500	1,500
Program, novelty, parking, and concession sales	61,976	8,016	1,021	3,415	1,113	75,541
Royalties, licensing, advertisement and sponsorships	115,552	23,591	15,627	83,130	492,619	730,519
Athletics restricted endowment and investments income (Note 3)	1,819,137	306,286	118,519	1,352,642	216,396	3,812,980
Other operating revenue	169,794	35,225	-	226,923	25,695	457,637
Total operating revenues	5,283,283	3,213,783	755,698	4,079,892	17,787,366	31,120,022
<u>Operating expenses:</u>						
Athletic student aid	2,606,899	818,551	822,741	4,725,331	18,917	8,992,439
Guarantees	-	4,000	-	20,881	-	24,881
Coaching salaries, benefits, and bonuses paid by the University and related entities	1,716,859	803,480	495,511	2,529,982	-	5,545,832
Support staff/administrative compensation, benefits, and bonuses paid by the University and related entities	212,133	50,734	57,362	47,246	4,555,679	4,923,154
Severance Payments	-	1,614,449	-	-	32,089	1,646,538
Recruiting	151,490	112,709	71,924	169,410	6,965	512,498
Team travel	339,007	179,602	125,478	1,105,256	59,037	1,808,380
Sports equipment, uniforms, and supplies	224,831	69,650	62,831	570,352	163,731	1,091,395
Game expenses	255,636	190,975	99,584	387,278	19	933,492
Fundraising, marketing and promotion	-	-	-	-	453,865	453,865
Spirit groups	-	-	-	-	38,897	38,897
Athletic facility leases and rental fees	-	39,358	33,344	79,458	35,570	187,730
Athletic facility debt service	656,331	-	-	401,283	370,478	1,428,092
Direct overhead and administrative expenses	666,951	2,800	2,800	516,723	17,433	1,206,707
Indirect cost paid to the institution by athletics	69,723	-	-	31,724	379,176	480,623
Medical expenses and insurance	-	541	703	6,344	492,132	499,720
Memberships and dues	320	3,831	1,025	10,319	102,007	117,502
Student-Athlete Meals (non-travel)	82,106	32,884	23,552	86,984	-	225,526
Other operating expenses	91,303	47,387	20,107	112,982	588,356	860,135
Total operating expenses	7,073,589	3,970,951	1,816,962	10,801,553	7,314,351	30,977,406
Excess (deficiency) of revenues over (under) expenses	\$ (1,790,306)	\$ (757,168)	\$ (1,061,264)	\$ (6,721,661)	\$ 10,473,015	\$ 142,616

Other Reporting Items:

Total athletics-related debt	\$ 12,754,750
Total institutional debt	\$ 250,919,127
Value of athletics-dedicated endowments	\$ 94,599,254
Value of institutional endowments	\$ 995,873,958
Total athletics-related capital expenditures	\$ 665,223

The accompanying Notes to the Schedule of Revenues and Expenses of Intercollegiate Athletics Programs are an integral part of this Schedule.

WILLIAM & MARY
NOTES TO SCHEDULE OF REVENUES AND EXPENSES OF
INTERCOLLEGIATE ATHLETIC PROGRAMS
AS OF JUNE 30, 2019

1. BASIS OF PRESENTATION

The accompanying Schedule of Revenues and Expenses of Intercollegiate Athletic Programs has been prepared on the accrual basis of accounting. The purpose of the Schedule is to present a summary of revenues and expenses of the Intercollegiate Athletics Programs of the university for the year ended June 30, 2019 and includes both those intercollegiate athletics revenues and expenses under the direct accounting control of the university and those on behalf of the University's Intercollegiate Athletics Programs by outside organizations not under the university's control. Because the Schedule presents only a selected portion of the university's activities, it is not intended to, and does not present the financial position, changes in financial position, or cash flows for the year ended June 30, 2019. Revenues and expenses directly identifiable with each category of sport are presented and reported accordingly. Revenues and expenses not directly identifiable to a specific sport are reported under the category "Non-Program Specific."

2. CONTRIBUTIONS

The William & Mary Athletic Educational Foundation (WMAEF), Incorporated, also referred to as the Tribe Club, raises funds and collects contributions for the benefit of the Intercollegiate Athletics Department. The university received \$6,314,849 from the WMAEF during the year ended June 30, 2019.

The university received \$772,078 through the William & Mary Foundation for capital improvements to Zable Stadium which serves the Football and Men's and Women's Track programs, and for construction of the Plumeri Indoor Batting Cage and Busch Field Team Facility. Capital contributions are not reported in the Intercollegiate Athletics Schedule of Revenues and Expenses.

3. ENDOWMENT AND INVESTMENT INCOME

The William & Mary Foundation is authorized to receive and administer gifts and bequests of all kinds. The Foundation makes such resources available to the university, which may be drawn as needed by the university within the Foundation's budgetary restrictions. The university received \$3,812,981 of endowment and investment income from the Foundation for the benefit of the Intercollegiate Athletics Department for the year ended June 30, 2019.

4. CAPITAL ASSETS

Capital assets are recorded at historical cost at the date of acquisition or acquisition value at the date of donation in the case of gifts. Construction expenses for capital assets and improvements are capitalized when expended. The university's capitalization policy on equipment includes all items with an estimated useful life of two years or more. William & Mary capitalizes all items with a unit price greater than or equal to \$5,000.

Depreciation is computed using the straight-line method over the estimated useful lives of the respective assets as follows:

Buildings	40-50 years
Improvements other than Buildings	10-50 years
Infrastructure	10-50 years
Equipment	2-30 years
Library Books	10 years

A summary of the capital asset ending balances net of accumulated depreciation for the year ending June 30, 2019 is as follows:

Depreciable capital assets:	
Buildings	\$ 59,654,426
Improvements other than Buildings	2,410,306
Infrastructure	2,628,105
Equipment	<u>3,813,740</u>
Total depreciable capital assets	<u>68,506,577</u>
Less Accumulated depreciation for:	
Buildings	\$16,945,783
Improvements other than Buildings	1,186,018
Infrastructure	2,628,105
Equipment	<u>2,743,944</u>
Total accumulated depreciation	<u>23,503,850</u>
Total capital assets, net	<u>\$ 45,002,727</u>

5. LONG-TERM DEBT

Long-term debt relating to intercollegiate athletics is shown below.

<u>Description</u>	<u>Interest Rates (%)</u>	<u>Fiscal Year Maturity</u>	<u>Balance as of June 30, 2019</u>	<u>% used by Athletics</u>	<u>Athletics Balance June 30, 2019</u>
Section 9(d) Bonds:					
Recreation Sports Center, Series 2010B	5.000	2021	115,000	15%	17,250
Recreation Sports Center, Series 2012A	5.000	2024	180,000	15%	27,000
Recreation Sports Center, Series 2012A	3.000 - 5.000	2025	3,020,000	15%	453,000
Recreation Sports Center, Series 2012A	3.000 - 5.000	2025	960,000	15%	144,000
Recreation Sports Center, Series 2014B	4.000	2026	190,000	15%	28,500
Improve Athletics Facilities, Series 2012A	3.000 - 5.000	2025	1,295,000	100%	1,295,000
Improve Athletics Facilities, Series 2014B	4.000	2026	260,000	100%	260,000
Improve Athletics Facilities, Series 2014B	5.000	2024	210,000	100%	210,000
Improve Athletics Facilities, Series 2016A	3.000	2027	150,000	100%	150,000
Improve Athletics Facilities II, Series 2013A&B	2.000 - 5.000	2034	1,315,000	100%	1,315,000
Improve Athletics Facilities II, Series 2017A	2.125 - 5.000	2038	2,075,000	100%	2,075,000
Improve Auxiliary Facilities, Series 2017A	2.125 - 5.000	2038	3,185,000	100%	3,185,000
J. Laycock Football Facility, Series 2014B	5.000	2024	1,570,000	100%	1,570,000
J. Laycock Football Facility, Series 2016A	3.000	2027	1,100,000	100%	1,100,000
Busch Field Astroturf Replacement, Series 2009B	5.000	2020	65,000	100%	65,000
Busch Field Astroturf Replacement, Series 2016A	3.000 - 5.000	2030	860,000	100%	860,000
Total					<u>\$ 12,754,750</u>

Long-term debt matures as follows:

<u>Year Ended</u>	<u>Principal</u>	<u>Interest</u>
2020	926,000	499,139
2021	972,000	453,364
2022	1,010,000	404,514
2023-2027	5,321,750	1,284,424.51
2028-2032	2,220,000	572,656.30
2033-2037	1,930,000	198,125.00
2038	<u>375,000</u>	<u>5,625.00</u>
Total	<u>\$ 12,754,750</u>	<u>\$ 3,417,847</u>

6. INDIRECT COSTS

The university charges the Athletic Department an administrative fee. During the fiscal year, the Department paid \$480,623 to the university. This amount is included on the Indirect Cost Paid to the Institution by Athletics line item.

BOARD OF VISITORS WILLIAM & MARY



BOARD MEETING

Board Room - Blow Memorial Hall

November 22, 2019

MEETING AGENDA

Board of Visitors
William & Mary

November 22, 2019 – 10:00 a.m. - 12:30 p.m.
Board Room - Blow Memorial Hall

- I. Welcome and call to order Rector John E. Littel
- II. Approval of Minutes - September 25-27, 2019 Mr. Littel
- III. Opening Remarks Mr. Littel
President Katherine A. Rowe
- IV. Closed Session (if necessary) Mr. Littel
- V. Reports of Standing Committee chairs
 - A. Richard Bland College Committee Barbara L. Johnson
 - 1. **Resolution 6:** Receipt of the Consolidated Financial Report of William & Mary, Virginia Institute of Marine Science, and Richard Bland College for the Fiscal Year Ended June 30, 2019 (*joint with William & Mary*)
 - B. Committee on Audit, Risk and Compliance Brian P. Woolfolk
 - C. Committee on Institutional Advancement Sue H. Gerdelman
 - D. Committee on the Student Experience Lisa E. Roday
 - E. Committee on Administration, Buildings and Grounds William H. Payne II
 - 1. **Resolution 4:** Resolution to Approve Electrical Easement Serving Monticello Avenue
 - F. Committee on Financial Affairs James A. Hixon
 - 1. **Resolution 5:** Fiscal Year 2021 (FY21) Tuition for In-State Undergraduate Students
 - 2. **Resolution 6:** Receipt of the Consolidated Financial Report of William & Mary, Virginia Institute of Marine Science, and Richard Bland College for the Fiscal Year Ended June 30, 2019 (*joint with Richard Bland College*)

Board of Visitors
MEETING AGENDA
November 22, 2019

3. **Resolution 7:** Receipt of the Financial Report on the Intercollegiate Athletics Department for the Fiscal Year Ended June 30, 2019
4. Investments Subcommittee Mirza Baig
- G. Committee on Academic Affairs S. Douglas Bunch
 1. **Resolution 1:** Appointment to Fill a Vacancy in the Instructional Faculty
 2. **Resolution 2:** Faculty Leave of Absence
 3. **Resolution 3:** Resolution to Approve a Master of Science in Marketing Program
- H. Ad Hoc Committee on Organizational Sustainability and Innovation H. Thomas Watkins III
Mirza Baig
- VI. Monroe-Highland Commission Mr. Buck
- VII. Old Business Mr. Littel
- VIII. New Business Mr. Littel
 1. **Resolution 8:** Adoption of the William & Mary Vision, Mission and Values Statement
 2. 2020 Retreat dates
- IX. Closed Session (if necessary) Mr. Littel
- X. Closing remarks
- XI. Adjournment Mr. Littel

BLOW HALL ROOM 201

12:30-1:30 p.m. Lunch with student, faculty and staff leadership

**FULL BOARD MEETING
MINUTES – SEPTEMBER 25-27, 2019**

MINUTES

Meeting of the Board of Visitors William & Mary

September 25-27, 2019

The William & Mary Board of Visitors met on the campus in Williamsburg on Wednesday, Thursday and Friday, September 25-27, 2019.

On Wednesday, September 25, the Committee on Academic Affairs met from 2:30 to 4:00 p.m. in the Board Room. The Executive Committee met from 4:05 to 6:20 p.m. in the Board Conference Room. That evening the full Board convened in the Commons Private Dining Room from 6:30 to 9:35 p.m.

Those present on Wednesday evening were:

Mari Carmen Aponte
Mirza Baig
Victor K. Branch
Warren W. Buck III
S. Douglas Bunch
Sue H. Gerdelman
James A. Hixon
Barbara L. Johnson
Anne Leigh Kerr

John E. Littel
William H. Payne II
Charles E. Poston
Lisa E. Roday
J.E. Lincoln Saunders
Karen Kennedy Schultz
H. Thomas Watkins III
Brian P. Woolfolk

Also present was William & Mary President Katherine Rowe and Provost Peggy Agouris.

On Thursday morning, September 26, the Richard Bland College Committee met from 7:47 to 9:27 a.m. and the Committee on Institutional Advancement met from 10:30 to 11:55 a.m. in the Board Room. The Investments Subcommittee met from 8:25 to 9:10 a.m. in the Board Conference Room. The Committee on Administration, Buildings and Grounds met from 9:30 to 10:45 a.m. in Blow Hall Room 201.

Those present on Thursday morning were:

Mari Carmen Aponte
Mirza Baig
Victor K. Branch
Warren W. Buck III
S. Douglas Bunch
Sue H. Gerdelman
James A. Hixon
Barbara L. Johnson
Anne Leigh Kerr
John E. Littel

William H. Payne II
Charles E. Poston
Lisa E. Roday
J.E. Lincoln Saunders
Karen Kennedy Schultz
H. Thomas Watkins III
Brian P. Woolfolk
Faculty Representatives: Catherine Forestell
Tiffany Birdsong
Student Representatives: Kelsey Vita
Solomon Asare

Others present were:

Katherine A. Rowe
Debbie L. Sydow
Peggy Agouris
Virginia M. Ambler
Henry R. Broaddus
Samantha K. Hoge
Samuel E. Jones
Matthew T. Lambert

Amy S. Sebring
Kent B. Erdahl
Michael J. Fox
W. Fanchon Glover
Jeremy P. Martin
Brian W. Whitson
Sandra J. Wilms

Also in attendance were W&M Staff Liaison Joseph Wheelless, University Counsel Carrie Nee and other W&M and RBC faculty and staff.

At 11:55 a.m., the Board traveled to the Fraternity/Sorority Community Building for lunch with students and staff, before returning to the Board Room at 1:45 p.m.

The Committee on the Student Experience met from 2:00 to 3:30 p.m. in Blow Hall Room 201, while the Committee on Audit, Risk and Compliance met from 2:00 to 2:51 p.m. in the Board Room.

At 3:45 p.m., the Rector convened the Board as a committee of the whole for the **ad hoc Committee on Organizational Sustainability and Innovation**. Mr. Watkins presided as chair and briefly outlined the agenda. Following opening remarks by Mr. Watkins and co-chair Mr. Baig, Mr. Watkins called on Chief Diversity Officer Chon Glover to report on diversity initiatives, noting that at the July retreat the Board had asked the administration to develop a diversity dashboard. Ms. Glover discussed faculty hiring and retention and climate on campus. President's Office Chief of Staff Jeremy Martin reviewed data from Institutional Research on the faculty career pathways study. A brief discussion ensued.

As co-chair of the 2019-20 Strategic Planning Steering Committee, Mr. Martin provided an update on the strategic planning initiative and a discussion ensued. He noted that there would be a strategic planning forum on October 1 that would be live-streamed and encouraged attendance.

Senior Vice President for Finance and Administration Sam Jones and Provost Peggy Agouris provided an update on the Tech Talent program and the Institutional Partnership Performance Agreement.

Following discussion, Mr. Watkins moved that the Committee on Organizational Sustainability and Innovation convene in Closed Session for discussion of the award of a public contract involving the expenditure of public funds where discussion in an open session would adversely affect the bargaining position or negotiating strategy of the public body, as provided for in Section 2.2-3711.A. 29., of the Code of Virginia. Motion was

seconded by Mr. Hixon and approved by voice vote. The observers were asked to leave the room and the Committee went into closed session at 4:42 p.m.

The Committee reconvened in open session at 5:25 p.m. Mr. Watkins reviewed the topic 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 Ms. Roday and approved by roll call vote of the Board members conducted by Secretary to the Board Michael Fox. (Certification **Resolution** is appended.)

Following the conclusion of the committee meetings, the Board moved to the Wren Building and assembled in the Blue Room for the annual ceremony which includes reading of the Board pledge, pinning of new members and signing of the Board Roster Book, as well as a Board photograph.

On Friday, September 27, the Board reconvened in the Board Room. The Committee on Financial Affairs met from 8:00 to 9:20 a.m.

Following a short break, the Rector convened the full Board at 9:30 a.m.

Those present on Friday were:

Mari Carmen Aponte
Mirza Baig
Victor K. Branch
Warren W. Buck III
S. Douglas Bunch
Sue H. Gerdelman
Barbara L. Johnson
James A. Hixon
Anne Leigh Kerr
John E. Littel

William H. Payne II
Charles E. Poston
Lisa E. Roday
J.E. Lincoln Saunders
Karen Kennedy Schultz
H. Thomas Watkins III
Brian P. Woolfolk
Faculty Representatives: Catherine Forestell
Tiffany Birdsong
Student Representative: Kelsey Vita

Others present were:

Katherine A. Rowe
Peggy Agouris
Virginia M. Ambler
Henry R. Broaddus
Samantha K. Huge
Samuel E. Jones
Matthew T. Lambert

Amy S. Sebring
Kent B. Erdahl
Michael J. Fox
W. Fanchon Glover
Jeremy P. Martin
Brian W. Whitson
Sandra J. Wilms

Also in attendance were Staff Liaison Joseph Wheeless, University Counsel Carrie Nee, Dean Kate Conley, Dean John Wells, Vice Provost Ann Marie Stock and other William & Mary faculty and staff.

Rector John E. Littel welcomed the two new Board members, Mari Carmen Aponte and Charles Poston; the new W&M staff liaison and student representative, Joe Wheeless and Kelsey Vita; the new RBC faculty representative Tiffany Birdsong and returning W&M faculty representative Cathy Forestell, new Provost Peggy Agouris and ACE Fellow Roz Hargraves. The Rector thanked the student and faculty representatives to the committees and thanked the staff who support all of the committees.

In his opening remarks the Rector commented on the retreat in July and the Board's goals for the coming year.

In her opening remarks, President Katherine Rowe commented that the administration would be focused during the academic year on whole institution thinking, the strategic planning process, completing the campaign successfully and advancing organizational sustainability to promote financial sustainability.

Recognizing that a quorum was present, the Rector asked for a motion to adopt the minutes of the annual meeting of April 24-26, 2019, and the Board Retreat on July 24-25, 2019. Motion was made by Mr. Hixon, seconded by Mr. Watkins and approved by voice vote.

The Rector called on the Secretary of the Board. Ms. Gerdelman moved that the Board of Visitors of William & Mary convene in Closed Session for the purpose of approving personnel actions involving specific employees pertaining to the appointments, promotions, tenure, and leaves of specific instructional faculty; discussing the evaluation of the performance of departments or schools; to discuss the evaluation of departments exercising restructured authority where such discussion will necessarily involve identifiable university employees; for consideration of the acquisition and disposition of real property where discussion in an open meeting would adversely affect the bargaining position or negotiating strategy of the public body; for discussion of the award of a public contract involving the expenditure of public funds where discussion in an open session would adversely affect the bargaining position or negotiating strategy of the public body; to discuss reports or plans related to the security of any governmental facility, building or structure or the safety of persons using such facility, building or structure; and pursuant to Virginia Code Sec. 23.1-1241 where discussion in open session would affect the bargaining position or negotiating strategy of the public body; as provided for in Section 2.2-3711.A.1., 3., 19., and 29., of the Code of Virginia. Motion was seconded by Mr. Hixon, and approved by voice vote. The observers were asked to leave the room and the Board went into closed session at 9:58 a.m.

The Board reconvened in open session at 10:13 a.m. Ms. Gerdelman reviewed the topics discussed during closed session for the benefit of the observers, and then moved adoption of the Resolution certifying that the closed session was held in compliance with the Freedom of Information Act. Motion was seconded by Mr. Buck and approved by roll call vote conducted by Secretary to the Board Michael Fox. (Certification **Resolution** is appended.)

The Rector called for the reports of the standing committees.

Ms. Johnson reported for the **Richard Bland College Committee** and briefly reviewed the agenda.

On behalf of the Committee, Ms. Johnson recommended adoption as a block Resolutions 1 through 8:

- **Resolution 1**, Resolution to Approve 2020-2026 Capital Outlay Budget
- **Resolution 2**, Resolution to Approve Unfunded Scholarships
- **Resolution 3**, Resolution to Approve 2020-2026 Six-Year Plan
- **Resolution 4**, Resolution to Approve FY21 Operating and Capital Budget Requests
- **Resolution 5**, Resolution to Approve Revisions to the Discrimination, Harassment, Sexual Misconduct & Retaliation Policy
- **Resolution 6**, Resolution to Approve the College Workforce Planning and Development Report
- **Resolution 7**, Appointments to Fill Vacancies in the Instructional Faculty
- **Resolution 8**, Appointments to Fill Vacancies in the Professional Faculty

The Rector advised that resolutions approved by Board committees do not require a second after a motion is made, then called the vote. **Resolutions 1 through 8** were approved by voice vote.

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

Ms. Gerdelman reported for the **Committee on Institutional Advancement** and briefly reviewed the agenda. There were no action items.

Ms. Roday reported for the **Committee on the Student Experience** and briefly reviewed the agenda. There were no action items.

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

On behalf of the Committee, Mr. Payne recommended adoption as a block Resolutions 14 through 18:

- **Resolution 14**, Resolution to Approve Modification to 2020-2026 Six-Year Capital Plan

- **Resolution 15**, Resolution of the Board of Visitors of William & Mary Declaring the Intention to Reimburse the Cost of Certain Expenditures: Renovate Dormitories
- **Resolution 16**, Resolution of the Board of Visitors of William & Mary Declaring the Intention to Reimburse the Cost of Certain Expenditures: Improve Athletic Facilities
- **Resolution 17**, Resolution of the Board of Visitors of William & Mary Virginia College Building Authority Financing Authorization: Improve Athletic Facilities
- **Resolution 18**, Resolution to Approve University Workforce Planning and Development Report

The Rector called the vote. **Resolutions 14 through 18** were approved by voice vote.

Mr. Payne moved adoption of **Handout Resolution 25**, Appointment of W&M Building Official. Motion was seconded by Ms. Roday and approved by voice vote. (**Resolution 25** is appended.)

Mr. Payne moved to accept the recommendation made in closed session; namely, that the Committee recommend to the Board that the President or her designee be authorized to pursue gubernatorial approval of the proposed real estate transaction described in closed session and to execute all necessary documents to effectuate the transaction provided such approval is granted. Motion was seconded by Ms. Roday and approved by voice vote.

Mr. Hixon reported for the **Committee on Financial Affairs** and briefly reviewed the agenda.

On behalf of the Committee, Mr. Hixon recommended adoption as a block Resolutions 19, 20-R, 21, 22, and 23:

Resolution 19, William & Mary 2020-2026 Six-Year Plan

Resolution 20 REVISED, William & Mary 2020-2022 Operating Budget Requests

Resolution 21, Revision to the Investment and Spending Policy for Endowment

Resolution 22, Virginia Institute of Marine Science 2020-2026 Six-Year Plan

Resolution 23, Virginia Institute of Marine Science 2020-2022 Operating Budget Requests

The Rector called the vote. **Resolutions 19, 20-R, 21, 22, and 23** were approved by voice vote (**Resolution 20-R** is appended.)

Mr. Baig reported for the **Investments Subcommittee** and briefly reviewed the agenda. There were no action items.

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

On behalf of the Committee, Mr. Bunch recommended adoption as a block Resolutions 9 through 13:

- **Resolution 9**, Appointments to Fill Vacancies in the Instructional Faculty
- **Resolution 10**, Designated Professorships
- **Resolution 11**, Faculty Leaves of Absence
- **Resolution 12**, Award of Academic Tenure
- **Resolution 13**, Resolution to Approve a Bachelor of Arts/Bachelor of Science Program in Health Sciences

The Rector called the vote. **Resolutions 9 through 13** were approved by voice vote.

Mr. Watkins reported for the **Ad Hoc Committee on Organizational Sustainability and Innovation** and briefly reviewed the agenda. There were no action items.

Faculty representative to the Board Professor Cathy Forestell gave a report on the activities of the Faculty Assembly and priorities for the upcoming year. Staff Liaison Joe Wheelless gave a report on the activities of the Professionals and Professional Faculty Assembly and the Staff Assembly, and thanked Jeremy Martin for keeping Assembly presidents updated on the strategic planning process. Student representative to the Board Kelsey Vita gave a report on the activities of the Student Assembly, and the areas of focus for her administration during the upcoming year. A discussion ensued.

Warren Buck reported as the Board representative on the Monroe Legacy Working Group and the 1619-2019 Commemoration Commission. He provided an update on Highland activities, including the recent Mellon grant award and the reorganization of Highland, and reported that the Monroe Commission would be holding their retreat next week to discuss their reorganization.

For the report on the 1619-2019 Commission, Mr. Buck provided an update on recent and upcoming events, noting the big event in November is the ASWAD conference with special guest, Ta’Nehisi Coates.

There was no Old Business.

Under New Business, the Rector reported that the revisions to the Bylaws had been circulated within the 30-day notice as required. Noting that no changes had been received, Mr. Littel moved adoption of **Resolution 24**, Revisions to the *Bylaws* of the Board of Visitors. Motion was seconded by Ms. Aponte and approved by voice vote. The Rector thanked Ms. Johnson and Mr. Payne for working with Mr. Fox on the revisions.

The Rector commented on the development of guidelines for public comment for William & Mary tuition/budget hearings, noting that as of July 1, 2019, the Code of Virginia requires governing boards to conduct public hearings on undergraduate tuition and mandatory fees and to develop guidelines for conducting the public comment period. The

William & Mary public comment hearing will be held on Tuesday, October 22, from 3:30 to 4:30 p.m. and asked members of the Board who plan to attend to let Mr. Fox know.

Mr. Littel moved adoption of **HANDOUT Resolution 26**, Guidelines for Public Comment Period on Tuition/Fee Increases. Motion was seconded by Mr. Hixon and approved by voice vote. (**Resolution 26** is appended.)

The Rector called on the Secretary of the Board. Ms. Gerdelman moved that the Board of Visitors of William & Mary convene in Closed Session to discuss specific personnel and the performance goals of the presidents of William & Mary and Richard Bland College; to discuss internal investigations involving identifiable students and/or employees; for consultation with legal counsel and briefings by staff members pertaining to actual or probable litigation and consultation with legal counsel employed or retained by a public body regarding specific legal matters requiring the provision of legal advice by such counsel as provided for in Section 2.2-3711.A.1., 2., 7., and 8. of the Code of Virginia. Motion was seconded by Mr. Watkins. Observers were asked to leave the room and the Board went into closed session at 11:00 a.m.

The Board reconvened in open session at 12:02 a.m. Ms. Gerdelman reviewed the topics discussed during closed session for the benefit of the observers, and then moved adoption of the Resolution certifying that the closed session was held in compliance with the Freedom of Information Act. Motion was seconded by Mr. Payne and approved by roll call vote conducted by the Secretary of the Board Ms. Gerdelman. (Certification **Resolution** is appended.)

A short training session on the new platform for the delivery of Board agenda materials was led by Sarah Miller, Client Advocate from BoardEffect, and Patty Herrera Cox, W&M Information Technology Application Administrator. A discussion ensued. The new BoardEffect platform will be used for delivery of the November agenda materials.

Following brief closing remarks, and there being no further business, the Board adjourned at 12:47 p.m.

September 26, 2019

CERTIFICATION OF CLOSED SESSION

WHEREAS, the Board of Visitors Committee on Organizational Sustainability and Innovation 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 Committee that such closed session was conducted in conformity with Virginia law;

NOW, THEREFORE, BE IT RESOLVED, That the Committee on Organizational Sustainability and Innovation, 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 Committee on Organizational Sustainability and Innovation.

VOTE

AYES:

17

NAYS:

0

ABSENT DURING CLOSED SESSION:



H. Thomas Watkins III

Co-Chair

Committee on Organizational Sustainability
and Innovation

Board of Visitors

September 27, 2019

CERTIFICATION OF CLOSED SESSION

WHEREAS, the Board of Visitors of William & Mary 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: 17

NAYS: 0

ABSENT DURING CLOSED SESSION:



John E. Littel
Rector

WILLIAM & MARY

APPOINTMENT OF W&M BUILDING OFFICIAL

WHEREAS, the Higher Education Restructuring Act and associated Management Agreement provides the President with authority to designate a Building Official responsible for building code compliance for the university, including the Virginia Institute of Marine Science, by either (i) hiring an individual to be the Building Official, or (ii) continuing to use the services of the Department of General Services, Division of Engineering and Buildings, to perform the Building Official function; and

WHEREAS, the university has determined that its current approach does not provide sufficient capacity for the timely review of building plans and associated project inspections; and

WHEREAS, the Department of General Services, Division of Engineering and Buildings, has indicated it has the capacity to serve as the university's Building Official including code review and inspections for new projects as well as projects on the main campus and at VIMS that are early in the design process; and

WHEREAS, on the recommendation of the Senior Vice President for Finance and Administration, the President wishes to enter into a memorandum of understanding with the Department of General Services, Division of Engineering and Buildings, to provide such services;

THEREFORE, BE IT RESOLVED, That the Board of Visitors authorizes the Senior Vice President for Finance and Administration to enter into a Memorandum of Understanding with the Department of General Services, Division of Engineering and Buildings, to provide such services,

BE IT FURTHER RESOLVED, That the Senior Vice President for Finance and Administration shall report annually to the Board regarding the effectiveness and efficiency of this program.

WILLIAM & MARY
2020-2022 OPERATING BUDGET REQUESTS

William & Mary has received guidance from the Governor's Office, the Secretary of Education, and the Virginia Department of Planning and Budget (DPB) related to operating budget requests that will be considered by the Governor as part of the Commonwealth's 2020-22 budget development. Consistent with items outlined in the university's Six-Year Plan, William & Mary submitted four funding requests as described below and one requested language amendment to enable the university's desire to work with nongovernmental organizations interested in sponsoring research activities. The budget requests are outlined below:

PRIORITY 1 – CONTINUE TO EXPAND WILLIAM & MARY'S DATA SCIENCE MAJOR

Funding Request:

<u>FY21</u>	<u>FY22</u>
\$380,000 GF	\$380,000 GF
2.0 FTE	2.0 FTE

The Governor and General Assembly generously provided \$570,000 GF to support three faculty lines as W&M expands its Data Science minor to a major. The university is already actively recruiting for new faculty in this area. The university requests an additional \$380,000 GF in each year to fund an additional two faculty so that W&M can expand the program to meet student and industry demand.

PRIORITY 2 – EXPAND STUDENT INTERNSHIP OPPORTUNITIES

Funding Request:

<u>FY21</u>	<u>FY22</u>
\$401,900 GF	\$466,700 GF

Consistent with the university's on-going discussions with legislative and executive branch leaders, W&M seeks \$401,900 GF in FY21 and \$466,700 GF in FY22 as the 50% match to institutional funds, which will provide stipends for full-time internships during the Fall, Spring or Summer semester and funding for a new internship coordinator position. With these funds, W&M expects to place 70 undergraduate students in FY21 and 85 in FY22 into paid internships across the Commonwealth.

PRIORITY 3 – CREATE A FACULTY INDUSTRY-PARTNERS FELLOWS PROGRAM

Funding Request:	<u>FY21</u>	<u>FY22</u>
	\$200,000 GF	\$200,000 GF

W&M requests funding to launch a new pilot program that will embed 5 faculty members in regional industries during FY21 and up to 10 faculty in the following years. By working in leading and emerging industries around the Commonwealth, faculty will be able to bring “real world” experience to their teaching and research. Concurrently, regional corporations will benefit from having in-house expertise in academic disciplines that complement their permanent workforce. William & Mary requests \$200,000 GF in each year to support this effort. Funds will be used to provide temporary housing to faculty embedded in companies outside of the Williamsburg region, to hire adjunct faculty, if needed, to cover teaching loads on campus while faculty complete the program, and to support staffing costs associated with developing this program. If successful, William & Mary anticipates the program will be funded through institutional resources in the 2022-2024 biennium and beyond.

PRIORITY 4 – O&M FOR NEW FACILITIES

Funding Request:	<u>FY21</u>	<u>FY22</u>
	\$ 77,900 GF	\$507,700 GF

W&M requests funding to support the operation and maintenance of new facilities coming on line in the 2020-2022 biennium. The request includes \$198,200 GF in FY21 to support full year funding for the renovated Alumni House. In FY22, the university requests \$1,291,900 GF to cover ongoing cost for the Alumni House plus full year costs associated with the Fine and Performing Arts Complex, Phases 1 and 2.

LANGUAGE AMENDMENT ONLY – ACCOMMODATE RESEARCH FUNDING

William & Mary requests the following language be added to Section 4-2.01 of the Appropriation Act to allow institutions of higher education to accept binding arbitration and to acknowledge the application of laws of another jurisdiction when entering into agreements or contracts with nonprofit organizations.

INSERT: Section 4-2.01 a. 5) “Notwithstanding any other provision of law, public institutions of higher education may enter into agreements or contracts with nonprofit organizations that provide funding for research or other mission related activities and require use of binding arbitration or application of the laws of another jurisdiction.”

WHEREAS the requested budget amendments are consistent with the university's Six-Year Plan; and

WHEREAS it is in the mutual interest of the Commonwealth of Virginia and the university to be able to enter into contracts with nongovernmental organizations that provide funding for research or other mission-related activities,

NOW THEREFORE, BE IT RESOLVED that the Board of Visitors approves the administration's proposed operating budget requests and requested language amendment.

WILLIAM & MARY

**GUIDELINES FOR PUBLIC COMMENT PERIOD
ON TUITION/FEE INCREASES**

As of July 1, 2019, Section 23.1-307 (D) and (E) of the Code of Virginia requires governing boards to conduct public hearings on increases in undergraduate tuition and mandatory fees. The Code also requires governing boards to develop guidelines for conducting the public comment opportunity. The following proposed guidelines are recommended to the Board for approval.

THEREFORE, BE IT RESOLVED, That the Board approves the Guidelines for Public Comment Period on W&M Tuition/Fee Increases, as proposed, effective immediately.

**GUIDELINES FOR WILLIAM & MARY PUBLIC COMMENT PERIOD ON
TUITION/FEE INCREASES**

- William & Mary will hold a budget hearing for the public followed by a comment period whenever any type of tuition increase is proposed, including but not limited to in-state, out-of-state, undergraduate, graduate, and differential tuition rates for specific programs. This workshop/public comment period will be held during the 30-day window between the date that the public notice is given of the range of the tuition/mandatory fee increase and the Board's vote on tuition and fees. Public notice for these meetings will be given as required by law.
- At least three BOV members will be present for the public comment period, including at a minimum the Rector or Vice Rector and a member of the Committee on Financial Affairs.
- The hearing will begin with a presentation delivered by the university administration that gives the background and history of the university's tuition and fees and factors considered in developing the proposed percentage change and will be followed by a public comment period.
- Speakers can sign up on a first-come, first-served basis for the public comment period. Speakers will be asked to specify their affiliation with the university, e.g., current student, parent, alum, faculty/staff, member of the public, etc.
- Following the presentation, the public comment period will be held for 60 minutes. Additional time may be allotted if needed based on the number of those present who have not spoken.
- Each speaker will be requested to limit their comments to only proposed tuition and fees and their intended uses. Speakers wishing to have their comments entered in the public record must bring a copy.
- Written comments will also be accepted from the date that the public notice is issued and may be submitted in hard copy, via email, or online. Instructions for doing so will be included in the public notice.
- The full Board of Visitors will be sent all written comments following the public hearing.
- The BOV periodically will review these public comment guidelines, re-evaluate the time allotted for public comment based on demand, and modify the guidelines as appropriate.

Board of Visitors

September 27, 2019

CERTIFICATION OF CLOSED SESSION

WHEREAS, the Board of Visitors of William & Mary 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;

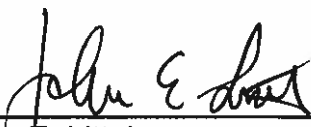
NOW, THEREFORE, BE IT RESOLVED, That the Board of Visitors, reconvening in open session, hereby certifies that, to the best of each member's knowledge, (i) only public business matters lawfully exempted from open meeting requirements by Virginia law were discussed in the closed session to which this 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: 17

NAYS: 0

ABSENT DURING CLOSED SESSION:



John E. Littel
Rector

AGENDA ITEMS
Board of Visitors Meeting
William & Mary

November 20-22, 2019
Board Room - Blow Memorial Hall

RICHARD BLAND COLLEGE

Resolution 6 Receipt of the Consolidated Financial Report of The College of William and Mary in Virginia, Virginia Institute of Marine Science, and Richard Bland College for the Fiscal Year Ended June 30, 2019
(joint with William and Mary)

WILLIAM & MARY

Resolution 1 Appointment to Fill a Vacancy in the Instructional Faculty

Resolution 2 Faculty Leave of Absence

Resolution 3 Resolution to Approve a Master of Science in Marketing

Resolution 4 Resolution to Approve Electrical Easement Serving Monticello Avenue

Resolution 5 Fiscal Year 2021 (FY21) Tuition for In-State Undergraduate students

Resolution 6 Receipt of the Consolidated Financial Report of William & Mary, Virginia Institute of Marine Science, and Richard Bland College for the Fiscal Year Ended June 30, 2019 *(joint with Richard Bland College)*

Resolution 7 Receipt of the Financial Report of the Intercollegiate Athletic Department for the Fiscal Year Ended June 30, 2019

Resolution 8 Adoption of the William & Mary Vision, Mission and Values Statement

RICHARD BLAND COLLEGE

RESOLUTION 6

(joint with William & Mary)

**RECEIPT OF THE CONSOLIDATED FINANCIAL REPORT OF
WILLIAM & MARY, VIRGINIA INSTITUTE OF MARINE SCIENCE, AND
RICHARD BLAND COLLEGE
FOR THE FISCAL YEAR ENDED JUNE 30, 2019**

The Consolidated Financial Report of William & Mary, Virginia Institute of Marine Science, and Richard Bland College for the fiscal year ended June 30, 2019, is presented to the Presidents of William & Mary and Richard Bland College, and the Rector and Board of Visitors.

The statements included in this consolidated Financial Report provide an analysis of the University (defined as the consolidated figures for William & Mary, the Virginia Institute of Marine Science, and Richard Bland College) and its affiliated foundations for fiscal year 2018-2019. William & Mary's financial management has prepared the consolidated financial statements and is responsible for the information for William & Mary, the Virginia Institute of Marine Science, and their affiliated foundations. Richard Bland College's management is responsible for all financial information for Richard Bland College and its affiliated foundation. The report is subject to a detailed audit to be conducted by the Auditor of Public Accounts.

RESOLVED, That the Unaudited Consolidated Financial Report for the Year Ended June 30, 2019 (*see separate booklet*) for William & Mary, Virginia Institute of Marine Science, and Richard Bland College is hereby received by the Board of Visitors.

WILLIAM & MARY
RESOLUTIONS 1 - 7

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, termination or the approval of an additional position.

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.

RACHEL M. FRAZIER, Associate Director of the Miller Entrepreneurship Center and Clinical Assistant Professor of Business, effective October 10, 2019

B.S. (2001), M.S. (2003), and Ph.D. (2005) University of Florida

William & Mary
Visiting Research Associate Professor, 2019

George Washington University
I-Corps Instructor, 2018-2019

Georgia Institute of Technology
Adjunct I-Corps Instructor, 2016

Georgia Institute of Technology, The University of Alabama,
Alabama Agricultural and Mechanical University, Florida State University
and Florida Agricultural and Mechanical University
Lead I-Corp Instructor, 2016-2018

The University of Alabama
Lead I-Corps Site Instructor and Program Coordinator, 2015-2018

Graphenics, LLC
Founder, 2012-2019

The University of Alabama
Assistant Director, Alabama Innovation and Mentoring of Entrepreneurs,
2015-2018
Honors College Faculty, 2014-2018
Graduate Faculty, 2012-2018
Research Engineer, Alabama Innovation and Mentoring of Entrepreneurs,
2007-2015

U.S. Naval Research Laboratory
Postdoctoral Fellow, 2005-2007

Board of Visitors

Resolution 2

November 20-22, 2019

Page 1 of 1

WILLIAM & MARY
FACULTY LEAVE OF ABSENCE

The following faculty member has requested a leave of absence without pay or with partial pay for the reason given.

BE IT RESOLVED, That upon recommendation of the President, the Board of Visitors of William & Mary approves this leave of absence:

NICHOLAS S. POPPER, Associate Professor of History, to accept an NEH Fellowship in conjunction with his research leave during academic year 2020-21.

WILLIAM & MARY
RESOLUTION TO APPROVE A MASTER OF SCIENCE IN MARKETING PROGRAM

WHEREAS, the William & Mary Faculty of the Raymond A. Mason School of Business proposes to offer a graduate program that will confer a Master of Science (M.S.) in Marketing degree starting in August 2020, and

WHEREAS, this graduate program has been developed by faculty members in the School of Business and is supported by the Business School's senior administration, and

WHEREAS, the proposal has received approval from the School of Business Faculty on April 26, 2019, and

WHEREAS, the demand is growing for people with the skills and knowledge who can address a marketing environment that is experiencing never-before-seen levels of disruption that requires continuous innovation and learning. From the new possibilities and challenges of the digital revolution, the proliferation of data and consumer information, concerns about the role of business in society, to the ever-changing media landscape, evolving consumer attitudes and preferences, the mandate for constant innovation, evolving business models, and the growing importance of proving marketing ROI, a marketer's job has never been more complex. Graduates will be knowledgeable and serve as today's marketing leaders. Graduates will have a strong understanding of the timeless principles of marketing and the ability to apply those principles in a disruptive and dynamic business environment, and

WHEREAS, this program will utilize the core competencies of the Faculty of the School of Business who have the expertise to teach and shepherd this program successfully;

THEREFORE, BE IT RESOLVED, That upon recommendation of the President and the Provost, the Board of Visitors approves the creation of a Master of Science in Marketing program, which will be taught and administered by the Faculty of the School of Business.

BE IT FURTHER RESOLVED, That the university will create this new program in compliance with all requirements of the State Council of Higher Education for Virginia and the Southern Association of Colleges and Schools Commission on Colleges.

**WILLIAM & MARY
RESOLUTION TO APPROVE
ELECTRICAL EASEMENT SERVING MONTICELLO AVENUE**

WHEREAS, the university requests Board of Visitors' approval of the following utility easement for Virginia Electric and Power Company, doing business as Dominion Energy Virginia; and

WHEREAS, the university and the Commonwealth entered into a 2006 Management Agreement (the "Agreement"), governed by the restructured Higher Education Financial and Administrative Operations Act of 2005, Chapter 10 of the Title 23.1 et seq., of the *Code of Virginia*; and

WHEREAS, the Agreement was renewed in 2009 and 2013; and

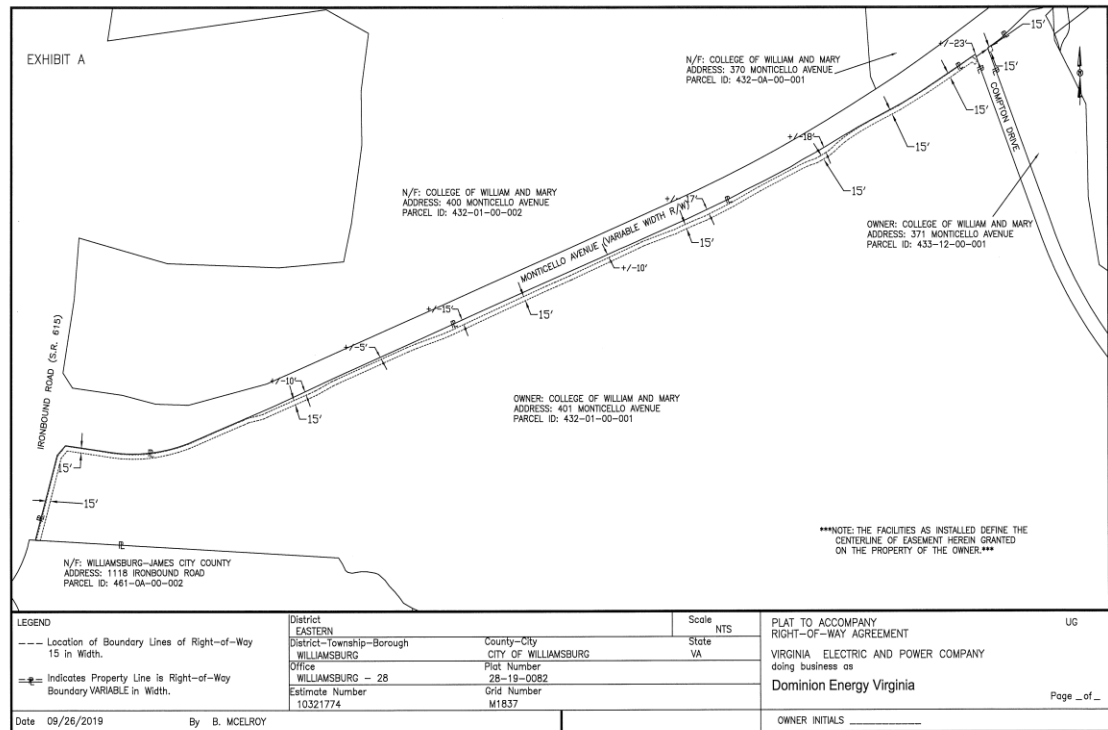
WHEREAS, the Agreement authorizes the university's Board of Visitors to approve easements locally; and

WHEREAS, Virginia Electric and Power Company requested an easement of right-of-way, fifteen feet (15') in width, to lay, erect, construct, operate, maintain and repair underground electric facilities and all equipment, accessories and appurtenances necessary in connection therewith, for the purpose of providing underground electric facilities to the Monticello Trail project along Monticello Avenue between Ironbound Road and Compton Drive.

WHEREAS, there is no transfer of property involved which would require action by the General Assembly (per Chapter 774, 1995 Acts of Assembly); thus

THEREFORE, BE IT RESOLVED, by the Rector and the Board of Visitors of William & Mary, that approval is given, in accordance with all authorities, policies, and procedures in force and necessary to accomplish same, for the easement named in the resolution; and

BE IT FURTHER RESOLVED, That the Senior Vice President for Finance and Administration and his staff are authorized to prepare and execute any and all necessary documents pertaining to the approval and recordation of such easements in the university's name.



November 20-22, 2019

Page 1 of 2

WILLIAM & MARY
FY 2021 TUITION FOR
IN-STATE UNDERGRADUATE STUDENTS

In September 2019, William & Mary's Board of Visitors approved a Six-Year Plan ("the Plan") as required by the Commonwealth of Virginia. Recognizing the need to reduce the rate of growth of in-state undergraduate tuition while maintaining tuition predictability, the plan included a tuition model that caps annual tuition increases at 3%. Assuming a 3% year-over-year increase, by FY 2026 this revised approach will result in in-state undergraduate tuition \$5,000 below the projected rate if the university would continue the William & Mary Promise as currently constructed. Notwithstanding this change, the Plan also stated that, should the State provide additional tuition moderation funds to offset revenue generated through the proposed tuition increase, tuition for Virginia undergraduates could be held flat for a second consecutive year.

In anticipation of setting tuition for incoming in-state undergraduate students at its November 2019 board meeting and consistent with policy, the Board held a public comment session on October 22, 2019. Members in attendance included Rector John Littel, Board Secretary Sue Gerdelman, Committee on Financial Affairs Chair Jim Hixon, and Board members Karen Shultz and Anne Leigh Kerr. While there were no public comments presented at the session, eleven (11) comments were received through the online portal. These comments have been shared with the Board of Visitors prior to requesting formal tuition action.

Concurrent with this activity, as part of budget development for the upcoming biennium, Governor Ralph Northam directed each Cabinet Secretary to review the budgets of state agencies and institutions and determine the impact of a potential reduction in state funding effective for FY 2021.

With that as background, consistent with the approved Six-Year Plan and after receiving public comment on a range of tuition increases, the administration recommends that for FY 2021 the university increase in-state undergraduate tuition from \$17,434 to \$17,957, or 3%, for incoming in-state undergraduate students with the intention that future tuition increases for these students not exceed 3% per year, reflecting a modified William & Mary Promise. There will be no increase in tuition for current in-state undergraduate students.

Setting FY 2021 tuition for incoming full-time in-state undergraduates now provides prospective Virginia students and their families with tuition information prior to accepting an offer of admission.

Tuition and fees for out-of-state undergraduate as well as in-state and out-of-state graduate and professional students will be set by the Board at its April, 2020 meeting, incorporating actions of the 2020 General Assembly, market conditions for each student group, and input received through public comment.

November 20-22, 2019

Page 1 of 2

Revenue generated from this tuition increase, in combination with other revenues and reallocated funds, will be used to address personnel costs, including the university's share of any state-mandated salary and fringe benefit increases, need-based financial aid, and institutional initiatives. These revenues will also provide the university with additional flexibility, mitigating the impact of any reduction in state support while allowing investment in the university's highest priorities. The exact uses will be determined as part of the university's annual budget setting process which prioritizes available resources to meet the university's highest strategic needs.

THEREFORE, BE IT RESOLVED, That the Board of Visitors of The College of William & Mary in Virginia, on the recommendation of the President, and after soliciting public comment, approves continuation of the initial William & Mary Promise as the operating model for current in-state undergraduate students, and as a result, for FY 2021 current in-state undergraduates will see no increase in tuition.

BE IT FURTHER RESOLVED, That the Board of Visitors of The College of William & Mary in Virginia, on the recommendation of the President, and after soliciting public comment, approves the FY 2021 tuition for incoming in-state undergraduates at \$17,957 for incoming in-state undergraduate students with the intention that future tuition increases for these students not exceed 3% per year, reflecting a modified William & Mary Promise.

**RECEIPT OF THE CONSOLIDATED FINANCIAL REPORT OF
WILLIAM & MARY, VIRGINIA INSTITUTE OF MARINE SCIENCE, AND
RICHARD BLAND COLLEGE
FOR THE FISCAL YEAR ENDED JUNE 30, 2019**

The Consolidated Financial Report of William & Mary, Virginia Institute of Marine Science, and Richard Bland College for the fiscal year ended June 30, 2019, is presented to the Presidents of William & Mary and Richard Bland College, and the Rector and Board of Visitors.

The statements included in this consolidated Financial Report provide an analysis of the University (defined as the consolidated figures for William & Mary, the Virginia Institute of Marine Science, and Richard Bland College) and its affiliated foundations for fiscal year 2018-2019. William & Mary's financial management has prepared the consolidated financial statements and is responsible for the information for William & Mary, the Virginia Institute of Marine Science, and their affiliated foundations. Richard Bland College's management is responsible for all financial information for Richard Bland College and its affiliated foundation. The report is subject to a detailed audit to be conducted by the Auditor of Public Accounts.

RESOLVED, That the Unaudited Consolidated Financial Report for the Year Ended June 30, 2019 (*see separate booklet*) for William & Mary, Virginia Institute of Marine Science, and Richard Bland College is hereby received by the Board of Visitors.



WILLIAM & MARY

CHARTERED 1693

**Unaudited Consolidated Financial Report
For The Year Ended June 30, 2019**



WILLIAM & MARY

CHARTERED 1693

2018-2019 CONSOLIDATED FINANCIAL REPORT
FOR
THE COLLEGE OF WILLIAM AND MARY IN VIRGINIA,
VIRGINIA INSTITUTE OF MARINE SCIENCE
AND
RICHARD BLAND COLLEGE

November 1, 2019

To the Board of Visitors of The College of William and Mary, Virginia Institute of Marine Science and Richard Bland College:

We are pleased to submit the following consolidated annual financial report for The College of William and Mary, Virginia Institute of Marine Science and Richard Bland College for the fiscal year ended June 30, 2019. Financial management has prepared and is responsible for the consolidated financial statements and all information in the financial report. The financial statements have been prepared in conformity with generally accepted accounting principles consistently applied.

The statements contained in this report are intended to provide a picture of the flow of financial resources during the fiscal year 2018-19 and the balances available for the future.

Management believes that the current internal control systems provide reasonable assurance that assets are safeguarded against loss from unauthorized use or disposition, and that the financial records are reliable for preparing financial statements and maintaining accountability for assets. These statements are augmented by written policies and organizational structure providing division of responsibilities, careful selection and training of the financial staff, and a program of internal audits.

The financial statements remain subject to audit by the State Auditor of Public Accounts.

Respectfully submitted,

Samuel E. Jones
Senior Vice President for Finance
and Administration
The College of William and Mary

Paul Edwards
Chief Business Officer
Richard Bland College

**William & Mary
Richard Bland College**

June 30, 2019

The Board of Visitors

John E. Littel - Rector
William H. Payne II - Vice Rector
Sue H. Gerdelman - Secretary

Mirza Baig
Warren W. Buck III
S. Douglas Bunch
Thomas R. Frantz
James A. Hixon
Barbara L. Johnson
Anne Leigh Kerr
William H. Payne II
Lisa E. Roday
J.E. Lincoln Saunders
Karen Kennedy Schultz
Todd A. Stottlemeyer
H. Thomas Watkins III
Brian P. Woolfolk

Student Representatives

Brendan J. Boylan - William & Mary
Kayla M. Hand - Richard Bland College

Faculty Representatives

Catherine A. Forestell - William & Mary
Matthew J. Smith - Richard Bland College

Staff Liaison

Jennifer C. Fox – William & Mary

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William & Mary

Katherine A. Rowe, President
Michael R. Halleran, Provost
Virginia M. Ambler, Vice President for Student Affairs
Henry R. Broaddus, Vice President for Strategic Initiatives & Public Affairs
Samuel E. Jones, Senior Vice President for Finance and Administration
Matthew T. Lambert, Vice President for University Advancement

Richard Bland College

Debbie L. Sydow, President

**WILLIAM & MARY,
VIRGINIA INSTITUTE OF MARINE SCIENCE
AND RICHARD BLAND COLLEGE**

ANNUAL FINANCIAL REPORT 2018 - 2019

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**William & Mary,
Virginia Institute of Marine Science,
and Richard Bland College
Consolidated Financial Statements**

MANAGEMENT'S DISCUSSION AND ANALYSIS

(Unaudited)

This Management's Discussion and Analysis (MD&A) is required supplemental information to the consolidated financial statements designed to assist readers in understanding the accompanying financial statements. The following information includes a comparative analysis between the current fiscal year ended June 30, 2019 and the prior year ended June 30, 2018. Significant changes between the two fiscal years and important management decisions are highlighted. The summarized information presented in the MD&A should be reviewed in conjunction with both the financial statements and associated footnotes in order for the reader to have a comprehensive understanding of the institution's financial status and results of operations for fiscal year ended June 30, 2019. William & Mary's (W&M) management has prepared the MD&A, along with the financial statements and footnotes. W&M's management is responsible for all of the information presented for William & Mary, the Virginia Institute of Marine Science (VIMS), and their affiliated foundations. Richard Bland College's (RBC) management is responsible for all of the information presented for RBC and its affiliated foundation.

The financial statements have been prepared in accordance with the Governmental Accounting Standards Board (GASB) reporting model. Accordingly, the three financial statements required are the Statement of Net Position, the Statement of Revenues, Expenses, and Changes in Net Position, and the Statement of Cash Flows. The aforementioned statements are summarized and analyzed in the MD&A.

These financial statements are consolidated statements that include W&M, VIMS, and RBC. All three entities are agencies of the Commonwealth of Virginia reporting to the Board of Visitors of The College of William and Mary. W&M and VIMS, which serves as the university's School of Marine Science, are referred to collectively as the "university" and Richard Bland College is referred to as the "college" within the MD&A as well as in the consolidated financial statements.

The institutions' affiliated foundations are component units and are included in the accompanying financial statements in separate columns. However, the following MD&A does not include the Foundations' financial condition and activities.

Financial Summary

Statement of Net Position

The Statement of Net Position provides a combined snapshot of the university and college's financial positions, specifically the assets, deferred outflows of resources, liabilities, deferred inflows of resources and resulting net position as of June 30, 2019. For comparative purposes, FY18 amounts have been restated to reflect beginning adjustments to Net Position. The information allows the reader to determine the combined assets available for future operations of all three entities, amounts owed by the university and college, and the categorization of net position as follows:

- (1) Net Investment in Capital Assets – reflects the university and college's capital assets net of accumulated depreciation and any debt attributable to their acquisition, construction or improvements.
- (2) Restricted – reflects the university and college's endowment and similar funds whereby the donor has stipulated that the gift or the income from the principal, where the principal is to be preserved, is to be used to support specific programs. Donor restricted funds are grouped into generally descriptive categories of scholarships, research, departmental uses, etc.

- (3) Unrestricted – reflects a broad range of assets available to the university and college that may be used at the discretion of the Board of Visitors for any lawful purpose in support of the university and college’s primary missions of education, research and public service. These assets are derived from student tuition and fees, state appropriations, indirect cost recoveries from grants and contracts, auxiliary services sales and gifts.

Summary Statement of Net Position

	<u>FY 2019</u>	<u>FY 2018</u>	<u>Dollar Change</u>	<u>Percent Change</u>
<u>Assets:</u>				
Current	\$ 82,463,755	\$ 77,811,812	\$ 4,651,943	5.98%
Capital, net of accumulated depreciation	916,383,545	886,861,433	29,522,112	3.33%
Other non-current	172,381,677	141,041,131	31,340,546	22.22%
Total assets	<u>1,171,228,977</u>	<u>1,105,714,376</u>	<u>65,514,601</u>	<u>5.93%</u>
<u>Deferred outflows of resources:</u>				
Pension related	12,460,489	15,690,143	(3,229,654)	-20.58%
Other post-employment benefits	8,633,585	6,663,137	1,970,448	100.00%
Loss on refunding of debt	4,858,179	5,629,432	(771,253)	-13.70%
Total deferred outflows of resources	<u>25,952,253</u>	<u>27,982,712</u>	<u>(2,030,459)</u>	<u>-7.26%</u>
<u>Liabilities:</u>				
Current	100,092,567	87,837,709	12,254,858	13.95%
Non-current	435,770,741	431,327,429	4,443,312	1.03%
Total liabilities	<u>535,863,308</u>	<u>519,165,138</u>	<u>16,698,170</u>	<u>3.22%</u>
<u>Deferred inflows of resources:</u>				
Pension related	10,831,000	9,031,000	1,800,000	19.93%
Other post-employment benefits	19,025,276	11,259,506	7,765,770	100.00%
Gain on refunding of debt	509,779	588,563	(78,784)	-13.39%
Total deferred inflows of resources	<u>30,366,055</u>	<u>20,879,069</u>	<u>9,486,986</u>	<u>45.44%</u>
<u>Net Position:</u>				
Net investment in capital assets	673,053,663	654,939,156	18,114,507	2.77%
Restricted	89,588,322	88,146,487	1,441,835	1.64%
Unrestricted	(131,690,118)	(149,432,762)	17,742,644	11.87%
Total net position	<u>\$ 630,951,867</u>	<u>\$ 593,652,881</u>	<u>\$ 37,298,986</u>	<u>6.28%</u>

The overall result of the combined FY19 operations was a growth in net position of approximately \$37.3 million or an increase of 6.28 percent, bringing total net position to \$631.0 million. The growth was a result primarily of an increase in the net investment in capital assets of \$18.1 million and unrestricted funds of \$17.7 million.

Total assets increased by \$65.5 million. Capital assets, net of accumulated depreciation, increased by \$29.5 million primarily as a result of ongoing construction projects for instruction, research and residential facilities offset by capitalization of completed projects. These projects are discussed in more detail under *Capital Asset and Debt Administration* below. Current assets increased by \$4.7 million due to an increase in cash and accounts receivable, offset by a decrease in investments. Other non-current assets increased by \$31.3 million as a result of increases in cash and investments. The \$2.0 million decrease in deferred outflows of resources is due to pension and other post-employment benefits (OPEB) obligations.

Current liabilities increased \$12.3 million, and non-current liabilities increased \$4.4 million, which reflects a net increase in total liabilities of \$16.7 million. The change in current liabilities was attributable to an increase in accounts

payable and accrued expenses primarily due to the timing of payments for goods or services and construction projects as well as an increase in current debt payments. Non-current liabilities increased by \$4.4 million due to normal payment of debt for bonds payable offset by increases related to issuance of new notes and bonds payable and changes in pension and OPEB liabilities.

Statement of Revenues, Expenses and Changes in Net Position

The Statement of Revenues, Expenses and Changes in Net Position presents the results from operations for the fiscal year. Revenues for the daily operation of the university and college are presented in two categories: operating and non-operating. Operating revenues include the significant categories of tuition and fees, grants and contracts, and the sales of auxiliary enterprises representing exchange transactions. Non-operating revenues include the significant categories of state appropriations, gifts and investment income representing non-exchange transactions. Net other revenues include capital appropriations, grants and contributions.

Summary Statement of Revenues, Expenses and Changes in Net Position

	<u>FY 2019</u>	<u>FY 2018</u>	<u>Dollar Change</u>	<u>Percent Change</u>
Operating revenues	\$ 324,068,655	\$ 315,371,761	\$ 8,696,894	2.76%
Operating expenses	<u>466,793,994</u>	<u>463,757,687</u>	<u>3,036,307</u>	<u>0.65%</u>
Operating gain/(loss)	(142,725,339)	(148,385,926)	5,660,587	-3.81%
Net Non-operating revenues	<u>142,098,447</u>	<u>132,378,728</u>	<u>9,719,719</u>	<u>7.34%</u>
Income/(Loss) before other revenues	(626,892)	(16,007,198)	15,380,306	96.08%
Net other revenues	<u>37,925,878</u>	<u>34,565,904</u>	<u>3,359,974</u>	<u>9.72%</u>
Increase in net position	<u>\$ 37,298,986</u>	<u>\$ 18,558,706</u>	<u>\$ 18,740,280</u>	<u>100.98%</u>

Overall, the result from operations was an increase in net position of \$37.3 million. This resulted in a net change year over year of \$18.7 million. Details are provided in the following sections entitled *Summary of Operating and Non-Operating Revenues net of Non-Operating Expenses* and *Summary of Operating Expenses*.

State appropriations for the university and college are treated as non-operating revenues, therefore the university and college will typically display an operating loss for the year. For FY19, state appropriations contributed almost \$80.8 million or 56.8 % of non-operating revenue as shown in the summary below.

The following table provides additional details of the operating, non-operating and other revenues of the university and college's net of non-operating expenses.

Summary of Operating and Non-Operating Revenues net of Non-Operating Expenses

	<u>FY 2019</u>	<u>FY 2018</u>	<u>Dollar Change</u>	<u>Percent Change</u>
Operating Revenues:				
Student Tuition and Fees, net of scholarship allowances	\$ 176,441,292	\$ 170,806,146	\$ 5,635,146	3.30%
Federal, State, Local and Non-governmental grants and contracts	44,739,494	45,501,339	(761,845)	-1.67%
Auxiliary Enterprise, net of scholarship allowances	95,113,461	92,436,137	2,677,324	2.90%
Other	7,774,408	6,628,139	1,146,269	17.29%
Total Operating Revenues	<u>324,068,655</u>	<u>315,371,761</u>	<u>8,696,894</u>	<u>2.76%</u>
Non-Operating:				
State Appropriations	80,754,614	78,058,470	2,696,144	3.45%
Gifts, Investment Income and other income and expenses	61,343,833	54,320,258	7,023,575	12.93%
Total Non-Operating	<u>142,098,447</u>	<u>132,378,728</u>	<u>9,719,719</u>	<u>7.34%</u>
Other Revenues, Gains and (Losses):				
Capital Appropriations	24,279,423	28,258,864	(3,979,441)	-14.08%
Capital Grants and Gifts	14,396,010	6,727,420	7,668,590	113.99%
Loss on disposal of assets	(749,555)	(420,380)	(329,175)	78.30%
Total Other Revenues, Gains and (Losses)	<u>37,925,878</u>	<u>34,565,904</u>	<u>3,359,974</u>	<u>9.72%</u>
Total Revenues	<u>\$ 504,092,980</u>	<u>\$ 482,316,393</u>	<u>\$ 21,776,587</u>	<u>4.52%</u>

Within the operating revenue category, Student Tuition and Fees, and Auxiliary Revenues increased \$5.6 million and \$2.7 million respectively due to increases in student tuition and fees, including student fees for auxiliary services. This was offset by slight decreases in Federal, State, Local and non-governmental grants and contracts. Non-operating revenues grew, with increases in State Appropriations, Gifts, Investment Income and other revenue and expenses. The university and college experienced an increase in Total Other Revenues due to the timing of capital project funding and the completion of construction projects.

Details of the operating expenses of the university and college are summarized below:

Summary of Operating Expenses

	<u>FY 2019</u>	<u>FY 2018</u>	<u>Dollar Change</u>	<u>Percent Change</u>
Operating Expenses:				
Instruction	\$ 134,988,703	\$ 137,246,740	\$ (2,258,037)	-1.65%
Research	51,838,208	56,488,325	(4,650,117)	-8.23%
Public Service	82,624	37,734	44,890	118.96%
Academic Support	38,964,542	38,246,891	717,651	1.88%
Student Services	18,086,331	17,010,759	1,075,572	6.32%
Institutional Support	46,678,912	45,747,413	931,499	2.04%
Operation and Maintenance of Plant	27,616,342	28,748,152	(1,131,810)	-3.94%
Student Aid	17,476,356	15,310,719	2,165,637	14.14%
Auxiliary Enterprise	94,619,373	89,410,497	5,208,876	5.83%
Depreciation	36,412,541	35,139,267	1,273,274	3.62%
Other Operating Expenses	30,062	371,190	(341,128)	-91.90%
Total Operating Expenses	<u>\$ 466,793,994</u>	<u>\$ 463,757,687</u>	<u>\$ 3,036,307</u>	<u>0.65%</u>

For FY19, the increase in operating expenses was a result of increases in Student Aid, Auxiliary Enterprises and Student Services offset by decreases in Instruction, Research and Operation and Maintenance of Plant.

Statement of Cash Flows

The Statement of Cash Flows provides detailed information about the university and college's sources and uses of cash during the fiscal year. Cash flow information is presented in four distinct categories: Operating, Non-Capital Financing, Capital Financing and Investing Activities. This statement aids in the assessment of the university and college's ability to generate cash to meet current and future obligations.

Summary Statement of Cash Flows

	<u>FY 2019</u>	<u>FY 2018</u>	<u>Dollar Change</u>	<u>Percent Change</u>
Cash Flows from:				
Operating Activities	\$ (109,165,801)	\$ (117,884,341)	\$ 8,718,540	7.40%
Non-Capital Financing	143,366,475	129,391,279	13,975,196	10.80%
Capital and Related Financing	(9,239,781)	(26,206,034)	16,966,253	64.74%
Investing Activities	6,947,499	2,261,727	4,685,772	207.18%
Net Increase/(Decrease) in Cash	<u>\$ 31,908,392</u>	<u>\$ (12,437,369)</u>	<u>\$ 44,345,761</u>	<u>-356.55%</u>

Cash flow from operations and non-capital financing reflects the sources and uses of cash to support the core mission of the university and college. The primary sources of cash supporting the core mission of the university and college in FY19 were: tuition and fees - \$168.9 million, auxiliary enterprise revenues - \$93.4 million, state appropriations - \$80.8 million, research grants and contracts - \$48.4 million and gifts - \$57.5 million.

The primary uses of operating cash in FY19 were payments to employees - \$267.8 million representing salaries, wages, and fringe benefits and payments to suppliers of goods and services - \$129.2 million.

Cash flow from capital financing activities reflects the activities associated with the acquisition and construction of capital assets including related debt payments. The primary sources of cash in FY19 were: proceeds from issuance of

debt – \$41.4 million, capital appropriations - \$24.1 million, and capital grants and contributions - \$14.1 million. The primary uses of cash were for capital expenditures - \$61.4 million and debt payments - \$25.0 million.

The change in cash flows from investing activities is due to investment income and purchase and sale of investments.

Capital Asset and Debt Administration

William & Mary

The following list provides highlights of capital projects completed, in progress, or in design during FY19.

- ***Projects Completed in FY19*** – Six projects were placed into service in FY19. The Dillard Storage Building and portion of the Fine and Performing Arts Project was completed and placed in use as the temporary scene shop for the Theatre, Speech, and Dance Department. Landrum Hall renovation was completed. A campus storm water improvement project was completed to ensure continued compliance with TMDL requirements. A campus accessibility project that installed a ramp, elevator, and accessible restrooms in Adair Hall and improved various pathways across campus was completed. An ADA compliant ramp was added to the Wren Building. The McLeod Tyler Wellness Center was completed.
- ***Projects in Progress*** – Including the 18 projects highlighted on this document, there are over 50 projects currently in some phase of progress – concept development, design, construction, or close out.

Projects in Design – A brief description of each project in design at the end of the fiscal year is provided below:

- A Memorial to the Enslaved, a concept design selected from a worldwide competition to honor the enslaved persons that helped establish William & Mary, will be designed and constructed in the vicinity of the Wren Building.
- Lake Matoaka Dam Spillway Improvement project addresses Virginia dam safety regulations, which require that high risk dams have the capacity to pass off 90% of the flow created by probable maximum precipitation. The capacity will be created by hardening the downstream face of the dam using roller compacted concrete in order to allow passage of flow by overtopping without damage to the earthen embankment.
- Muscarelle Museum Expansion will provide a more modern, program-oriented facility which will include exhibit and teaching space.
- Blow Hall IT Data Center Renovation installs a new heating ventilation and air conditioning system for computer rack cooling to meet current cooling loads. The project also adds redundant power sources with two new uninterrupted power supplies and a new generator power source.
- Integrated Science Center, Phase 4 (ISC4) will support the Mathematics, Computer Science, Engineering Design and Kinesiology & Health Sciences programs which are currently housed in facilities that lack sufficient space and robust building systems. This new facility will accommodate state of the art instruction and research by constructing approximately 121,000 square feet of new space and renovating 7,000 square feet of existing space in order to connect ISC 4 to the adjacent ISC 1. The facility will be constructed on the site of the former Millington Hall.

- Sadler West Addition constructs a 46,000-square foot addition to the western side of the Sadler Center and renovates 8,000 square feet in the old Student Health Center. This total program supports the relocation and consolidation of the university's mission essential Student Affairs program which is spread across multiple facilities on campus.

Projects in Construction - A brief description of each project in construction at the end of the fiscal year is provided below:

- Fine and Performing Arts will expand and renovate Phi Beta Kappa (PBK) Hall, construct a new music building, and improve pedestrian and vehicular circulation in the immediate vicinity. PBK will house Theater, Dance, and Speech and feature a 100-seat student laboratory, a 250-seat studio (black box) theater and a 499-seat renovated main theater. The music building will feature a 125-seat recital hall and a 450-seat recital hall. Both facilities will be uniquely suited to the instructional and acoustic needs of the supported programs. Construction is underway with a completion target of Fall 2021.
- Reveley Garden will construct a version of the 1926 Charles Gillette garden that was designed as part of William & Mary's Beaux-Arts campus plan but never built. The project will create new places of repose and beauty on the south side of W&M's campus, as well as move towards fulfilling Gillette's thoughtful and compelling design for the early twentieth-century campus. Site work has been completed and the Garden Club of Virginia is slated to install landscaping.
- The One Tribe Place project provides structural and water infiltration repairs to the building. It provides a fire sprinkler system upgrade, electrical switchgear replacement and fire pump relocation. The stabilization portion of the project will preserve the 1984 addition for future renovation or repurposing of this portion of the residence hall. Construction commenced in June 2019.
- The Alumni House expansion project will construct a significant addition to the existing Bright House and 1990's addition, enabling University Advancement to improve significantly its support of W&M alumni. Construction is well underway with completion expected in Spring 2020.
- The Tribe Field Hockey Center is a 2,900 square foot, one story building that supports the women's athletic program. The new building will contain permanent team locker facilities, public facilities at Busch Field, goalie's gear storage, a trainer's room, and a rooftop space for viewing and events. The project will encompass storm water infrastructure for the surrounding service roadway and site integration of the field hockey field to the north of the new facility. Completion is expected in Fall 2019
- The West Utility Plant project is in full swing. The project will create a new regional utility plant that will reduce the load on the existing Swem Plant and create sufficient chilled water/hot water capability to support the west side of South Campus, including a new Fine and Performing Arts Complex as part of W&M's Campus Master Plan. Completion in January 2020 is expected.

Looking ahead, W&M will be centered on significant construction efforts in the coming year with Fine and Performing Arts Phases I and II, the Alumni House, Tribe Field Hockey Center and West Plant will all be active in 2020. W&M will also explore academic, auxiliary and administrative space needs balanced against existing inventory and master plan data to determine best courses of action for renovations or new construction to support current and future programs

Virginia Institute of Marine Science

The following list provides highlights of property acquisitions completed in FY19 as well as capital projects in progress or in design during FY19.

- ***Property Acquisition Completed in FY19*** - VIMS has authority from the Commonwealth of Virginia to purchase property adjacent to its Gloucester Point and Wachapreague campuses as well as to acquire property for the Virginia Estuarine & Coastal Research Reserve as privately-owned properties become available. VIMS procured one parcel of land at the Gloucester Point campus in October 2018.
- ***Projects Completed in FY19*** - The Research Vessel (R/V) project involved the planning and construction of a new custom designed research vessel to replace the R/V Bay Eagle. Construction activities and sea trials have been completed. The R/V Virginia departed from the shipyard and made its maiden voyage to its permanent station in September 2018. The christening ceremony was held April 2019. The Consolidated Scientific Research Facility project involved the planning of a new 32,000-square foot building to provide research, study, office and technology space for the departments of Information Technology, Marine Advisory Services, Virginia Sea Grant, Center for Coastal Resources Management, and the Communications Center. All major construction is complete. The final finish punch list items were 99% complete as of June 30.
- ***Projects in Progress*** - VIMS had several projects either in design or under construction in FY19.

Projects in Design

- The New Research Facility project involves the planning of a new building to replace the existing Chesapeake Bay Hall building with a new 65,000-square foot building to provide research, education, and office space for the Departments of Aquatic Health Sciences, Biological Sciences, Fisheries Science, and Physical Sciences. A preferred site has been identified for the building and programming is underway.
- The Eastern Shore Laboratory Complex project involves the planning and construction for a new building complex totaling 22,218 square feet that includes a new administration building, education building, visiting scientist/student center, shellfish aquaculture hatchery, maintenance shop, and a storage shop. The design is complete and construction documents are being reviewed for code compliance and permitting. General Contractors Statements of Qualifications have been reviewed to develop a bidder shortlist. Bidding will begin upon completion of code review.
- The Oyster Hatchery project involves the planning for a new state of the art 22,000-square foot oyster hatchery which will house space for research, education, and training as well as space for outreach activities with industry that promotes economic development. Design is expected to be completed in early 2020, followed by a construction phase of approximately 13 months.

Construction

- The Facilities Management Building project involves the planning and construction of a new 15,000-square foot modern building to relocate and house administrative offices, maintenance trades shops, automotive and equipment repair garage, grounds, housekeeping, and central shipping and receiving units. All building systems and finishes are complete with adjustments, as needed, to eliminate deficiencies discovered during code inspections. The architect's final punch lists are ongoing.

Debt Activity

The university and college's long-term debt is comprised of bonds payable, notes payable, capital lease payable and installment purchases. The bonds payable are Section 9(c) bonds, which are general obligation bonds issued and backed by the Commonwealth of Virginia on behalf of the university and college. These bonds are used to finance capital projects which will produce revenue to repay the debt. The university and college's notes payable consists of Section 9(d) bonds, which are issued by the Virginia College Building Authority's (VCBA) Pooled Bond Program. These bonds are backed by pledges against the university and college's general revenues. As of June 30, 2019, the university and college had \$75.0 million and \$180.2 million in outstanding balances for Section 9(c) and 9(d) bonds, respectively.

The outstanding balance of 9(c) bonds can be summarized in five major categories: (1) Renovation of Dormitories - \$40.8 million, (2) New Dormitory - \$18.3 million, (3) Commons Dining Hall - \$4.4 million, (4) Graduate Housing - \$3.4 million, and (5) RBC Student Housing Conversion - \$2.3 million. The remaining difference reflects \$5.8 million in unamortized premiums.

The majority of the 9(d) balance at June 30, 2019 is related to: Plant Renovations – \$31.6 million, Expansion of Sadler Center - \$31.1 million, One Tribe Place - \$18.9 million, Miller Hall School of Business - \$12.9 million, Barksdale dormitories - \$11.7 million, Integrated Science Center - \$10.9 million, McLeod Tyler Wellness Center - \$8.7, Marshall-Wythe Law School Library - \$8.0 million, Improvement of Auxiliary facilities \$8.7 million, the Parking Deck -\$5.1 million, Recreation Sports Center - \$4.5 million, Athletic related projects – \$8.9 million, and various other projects – \$4.0 million. The remaining difference reflects \$15.2 million in unamortized premiums.

Economic Outlook

The university's strong economic health continues to reflect its strong student demand for a W&M degree, the predictability of the university's tuition and fee revenue, continued funding from the Commonwealth of Virginia, particularly for targeted initiatives and capital projects, its ability to raise from grants and contracts and philanthropic donations, and its on-going commitment to reallocate funds to support the university's highest priorities.

W&M continues to recruit, admit and retain top-caliber students even as the university competes against the most selective public and private institutions in the country. The freshman applicant pool continues to be strong, with 14,680 students seeking admission for Fall 2019. With an incoming class size of 1,530 undergraduate students, W&M has almost 9.6 applicants for every student enrolled. Given its robust applicant pool, the credentials of admitted students remain strong, reflecting the university's highly selective nature. These statistics, coupled with the university's academic reputation, suggest a strong continuing student demand for the future. Similarly, VIMS continues to see significant success in its academic, research and advisory programs, particularly in high profile areas such as coastal flooding, sea-level rise, and water quality. Over the past several years, enrollment at RBC, a separate two-year college governed by the Board of Visitors has fluctuated as the college has raised its admissions standards. However, based on Fall 2019 enrollments, it appears that enrollments are beginning to stabilize as investments the college has made in academic advising, student support services, and retention programs begin to pay off.

State support for operations is a function of general economic conditions and the priority assigned to higher education among competing demands for Commonwealth resources. The amended 2018-2020 Appropriation Act, Chapter 854, adopted by the General Assembly and signed into law by the Governor, provided significant investment of new state general fund support in FY 19 and FY 20 for targeted initiatives, student financial aid and funding to offset tuition increases in order to mitigate the cost to students.

FY19 also showed strong financial performance for the university's endowment. As of June 30, 2019, the market value of W&M's total endowment was greater than \$1.0 billion, including \$27.2 million in revocable endowments held by third parties -- up six percent over the prior year total of \$962.2 million. The Board of Visitors' endowment recognized a 5.4% one-year investment return as of June 30, 2019. The William & Mary Investment Trust recognized a 6.3% return. Together, these remain the largest of the investment portfolios and both remain highly diversified across asset classes.

W&M also continued its fundraising success in FY19, generating almost \$92 million in new philanthropic gifts this year and bringing the total in gifts raised as part of a \$1 billion fundraising campaign to over \$892 million. The number of donors continues to be robust with more than 42,000 total donors, including almost 18,000 undergraduate alumni donors. W&M boasts one of the highest donor retention rates in the nation and ranks first among US public colleges and university in alumni giving. The university fully anticipates meeting its campaign goal by 2020 as planned.

In addition to operating dollars, investments in academic facilities and infrastructure remain strong. With significant support from the Commonwealth for construction and renovation of academic facilities, W&M is well under way in the construction of state-of-the-art educational and performance facilities for its music, theater, dance and speech programs.

The last phase of the Integrated Science Center is in design and will accommodate state-of-the-art instruction and research space along with the expansion of the Sadler Center that will support the consolidation of activities and programs for Student Affairs. Likewise, with support from the Commonwealth, VIMS is also continuing to invest in its facilities and physical inventory, with the completion of construction of a new research vessel and the design and planning for a new Research Facility, Oyster Hatchery, and Eastern Shore Research Facilities are under way.

Consolidated Financial Statements

William & Mary, Virginia Institute of Marine Science and Richard Bland College - Consolidated Report
Statement of Net Position
As of June 30, 2019

	ASSETS	University	Component Units
Current assets:			
Cash and cash equivalents (Note 3)	\$ 32,825,832	\$ 38,969,256	
Investments (Note 3)	20,693,830	34,324,135	
Appropriation available	478,740	-	
Receivables, net of allowance for doubtful accounts (Note 5)	19,381,580	3,064,660	
Notes receivable (Note 5)	371,121	-	
Due from commonwealth	4,450,142	-	
Inventories	538,807	12,947	
Pledges receivable	-	8,101,575	
Prepaid expenses	3,561,542	425,615	
Other assets	162,161	54,008	
Total current assets	82,463,755	84,952,196	
Non-current assets:			
Restricted cash and cash equivalents (Note 3)	44,735,087	7,423,886	
Restricted investments (Note 3)	95,610,778	457,519,659	
Investments (Note 3)	27,387,197	307,211,704	
Receivables	-	19,945,996	
Notes receivable, net of allowance for doubtful accounts (Note 5)	1,679,615	-	
Pledges receivable	-	21,842,940	
Capital assets, nondepreciable (Note 6)	155,408,746	15,351,295	
Capital assets, depreciable net of accumulated depreciation (Note 6)	760,974,799	21,769,685	
Other assets	-	2,282,284	
Other restricted assets	2,969,000	176,918,886	
Total non-current assets	1,088,765,222	1,030,266,335	
Total assets	1,171,228,977	1,115,218,531	
	DEFERRED OUTFLOWS OF RESOURCES		
Pension related (Note 14)	12,460,489		
Other postemployment benefits (Note 15)	8,633,585		
Loss on refunding of debt	4,858,179		
Total deferred outflows of resources	25,952,253		
Total assets and deferred outflows of resources	1,197,181,230		
	LIABILITIES		
Current liabilities:			
Accounts payable and accrued expenses (Note 7)	50,275,209	4,277,341	
Unearned revenue	16,610,864	413,836	
Deposits held in custody for others	1,328,283	302,306	
Advance from the Treasurer of Virginia (Note 18)	796,803	-	
Obligations under securities lending program	14,694	-	
Long-term liabilities-current portion (Note 9)	31,028,274	1,970,305	
Other liabilities	38,440	39,800	
Total current liabilities	100,092,567	7,003,588	
Long-term liabilities-non-current portion (Note 9)	435,770,741	60,939,949	
Total liabilities	535,863,308	67,943,537	
	DEFERRED INFLOWS OF RESOURCES		
Pension related (Note 14)	10,831,000		
Other postemployment benefits (Note 15)	19,025,276		
Gain on refunding of debt	509,779		
Total deferred inflows of resources	30,366,055		
Total liabilities and deferred inflows of resources	566,229,363		
	NET POSITION		
Net investment in capital assets	673,053,663	15,369,981	
Restricted for:			
Nonexpendable:			
Scholarships and fellowships	10,501,029	153,926,733	
Research	-	25,330,882	
Loans	-	24,230	
Departmental uses	48,165,124	173,296,228	
Other	-	226,768,349	
Expendable:			
Scholarships and fellowships	9,709,983	120,701,055	
Research	-	7,748,048	
Debt service	2,809,830	-	
Capital projects	3,842	36,374,714	
Loans	707,609	-	
Departmental uses	17,690,905	189,676,755	
Other	-	32,439,407	
Unrestricted	(131,690,118)	65,618,612	
Total net position	\$ 630,951,867	\$ 1,047,274,994	

The accompanying Notes to the Financial Statements are an integral part of this statement.

William & Mary, Virginia Institute of Marine Science and Richard Bland College - Consolidated Report
Statement of Revenues, Expenses and Changes in Net Position
For the Year Ended June 30, 2019

	University	Component Units
Operating revenues:		
Student tuition and fees, net of scholarship allowances of \$43,335,165	\$ 176,441,292	\$ -
Gifts and contributions	-	19,965,683
Federal grants and contracts	34,957,384	-
State grants and contracts	2,880,982	-
Local grants and contracts	346,545	-
Nongovernmental grants and contracts	6,554,583	-
Auxiliary enterprises, net of scholarship allowances of \$20,595,131	95,113,461	-
Other	7,774,408	9,781,820
Total operating revenues	324,068,655	29,747,503
Operating expenses: (Note 11)		
Instruction	134,988,703	6,915,592
Research	51,838,208	942,999
Public service	82,624	724,009
Academic support	38,964,542	3,909,255
Student services	18,086,331	980,607
Institutional support	46,678,912	14,400,895
Operation and maintenance of plant	27,616,342	10,791,292
Student aid	17,476,356	15,543,672
Auxiliary enterprises	94,619,373	6,843,928
Depreciation	36,412,541	982,429
Other	30,062	4,238,555
Total operating expenses	466,793,994	66,273,233
Operating loss	(142,725,339)	(36,525,730)
Non-operating revenues/(expenses):		
State appropriations (Note 12)	80,754,614	-
Gifts	57,541,385	-
Net investment revenue	6,828,292	35,849,254
Pell grant revenue	5,701,168	-
Interest on capital asset related debt	(6,879,367)	(724,237)
Other non-operating revenue	1,023,204	24,584,219
Other non-operating expense	(2,870,849)	-
Net non-operating revenues	142,098,447	59,709,236
Income/(loss) before other revenues, expenses, gains or losses	(626,892)	23,183,506
Capital appropriations	24,279,423	-
Capital grants and contributions	14,396,010	15,212,127
Loss on disposal of assets	(749,555)	-
Additions to permanent endowments	-	31,894,308
Net other revenues, expenses, gains or losses	37,925,878	47,106,435
Increase/(Decrease) in net position	37,298,986	70,289,941
Net position - beginning of year, restated (Note 2)	593,652,881	976,985,053
Net position - end of year	\$ 630,951,867	\$ 1,047,274,994

The accompanying Notes to the Financial Statements are an integral part of this statement.

William & Mary, Virginia Institute of Marine Science and Richard Bland College - Consolidated Report
Statement of Cash Flows
For the Year Ended June 30, 2019

Cash flows from operating activities:	
Tuition and fees	\$ 168,939,341
Scholarships	(16,625,986)
Research grants and contracts	48,395,183
Auxiliary enterprise charges	93,359,088
Payments to suppliers	(129,171,986)
Payments to employees	(267,750,676)
Payments for operation and maintenance of facilities	(13,478,451)
Collection of loans to students and employees	459,830
Other receipts	6,998,738
Other payments	(290,882)
	<hr/>
Net cash used by operating activities	(109,165,801)
	<hr/>
Cash flows from noncapital financing activities:	
State appropriations	80,754,614
Gifts	57,541,385
Agency receipts	1,111,855
Agency payments	(647,576)
Direct Loan receipts	47,907,192
Direct Loan disbursements	(47,907,192)
Other non-operating receipts	7,348,584
Other non-operating disbursements	(2,742,387)
	<hr/>
Net cash provided by noncapital financing activities	143,366,475
	<hr/>
Cash flows from capital financing activities:	
Proceeds from issuance of capital debt	41,429,210
Capital appropriations	24,056,877
Capital grants and contributions	14,077,377
Advance from the Treasurer of Virginia	2,720,328
Payment to the Treasurer of Virginia	(5,598,049)
Insurance payments	515,120
Capital expenditures	(61,441,452)
Principal paid on capital-related debt	(15,917,898)
Interest paid on capital-related debt	(9,117,951)
Proceeds from sale of capital assets	36,657
	<hr/>
Net cash used by capital and related financing activities	(9,239,781)
	<hr/>
Cash flows from investing activities:	
Investment income	6,292,146
Investment expense	(232,963)
Proceeds from sale of investments	32,031,730
Purchase of investments	(31,143,414)
	<hr/>
Net cash provided by investing activities	6,947,499
	<hr/>
Net increase/(decrease) in cash	31,908,392
	<hr/>
Cash-beginning of year	45,637,833
	<hr/>
Cash-end of year	\$ 77,546,225
	<hr/>

William & Mary, Virginia Institute of Marine Science and Richard Bland College - Consolidated Report
Statement of Cash Flows
For the Year Ended June 30, 2019

Reconciliation of Cash-end of year-Cash Flow Statement, to Cash and Cash Equivalents-Statement of Net Position :

Statement of Net Position	
Cash and cash equivalents	\$ 32,825,832
Restricted cash and cash equivalents	44,735,087
Less: Securities lending -Treasurer of Virginia	<u>(14,694)</u>
Net cash and cash equivalents	<u><u>\$ 77,546,225</u></u>

Reconciliation of net operating expenses to net cash used by operating activities:

Net operating loss	\$ (142,725,339)
Adjustments to reconcile net operating expenses to cash used by operating activities:	
Depreciation expense	36,412,541
Changes in assets, deferred outflows of resources, liabilities and deferred inflows of resources:	
Receivables-net	(4,013,885)
Inventories	(51,671)
Prepaid expense	211,401
Accounts payable	3,362,997
Unearned revenue	3,180,071
Deposit held for others	(14,329)
Compensated absences	501,845
Pension liability	(9,786,000)
Deferred outflows of resources related to pension obligations	3,229,654
Deferred inflows of resources related to pension obligations	1,800,000
Other post-employment benefits liability	(6,818,946)
Other post-employment benefits asset	(91,000)
Deferred outflows of resources related to other post-employment benefits	(1,970,448)
Deferred inflows of resources related to other post-employment benefits	7,765,770
Software licenses liability	102,358
Other liability	<u>(260,820)</u>
Net cash used in operating activities	<u><u>\$ (109,165,801)</u></u>

**NONCASH INVESTING, NONCAPITAL FINANCING, AND CAPITAL
AND RELATED FINANCING TRANSACTIONS**

Amortization of deferred loss	\$ 692,469
Donated capital assets	\$ 269,967
Loss on disposal of assets	\$ 749,554
Amortization of bond premium	\$ 2,494,443
Net change in value of investments	\$ 784,983

The accompanying Notes to Financial Statements are an integral part of this statement.

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**Notes to
Financial Statements
Year Ended June 30, 2019**

William & Mary, Virginia Institute of Marine Science, and Richard Bland College - Consolidated Report

NOTES TO FINANCIAL STATEMENTS

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Reporting Entity

The consolidated financial statements of William & Mary includes the financial statements of William & Mary (W&M) located in Williamsburg, Virginia, Virginia Institute of Marine Science (VIMS), which serves as the school of Marine Science, collectively referred to as “university” and Richard Bland, referred to as the “college”. All three entities are recognized as distinct state agencies within the Commonwealth of Virginia’s statewide system of public higher education with a shared governing board appointed by the Governor of Virginia. In this capacity, the Board of Visitors is responsible for overseeing governance of all three entities. The university and college are a component unit of the Commonwealth of Virginia and are included in the general purpose financial statements of the Commonwealth.

The accompanying financial statements present all funds for which the university and college’s Board of Visitors is financially accountable. Related foundations and similar non-profit corporations for which the university and college are not financially accountable are also a part of the accompanying financial statements in accordance with the Governmental Accounting Standards Board (GASB) reporting model. These entities are legally separate and tax exempt organizations formed to promote the achievements and further the aims and purposes of the university and college. These component units are described in Note 13.

The university and college have nine component units – the William & Mary Foundation, The Marshall-Wythe School of Law Foundation, the William & Mary Alumni Association, the William & Mary Athletic Educational Foundation, the William & Mary School of Business Foundation, the Virginia Institute of Marine Science Foundation, the Richard Bland College Foundation, the William & Mary Real Estate Foundation, and the Intellectual Property Foundation. These organizations are separately incorporated tax-exempt entities and have been formed to promote the achievements and further the aims and purposes of the university and college. The Foundations are private, non-profit organizations, and as such the financial statement presentation follows the recommendation of accounting literature related to non-profits. As a result, reclassifications have been made to convert the Foundation’s financial information to GASB format.

Although the university and college do not control the timing or amount of receipts from the Foundations, the majority of resources or income which the Foundations hold and invest are restricted to the activities of the university and college by the donors. Because these restricted resources held by the Foundations can only be used by or for the benefit of the university and college, the Foundations are considered component units of the university and college and are discretely presented in the financial statements with the exception of the Intellectual Property Foundation. The Intellectual Property Foundation is presented blended in the university column because the university has a voting majority of the governing board of the Foundation.

The William & Mary Foundation is a private, not-for-profit corporation organized under the laws of the Commonwealth of Virginia to “aid, strengthen, and expand in every proper and useful way” the work of William & Mary. For additional information on the William & Mary Foundation, contact the Foundation at Post Office Box 8795, Williamsburg, Virginia 23187.

The Marshall-Wythe School of Law Foundation is a non-stock, not-for-profit corporation organized under the laws of the Commonwealth of Virginia, established for the purpose of soliciting and receiving gifts to support the William & Mary Law School. The Foundation supports the law school through the funding of scholarships and fellowships, instruction and research activities, and academic support. For additional information on The Marshall-Wythe School of Law Foundation, contact the Foundation Office at Post Office Box 8795, Williamsburg, Virginia 23187.

The William & Mary Alumni Association is a private, not-for-profit corporation organized under the laws of the Commonwealth of Virginia which provides aid to W&M in its work, and promotes and strengthens the bonds of interest between and among William & Mary and its alumni. For additional information on the Alumni Association, contact the Alumni Association Office at Post Office Box 2100, Williamsburg, Virginia 23187-2100.

The William & Mary Athletic Educational Foundation is a not-for-profit corporation organized under the laws of the Commonwealth of Virginia. The purpose of the Foundation is to promote, foster, encourage and further education, in all enterprises of all kinds at William & Mary, but it principally supports W&M's Athletic Department. For additional information on the Athletic Educational Foundation, contact the Foundation Office at 751 Ukrop Drive, Williamsburg, Virginia 23187.

The William & Mary Business School Foundation is a non-stock, not-for-profit corporation organized under the laws of the Commonwealth of Virginia. The purpose of the Business School Foundation is to solicit and receive gifts to endow the W&M School of Business Administration and to support the School through the operations of the Foundation. For additional information on the William & Mary Business School Foundation, contact the Foundation Office at Post Office Box 2220, Williamsburg, Virginia, 23187.

The Virginia Institute of Marine Science Foundation is a not-for-profit corporation organized under the laws of the Commonwealth of Virginia. The purpose of the Foundation is to support VIMS primarily through contributions from the public. For additional information on the Virginia Institute of Marine Science Foundation, contact the Foundation Office at Post Office Box 1346, Gloucester Point, Virginia, 23062.

The Richard Bland College Foundation is a private, not-for-profit corporation organized under the laws of the Commonwealth of Virginia which provides scholarships, financial aid, and books to RBC's students, along with support for faculty development and cultural activities. For additional information on the Richard Bland College Foundation, contact the Foundation Office at 11301 Johnson Road, South Prince George, Virginia 23805.

The William & Mary Real Estate Foundation is a non-profit organization incorporated under the laws of the Commonwealth of Virginia in September 2006. Its purpose is to acquire, hold, manage, sell, lease and participate in the development of real properties in support of the educational goals of William & Mary and VIMS. For additional information on the William & Mary Real Estate Foundation, contact the Foundation Office at Post Office Box 8795, Williamsburg, Virginia, 23187-8795.

The Intellectual Property Foundation is a nonprofit organization incorporated under the laws of the Commonwealth of Virginia in September 2007. Its purpose is to handle all aspects of the intellectual property of William & Mary in support of the educational goals of the university. For additional information on the William & Mary Intellectual Property Foundation, contact the Foundation Office at Post Office Box 8795, Williamsburg, Virginia, 23187-8795.

The Omohundro Institute of Early American History and Culture (OIEAHC), sponsored by William & Mary, is a separate non-profit entity organized exclusively for educational purposes. Its Executive Board determines matters of policy and has responsibility for financial and general management as well as resource development. The Executive Board consists of up to six members, including the chief academic officer of the university as an ex officio member. For FY19, the university provided support of \$1,011,470 to the Institute through direct payment of expenses.

Basis of Presentation

The accompanying financial statements have been prepared in accordance with generally accepted accounting principles as prescribed by the GASB, including all applicable GASB pronouncements. Pursuant to the provisions of GASB Statement No. 34, *Basic Financial Statements – and Management's Discussion and Analysis – for State and Local Governments*, and Statement No. 35, *Basic Financial Statements - and Management's Discussion and Analysis - for Public Colleges and Universities*. The university and college follow accounting and reporting standards for reporting as a special-purpose government engaged in business-type activities and accordingly, is reported within a single column in the basic financial statements.

Basis of Accounting

The financial statements of the university and college have been prepared using the economic resources measurement focus and the accrual basis of accounting, including depreciation expense related to capitalized fixed assets. Under the accrual basis, revenues are recognized when earned, and expenses are recorded when an obligation has been incurred. Bond premiums and discounts are deferred and amortized over the life of the debt. All significant intra-agency transactions have been eliminated.

Cash and Cash Equivalents

In accordance with the GASB Statement No. 9, *Reporting Cash Flows of Proprietary and Nonexpendable Trust Funds and Governmental Entities That Use Proprietary Fund Accounting*, definition, cash and cash equivalents consist of cash on hand, money market funds, and temporary highly liquid investments with an original maturity of three months or less.

Investments

GASB Statement No. 31, *Accounting and Financial Reporting for Certain Investments and for External Investment Pools*, requires that purchased investments, interest-bearing temporary investments classified with cash, and investments received as gifts be recorded at fair value, and reported in accordance with GASB Statement No. 72, *Fair Value Measurement and Application* (See Note 3). Realized and unrealized gains and losses are reported in investment income as non-operating revenue in the Statement of Revenues, Expenses, and Changes in Net Position.

Receivables

Receivables consist of tuition and fee charges to students and auxiliary enterprises' sales and services. Receivables also include amounts due from the federal government, state and local governments, or private sources, in connection with reimbursement of allowable expenditures made pursuant to grants and contracts. Receivables are recorded net of estimated uncollectible amounts.

Inventories

Inventories at the university are reported using the consumption method, and valued at average cost. RBC does not report any inventory.

Prepaid Expenses

As of June 30, 2019, the university and college's prepaid expenses included items such as insurance premiums, membership dues, conference registrations and publication subscriptions for FY20 that were paid in advance.

Capital Assets

Capital assets are recorded at historical cost at the date of acquisition or acquisition value at the date of donation in the case of gifts. Construction expenses for capital assets and improvements are capitalized when expended. Interest expense of \$285,214 relating to construction is capitalized net of interest income earned on resources set aside for this purpose for the year ended June 30, 2019. The university and college's capitalization policy on equipment includes all items with an estimated useful life of two years or more. The university and college capitalize all items with a unit price greater than or equal to \$5,000. The university capitalizes buildings and improvements other than buildings with a cost greater than or equal to \$100,000. Richard Bland College capitalizes buildings and improvements other than buildings with a cost greater than or equal to \$5,000. Library materials for the academic or research libraries are capitalized as a collection and are valued at cost. The university capitalizes intangible assets with a cost greater than or equal to \$50,000 except for internally generated computer software which is capitalized at a cost of \$100,000 or greater. Richard Bland College capitalizes intangible assets with a cost greater than or equal to \$20,000.

Depreciation is computed using the straight-line method over the estimated useful lives of the respective assets as follows:

Buildings	40-50 years
Infrastructure	10-50 years
Equipment	2-30 years
Library Books	10 years
Intangible Assets – computer software	3-20 years

Collections of works of art and historical treasures are capitalized at cost or fair value at the date of donation. These collections, which include rare books, are considered inexhaustible and therefore are not depreciated.

Deferred Outflows of Resources

Deferred outflows of resources are defined as the consumption of net assets applicable to a future reporting period. The deferred outflows of resources have a positive effect on net position similar to assets.

Unearned Revenue

Unearned revenue represents revenue collected but not earned as of June 30, 2019. This is primarily comprised of revenue for student tuition and fees paid in advance of the semester, amounts received from grant and contract sponsors that have not yet been earned and advance ticket sales for athletic events.

Compensated Absences

Employees' compensated absences are accrued when earned. The liability and expense incurred are recorded at year-end as accrued compensated absences in the Statement of Net Position, and as a component of compensation and benefit expense in the Statement of Revenues, Expenses, and Changes in Net Position. The applicable share of employer related taxes payable on the eventual termination payments is also included.

Noncurrent Liabilities

Noncurrent liabilities include principal amounts of bonds payable, notes payable, capital lease payable and installment purchase agreements with contractual maturities greater than one year as well as estimated amounts for accrued compensated absences that will not be paid within the next fiscal year. Also included is pension liability for defined benefit plans and other postemployment benefits administered through the Virginia Retirement System and other postemployment benefits administered through the Department of Human Resource Management.

Pensions

The Virginia Retirement System (VRS) State Employee Retirement Plan and the Virginia Law Officers' System (VaLORS) Retirement Plan are single employer pension plans that are treated like cost-sharing plans. For the purposes of measuring the net pension liability, deferred outflows of resources and deferred inflows of resources related to pensions, pension expense, information about the fiduciary net position of the VRS State Employee Retirement Plan and the VaLORS Retirement Plan, as well as the additions to/deductions from the VRS State Retirement Plan's and the VaLORS Retirements Plan's net fiduciary position have been determined on the same basis as they were reported by VRS. For this purpose, benefit payments (including refunds of employee contributions) are recognized when due and payable in accordance with the benefit terms. Investments are reported at fair value.

Other Postemployment Benefits

The Virginia Retirement System (VRS) Group Life Insurance Program is a multiple employer, cost-sharing plan. It provides coverage to state employees, teachers, and employees of participating political subdivisions. For purposes of measuring the net Group Life Insurance Program OPEB liability, deferred outflows of resources, deferred inflows of resources and OPEB expense, information about the fiduciary net position of the Virginia Retirement System (VRS)

Group Life Insurance program OPEB and the additions to/deductions from the VRS Group Life Insurance Program OPEB's net fiduciary position have been determined on the same basis as they were reported by VRS. In addition, benefit payments are recognized when due and payable in accordance with the benefit terms. Investments are reported at fair value.

The Virginia Retirement System (VRS) State Employee Health Insurance Credit Program is a single employer plan that is presented as a multiple-employer, cost-sharing plan. For purposes of measuring the net State Employee Health Insurance Credit Program OPEB liability, deferred outflows of resources, deferred inflows of resources and OPEB expense, information about the fiduciary net position of the Virginia Retirement System (VRS) State Employee Health Insurance Credit Program; and the additions to/deductions from the VRS State Employee Health Insurance Credit Program's net fiduciary position have been determined on the same basis as they were reported by VRS. For this purpose, benefit payments are recognized when due and payable in accordance with the benefit terms. Investments are reported at fair value.

The Virginia Retirement System (VRS) Disability Insurance Program (Virginia Sickness and Disability Program) is a single employer plan that is presented as a multiple-employer, cost-sharing plan. For purposes of measuring the net Disability Insurance Program OPEB liability (asset), deferred outflows of resources, deferred inflows of resources and OPEB expense, information about the fiduciary net position of the Virginia Retirement System (VRS) Disability Insurance Program OPEB Plan and the additions to/deductions from the VRS Disability Insurance Program OPEB Plan's net fiduciary position have been determined on the same basis as they were reported by VRS. In addition, benefit payments are recognized when due and payable in accordance with the benefit terms. Investments are reported at fair value.

The Virginia Retirement System (VRS) Line of Duty Act Program (LODA) is a multiple-employer, cost-sharing plan. For purposes of measuring the net Line of Duty Act Program OPEB liability, deferred outflows of resources, deferred inflows of resources and OPEB expense, information about the fiduciary net position of the Virginia Retirement System (VRS) Line of Duty Act Program OPEB Plan and the additions to/deductions from the VRS Line of Duty Act Program OPEB Plan's net fiduciary position have been determined on the same basis as they were reported by VRS. In addition, benefit payments are recognized when due and payable in accordance with the benefit terms. Investments are reported at fair value.

Pre-Medicare Retiree Healthcare is a single-employer defined benefit OPEB plan that is treated like a cost-sharing plan for financial reporting purposes, and is administered by the Department of Human Resource Management. The employer does not pay a portion of the retirees' healthcare premium; however, since both active employees and retirees are included in the same pool for purposes of determining health insurance rates, this generally results in a higher rate for active employees. Therefore, the employer effectively subsidizes the costs of the participating retirees' healthcare through payment of the employer's portion of the premiums for active employees.

Deferred Inflows of Resources

Deferred inflows of resources are defined as the acquisition of net assets applicable to a future reporting period. The deferred inflows of resources have a negative effect on net position similar to liabilities.

Net Position

The university and college's net position is classified as follows:

Net Investment in Capital Assets – consists of total investment in capital assets, net of accumulated depreciation and outstanding debt obligations.

Restricted Net Position – Nonexpendable – includes endowments and similar type assets whose use is limited by donors or other outside sources and as a condition of the gift, the principal is to be maintained in perpetuity.

Restricted Net Position – Expendable – represents funds that have been received for specific purposes and the

university and college are legally or contractually obligated to spend the resources in accordance with restrictions imposed by external parties.

Unrestricted Net Position – represents resources derived from student tuition and fees, state appropriations, unrestricted gifts, interest income, and sales and services of educational departments and auxiliary enterprises. When an expense is incurred that can be paid using either restricted or unrestricted resources, the university and college's policy is to first apply the expense toward restricted resources, and then toward unrestricted.

Scholarship Allowances

Student tuition and fee revenues and certain other revenues from charges to students are reported net of scholarship allowances in the Statement of Revenues, Expenses, and Changes in Net Position. Scholarship allowances are the difference between the actual charge for goods and services provided by the university and college, and the amount that is paid by students and/or third parties on the students' behalf. Financial aid to students is reported in the financial statements under the alternative method as prescribed by the National Association of College and University Business Officers (NACUBO). The alternative method is a simple calculation that computes scholarship discounts and allowances on a university-wide basis by allocating the cash payments to students, excluding payments for services, on the ratio of total aid to the aid not considered to be third party aid. Student financial assistance grants and other Federal, State or nongovernmental programs are recorded as either operating or non-operating revenues in the accompanying Statement of Revenues, Expenses, and Changes in Net Position. To the extent that revenues from these programs are used to satisfy tuition, fees, and other charges, the university and college have recorded a scholarship allowance.

Federal Financial Assistance Programs

The university and college participate in federally funded Pell Grants, Supplemental Educational Opportunity Grants (SEOG), Federal Work Study, Perkins Loans, and Direct Loans, which includes Stafford Loans, Parent Loans for Undergraduate Students (PLUS) and Graduate PLUS Loans. Federal programs are audited in accordance with 2 CFR 200, subpart F.

Classification of Revenues and Expenses

The university and college present its revenues and expenses as operating or non-operating based on the following criteria:

Operating revenues - includes activities that have the characteristics of exchange transactions, such as (1) student tuition and fees, net of scholarship allowances, (2) sales and services of auxiliary enterprises, (3) most Federal, State and Local grants and contracts and (4) interest on student loans.

Non-operating revenues - includes activities that have the characteristics of non-exchange transactions, such as gifts and contributions, and other revenue sources that are defined as non-operating revenues by GASB Statement No. 9, and GASB Statement No. 34, such as State appropriations and investment income.

Operating and Non-operating expenses - includes interest on debt related to the purchase of capital assets and losses on the disposal of capital assets. All other expenses are classified as operating expenses.

2. RESTATEMENT OF NET POSITION

There were no restatements to net position reported in the university's financial statements as of June 30, 2018.

3. CASH, CASH EQUIVALENTS AND INVESTMENTS

Cash and Cash Equivalents

Pursuant to Section 2.2-1800, et. seq., Code of Virginia, all state funds of the university and college are maintained by the Treasurer of Virginia, who is responsible for the collection, disbursement, custody and investment of State funds. Cash held by the university and college is maintained in accounts that are collateralized in accordance with the Virginia Securities for Public Deposits Act, Section 2.2-4400, et. seq. Code of Virginia with the exception of cash held by the university and college in foreign currency. The Virginia Security for Public Deposits Act eliminates any custodial credit risk for the university and college.

Investments

The investment policy of the university and college is established by the Board of Visitors and monitored by the Board's Financial Affairs Committee. In accordance with the Board of Visitors' Resolution 6(R), November 16, 2001, Resolution 12(R) November 21-22, 2002, and as updated by the Board in April 2015 investments can be made in the following instruments: cash, U.S. Treasury and Federal agency obligations, commercial bank certificates of deposit, commercial paper, bankers' acceptances, corporate notes and debentures, money market funds, mutual funds, convertible securities and equities. Money market funds are cash equivalents and are presented at amortized cost.

Credit Risk

Credit risk is the risk that an issuer or other counterparty to an investment will not fulfill its obligations. GASB Statement No. 40, *Deposit and Investment Risk Disclosures*, requires the disclosure of the credit quality rating on any investments subject to credit risk.

Concentration of Credit Risk

Concentration of credit risk requires the disclosure by amount and issuer of any investments in any one issuer that represents five percent or more of total investments. Investments explicitly guaranteed by the U.S. government and investments in mutual funds or external investment pools and other pooled investments are excluded from this requirement. The university and college's investment policy does not limit the amount invested in U.S. Government or Agency Securities. As of June 30, 2019, the university had 5.46% of its total investments in the Federal National Mortgage Association and 6.14% in the Federal Home Loan Mortgage Corporation.

Custodial Credit Risk

Custodial credit risk is the risk that, in the event of failure of the counterparty, the university and college will not be able to recover the value of its investment or collateral securities that are in the possession of the outside party. All investments are registered and held in the name of the university and college, and therefore, the university and college do not have this risk.

Interest Rate Risk

The interest rate risk is the risk that changes in interest rates will adversely affect the fair value of an investment. The university and college limit its exposure to interest rate risk by limiting its maximum maturity lengths of investments and structuring its portfolio to maintain adequate liquidity to ensure the university and college's ability to meet its operating requirements.

Foreign Currency Risk

Foreign currency risk is the risk that changes in exchange rates will adversely affect the fair value of an investment or a deposit. The university had no investments in foreign currency or foreign deposits as of June 30, 2019. The university

does not have a foreign currency risk policy.

Fair Value Measurement

Certain assets and liabilities of the university and college are reflected in the accompanying financial statements at fair value. The university and college follow the provisions in GASB Statement 72, *Fair Value Measurement and Application*. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (an exit price). GASB 72 establishes a fair value hierarchy and specifies that the valuation techniques used to measure fair value shall maximize the use of observable inputs and minimize the use of unobservable inputs. Accordingly, the fair value hierarchy gives the highest priority to quoted prices (unadjusted) in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). The three levels of the fair value hierarchy under GASB 72 are described below:

Level 1—Quoted prices (unadjusted) in active markets for identical assets or liabilities that the university and college have the ability to access at the measurement date.

Level 2—Quoted prices for similar assets or liabilities in active markets, quoted prices for identical or similar assets or liabilities in inactive markets, or inputs other than quoted prices that are observable (directly or indirectly) for the asset or liability.

Level 3—Prices, inputs or sophisticated modeling techniques, which are both significant to the fair value measurement and unobservable (supported by little or no market activity).

As required by GASB 72, assets and liabilities are classified within the level of the lowest significant input considered in determining fair value.

GASB 72 permits a governmental unit to establish the fair value of investments in non-governmental entities that do not have a readily determinable fair value by using the Net Asset Value (“NAV”) per share (or its equivalent), such as member units or an ownership interest in partners’ capital. The university and college use the NAV or its equivalent as provided by the investment funds to value its investments in certain limited partnerships. Investments valued using the NAV or its equivalent are not categorized within the fair value hierarchy.

The university and college categorizes fair value measurements within the fair value hierarchy established by generally accepted accounting principles. The following table presents investments as of June 30, 2019:

Investments Measured at Fair Value

	<u>6/30/2019</u>	<u>Level 1</u>	<u>Level 2</u>
Investments by Fair Value Level			
Debt Securities			
Corporate Bonds	\$ 28,761,248	\$ -	\$ 28,761,248
Commercial Paper	3,787,773	-	3,787,773
Agency Mortgage Backed Securities	28,879,483	28,879,483	
Mutual Funds and Money Market	30,227,083	30,227,083	-
Fixed Income and Comingled Funds	<u>30,595,326</u>	<u>30,595,326</u>	<u>-</u>
Total Debt Securities	<u>122,250,913</u>	<u>89,701,892</u>	<u>32,549,021</u>
Equity Securities			
Common and Preferred Stocks	4,348,255	4,348,255	-
Equity Index Funds	9,445,065	9,445,065	-
Equity Index and Pooled Funds	33,582,300	33,582,300	-
Real Estate	<u>1,882,365</u>	<u>1,882,365</u>	<u>-</u>
Total Equity Securities	<u>49,257,985</u>	<u>49,257,985</u>	<u>-</u>
Total Investments by Fair Value level	<u>171,508,898</u>	<u>138,959,877</u>	<u>32,549,021</u>
Other - Rare Coin	280		
Investments measured at the Net Asset Value (NAV)			
Equity Hedge Long/Short	1,342,564		
Diversified Event Driven	684,098		
Managed Futures/Commodities	529,417		
Relative Value	2,464,702		
Private Equity	<u>555,590</u>		
Total Investments measured at the NAV	<u>5,576,370</u>		
Total Investments	<u>\$ 177,085,548</u>		

Securities traded on U.S. or foreign exchanges are valued at the last reported sales price or, if there are no sales, at the latest bid quotation. Mutual funds and exchange traded funds listed on U.S. or foreign exchanges are valued at the closing net asset value; mutual funds not traded on national exchanges are valued in good faith at the pro-rata interest in the net assets of these entities. Short-term government and agency bonds and notes are valued based on market-driven observations and securities characteristics including ratings, coupons and redemptions. The values of limited partnerships are determined in good faith at the pro-rata interest in the net assets of these entities. Investments held by these entities are valued at prices which approximate fair value. The estimated fair value of certain investments in the underlying entities, which may include private placements and other securities for which values are not readily available, are determined in good faith by the investment advisors or third party administrators of the respective entities and may not reflect amounts that could be realized upon immediate sale, nor amounts that ultimately may be realized. These investments are valued using valuation techniques such as the market approach, income approach, and cost approach. The estimated fair values may differ significantly from the values that would have been used had a ready market existed for these investments, and these differences could be material.

The following table summarizes liquidity provisions related to the university and college's investments measured at Net Asset Value:

Investments Measured at NAV

	<u>Fair Value</u>	<u>Unfunded Commitments</u>	<u>Redemption Frequency</u>	<u>Redemption Notice Period</u>
Equity Hedge Long/Short	\$ 1,342,564	\$ -	Monthly, Quarterly	35-95 days
Diversified Event Driven	684,098	-	Quarterly	95 days
Managed Futures/Commodities	529,417	-	Monthly	10 days
Relative Value	2,464,702	-	Quarterly, Semi-Annual	65-100 days
Private Equity	<u>555,590</u>	<u>1,768,159</u>	Illiquid	
Total Investments measured at NAV	<u>\$ 5,576,370</u>	<u>\$ 1,768,159</u>		

Interest Rate Risk: Maturities

<u>Type of Investment</u>	<u>June 30, 2019</u>	<u>Less than 1 year</u>	<u>1-5 years</u>	<u>6-10 years</u>	<u>Greater than 10 years</u>
Agency mortgage backed securities:					
Federal Home Loan Bank	\$ 1,199,592	\$ -	\$ 1,199,592	\$ -	\$ -
Federal Home Loan Mortgage Corp	13,107,409	3,247,228	7,936,869	1,923,312	-
Federal National Mortgage Assn	11,660,012	2,017,695	5,540,505	1,077,402	3,024,410
United States Treasury Notes	2,912,470	-	2,912,470	-	-
Commercial Paper	3,787,773	3,787,773	-	-	-
Corporate Bonds	28,761,248	19,459,495	9,301,753	-	-
Fixed Income and Commingled Funds	30,595,326	-	30,595,326	-	-
Mutual and money market funds:					
Money market	29,615,971	29,615,971	-	-	-
Mutual funds - Green Funds	202,534	202,534	-	-	-
Mutual funds - Wells Fargo	408,578	-	408,578	-	-
State non-arbitrage program	<u>36,325,870</u>	<u>36,325,870</u>	<u>-</u>	<u>-</u>	<u>-</u>
	<u>\$ 158,576,783</u>	<u>\$ 94,656,566</u>	<u>\$ 57,895,093</u>	<u>\$ 3,000,714</u>	<u>\$ 3,024,410</u>

Credit & Concentration of Credit Risks

	<u>June 30, 2019</u>	<u>Moody's Credit Rating</u>	<u>S&P Credit Rating</u>	<u>Unrated</u>
<u>Cash Equivalents</u>				
Money market	\$ 29,615,971	\$ -	\$ -	\$29,615,971
Commercial Paper	3,787,773	-	-	3,787,773
State non-arbitrage program - AAAM	36,325,870	-	36,325,870	-
Securities lending	14,694	-	-	14,694
	<u>69,744,308</u>	<u>-</u>	<u>36,325,870</u>	<u>33,418,438</u>
Total cash equivalents				
<u>Investments</u>				
Agency mortgage backed securities:				
Federal Home Loan Bank - AAA	\$ 1,199,592	\$ 1,199,592	\$ -	\$ -
Federal Home Loan Mortgage Corp - AAA	13,107,409	13,107,409	-	-
Federal National Mortgage Assn - AAA	11,660,012	11,660,012	-	-
Corporate Bonds:				
Aa2	4,799,952	4,799,952	-	-
Aa3	901,414	901,414	-	-
A1	6,578,256	6,578,256	-	-
A2	9,353,763	9,353,763	-	-
A3	6,130,003	6,130,003	-	-
AAA	997,860	997,860	-	-
Fixed Income and Commingled Funds	30,595,326	-	-	30,595,326
Mutual funds:				
Green Funds	202,534	-	-	202,534
Wells Fargo	408,578	-	-	408,578
Total investments	<u>\$ 85,934,699</u>	<u>\$ 54,728,261</u>	<u>\$ -</u>	<u>\$ 31,206,438</u>
<u>Other Investments</u>				
Other	57,750,225			
Rare coins	280			
Property held as investment for endowments	6,600			
Total other investments	<u>57,757,105</u>			
Total cash equivalents and investments	<u>\$ 213,436,112</u>			

4. DONOR RESTRICTED ENDOWMENTS

Investments of the university's endowment funds are pooled and consist primarily of gifts and bequests, the use of which is restricted by donor imposed limitations. The Uniform Management of Institutional Funds Act, Code of Virginia Title 55, Chapter 15 sections 268.1-268.10, permits the spending policy adopted by the Board of Visitors to appropriate an amount of realized and unrealized endowment appreciation as the Board determines to be prudent. In determining the amount of appreciation to appropriate, the Board is required by the Act to consider such factors as long- and short-term needs of the institution, present and anticipated financial requirements, expected total return on investments, price level trends, and general economic conditions. The amount available for spending is determined by applying the payout percentage to the average market value of the investment portfolio for the three previous calendar year-ends. The payout percentage is reviewed and adjusted annually as deemed prudent.

William & Mary, at FY19 year-end, had a net appreciation of \$15,245,483 which is available to be spent and is reported in the Statement of Net Position in the following categories: Restricted Expendable for Scholarships and Fellowships - \$8,303,502, Restricted Expendable for Capital Projects - \$203,808, Restricted Expendable for Research - \$57,253, Restricted Expendable for Departmental Uses - \$5,334,571 and Unrestricted - \$1,346,349. The amounts for Capital Projects and Research were reclassified to Unrestricted because the total net positions for Restricted Expendable for Capital Projects and Restricted Expendable for Research were negative for the university.

The college, at FY19 year-end, had a net appreciation of \$172,460 which is available to be spent and is reported in the Statement of Net Position in the Restricted Expendable for Scholarships and Fellowships category.

5. ACCOUNTS AND NOTES RECEIVABLES

Receivables include transactions related to accounts and notes receivable and are shown net of allowance for doubtful accounts for the year ending June 30, 2019 as follows:

Accounts receivable consisted of the following at June 30, 2019:

Student Tuition and Fees	\$ 4,081,447
Auxiliary Enterprises	2,507,624
Federal, State and Non-Governmental Grants & Contracts	9,739,387
Other Activities	<u>3,113,784</u>
Gross Receivables	19,442,242
Less: allowance for doubtful accounts	<u>(60,662)</u>
Net Receivables	<u><u>\$ 19,381,580</u></u>

Notes receivable consisted of the following at June 30, 2019:

Current portion:	
Federal student loans and promissory notes	<u><u>\$ 371,121</u></u>
Non-current portion:	
Federal student loans and promissory notes	\$ 1,775,140
Less: allowance for doubtful accounts	<u>(95,525)</u>
Net non-current notes receivable	<u><u>\$ 1,679,615</u></u>

6. CAPITAL ASSETS

A summary of changes in the various capital asset categories for the year ending June 30, 2019 consists of the following:

	<u>Beginning Balance</u>	<u>Additions</u>	<u>Reductions</u>	<u>Ending Balance</u>
Non-depreciable capital assets:				
Land	\$ 25,086,767	\$ 325,639	\$ -	\$ 25,412,406
Inexhaustible artwork and Historical treasures	76,284,091	1,432,542	(72,294)	77,644,339
Construction in Progress	<u>60,027,996</u>	<u>57,657,408</u>	<u>(65,333,403)</u>	<u>52,352,001</u>
Total non-depreciable capital assets	<u>161,398,854</u>	<u>59,415,589</u>	<u>(65,405,697)</u>	<u>155,408,746</u>
Depreciable capital assets:				
Buildings	929,428,490	50,988,102	(19,101)	980,397,491
Equipment	86,740,523 *	15,258,934	(2,426,327)	99,573,130
Infrastructure	82,445,072	4,140,514	-	86,585,586
Other improvements	14,072,178 *	496,227	(74,153)	14,494,252
Library Materials	69,508,238 *	835,385	(1,016,856)	69,326,767
Computer software	<u>8,580,348</u>	<u>919,516</u>	<u>-</u>	<u>9,499,864</u>
Total depreciable capital assets	<u>1,190,774,849</u>	<u>72,638,678</u>	<u>(3,536,437)</u>	<u>1,259,877,090</u>
Less accumulated depreciation for:				
Buildings	292,098,759	26,413,748	270,753	318,783,260
Equipment	56,709,850 *	5,548,269	(2,067,371)	60,190,748
Infrastructure	39,977,010	1,851,562	68,144	41,896,716
Other improvements	7,091,407 *	737,972	(74,152)	7,755,227
Library Materials	63,392,600 *	1,185,691	(1,019,894)	63,558,397
Computer software	<u>6,042,644</u>	<u>675,299</u>	<u>-</u>	<u>6,717,943</u>
Total accumulated depreciation	<u>465,312,270</u>	<u>36,412,541</u>	<u>(2,822,520)</u>	<u>498,902,291</u>
Depreciable capital assets, net	<u>725,462,579</u>	<u>36,226,137</u>	<u>(713,917)</u>	<u>760,974,799</u>
Total capital assets, net	<u>\$ 886,861,433</u>	<u>\$ 95,641,726</u>	<u>\$ (66,119,614)</u>	<u>\$ 916,383,545</u>

* Beginning balances have been reclassified between these categories as part of RBC's implementation of Banner fixed assets.

Capitalization of Library Books

The methods employed to value the general collections of W&M's Earl Gregg Swem Library, W&M's Marshall-Wythe Law Library, VIMS' Hargis Library, and RBC's Library are based on average cost determined by each library. The average cost of the Swem Library purchases of books was \$43.39 for FY19. The average cost of the Law Library purchases of books was \$89.87 for FY19. Special collections maintained by each library are valued at historical cost or acquisition value. The average cost of library books purchased for VIMS was \$51.80 for FY19. The average cost of library books purchased for RBC was \$27.81 for FY19. The changes reflected in the valuation are due to the recognition of depreciation in accordance with GASB Statements No. 34 and 35, as well as purchases, donations and disposals.

7. ACCOUNTS PAYABLE AND ACCRUED EXPENSES

Accounts payable and accrued expenses consisted of the following at June 30, 2019:

Current Liabilities:

Employee salaries, wages, and fringe benefits payable	\$ 29,371,723
Vendors and supplies accounts payable	6,741,603
Capital projects accounts and retainage payable	11,467,400
Accrued interest payable	<u>2,694,483</u>
Total current liabilities-accounts payable and accrued liabilities	<u><u>\$ 50,275,209</u></u>

8. COMMITMENTS

At June 30, 2019, outstanding construction commitments totaled approximately \$216,167,000.

Commitments also exist under various operating leases for buildings, equipment and computer software. In general, the leases are for one to three year terms with renewal options on the buildings, equipment and certain computer software for additional one-year terms. In most cases, these leases will be replaced by similar leases. Rental expense for the fiscal year ending June 30, 2019, was \$5,134,008.

As of June 30, 2019, the following total future minimum rental payments are due under the above leases:

<u>Year Ending June 30, 2019</u>	<u>Amount</u>
2020	\$ 4,072,593
2021	3,308,867
2022	2,076,728
2023	1,838,100
2024	1,797,970
	<hr/>
Total	<u><u>\$ 13,094,258</u></u>

9. LONG-TERM LIABILITIES

The university and college's long-term liabilities consist of long-term debt (further described in Note 10), and other long-term liabilities. A summary of changes in long-term liabilities for the year ending June 30, 2019 is presented as follows:

	<u>Beginning Balance</u>	<u>Additions</u>	<u>Reductions</u>	<u>Ending Balance</u>	<u>Current Portion</u>
Installment Purchases	\$ 2,545,331	\$ 69,695	\$ (452,488)	\$ 2,162,538	\$ 458,922
Capital Leases Payable	21,027,070	180,522	(848,313)	20,359,279	853,338
Other long-term obligations	658,768	-	(38,070)	620,698	22,319
Notes Payable	165,045,984	27,107,423	(11,980,727)	180,172,680	11,320,000
Bonds Payable	<u>65,591,424</u>	<u>14,467,736</u>	<u>(5,092,743)</u>	<u>74,966,417</u>	<u>4,797,595</u>
Total long-term debt	254,868,577	41,825,376	(18,412,341)	278,281,612	17,452,174
Perkins Loan Fund Balance	2,306,325	-	-	2,306,325	-
Accrued compensated absences	11,439,247	11,941,092	(11,439,247)	11,941,092	11,506,684
Software licenses	1,149,063	919,517	(817,159)	1,251,421	930,651
Net Pension Liability	115,027,000		(9,786,000) *	105,241,000	-
OPEB Liability	<u>74,596,511</u>		<u>(6,818,946) *</u>	<u>67,777,565</u>	<u>1,138,765</u>
Total long-term liabilities	<u>\$ 459,386,723</u>	<u>\$ 54,685,985</u>	<u>\$ (47,273,693)</u>	<u>\$ 466,799,015</u>	<u>\$31,028,274</u>

* net decrease is shown

10. LONG-TERM DEBT

Bonds Payable

William & Mary and Richard Bland College's bonds are issued pursuant to Section 9 of Article X of the Constitution of Virginia. Section 9(c) bonds are general obligation bonds issued by the Commonwealth of Virginia on behalf of the university and college, and are backed by the full faith, credit and taxing power of the Commonwealth and are issued to finance capital projects which, when completed, will generate revenue to repay the debt. Listed below are the bonds outstanding at year-end:

<u>Description</u>	<u>Interest Rates (%)</u>	<u>Fiscal year Maturity</u>	<u>Balance as of June 30, 2019</u>
Section 9(c) bonds payable:			
Dormitory, Series 2009C	4.000	2021	\$ 370,921
Dormitory, Series 2009C	4.000	2022	1,045,462
Dormitory, Series 2009D	5.000	2022	1,040,000
Renovate Residence Halls, Series 2010A2	3.050 - 4.400	2030	2,745,000
Dormitory, Series 2012A	5.000	2024	779,720
Dormitory, Series 2013A	2.000 - 5.000	2033	3,625,000
Dormitory, Series 2013B	4.000	2026	844,462
Dormitory, Series 2014A	3.000 - 5.000	2034	7,455,000
Dormitory, Series 2014B	5.000	2020	321,176
Dormitory, Series 2015A	3.000 - 5.000	2035	9,530,000
Dormitory, Series 2018A	3.000 - 5.000	2038	13,065,000
Renovation of Dormitories			<u>40,821,741</u>
Graduate Housing, Series 2009D	5.000	2022	800,000
Graduate Housing, Series 2013B	4.000	2026	1,200,361
Graduate Housing, Series 2015B	4.000 - 5.000	2028	1,365,021
Graduate Housing			<u>3,365,382</u>
Construct New Dormitory, Series 2010A2	3.050 - 4.400	2030	1,250,000
Construct New Dormitory, Series 2011A	3.250 - 5.000	2031	10,240,000
Construct New Dormitory, Series 2013A	2.000 - 5.000	2033	6,820,000
Construct New Dormitory			<u>18,310,000</u>
Renovate Commons Dining Hall, Series 2009D	5.000	2022	1,715,000
Renovate Commons Dining Hall, Series 2012A	5.000	2024	1,289,537
Renovate Commons Dining Hall, Series 2013B	4.000	2026	1,389,450
Commons Dining Hall			<u>4,393,987</u>
RBC Student Housing Conversion 2016A	3.000 - 5.000	2036	2,290,000
Total bonds payable			69,181,110
Net unamortized premiums (discounts)			<u>5,785,307</u>
Net bonds payable			<u>\$ 74,966,417</u>

Notes Payable

Section 9(d) bonds, issued through the Virginia College Building Authority's Pooled Bond Program, are backed by pledges against the general revenues of William & Mary and Richard Bland College are issued to finance other capital projects. The principal and interest on bonds and notes are secured by the net income of specific auxiliary activities or from designated fee allocations. The following are notes outstanding at year-end:

<u>Description</u>	<u>Interest Rates (%)</u>	<u>Fiscal year Maturity</u>	<u>Outstanding Balance as of June 30, 2019</u>
Section 9(d) Bonds:			
Barksdale Dormitory, Series 2010B	5.000	2021	\$ 235,000
Barksdale Dormitory, Series 2012A	5.000	2024	365,000
Barksdale Dormitory, Series 2012A	3.000 - 5.000	2025	4,265,000
Barksdale Dormitory, Series 2012A	3.000 - 5.000	2025	4,965,000
Barksdale Dormitory, Series 2014B	4.000	2026	980,000
Barksdale Dormitory, Series 2014B	5.000	2024	545,000
Barksdale Dormitory, Series 2016A	3.000	2027	375,000
Barksdale Dormitory			<u>11,730,000</u>
Parking Deck, Series 2010B	5.000	2021	500,000
Parking Deck, Series 2012A	5.000	2024	770,000
Parking Deck, Series 2012A	3.000 - 5.000	2025	915,000
Parking Deck, Series 2012A	3.000 - 5.000	2025	2,460,000
Parking Deck, Series 2014B	4.000	2026	485,000
Parking Deck			<u>5,130,000</u>
Recreation Sports Center, Series 2010B	5.000	2021	115,000
Recreation Sports Center, Series 2012A	5.000	2024	180,000
Recreation Sports Center, Series 2012A	3.000 - 5.000	2025	3,020,000
Recreation Sports Center, Series 2012A	3.000 - 5.000	2025	960,000
Recreation Sports Center, Series 2014B	4.000	2026	190,000
Recreation Sports Center			<u>4,465,000</u>
Improve Athletics Facilities, Series 2012A	3.000 - 5.000	2025	1,295,000
Improve Athletics Facilities, Series 2014B	4.000	2026	260,000
Improve Athletics Facilities, Series 2014B	5.000	2024	210,000
Improve Athletics Facilities, Series 2016A	3.000	2027	150,000
Improve Athletics Facilities II, Series 2013A&B	2.000 - 5.000	2034	1,315,000
Improve Athletics Facilities II, Series 2017A	2.125 - 5.000	2038	2,075,000
Improve Athletics Facilities			<u>5,305,000</u>
Marshall-Wythe Library, Series 2014B	5.000	2020	125,000
Law School Library, Series 2010B	5.000	2021	135,000
Law School Library, Series 2012A	5.000	2024	220,000
Law School Library, Series 2014B	4.000 - 5.000	2026	1,470,000
Law School Renovations, Series 2013A&B	2.000 - 5.000	2034	5,575,000
Law School Library, Series 2016A	3.000 - 5.000	2028	525,000
Law School Library			<u>8,050,000</u>
Magnet Facility, Series 2010B	5.000	2021	300,000
Magnet Facility, Series 2012A	5.000	2024	455,000
Magnet Facility			<u>755,000</u>

<u>Description</u>	<u>Interest Rates (%)</u>	<u>Fiscal year Maturity</u>	<u>Outstanding Balance as of June 30, 2019</u>
School of Business, Series 2014B	4.000 - 5.000	2026	9,475,000
School of Business, Series 2016A	3.000 - 5.000	2028	<u>3,425,000</u>
School of Business			12,900,000
Integrated Science Center, Series 2009A	3.250 - 5.000	2021	345,000
Integrated Science Center, Series 2014B	4.000 - 5.000	2026	4,970,000
Integrated Science Center, Series 2015B	3.000 - 5.000	2029	3,755,000
Integrated Science Center, Series 2016A	3.000 - 5.000	2028	<u>1,800,000</u>
Integrated Science Center			10,870,000
Cooling Plant & Utilities, Series 2009B	5.000	2020	550,000
Cooling Plant & Utilities, Series 2010A1&A2	3.750 - 5.500	2031	7,625,000
Cooling Plant & Utilities, Series 2016A	3.000 - 5.000	2030	<u>7,360,000</u>
Cooling Plant & Utilities			15,535,000
Power Plant Renovations, Series 2014B	4.000 - 5.000	2026	1,950,000
Power Plant Renovations, Series 2016A	3.000 - 5.000	2028	<u>700,000</u>
Power Plant Renovations			2,650,000
Busch Field Astroturf Replacement, Series 2009B	5.000	2020	65,000
Busch Field Astroturf Replacement, Series 2016A	3.000 - 5.000	2030	<u>860,000</u>
Busch Field Astroturf			925,000
Improve Aux Facilities Project 2017A	2.125 - 5.000	2038	7,775,000
West Utilities Plant 2017A	2.125 - 5.000	2038	13,400,000
Williamsburg Hospital/School of Education 2014B	5.000	2024	685,000
Williamsburg Hospital/School of Education, 2016A	3.000	2027	<u>470,000</u>
Williamsburg Hospital/School of Education			1,155,000
J. Laycock Football Facility, Series 2014B	5.000	2024	1,570,000
J. Laycock Football Facility, Series 2016A	3.000	2027	<u>1,100,000</u>
J. Laycock Football Facility			2,670,000
Residence Hall Fire Safety Systems, Series 2014B	5.000	2024	550,000
Residence Hall Fire Safety Systems, Series 2016A	3.000	2027	<u>375,000</u>
Residence Hall Fire Safety Systems			925,000
Ash Lawn-Highland Barn, Series 2010A1&A2	3.750 - 5.500	2031	530,000
Expand Sadler Center, Series 2012B	3.000 - 5.000	2033	5,665,000
Expand Sadler Center, Series 2013A&B	2.000 - 5.000	2034	825,000
Sadler Center West, Series 2018A&B	4.000 - 5.000	2039	<u>24,580,000</u>
Sadler Center			31,070,000

<u>Description</u>	<u>Interest Rates (%)</u>	<u>Fiscal year Maturity</u>	<u>Outstanding Balance as of June 30, 2019</u>
One Tribe Place, Series 2013A&B	2.000 - 5.000	2034	18,885,000
Integrative Wellness Center 2015A	3.000 - 5.000	2036	8,675,000
RBC Student Housing Conversion 2017A	2.125 - 5.000	2038	1,545,000
Total 9(d) bonds			164,945,000
Net unamortized premiums (discounts)			15,227,680
Net notes payable			<u>\$ 180,172,680</u>

Installment Purchases

At June 30, 2019, installment purchases consist of the current and long-term portions of obligations resulting from various contracts used to finance energy performance contracts and the acquisition of equipment. The lengths of purchase agreements range from two to fifteen years, and the interest rate charges are from 1.27 to 4.70 percent. The outstanding balance of William & Mary's Energy Conservation Program installment purchase as of June 30, 2019 is \$214,624. Under the terms of this agreement, the university may not dispose of any item of the equipment without prior written consent of lessor, notwithstanding the fact that proceeds constitute a part of the equipment. The university has agreed to provide insurance in the amount of full replacement cost of the equipment against the risk of any direct physical loss or damage to the equipment as well as comprehensive general liability insurance. Prepayments cannot be made unless the university shall have given lessor not less than thirty days' prior notice. In the event of default, the lessor may retake possession of the equipment or items thereof.

VIMS has two outstanding installment purchases; one for energy efficient equipment and one for video conferencing equipment. Both of these are sub-contracts of the Commonwealth's MELP (Master Equipment Leasing Program). For these agreements, The Commonwealth of Virginia is the lessee. The amount outstanding at June 30, 2019 is \$1,243,832.

RBC has an outstanding installment purchase which was used to finance energy efficient equipment. This is also a sub-contract of the Commonwealth's MELP (Master Equipment Leasing Program). The amount outstanding at June 30, 2019 is \$704,082.

Capital Leases

Richard Bland College (RBC) has entered into a thirty year capital lease with Richard Bland College Foundation (RBCF) for the provision of a student housing complex with two dormitories on the RBC campus. RBC has accounted for the acquisition of the complex and its furniture and equipment as a capital lease, and therefore has recorded the facility and furnishings as depreciable capital assets and has also recorded a corresponding lease liability in long-term debt on the Statement of Net Position. The RBC student housing complex is included in depreciable capital assets in the amount of \$24,148,380. Accumulated amortization on the assets acquired under the capital lease is included with depreciation expense in the Statement of Revenues, Expenses and Changes in Net Position. The outstanding balance of the lease liability as of June 30, 2019 is \$20,078,728. RBC has also recorded an Other Long-Term Obligation which is payable to RBCF for repayment of the bonds for the dormitories for the amount due on the bonds which is greater than the total fair value of assets received. The outstanding balance as of June 30, 2019 is \$620,698. William & Mary has entered into capital lease agreements for the purchase of printers and copiers. The outstanding balance of these agreements as of June 30, 2019 is \$280,551.

Lines of Credit and Other Debt Related Items

At this time, the university has no outstanding or unused lines of credit. The university has no assets that are pledged as collateral for debt.

Long-term debt matures as follows:

<u>Fiscal Year</u>	<u>Bonds and Notes</u>				<u>Direct Borrowings</u>	
	<u>Principal</u>	<u>Interest</u>	<u>BAB Interest Subsidy</u>	<u>Net Bond and Note Interest</u>	<u>Installment Purchases Principal</u>	<u>Interest</u>
2020	\$ 16,117,595	\$ 9,649,578	\$ 189,953	\$ 9,459,625	\$ 458,922	\$ 62,435
2021	16,774,543	8,894,334	178,665	8,715,669	348,951	57,744
2022	17,120,472	8,085,409	166,559	7,918,850	315,340	41,011
2023	17,565,252	7,231,971	153,575	7,078,396	323,779	32,570
2024	18,428,819	6,351,223	139,654	6,211,569	332,499	23,852
2025-2029	77,649,428	21,020,304	446,472	20,573,832	383,047	22,239
2030-2034	49,170,000	8,448,139	37,556	8,410,583	-	-
2035-2039	21,300,000	1,673,725	-	1,673,725	-	-
Unamortized premiums	21,012,987					
Total	<u>\$ 255,139,097</u>	<u>\$ 71,354,683</u>	<u>\$ 1,312,434</u>	<u>\$ 70,042,249</u>	<u>\$ 2,162,538</u>	<u>\$ 239,851</u>

The interest subsidies for the Build America Bonds (BAB) being paid to the university by the federal government are subject to change in future years. In the event of a reduction or elimination of the subsidies, the university would be responsible for paying the full interest due on the BAB bonds.

Prior Year Defeasance of Debt

The Commonwealth of Virginia, on behalf of the university, issued bonds in previous and current fiscal years for which the proceeds were deposited into irrevocable trusts with escrow agents to provide for all future debt service on the refunded bonds. Accordingly, the trust account assets and the related liability for the defeased bonds are not included in the university's financial statements. At June 30, 2019, \$8,170,000 of the defeased bonds was outstanding.

11. EXPENSES BY NATURAL CLASSIFICATIONS

The following table shows a classification of expenses both by function as listed in the Statement of Revenues, Expenses, and Change in Net Position and by natural classification which is the basis for amounts shown in the Statement of Cash Flow.

	Salaries, Wages and Fringe Benefits	Services and Supplies	Scholarships and Fellowships	Plant and Equipment	Depreciation	Total
Instruction	120,116,374	9,940,071	1,534,278	3,397,980	-	134,988,703
Research	36,391,241	14,739,850	365,568	341,549	-	51,838,208
Public service	9,105	60,321	8,461	4,737	-	82,624
Academic support	29,456,216	5,649,276	178,731	3,680,319	-	38,964,542
Student services	10,452,989	7,183,476	210,357	239,509	-	18,086,331
Institutional support	36,938,363	8,896,176	195,864	648,509	-	46,678,912
Operation and maintenance of plant	4,112,024	20,634,046	-	2,870,272	-	27,616,342
Scholarships and related expenses	3,021,966	82,690	14,370,303	1,397	-	17,476,356
Auxiliary enterprises	28,376,744	64,040,031	18,431	2,184,167	-	94,619,373
Depreciation	-	-	-	-	36,412,541	36,412,541
Other	25,195	4,375	20	472	-	30,062
Total	268,900,217	131,230,312	16,882,013	13,368,911	36,412,541	466,793,994

12. STATE APPROPRIATIONS

The following is a summary of state appropriations received by W&M, VIMS and RBC including all supplemental appropriations and reversions from the General Fund of the Commonwealth.

Chapter 854 - 2019 Acts of Assembly (Educational and General Programs)	\$ 73,889,255
Student financial assistance	5,684,870
Supplemental appropriations:	
VIVA libraries	21,755
Marine Science Resources and Environmental Research	160,501
Central Appropriations distribution benefit changes	687,463
Biomedical research	75,000
Credit card rebates	299,213
Clinical faculty grant	49,340
	<u>1,293,272</u>
Reductions:	
Central non-general fund cash transfers	(11,279)
Reversion to General Fund	<u>(101,504)</u>
Appropriations as adjusted	<u>\$ 80,754,614</u>

13. COMPONENT UNIT FINANCIAL INFORMATION

The university and college have eight discretely presented component units – the William & Mary Foundation, the Marshall-Wythe School of Law Foundation, the William & Mary Alumni Association, the William & Mary Athletic Educational Foundation, the William & Mary School of Business Foundation, the Virginia Institute of Marine Science Foundation, the William & Mary Real Estate Foundation, and the Richard Bland College Foundation. These organizations are separately incorporated entities and other auditors examine the related financial statements. Summary financial statements and related disclosures follow for the component units.

Summary of Statement of Net Position - Component Units

	William & Mary Foundation	Marshall-Wythe School of Law Foundation	William & Mary Business School Foundation	William & Mary Alumni Association
ASSETS				
Current assets				
Cash and cash equivalents	\$ 30,368,097	\$ 95,141	\$ 2,070,461	\$ 336,286
Investments	26,083,299	5,022,055	3,218,781	-
Pledges receivable, net - current portion	5,379,456	980,515	657,496	21,250
Receivables, net	1,320,079	32,457	232,458	81,979
Inventories	-	-	-	12,947
Prepays	290,553	2,163	87,534	12,553
Due from the University	141,396	17,100	57,693	685
Other assets	-	-	-	-
Total current assets	63,582,880	6,149,431	6,324,423	465,700
Non-current assets				
Restricted cash and cash equivalents	30,197	5,424,345	948,750	-
Restricted investments	334,329,057	39,900,194	58,876,246	778,583
Restricted other assets	174,894,630	494,414	1,485,103	-
Investments	289,077,289	7,174,198	506,968	8,933,758
Pledges receivable, net	10,058,504	1,942,333	5,364,224	225,973
Capital assets, nondepreciable	9,459,171	325,127	-	-
Capital assets, net of accumulated depreciation	5,507,361	801	2,792	71,361
Due from the University	-	-	-	-
Other assets	2,276,233	-	-	-
Total non-current assets	825,632,442	55,261,412	67,184,083	10,009,675
Total assets	889,215,322	61,410,843	73,508,506	10,475,375
LIABILITIES				
Current liabilities				
Accounts payable and accrued expenses	193,393	2,097,563	290,539	109,517
Deferred revenue	32,862	212,002	53,336	-
Deposits held in custody for others	283,159	-	19,147	-
Long-term liabilities - current portion	764,809	-	-	-
Due to the University	1,267,118	-	-	-
Due to other foundations	24,996	-	-	19,931
Other liabilities	-	-	-	39,800
Total current liabilities	2,566,337	2,309,565	363,022	169,248
Non-current liabilities				
Other long-term liabilities	626,215	219,995	-	-
Long-term liabilities	28,089,197	-	-	-
Total liabilities	31,281,749	2,529,560	363,022	169,248
NET POSITION				
Net investment in capital assets	5,735,627	325,928	2,792	71,361
Restricted for:				
Nonexpendable:				
Scholarships and fellowships	137,479,591	9,216,843	4,004,078	-
Research	10,435,263	-	1,037,500	-
Loans	-	-	24,230	-
Departmental uses	131,033,826	8,557,185	33,705,217	-
Other	226,640,901	-	127,448	-
Expendable:				
Scholarships and fellowships	107,546,542	10,553,021	2,601,492	-
Research	7,426,465	-	321,583	-
Capital projects	31,493,272	4,540,305	341,137	-
Loans	-	-	-	-
Departmental uses	137,738,543	15,016,827	25,680,354	956,959
Other	29,346,579	768,280	72,164	-
Unrestricted	33,056,964	9,902,894	5,227,489	9,277,807
Total net position	\$ 857,933,573	\$ 58,881,283	\$ 73,145,484	\$ 10,306,127

William & Mary Athletic Educational Foundation	Virginia Institute of Marine Science Foundation	Richard Bland College Foundation	William & Mary Real Estate Foundation	Total Component Units
\$ 1,492,608	\$ 538,590	\$ -	\$ 4,068,073	\$ 38,969,256
-	-	-	-	34,324,135
824,138	236,920	1,800	-	8,101,575
-	-	-	145,550	1,812,523
-	-	-	-	12,947
-	-	-	32,812	425,615
70,420	535	854,584	109,724	1,252,137
-	-	-	54,008	54,008
2,387,166	776,045	856,384	4,410,167	84,952,196
-	643,908	376,686	-	7,423,886
3,271,813	14,407,494	5,956,272	-	457,519,659
-	-	-	44,739	176,918,886
-	1,519,491	-	-	307,211,704
459,963	3,787,543	4,400	-	21,842,940
-	-	20,415	5,546,582	15,351,295
58,665	-	244,285	15,884,420	21,769,685
-	-	19,945,996	-	19,945,996
-	-	-	6,051	2,282,284
3,790,441	20,358,436	26,548,054	21,481,792	1,030,266,335
6,177,607	21,134,481	27,404,438	25,891,959	1,115,218,531
-	-	-	-	-
-	-	116,483	157,801	2,965,296
11,805	-	2,915	100,916	413,836
-	-	-	-	302,306
-	-	743,948	461,548	1,970,305
-	-	-	-	1,267,118
-	-	-	-	44,927
-	-	-	-	39,800
11,805	-	863,346	720,265	7,003,588
-	-	-	-	846,210
-	-	19,945,996	12,058,546	60,093,739
11,805	-	20,809,342	12,778,811	67,943,537
58,665	-	264,700	8,910,908	15,369,981
-	-	3,226,221	-	153,926,733
-	13,858,119	-	-	25,330,882
-	-	-	-	24,230
-	-	-	-	173,296,228
-	-	-	-	226,768,349
-	-	-	-	120,701,055
-	-	-	-	7,748,048
-	-	-	-	36,374,714
-	-	-	-	-
5,137,047	5,147,025	-	-	189,676,755
-	-	2,207,645	44,739	32,439,407
970,090	2,129,337	896,530	4,157,501	65,618,612
\$ 6,165,802	\$ 21,134,481	\$ 6,595,096	\$ 13,113,148	\$ 1,047,274,994

Summary of Statement of Revenues, Expenses, and Changes in Net Position - Component Units

	William & Mary Foundation	Marshall-Wythe School of Law Foundation	William & Mary Business School Foundation	William & Mary Alumni Association
Operating revenues:				
Gifts and contributions	\$ 6,187,232	\$ 3,783,190	\$ 3,450,040	\$ 706,554
Other	3,902,969	788,728	1,082,218	684,822
Total operating revenues	10,090,201	4,571,918	4,532,258	1,391,376
Operating expenses:				
Instruction	5,891,424	837,531	98,565	-
Research	658,509	-	21,524	-
Public service	40,109	88,677	544,419	-
Academic support	2,628,016	745,436	489,932	-
Student services	197,889	35,937	746,781	-
Institutional support	10,561,132	632,845	1,653,261	328,528
Operation and maintenance of plant	9,788,844	985,886	-	-
Scholarships & fellowships	10,459,516	3,758,085	832,750	-
Auxiliary enterprises	1,162,053	-	20,309	-
Depreciation	497,289	1,374	2,561	7,820
Hospitals	-	-	-	-
Independent operations	-	-	-	-
Other	1,436,057	-	28,650	1,364,337
Total operating expenses	43,320,838	7,085,771	4,438,752	1,700,685
Operating gain/(loss)	(33,230,637)	(2,513,853)	93,506	(309,309)
Non-operating revenues and expenses:				
Net investment revenue (expense)	31,142,686	2,605,544	450,666	438,109
Interest on capital asset related debt	(303,630)	-	-	-
Other non-operating revenue	24,584,219	-	-	-
Net non-operating revenues	55,423,275	2,605,544	450,666	438,109
Income before other revenues	22,192,638	91,691	544,172	128,800
Other revenues:				
Capital grants and contributions	15,200,000	-	12,127	-
Additions to permanent endowments	26,621,145	964,696	3,989,374	-
Net other revenues	41,821,145	964,696	4,001,501	-
Change in net position, before transfers	64,013,783	1,056,387	4,545,673	128,800
Contribution between Foundations	(1,406,003)	-	553	212,584
Transfers	(1,406,003)	-	553	212,584
Change in net position	62,607,780	1,056,387	4,546,226	341,384
Net position - beginning of year	795,325,793	57,824,896	68,599,258	9,964,743
Net position - end of year	\$ 857,933,573	\$ 58,881,283	\$ 73,145,484	\$ 10,306,127

William & Mary Athletic Educational Foundation	Virginia Institute of Marine Science Foundation	Richard Bland College Foundation	William & Mary Real Estate Foundation	Total Component Units
\$ 4,394,781 399,725	\$ 1,060,035 -	\$ 213,924 700,658	\$ 169,927 2,222,700	\$ 19,965,683 9,781,820
4,794,506	1,060,035	914,582	2,392,627	29,747,503
-	88,072	-	-	6,915,592
-	262,966	-	-	942,999
-	50,804	-	-	724,009
-	45,871	-	-	3,909,255
-	-	-	-	980,607
755,963	464,827	167,465	(163,126)	14,400,895
-	-	16,562	-	10,791,292
-	222,323	270,998	-	15,543,672
5,213,614	-	6,771	441,181	6,843,928
7,007	-	27,599	438,779	982,429
-	-	-	-	-
-	-	-	522,993	522,993
-	221,996	664,522	-	3,715,562
5,976,584	1,356,859	1,153,917	1,239,827	66,273,233
(1,182,078)	(296,824)	(239,335)	1,152,800	(36,525,730)
95,048	818,194	292,922	6,085	35,849,254
-	-	-	(420,607)	(724,237)
-	-	-	-	24,584,219
95,048	818,194	292,922	(414,522)	59,709,236
(1,087,030)	521,370	53,587	738,278	23,183,506
-	-	-	-	15,212,127
-	317,893	1,200	-	31,894,308
-	317,893	1,200	-	47,106,435
(1,087,030)	839,263	54,787	738,278	70,289,941
(553)	-	-	1,193,419	-
(553)	-	-	1,193,419	-
(1,087,583)	839,263	54,787	1,931,697	70,289,941
7,253,385	20,295,218	6,540,309	11,181,451	976,985,053
\$ 6,165,802	\$ 21,134,481	\$ 6,595,096	\$ 13,113,148	\$ 1,047,274,994

Investments

Each component unit holds various investments based on the investment policies established by the governing board of the individual foundation. The following table shows the various investment types held by each component unit.

	William & Mary Foundation	Marshall-Wythe School of Law Foundation	William & Mary Business School Foundation	William & Mary Alumni Association	William & Mary Athletic Educational Foundation	Virginia Institute of Marine Science Foundation	Richard Bland College Foundation	Total
Certificates of deposit	\$ -	\$ -	\$ 203,332	\$ -	\$ 3,250,141	\$ -	\$ -	\$ 3,453,473
Mutual and money market funds	4,466,757	67,626	-		21,672	-	5,956,272	10,512,327
U.S. treasury and agency securities	37,440,019	5,022,055	13,044,909	-	-	-	-	55,506,983
Common and preferred stocks	547,685	-	1,077,604	-	-	-	-	1,625,289
Notes receivable	750,000	-	-	-	-	-	-	750,000
Pooled investments	604,739,352	47,006,766	47,708,846	9,712,341	-	15,926,985	-	725,094,290
Real estate	987,982	-			-	-	-	987,982
Other	557,850	-	567,304	-	-	-	-	1,125,154
Total Investments	<u>\$ 649,489,645</u>	<u>\$ 52,096,447</u>	<u>\$ 62,601,995</u>	<u>\$ 9,712,341</u>	<u>\$ 3,271,813</u>	<u>\$ 15,926,985</u>	<u>\$ 5,956,272</u>	<u>\$ 799,055,498</u>

Pledges Receivable

Unconditional promises to give (pledges) are recorded as receivables and revenues and are assigned net asset categories in accordance with donor imposed restrictions. Pledges expected to be collected within one year are recorded at net realizable value. Pledges that are expected to be collected in future years are recorded at net present value of their estimated future cash flows. The discounts on these amounts are computed using risk free interest rates applicable to the years in which the payments will be received. The foundations record an allowance against pledges receivable for estimated uncollectible amounts. The William & Mary Real Estate Foundation did not have any pledges receivable at year end.

	William & Mary Foundation	Marshall-Wythe School of Law Foundation	William & Mary Business School Foundation	William & Mary Alumni Association	William & Mary Athletic Educational Foundation	Virginia Institute of Marine Science Foundation	Richard Bland College Foundation	Total
Total pledges receivable	\$ 16,799,461	\$ 3,161,258	\$ 6,432,790	\$ 247,223	\$ 1,641,151	\$ 4,465,532	\$ 6,200	\$ 32,753,615
Less:								
Allowance for uncollectibles	(542,791)	(169,281)	(21,000)	-	(281,514)	-	-	(1,014,586)
Discounting to present value	(818,710)	(69,129)	(390,070)	-	(75,536)	(441,069)	-	(1,794,514)
Net pledges receivable	15,437,960	2,922,848	6,021,720	247,223	1,284,101	4,024,463	6,200	29,944,515
Less:								
Current pledges receivable	(5,379,456)	(980,515)	(657,496)	(21,250)	(824,138)	(236,920)	(1,800)	(8,101,575)
Total non-current pledges receivable	<u>\$ 10,058,504</u>	<u>\$ 1,942,333</u>	<u>\$ 5,364,224</u>	<u>\$ 225,973</u>	<u>\$ 459,963</u>	<u>\$ 3,787,543</u>	<u>\$ 4,400</u>	<u>\$ 21,842,940</u>

Capital Assets

	William & Mary Foundation	Marshall- Wythe School of Law Foundation	Mary Business School Foundation	William & Mary Alumni Association	William & Mary Athletic Educational Foundation	Richard Bland College Foundation	William & Mary Real Estate Foundation	Total
Nondepreciable:								
Land	\$ 3,365,927	\$ 262,916	\$ -	\$ -	\$ -	\$ 5,500	\$ 5,414,153	\$ 9,048,496
Construction in progress							132,429	132,429
Historical treasures and inexhaustable works of art	6,093,244	62,211	-	-	-	14,915	-	6,170,370
Total nondepreciable capital assets	<u>\$ 9,459,171</u>	<u>\$ 325,127</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 20,415</u>	<u>\$ 5,546,582</u>	<u>\$ 15,351,295</u>
Depreciable:								
Building	\$ 7,431,415	\$ -	\$ -	\$ 378,914	\$ -	\$ 271,884	\$ 18,002,339	\$ 26,084,552
Equipment, vehicles and furniture	7,423,132	84,722	13,029	337,767	65,672		272,979	8,197,301
Improvements, other than building	338,138	-	-	-	-	-	-	338,138
	15,192,685	84,722	13,029	716,681	65,672	271,884	18,275,318	34,619,991
Less accumulated depreciation	<u>(9,685,324)</u>	<u>(83,921)</u>	<u>(10,237)</u>	<u>(645,320)</u>	<u>(7,007)</u>	<u>(27,599)</u>	<u>(2,390,898)</u>	<u>(12,850,306)</u>
Total depreciable capital assets	<u>\$ 5,507,361</u>	<u>\$ 801</u>	<u>\$ 2,792</u>	<u>\$ 71,361</u>	<u>\$ 58,665</u>	<u>\$ 244,285</u>	<u>\$ 15,884,420</u>	<u>\$ 21,769,685</u>

Long-term Liabilities

	William & Mary Foundation	Richard Bland College Foundation	William & Mary Real Estate Foundation	Total
Compensated absences	\$ 258,887	\$ -	\$ -	\$ 258,887
Notes payable	634,560	-	8,722,900	9,357,460
Bonds payable	8,068,628	20,689,944	3,797,194	32,555,766
Trust & Annuity Obligations	2,459,222	-	-	2,459,222
Other liabilities	17,432,709	-	-	17,432,709
Total long-term liabilities	28,854,006	20,689,944	12,520,094	62,064,044
Less current portion	<u>764,809</u>	<u>743,948</u>	<u>461,548</u>	<u>1,970,305</u>
Total long-term liabilities	<u>\$ 28,089,197</u>	<u>\$ 19,945,996</u>	<u>\$ 12,058,546</u>	<u>\$ 60,093,739</u>

WILLIAM & MARY FOUNDATION

Long-term Liabilities

During the fiscal year ended June 30, 2009, the Foundation entered into a borrowing arrangement with SunTrust Bank in the amount of \$2,636,140 for renovation of the university's Admissions Office. The terms of the loan were revised during the fiscal year ended June 30, 2011. Under the revised terms, interest accrues at a rate of 4.99% and is payable monthly. Principal is payable annually over a ten-year term, with the final amount due on February 1, 2021. SunTrust is granted a security interest in all deposits and investments maintained with SunTrust and any of its affiliates. The terms of the note require the Foundation to maintain at all times unrestricted and temporarily restricted net assets in excess of 200% of the Foundation's total funded debt. The balance outstanding at June 30, 2019 and 2018 was \$634,560 and \$929,404, respectively. Interest paid during the fiscal years ended June 30, 2019 and 2018, on the loans was \$40,891 and \$55,390, respectively.

The Foundation and its affiliates are in compliance with all debt covenants.

Bonds Payable

In December 2011, the Economic Development Authority of James City County, Virginia ("Authority") issued a revenue refunding bond in the amount of \$8,090,000 ("Series 2011 Bond"), and loaned the proceeds to the Foundation and College of William & Mary Foundation Ventures ("Obligors"). The Series 2011 Bond was acquired by SunTrust Bank, as Series 2011 Bondholder. Proceeds from sale of the Series 2011 Bond were used to redeem bonds issued in December 2006 by the Authority to finance the cost of property acquisition, construction and equipping of a three-story building in New Town in James City County, Virginia, for use by the Foundation, CWMF Ventures or the university. The Series 2011 Bond bears interest at a fixed rate of 2.96% per annum through December 31, 2017. As of January 1, 2018, the series 2011 Bonds bore interest at a fixed rate of 3.59752% per annum, subject to the put rights of the Series 2011 Bondholder. The Series 2011 Bondholder has the option to tender the Series 2011 Bond for payment on December 1, 2021, the first optional put date, unless extended under the terms of the loan agreement to not earlier than December 1, 2026. An additional extension may be made to not earlier than December 1, 2031. The final maturity date is December 1, 2036. The Obligors are required to maintain assets so that at all times, net assets without donor restrictions and net assets restricted by the donor due to the passage of time or for a specified purpose and subject to the Foundation's spending policy and appropriation in excess of 200% of the total funded debt of the Obligors.

The Foundation is in compliance with all bond covenants.

The MARSHALL-WYTHE SCHOOL OF LAW FOUNDATION

Law Library Bond Issuance

The construction and renovations of the Wolf Law Library and Hixon Center at the Marshall-Wythe School of Law were funded by proceeds allocated to the Marshall-Wythe School of Law from William & Mary's 2007A(9D) Bond Issue ("Bond") and the 2013 A&B(9d) Bond Issue (the "Bonds"). The Foundation makes principal and interest payments to the university on the Bonds using private contributions restricted for the Law Library and Hixon Center additions. However, the Bonds were issued to and in the name of the university, and the Foundation is not obligated to make these debt service payments.

Bond payments made to the university totaled \$985,886, including principal and interest, in 2019 and are included in law school bond payments on the Foundation's statement of activities.

RICHARD BLAND COLLEGE FOUNDATION, INC.

Bonds Payable

During December 2006, the Foundation entered into loan agreements with the Industrial Development Authorities (“Authorities”) of Dinwiddie County, Virginia, Isle of Wight, Virginia, Prince George County, Virginia and Sussex County, Virginia to borrow the proceeds of the Authorities' \$27,000,000 Series 2006 Revenue Bonds (Richard Bland College Foundation Student Housing Facilities). The loan was refinanced in October 2012 to lower the interest rate charged to the Foundation. The loan agreement interest rate was 4.23% and refinanced to 2.40%. The interest rate will adjust at the 10-year anniversary of the refinancing and every 5 years thereafter at 70% of the 5-year U. S. Treasury Note plus 120 basis points. The bonds are due November 5, 2038. The primary purpose of this loan is to refund and redeem in full the outstanding principal amount of the Authorities' \$27,000,000 Series 2006 Revenue Bonds (Richard Bland College Foundation Student Housing Facilities), the proceeds of which were used to finance the costs of construction and equipping of a student housing facility located in Dinwiddie, Virginia.

In 2017 the Foundation amended the bond notes with Towne Bank to adjust the payments from February and August to May and October to better align with revenue streams.

Investment in Direct Financing Lease

The Foundation has an investment in a direct financing lease in connection with its long-term leasing arrangement with the college. The terms of the lease include the leasing of a student housing facility located in Dinwiddie, Virginia originally constructed by the Foundation for the college. The lease is due in semi-annual installments and expires in August 2038.

WILLIAM & MARY REAL ESTATE FOUNDATION

Tribe Square

The Foundation leases the Tribe Square student housing to the university pursuant to a lease agreement dated August 1, 2011 for a five-year term ending June 30, 2016, with an automatic renewal for an additional five-year term ending on June 30, 2021. Annual base rent is \$459,816, payable in two equal installments on September 1 and March 1 of each lease year. The base rent may be increased annually by a percentage equal to the increase in the Consumer Price Index. In no event shall the base rent be less than the base rent payable for the preceding year. Rental income received under this lease was \$513,740 and \$499,261 for 2019 and 2018, respectively.

Discovery II

The property is being leased to the university for use as office space under an agreement with an initial lease term ending June 30, 2018 with the right to renew the lease for up to five additional consecutive one-year terms. The university exercised the lease option during 2019 to extend the lease period through June 30, 2020. Annual base rent is \$382,200, payable in 12 equal installments, with each monthly installment due on the first business day of the month. The base rent may be increased annually by two percent. Rental income received under this lease was \$421,980 and \$413,706 for 2019 and 2018, respectively.

Richmond Hall

The property is being leased to the university for use under an agreement with an initial lease term ending July 31, 2022 and the option to renew for five renewal terms of one year each. Annual base rent of \$1,176,861, payable in two equal semiannual installments on September 1 and March 1 of each year. The base rent may be increased annually by a percentage equal to the increase in the Consumer Price Index. In no event shall the base rent be less than the base rent

payable for the preceding year. Rental income received under this lease was \$1,208,146 and \$1,078,789 for 2019 and 2018, respectively.

327 Richmond Road

The Foundation leases office space at 327 Richmond Road in Williamsburg, Virginia to the university under a five-year lease through December 31, 2021. Rental income under this lease agreement was \$33,452 during both 2019 and 2018. The rate remains the same throughout the lease.

Construction Project

Construction of the Jewish Community Center was completed in November 2018. During 2019 and 2018, the William & Mary Foundation reimbursed the Real Estate Foundation \$1,294,948 and \$408,789, respectively, for construction costs related to the Center, which is recorded in the financial statements as contributions from the William & Mary Foundation.

Bonds Payable

The Foundation obtained a tax-exempt student housing facilities revenue bond, dated September 16, 2011, twenty-five (25) year term. The bond bears interest at a fixed rate of 3.75%. Required monthly payments of principal and interest total \$25,855. The outstanding principal balance is \$3,919,798 at June 30, 2019.

The bond was issued through the Economic Development Authority of the City of Williamsburg for a principal amount of \$5 million. The proceeds of this bond were used to finance the costs to acquire, construct, and equip the student apartment portion of Tribe Square, and pay certain expenses of issuing the bond. The bond is secured by the rents and revenues of Tribe Square, and the property itself.

The bond, which is bank held, has an option for the bank to require the Foundation to repurchase the bond once the bond is 10 years past the issuance date. If this option is exercised the Foundation would pay the aggregate unpaid principal plus accrued interest through the date of such payment. The bank must give the Foundation 120 days' notice prior to the tender date if this option is exercised.

Promissory Note

The Foundation obtained a promissory note, dated June 3, 2013, ten (10) year term. The note bears interest at a fixed rate of 3.22%. Required monthly payments of principal and interest total \$18,007. The outstanding principal balance is \$3,055,560 at June 30, 2019.

The promissory note was issued through a private lender for a principal amount of \$3,689,000. The proceeds of this note were used to finance the costs to acquire Discovery II, and pay certain expenses of issuing the note. The note is secured by the rents and revenues of Discovery II, and substantially all of the assets of WMREF Ventures, a subsidiary of the Foundation. A balloon payment in the amount of \$2,570,410 is due at note maturity on June 1, 2023.

The Foundation obtained a promissory note August 4, 2017, five (5) year term. The note bears interest at a fixed rate of 2.65%. Required monthly payments of principal and interest total \$27,373. The outstanding principal balance is \$5,684,543 at June 30, 2019.

The promissory note was issued through a private lender for a principal amount of \$6,000,000. The proceeds of this note were used to repay a line of credit issued May 2017 with a principal amount of \$4,000,000 and to finance the costs for the renovation and remodeling of Richmond Hall. The note requires certain covenants to be met. At June 30, 2019, the Foundation was in compliance with these covenants. A balloon installment payment for all unpaid principal and the interest is due at note maturity on August 4, 2022. Amounts outstanding are collateralized by the Foundation's deposits with the lender.

14. RETIREMENT PLANS

Optional Retirement Plan

Full-time faculty and certain administrative staff may participate in a retirement annuity program through various optional retirement plans other than the Virginia Retirement System. As of January 1, 2018 TIAA-CREF is the university's plan administrator. Employees who became a member prior to January 1, 2018 have the option to choose either TIAA-CREF or Fidelity Investments as their investment provider. This is a fixed-contribution program where the retirement benefits received are based upon the employer's contributions of approximately 10.4 percent or 8.5 percent depending on whether the employee is in Plan 1 or Plan 2, plus interest and dividends. Plan 1 consists of employees who became a member prior to July 1, 2010. Plan 2 consists of employees who became a member on or after July 1, 2010 and are required to make a 5% contribution to their retirement account.

Individual contracts issued under the plan provide for full and immediate vesting of contributions of William & Mary, including the Virginia Institute of Marine Science, and Richard Bland College and their employees. Total pension costs under this plan were \$10,065,005 for the year ended June 30, 2019. Contributions to the optional retirement plans were calculated using the base salary amount of \$104,819,528 for fiscal year 2019. William & Mary, which includes the Virginia Institute of Marine Science, and Richard Bland College's total payroll for fiscal year 2019 was \$211,156,533.

Deferred Compensation

Employees of the university and college are employees of the Commonwealth of Virginia. State employees may participate in the Commonwealth's Deferred Compensation Plan. Participating employees can contribute to the plan each pay period with the Commonwealth matching up to \$20 per pay period. The dollar amount of the match can change depending on the funding available in the Commonwealth's budget. The Deferred Compensation Plan is a qualified defined contribution plan under Section 401(a) of the Internal Revenue Code. Employer contributions under the Deferred Compensation Plan were approximately \$664,330 for fiscal year 2019.

General Information about the Pension Plan

Plan Description

All full-time, salaried permanent employees of state agencies are automatically covered by the VRS State Employee Retirement Plan or the VaLORS Retirement Plan upon employment. These plans are administered by the Virginia Retirement System (the System) along with plans for other employer groups in the Commonwealth of Virginia. Members earn one month of service credit for each month they are employed and for which they and their employer pay contributions to VRS. Members are eligible to purchase prior service, based on specific criteria as defined in the *Code of Virginia*, as amended. Eligible prior service that may be purchased includes prior public service, active military service, certain periods of leave, and previously refunded service.

The System administers three different benefit structures for covered employees in the VRS State Employee Retirement Plan – Plan 1, Plan 2, and Hybrid; and two different benefit structures for covered employees in the VaLORS Retirement Plan – Plan 1 and Plan 2. Each of these benefit structures has different eligibility criteria. The specific information for each plan and the eligibility for covered groups within each plan are set out in the table below:

RETIREMENT PLAN PROVISIONS BY PLAN STRUCTURE		
PLAN 1	PLAN 2	HYBRID RETIREMENT PLAN
About Plan 1 Plan 1 is a defined benefit plan.	About Plan 2 Plan 2 is a defined benefit plan.	About the Hybrid Retirement Plan

<p>The retirement benefit is based on a member's age, creditable service and average final compensation at retirement using a formula.</p>	<p>The retirement benefit is based on a member's age, creditable service and average final compensation at retirement using a formula.</p>	<p>The Hybrid Retirement Plan combines the features of a defined benefit plan and a defined contribution plan.</p> <ul style="list-style-type: none"> • The defined benefit is based on a member's age, creditable service and average final compensation at retirement using a formula. • The benefit from the defined contribution component of the plan depends on the member and employer contributions made to the plan and the investment performance of those contributions. • In addition to the monthly benefit payment payable from the defined benefit plan at retirement, a member may start receiving distributions from the balance in the defined contribution account, reflecting the contributions, investment gains or losses, and any required fees.
<p>Eligible Members Employees are in Plan 1 if their membership date is before July 1, 2010, and they were vested as of January 1, 2013, and they have not taken a refund.</p> <p>Hybrid Opt-In Election VRS non-hazardous duty covered Plan 1 members were allowed to make an irrevocable decision to opt into the Hybrid Retirement Plan during a special election window held January 1 through April 30, 2014.</p> <p>The Hybrid Retirement Plan's effective date for eligible Plan 1 members who opted in was July 1, 2014.</p>	<p>Eligible Members Employees are in Plan 2 if their membership date is on or after July 1, 2010, or their membership date is before July 1, 2010, and they were not vested as of January 1, 2013.</p> <p>Hybrid Opt-In Election VRS non-hazardous duty covered Plan 2 members were allowed to make an irrevocable decision to opt into the Hybrid Retirement Plan during a special election window held January 1 through April 30, 2014.</p> <p>The Hybrid Retirement Plan's effective date for eligible Plan 2 members who opted in was July 1, 2014.</p>	<p>Eligible Members Employees are in the Hybrid Retirement Plan if their membership date is on or after January 1, 2014. This includes:</p> <ul style="list-style-type: none"> • State employees* • Members in Plan 1 or Plan 2 who elected to opt into the plan during the election window held January 1-April 30, 2014; the plan's effective date for opt-in members was July 1, 2014 <p>*Non-Eligible Members Some employees are not eligible to participate in the Hybrid Retirement Plan. They include:</p> <ul style="list-style-type: none"> • Members of the Virginia Law Officers' Retirement System (VaLORS) <p>Those employees eligible for an optional retirement plan (ORP) must elect the ORP plan or the</p>

<p>If eligible deferred members returned to work during the election window, they were also eligible to opt into the Hybrid Retirement Plan.</p> <p>Members who were eligible for an optional retirement plan (ORP) and had prior service under Plan 1 were not eligible to elect the Hybrid Retirement Plan and remain as Plan 1 or ORP.</p>	<p>If eligible deferred members returned to work during the election window, they were also eligible to opt into the Hybrid Retirement Plan.</p> <p>Members who were eligible for an optional retirement plan (ORP) and have prior service under Plan 2 were not eligible to elect the Hybrid Retirement Plan and remain as Plan 2 or ORP.</p>	<p>Hybrid Retirement Plan. If these members have prior service under Plan 1 or Plan 2, they are not eligible to elect the Hybrid Retirement Plan and must select Plan 1 or Plan 2 (as applicable) or ORP.</p>
<p>Retirement Contributions State employees, excluding state elected officials, and optional retirement plan participants, contribute 5% of their compensation each month to their member contribution account through a pre-tax salary reduction. Member contributions are tax-deferred until they are withdrawn as part of a retirement benefit or as a refund. The employer makes a separate actuarially determined contribution to VRS for all covered employees. VRS invests both member and employer contributions to provide funding for the future benefit payment.</p>	<p>Retirement Contributions State employees contribute 5% of their compensation each month to their member contribution account through a pre-tax salary reduction. Member contributions are tax-deferred until they are withdrawn as part of a retirement benefit or as a refund. The employer makes a separate actuarially determined contribution to VRS for all covered employees. VRS invests both member and employer contributions to provide funding for the future benefit payment.</p>	<p>Retirement Contributions A member's retirement benefit is funded through mandatory and voluntary contributions made by the member and the employer to both the defined benefit and the defined contribution components of the plan. Mandatory contributions are based on a percentage of the employee's creditable compensation and are required from both the member and the employer. Additionally, members may choose to make voluntary contributions to the defined contribution component of the plan, and the employer is required to match those voluntary contributions according to specified percentages.</p>
<p>Creditable Service Creditable service includes active service. Members earn creditable service for each month they are employed in a covered position. It also may include credit for prior service the member has purchased or additional creditable service the member was granted. A member's total creditable service is one of the factors used to determine their eligibility for retirement and to calculate their retirement benefit. It also may count toward</p>	<p>Creditable Service Same as Plan 1.</p>	<p>Creditable Service <u>Defined Benefit Component:</u> Under the defined benefit component of the plan, creditable service includes active service. Members earn creditable service for each month they are employed in a covered position. It also may include credit for prior service the member has purchased or additional creditable service the member was granted. A member's total creditable service is one of the factors used</p>

<p>eligibility for the health insurance credit in retirement, if the employer offers the health insurance credit.</p>		<p>to determine their eligibility for retirement and to calculate their retirement benefit. It also may count toward eligibility for the health insurance credit in retirement, if the employer offers the health insurance credit.</p> <p><u>Defined Contributions Component:</u> Under the defined contribution component, creditable service is used to determine vesting for the employer contribution portion of the plan.</p>
<p>Vesting Vesting is the minimum length of service a member needs to qualify for a future retirement benefit. Members become vested when they have at least five years (60 months) of creditable service. Vesting means members are eligible to qualify for retirement if they meet the age and service requirements for their plan. Members also must be vested to receive a full refund of their member contribution account balance if they leave employment and request a refund.</p> <p>Members are always 100% vested in the contributions that they make.</p>	<p>Vesting Same as Plan 1.</p>	<p>Vesting <u>Defined Benefit Component:</u> Defined benefit vesting is the minimum length of service a member needs to qualify for a future retirement benefit. Members are vested under the defined benefit component of the Hybrid Retirement Plan when they reach five years (60 months) of creditable service. Plan 1 or Plan 2 members with at least five years (60 months) of creditable service who opted into the Hybrid Retirement Plan remain vested in the defined benefit component.</p> <p><u>Defined Contributions Component:</u> Defined contribution vesting refers to the minimum length of service a member needs to be eligible to withdraw the employer contributions from the defined contribution component of the plan.</p> <p>Members are always 100% vested in the contributions that they make.</p> <p>Upon retirement or leaving covered employment, a member is eligible to withdraw a</p>

		<p>percentage of employer contributions to the defined contribution component of the plan, based on service.</p> <ul style="list-style-type: none"> • After two years, a member is 50% vested and may withdraw 50% of employer contributions. • After three years, a member is 75% vested and may withdraw 75% of employer contributions. • After four or more years, a member is 100% vested and may withdraw 100% of employer contributions. <p>Distribution is not required by law until age 70½.</p>
<p>Calculating the Benefit The Basic Benefit is calculated based on a formula using the member's average final compensation, a retirement multiplier and total service credit at retirement. It is one of the benefit payout options available to a member at retirement.</p> <p>An early retirement reduction factor is applied to the Basic Benefit if the member retires with a reduced retirement benefit or selects a benefit payout option other than the Basic Benefit.</p>	<p>Calculating the Benefit See definition under Plan 1.</p>	<p>Calculating the Benefit <u>Defined Benefit Component:</u> See definition under Plan 1</p> <p><u>Defined Contribution Component:</u> The benefit is based on contributions made by the member and any matching contributions made by the employer, plus net investment earnings on those contributions.</p>
<p>Average Final Compensation A member's average final compensation is the average of the 36 consecutive months of highest compensation as a covered employee.</p>	<p>Average Final Compensation A member's average final compensation is the average of their 60 consecutive months of highest compensation as a covered employee.</p>	<p>Average Final Compensation Same as Plan 2. It is used in the retirement formula for the defined benefit component of the plan.</p>
<p>Service Retirement Multiplier VRS: The retirement multiplier is a factor used in the formula to determine a final retirement benefit. The retirement multiplier for non-hazardous duty members is 1.70%.</p>	<p>Service Retirement Multiplier VRS: Same as Plan 1 for service earned, purchased or granted prior to January 1, 2013. For non-hazardous duty members the retirement multiplier is 1.65% for</p>	<p>Service Retirement Multiplier <u>Defined Benefit Component:</u> VRS: The retirement multiplier for the defined benefit component is 1.00%.</p> <p>For members who opted into the</p>

<p>VaLORS: The retirement multiplier for VaLORS employees is 1.70% or 2.00%.</p>	<p>creditable service earned, purchased or granted on or after January 1, 2013.</p> <p>VaLORS: The retirement multiplier for VaLORS employees is 2.00%.</p>	<p>Hybrid Retirement Plan from Plan 1 or Plan 2, the applicable multipliers for those plans will be used to calculate the retirement benefit for service credited in those plans.</p> <p>VaLORS: Not applicable.</p> <p><u>Defined Contribution Component:</u> Not applicable.</p>
<p>Normal Retirement Age VRS: Age 65.</p> <p>VaLORS: Age 60.</p>	<p>Normal Retirement Age VRS: Normal Social Security retirement age.</p> <p>VaLORS: Same as Plan 1.</p>	<p>Normal Retirement Age <u>Defined Benefit Component:</u> VRS: Same as Plan 2.</p> <p>VaLORS: Not applicable.</p> <p><u>Defined Contribution Component:</u> Members are eligible to receive distributions upon leaving employment, subject to restrictions.</p>
<p>Earliest Unreduced Retirement Eligibility VRS: Age 65 with at least five years (60 months) of creditable service or at age 50 with at least 30 years of creditable service.</p> <p>VaLORS: Age 60 with at least five years of creditable service or age 50 with at least 25 years of creditable service.</p>	<p>Earliest Unreduced Retirement Eligibility VRS: Normal Social Security retirement age with at least five years (60 months) of creditable service or when their age and service equal 90.</p> <p>VaLORS: Same as Plan 1.</p>	<p>Earliest Unreduced Retirement Eligibility <u>Defined Benefit Component:</u> VRS: Normal Social Security retirement age and have at least five years (60 months) of creditable service or when their age and service equal 90.</p> <p>VaLORS: Not applicable.</p> <p><u>Defined Contribution Component:</u> Members are eligible to receive distributions upon leaving employment, subject to restrictions.</p>
Earliest Reduced Retirement	Earliest Reduced Retirement	Earliest Reduced Retirement

<p>Eligibility VRS: Age 55 with at least five years (60 months) of creditable service or age 50 with at least 10 years of creditable service.</p> <p>VaLORS: 50 with at least five years of creditable service.</p>	<p>Eligibility VRS: Age 60 with at least five years (60 months) of creditable service.</p> <p>VaLORS: Same as Plan 1.</p>	<p>Eligibility Defined Benefit Component: VRS: Age 60 with at least five years (60 months) of creditable service.</p> <p>VaLORS: Not applicable.</p> <p>Defined Contribution Component: Members are eligible to receive distributions upon leaving employment, subject to restrictions.</p>
<p>Cost-of-Living Adjustment (COLA) in Retirement The Cost-of-Living Adjustment (COLA) matches the first 3% increase in the Consumer Price Index for all Urban Consumers (CPI-U) and half of any additional increase (up to 4%) up to a maximum COLA of 5%.</p> <p>Eligibility: For members who retire with an unreduced benefit or with a reduced benefit with at least 20 years of creditable service, the COLA will go into effect on July 1 after one full calendar year from the retirement date.</p> <p>For members who retire with a reduced benefit and who have less than 20 years of creditable service, the COLA will go into effect on July 1 after one calendar year following the unreduced retirement eligibility date.</p> <p>Exceptions to COLA Effective Dates: The COLA is effective July 1 following one full calendar year (January 1 to December 31) under any of the following circumstances:</p>	<p>Cost-of-Living Adjustment (COLA) in Retirement The Cost-of-Living Adjustment (COLA) matches the first 2% increase in the CPI-U and half of any additional increase (up to 2%), for a maximum COLA of 3%.</p> <p>Eligibility: Same as Plan 1</p> <p>Exceptions to COLA Effective Dates: Same as Plan 1</p>	<p>Cost-of-Living Adjustment (COLA) in Retirement Defined Benefit Component: Same as Plan 2.</p> <p>Defined Contribution Component: Not applicable.</p> <p>Eligibility: Same as Plan 1 and Plan 2.</p> <p>Exceptions to COLA Effective Dates: Same as Plan 1 and Plan 2.</p>

<ul style="list-style-type: none"> • The member is within five years of qualifying for an unreduced retirement benefit as of January 1, 2013. • The member retires on disability. • The member retires directly from short-term or long-term disability under the Virginia Sickness and Disability Program (VSDP). • The member Is involuntarily separated from employment for causes other than job performance or misconduct and is eligible to retire under the Workforce Transition Act or the Transitional Benefits Program. • The member dies in service and the member's survivor or beneficiary is eligible for a monthly death-in-service benefit. The COLA will go into effect on July 1 following one full calendar year (January 1 to December 31) from the date the monthly benefit begins. 		
<p>Disability Coverage Members who are eligible to be considered for disability retirement and retire on disability, the retirement multiplier is 1.7% on all service, regardless of when it was earned, purchased or granted.</p> <p>Most state employees are covered under the Virginia Sickness and Disability Program (VSDP), and are not eligible for disability retirement.</p> <p>VSDP members are subject to a one-year waiting period before becoming eligible for non-work-related disability benefits.</p>	<p>Disability Coverage Members who are eligible to be considered for disability retirement and retire on disability, the retirement multiplier is 1.65% on all service, regardless of when it was earned, purchased or granted.</p> <p>Most state employees are covered under the Virginia Sickness and Disability Program (VSDP), and are not eligible for disability retirement.</p> <p>VSDP members are subject to a one-year waiting period before becoming eligible for non-work related disability benefits.</p>	<p>Disability Coverage State employees (including Plan 1 and Plan 2 opt-ins) participating in the Hybrid Retirement Plan are covered under the Virginia Sickness and Disability Program (VSDP), and are not eligible for disability retirement.</p> <p>Hybrid members (including Plan 1 and Plan 2 opt-ins) covered under VSDP are subject to a one-year waiting period before becoming eligible for non-work-related disability benefits.</p>
Purchase of Prior Service	Purchase of Prior Service	Purchase of Prior Service

Members may be eligible to purchase service from previous public employment, active duty military service, an eligible period of leave or VRS refunded service as creditable service in their plan. Prior creditable service counts toward vesting, eligibility for retirement and the health insurance credit. Only active members are eligible to purchase prior service. Members also may be eligible to purchase periods of leave without pay.	Same as Plan 1.	<p><u>Defined Benefit Component:</u> Same as Plan 1, with the following exception:</p> <ul style="list-style-type: none"> Hybrid Retirement Plan members are ineligible for ported service. <p><u>Defined Contribution Component:</u> Not applicable.</p>
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Contributions

The contribution requirement for active employees is governed by §51.1-145 of the *Code of Virginia*, as amended, but may be impacted as a result of funding provided to state agencies by the Virginia General Assembly. Employees are required to contribute 5.00% of their compensation toward their retirement. Each state agency's contractually required employer contribution rate for the fiscal year ended June 30, 2019 was 13.52% of covered employee compensation for employees in the VRS State Employee Retirement Plan. For employees in the VaLORS Retirement Plan, the contribution rate was 21.61% of covered employee compensation. These rates were based on an actuarially determined rates from an actuarial valuation as of June 30, 2017. The actuarially determined rate, when combined with employee contributions, was expected to finance the costs of benefits earned by employees during the year, with an additional amount to finance any unfunded accrued liability. Contributions from the university and college to the VRS State Employee Retirement Plan were \$10,172,038 and \$10,190,870 for the years ended June 30, 2019 and June 30, 2018, respectively. Contributions from the university and college to the VaLORS Retirement Plan were \$280,110 and \$217,273 for the years ended June 30, 2019 and June 30, 2018, respectively.

Pension Liabilities, Pension Expense, and Deferred Outflows of Resources and Deferred Inflows of Resources Related to Pensions

At June 30, 2019, the university and college reported a liability of \$103,164,000 for its proportionate share of the VRS State Employee Retirement Plan Net Pension Liability and a liability of \$2,077,000 for its proportionate share of the VaLORS Retirement Plan Net Pension Liability. The Net Pension Liability was measured as of June 30, 2018 and the total pension liability used to calculate the Net Pension Liability was determined by an actuarial valuation as of that date. The university and college's proportion of the Net Pension Liability was based on the university and college's actuarially determined employer contributions to the pension plan for the year ended June 30, 2018 relative to the total of the actuarially determined employer contributions for all participating employers. At June 30, 2018, the university and college's proportion of the VRS State Employee Retirement Plan was 1.46% for William & Mary, 0.32% for VIMS, and 0.12% for RBC as compared to 1.48% for William & Mary, 0.33% for VIMS, and 0.13% for RBC at June 30, 2017. At June 30, 2018, the university and college's proportion of the VaLORS Retirement Plan was 0.28% for William & Mary, and 0.05% for RBC as compared to 0.29% for William & Mary, and 0.05% for RBC at June 30, 2017.

For the year ended June 30, 2019, the university and college recognized pension expense of \$5,760,000 for the VRS State Employee Retirement Plan and \$209,000 for the VaLORS Retirement Plan. Since there was a change in proportionate share between June 30, 2017 and June 30, 2018 a portion of the pension expense was related to deferred amounts from changes in proportion and from differences between employer contributions and the proportionate share of employer contributions.

At June 30, 2019, the university and college reported deferred outflows of resources and deferred inflows of resources related to pensions from the following sources:

VRS Retirement Plan

	Deferred Outflows of Resources	Deferred Inflows of Resources
Differences between expected and actual experience	-	6,236,000
Net difference between projected and actual earnings on pension plan investments	-	2,694,000
Change in assumptions	690,000	-
Changes in proportion and differences between Employer contributions and proportionate share of contributions	1,157,000	1,698,000
Employer contributions subsequent to the measurement date	10,172,038	-
Total	<u>\$ 12,019,038</u>	<u>\$ 10,628,000</u>

VaLORS Retirement Plan

	Deferred Outflows of Resources	Deferred Inflows of Resources
Differences between expected and actual experience	1,000	56,000
Net difference between projected and actual earnings on pension plan investments	-	35,000
Change in assumptions	-	73,000
Changes in proportion and differences between Employer contributions and proportionate share of contributions	173,000	39,000
Employer contributions subsequent to the measurement date	280,110	-
Total	<u>\$ 454,110</u>	<u>\$ 203,000</u>

The university and college had \$10,439,489 reported as deferred outflows of resources related to pensions resulting from the university and college's contributions subsequent to the measurement date that will be recognized as a reduction of the Net Pension Liability in the Fiscal Year ending June 30, 2020. Other amounts reported as deferred outflows of resources and deferred inflows of resources related to pensions will be recognized in pension expense in future reporting periods as follows:

(\$ thousands)

	<u>VRS Retirement Plan</u>	<u>VaLors Retirement Plan</u>
FY 2020	\$ (1,061)	\$ 46
FY 2021	\$ (2,346)	\$ (29)
FY 2022	\$ (5,086)	\$ (44)
FY 2023	\$ (288)	\$ (2)
FY 2024	\$ -	\$ -

Actuarial Assumptions

The total pension liability for the VRS State Employee Retirement Plan was based on an actuarial valuation as of June 30, 2017, using the Entry Age Normal actuarial cost method and the following assumptions, applied to all periods included in the measurement and rolled forward to the measurement date of June 30, 2018.

Inflation	2.5 percent
Salary increases, including Inflation	3.5 percent – 5.35 percent
Investment rate of return	7.0 percent, net of pension plan investment expenses, including inflation*

* Administrative expenses as a percent of the market value of assets for the last experience study were found to be approximately 0.06% of the market assets for all of the VRS plans. This would provide an assumed investment return rate for GASB purposes of slightly more than the assumed 7.0%. However, since the difference was minimal, and a more conservative 7.0% investment return assumption provided a projected plan net position that exceeded the projected benefit payments, the long-term expected rate of return on investments was assumed to be 7.0% to simplify preparation of pension liabilities.

Mortality rates:

Pre-Retirement:

RP-2014 Employee Rates to age 80, Healthy Annuitant Rates to 81 and older projected with Scale BB to 2020; males set back 1 year, 85% of rates; females set back 1 year.

Post-Retirement:

RP-2014 Employee Rates to age 49, Healthy Annuitant Rates at ages 50 and older projected with Scale BB to 2020; males set forward 1 year; females set back 1 year with 1.5% increase compounded from ages 70 to 85.

Post-Disablement:

RP-2014 Disability Life Mortality Table projected with Scale BB to 2020; males 115% of rates; females 130% of rates.

The actuarial assumptions used in the June 30, 2017 valuation were based on the results of an actuarial experience study for the period from July 1, 2012 through June 30, 2016. Changes to the actuarial assumptions as a result of the experience study are as follows:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Update to a more current mortality table – RP-2014 projected to 2020
Retirement Rates	Lowered rates at older ages and changed final retirement from 70 to 75
Withdrawal Rates	Adjusted rates to better fit experience at each year age and service through 9 years of service
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Increase rate from 14% to 25%

The total pension liability for the VaLORS Retirement Plan was based on an actuarial valuation as of June 30, 2017, using the Entry Age Normal actuarial cost method and the following assumptions, applied to all periods included in the measurement and rolled forward to the measurement date of June 30, 2018.

Inflation	2.5 percent
Salary increases, including Inflation	3.5 percent – 4.75 percent
Investment rate of return	7.0 percent, net of pension plan investment expenses, including inflation*

* Administrative expenses as a percent of the market value of assets for the last experience study were found to be approximately 0.06% of the market assets for all of the VRS plans. This would provide an assumed investment return rate for GASB purposes of slightly more than the assumed 7.0%. However, since the difference was minimal, and a more conservative 7.0% investment return assumption provided a projected plan net position that exceeded the projected benefit payments, the long-term expected rate of return on investments was assumed to be 7.0% to simplify preparation of pension liabilities.

Mortality rates:

Pre-Retirement:

RP-2014 Employee Rates to age 80, Healthy Annuitant Rates to 81 and older projected with Scale BB to 2020; males 90% of rates; females set forward 1 year.

Post-Retirement:

RP-2014 Employee Rates to age 49, Healthy Annuitant Rates at ages 50 and older projected with Scale BB to 2020; males set forward 1 year with 1.0% increase compounded from ages 70 to 90; females set forward 1 year.

Post-Disablement:

RP-2014 Disability Life Mortality Table projected with Scale BB to 2020; males set forward 2 years; unisex using 100% male.

The actuarial assumptions used in the June 30, 2017 valuation were based on the results of an actuarial experience study for the period from July 1, 2012 through June 30, 2016. Changes to the actuarial assumptions as a result of the experience study are as follows:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Update to a more current mortality table – RP-2014 projected to 2020 and reduced margin for future improvement in accordance with experience
Retirement Rates	Increased age 50 rates and lowered rates at older ages
Withdrawal Rates	Adjusted rates to better fit experience at each year age and service through 9 years of service
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Decrease rate from 50% to 35%

Net Pension Liability

The net pension liability (NPL) is calculated separately for each system and represents that particular system's total pension liability determined in accordance with GASB Statement No. 67, less that system's fiduciary net position. As of June 30, 2018, NPL amounts for the VRS State Employee Retirement Plan and the VaLORS Retirement Plan are as follows (amounts expressed in thousands):

	State Employee Retirement Plan	VaLORS Retirement Plan
Total Pension Liability	\$ 23,945,821	\$ 2,047,161
Plan Fiduciary Net Position	<u>18,532,189</u>	<u>1,423,980</u>
Employers' Net Pension Liability (Asset)	<u>\$ 5,413,632</u>	<u>\$ 623,181</u>
Plan Fiduciary Net Position as a Percentage of the Total Pension Liability	77.39%	69.56%

The total pension liability is calculated by the System's actuary, and each plan's fiduciary net position is reported in the System's financial statements. The net pension liability is disclosed in accordance with the requirements of GASB Statement No. 67 in the System's notes to the financial statements and required supplementary information.

Long-Term Expected Rate of Return

The long-term expected rate of return on pension System investments was determined using a log-normal distribution analysis in which best-estimate ranges of expected future real rates of return (expected returns, net of pension System investment expense and inflation) are developed for each major asset class. These ranges are combined to produce the long-term expected rate of return by weighting the expected future real rates of return by the target asset allocation percentage and by adding expected inflation. The target asset allocation and best estimate of arithmetic real rates of return for each major asset class are summarized in the following table:

Asset Class (Strategy)	Target Allocation	Arithmetic Long-Term Expected Rate of Return	Weighted Average Long-Term Expected Rate of Return
Public Equity	40.00%	4.54%	1.82%
Fixed Income	15.00%	0.69%	0.10%
Credit Strategies	15.00%	3.96%	0.59%
Real Assets	15.00%	5.76%	0.86%
Private Equity	15.00%	9.53%	1.43%
Total	<u>100.00%</u>		<u>4.80%</u>
	Inflation		<u>2.50%</u>
	* Expected arithmetic nominal return		<u>7.30%</u>

* The above allocation provides a one-year return of 7.30%. However, one-year returns do not take into account the volatility present in each of the asset classes. In setting the long-term expected return for the system, stochastic projections are employed to model future returns under various economic conditions. The results provide a range of returns over various time periods that ultimately provide a median return of 6.83%, including expected inflation of 2.50%.

Discount Rate

The discount rate used to measure the total pension liability was 7.00%. The projection of cash flows used to determine the discount rate assumed that System member contributions will be made per the VRS Statutes and the employer contributions will be made in accordance with the VRS funding policy at rates equal to the difference between actuarially determined contribution rates adopted by the VRS Board of Trustees and the member rate. Through the fiscal year ending June 30, 2018, the rate contributed by the state agency for the VRS State Employee Retirement Plan and the VaLORS Retirement Plan will be subject to the portion of the VRS Board-certified rates that are funded by the Virginia General Assembly which was 100% of the actuarially determined contribution rate. From July 1, 2018 on, all agencies are assumed to continue to contribute 100% of the actuarially determined contribution rates. Based on those assumptions, the pension plan's fiduciary net position was projected to be available to make all projected future benefit payments of current active and inactive employees. Therefore the long-term expected rate of return was applied to all periods of projected benefit payments to determine the total pension liability.

Sensitivity of the University and College's Proportionate Share of the Net Pension Liability to Changes in the Discount Rate

The following presents the university and college's proportionate share of the VRS State Employee Retirement Plan net pension liability using the discount rate of 7.00%, as well as what the university and college's proportionate share of the net pension liability would be if it were calculated using a discount rate that is one percentage point lower (6.00%) or one percentage point higher (8.00%) than the current rate:

(\$ thousands)	1.00% Decrease (6.00%)	Current Discount Rate (7.00%)	1.00% Increase (8.00%)
The university and college's proportionate share of the VRS State Employee Retirement Plan Net Pension Liability	\$ 156,195	\$ 103,164	\$ 58,523

The following presents the university and college's proportionate share of the VaLORS Retirement Plan net pension liability using the discount rate of 7.00%, as well as what the university and college's proportionate share of the net pension liability would be if it were calculated using a discount rate that is one percentage point lower (6.00%) or one percentage point higher (8.00%) than the current rate:

(\$ thousands)	1.00% Decrease (6.00%)	Current Discount Rate (7.00%)	1.00% Increase (8.00%)
The university and college's proportionate share of the VaLORS Employee Retirement Plan Net Pension Liability	\$ 2,949	\$ 2,077	\$ 1,357

Pension Plan Fiduciary Net Position

Detailed information about the VRS State Employee Retirement Plan's Fiduciary Net Position or the VaLORS Retirement Plan's Fiduciary Net Position is available in the separately issued VRS 2018 Comprehensive Annual Financial Report (CAFR). A copy of the 2018 VRS CAFR may be downloaded from the VRS website at <http://www.varetire.org/Pdf/Publications/2018-annual-report.pdf>, or by writing to the System's Chief Financial Officer at P.O. Box 2500, Richmond, VA, 23218-2500.

Payables to the Pension Plan

The university and college reported \$375,596 in payables to VRS.

15. OTHER POSTEMPLOYMENT BENEFITS

The university and college participate in postemployment benefit programs that are sponsored by the Commonwealth and administered by the Virginia Retirement System. These programs include the Group Life Insurance Program, Virginia Sickness and Disability Program, Retiree Health Insurance Credit Program, and the Line of Duty Act Program. The university and college also participate in the Pre-Medicare Retiree Healthcare Plan, which is sponsored by the Commonwealth and administered by the Department of Human Resource Management.

General Information about the Group Life Insurance Program

Plan Description

All full-time, salaried permanent employees of the state agencies, teacher and employees of participating political subdivisions are automatically covered by the VRS Group Life Insurance Program upon employment. This plan is administered by the Virginia Retirement System (the system), along with pensions and other OPEB plans, for public employer groups in the Commonwealth of Virginia.

In addition to the Basic Group Life Insurance benefit, members are also eligible to elect additional coverage for themselves as well as a spouse or dependent children through the Optional Group Life Insurance Program. For members who elect the optional group life insurance coverage, the insurer bills employers directly for the premiums. Employers deduct these premiums from members' paychecks and pay the premiums to the insurer. Since this is a separate and fully insured program, it is not included as part of the Group Life Insurance Program OPEB.

The specific information for Group Life Insurance Program OPEB, including eligibility, coverage and benefits is set out in the table below:

GROUP LIFE INSURANCE PROGRAM PLAN PROVISIONS
<p>Eligible Employees</p> <p>The Group Life Insurance Program was established July 1, 1960, for state employees, teachers and employees of political subdivisions that elect the program, including the following employers that do not participate in VRS for retirement:</p> <ul style="list-style-type: none"> • City of Richmond • City of Portsmouth • City of Roanoke • City of Norfolk • Roanoke City Schools Board <p>Basic group life insurance coverage is automatic upon employment. Coverage ends for employees who leave their position before retirement eligibility or who take a refund of their accumulated retirement member contributions and accrued interest.</p>
<p>Benefit Amounts</p> <p>The benefits payable under the Group Life Insurance Program have several components.</p> <ul style="list-style-type: none"> • <u>Natural Death Benefit</u> – The natural death benefit is equal to the employee's covered compensation rounded to the next highest thousand and then doubled. • <u>Accidental Death Benefit</u> – The accidental death benefit is double the natural death benefit. • <u>Other Benefit Provisions</u> – In addition to the basic natural and accidental death benefits, the program provides additional benefits provided under specific circumstances. These include: <ul style="list-style-type: none"> ○ Accidental dismemberment benefit ○ Safety belt benefit ○ Repatriation benefit ○ Felonious assault benefit ○ Accelerated death benefit option
<p>Reduction in Benefit Amounts</p> <p>The benefit amounts provided to members covered under the Group Life Insurance Program are subject to a reduction factor. The benefit amount reduces by 25% on January 1 following one calendar year of separation. The benefit amount reduces by an additional 25% on each subsequent January 1 until it reaches 25% of its original value.</p>
<p>Minimum Benefit Amount and Cost-of-Living Adjustment (COLA)</p> <p>For covered members with at least 30 years of creditable service, there is a minimum benefit payable under the Group Life Insurance Program. The minimum benefit was set at \$8,000 by statute. This amount is increased annually based on the VRS Plan 2 cost-of-living adjustment and was increased to</p>

\$8,279 effective July 1, 2018.

Contributions

The contribution requirements for the Group Life Insurance Program are governed by §51.1-506 and §51.1-508 of the *Code of Virginia*, as amended, but may be impacted as a result of funding provided to state agencies and school divisions by the Virginia General Assembly. The total rate for the Group Life Insurance Program was 1.31% of covered employee compensation. This was allocated into an employee and an employer component using a 60/40 split. The employee component was 0.79% (1.31% X 60%) and the employer component was 0.52% (1.31% X 40%). Employers may elect to pay all or part of the employee contribution, however the employer must pay all of the employer contribution. Each employer's contractually required employer contribution rate for the year ended June 30, 2019 was 0.52% of covered employee compensation. This rate was based on an actuarially determined rate from an actuarial valuation as of June 30, 2017. The actuarially determined rate, when combined with employee contributions, was expected to finance the costs of benefits payable during the year, with an additional amount to finance any unfunded accrued liability. Contributions to the Group Life Insurance Program from the university were \$967,560 and \$965,839 for the years ended June 30, 2019 and June 30, 2018, respectively.

GLI OPEB Liabilities, GLI OPEB Expense, and Deferred Outflows of Resources and Deferred Inflows of Resources Related to the Group Life Insurance Program OPEB

At June 30, 2019, the university and college reported a liability of \$14,867,000 for its proportionate share of the Net GLI OPEB Liability. The Net GLI OPEB Liability was measured as of June 30, 2018 and the total GLI OPEB liability used to calculate the Net GLI OPEB Liability was determined by an actuarial valuation as of that date. The university and college's proportion of the Net GLI OPEB Liability was based on the university and college's actuarially determined employer contributions to the Group Life Insurance Program for the year ended June 30, 2018 relative to the total of the actuarially determined employer contributions for all participating employers. At June 30, 2018, the university and college's proportion was 0.83% for William & Mary, 0.11% for VIMS, and 0.04% for RBC as compared to 0.81% for William & Mary, 0.11% for VIMS, and 0.04% for RBC at June 30, 2017.

For the year ended June 30, 2019, the university and college recognized GLI OPEB expense of \$180,000. Since there was a change in proportionate share between measurement dates, a portion of the GLI OPEB expense was related to deferred amounts from changes in proportion.

At June 30, 2019, the employer reported deferred outflows of resources and deferred inflows of resources related to the GLI OPEB from the following sources:

	Deferred Outflows of Resources	Deferred Inflows of Resources
Differences between expected and actual experience	727,000	268,000
Net difference between projected and actual earnings on GLI OPEB program investments	-	483,000
Changes in assumptions	-	619,000
Changes in proportions	442,000	83,000
Employer contributions subsequent to the measurement date	967,560	-
Total	<u>\$ 2,136,560</u>	<u>\$ 1,453,000</u>

The university and college had \$967,560 reported as deferred outflows of resources related to the GLI OPEB resulting from the university and college's contributions subsequent to the measurement date that will be recognized as a reduction of the Net GLI OPEB Liability in the fiscal year ending June 30, 2020. Other amounts reported as deferred outflows of resources and deferred inflows of resources related to the GLI OPEB will be recognized in the GLI OPEB expense in future reporting periods as follows:

Year ended June 30

(\$thousands)

FY 2020	\$	(146)
FY 2021	\$	(146)
FY 2022	\$	(146)
FY 2023	\$	(7)
FY 2024	\$	104
Thereafter	\$	57

Actuarial Assumptions

The total GLI OPEB liability was based on an actuarial valuation as of June 30, 2017, using the Entry Age Normal actuarial cost method and the following assumptions, applied to all periods included in the measurement and rolled forward to the measurement date of June 30, 2018.

Inflation	2.5 percent
Salary increases, including inflation –	
General state employees	3.5 percent – 5.35 percent
Teachers	3.5 percent – 5.95 percent
SPORS employees	3.5 percent – 4.75 percent
VaLORS employees	3.5 percent – 4.75 percent
JRS employees	4.5 percent
Locality – General employees	3.5 percent – 5.35 percent

Locality – Hazardous Duty employees

3.5 percent – 4.75 percent

Investment rate of return

7.0 Percent, net of investment expenses,
including inflation*

* Administrative expenses as a percent of the market value of assets for the last experience study were found to be approximately 0.06% of the market assets for all of the VRS plans. This would provide an assumed investment return rate for GASB purposes of slightly more than the assumed 7.0%. However, since the difference was minimal, and a more conservative 7.0% investment return assumption provided a projected plan net position that exceeded the projected benefit payments, the long-term expected rate of return on investments was assumed to be 7.0% to simplify preparation of the OPEB liabilities.

Mortality rates – General State Employees

Pre-Retirement:

RP-2014 Employee Rates to age 80, Healthy Annuitant Rates to 81 and older projected with Scale BB to 2020; males set back 1 year, 85% of rates; females set back 1 year.

Post-Retirement:

RP-2014 Employee Rates to age 49, Healthy Annuitant Rates at ages 50 and older projected with Scale BB to 2020; males set forward 1 year; females set back 1 year with 1.5% increase compounded from ages 70 to 85.

Post-Disablement:

RP-2014 Disability Life Mortality Table projected with scale BB to 2020; males 115% of rates; females 130% of rates.

The actuarial assumptions used in the June 30, 2017 valuation were based on the results of an actuarial experience study for the period from July 1, 2012 through June 30, 2016. Changes to the actuarial assumptions as a result of the experience study are as follows:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020
Retirement Rates	Lowered rates at older ages and changed final retirement from 70 to 75
Withdrawal Rates	Adjusted rates to better fit experience at each year age and service through 9 years of service
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Increased rate from 14% to 25%

Mortality rates – Teachers

Pre-Retirement:

RP-2014 White Collar Employee Rates to age 80, White Collar Healthy Annuitant Rates at ages 81 and older projected with scale BB to 2020.

Post-Retirement:

RP-2014 White Collar Employee Rates to age 49, White Collar Health Annuitant Rates at ages 50 and older projected with scale BB to 2020; males 1% increase compounded from ages 70 to 90; females set back 3 years with 1.5% increase compounded from ages 65 to 70 and 2.0% increase compounded from ages 75 to 90.

Post-Disablement:

RP-2014 Disability Mortality Rates projected with Scale BB to 2020; 115% of rates for males and females.

The actuarial assumptions used in the June 30, 2017 valuation were based on the results of an actuarial experience study for the four-year period from July 1, 2012 through June 30, 2016. Changes to the actuarial assumptions as a result of the experience study are as follows:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020
Retirement Rates	Lowered rates at older ages and changed final retirement from 70 to 75
Withdrawal Rates	Adjusted rates to better fit experience at each year age and service through 9 years of service
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change

Mortality rates – SPORS Employees

Pre-Retirement:

RP-2014 Employee Rates to age 80, Healthy Annuitant Rates to 81 and older projected with Scale BB to 2020; males 90% of rates; females set forward 1 year.

Post-Retirement:

RP-2014 Employee Rates to age 49, Healthy Annuitant Rates at ages 50 and older projected with Scale BB to 2020; males set forward 1 year with 1.0% increase compounded from ages 70 to 90; females set forward 3 years.

Post-Disablement:

RP-2014 Disability Life Mortality Table projected with scale BB to 2020; males set forward 2 years; unisex using 100% male.

The actuarial assumptions used in the June 30, 2017 valuation were based on the results of an actuarial experience study for the period from July 1, 2012 through June 30, 2016. Changes to the actuarial assumptions as a result of the experience study are as follows:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020 and reduced margin for future improvement in accordance with experience
Retirement Rates	Increased age 50 rates and lowered rates at older ages
Withdrawal Rates	Adjusted rates to better fit experience
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Increased rate from 60% to 85%

Mortality rates – VaLORS Employees

Pre-Retirement:

RP-2014 Employee Rates to age 80, Healthy Annuitant Rates to 81 and older projected with Scale BB to 2020; males 90% of rates; females set forward 1 year.

Post-Retirement:

RP-2014 Employee Rates to age 49, Healthy Annuitant Rates at ages 50 and older projected with Scale BB to 2020; males set forward 1 year with 1.0% increase compounded from ages 70 to 90; females set forward 3 years.

Post-Disablement:

RP-2014 Disability Life Mortality Table projected with scale BB to 2020; males set forward 2 years; unisex using 100% male.

The actuarial assumptions used in the June 30, 2017 valuation were based on the results of an actuarial experience study for the period from July 1, 2012 through June 30, 2016. Changes to the actuarial assumptions as a result of the experience study are as follows:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020 and reduced margin for future improvement in accordance with experience
Retirement Rates	Increased age 50 rates and lowered rates at older ages
Withdrawal Rates	Adjusted rates to better fit experience at each year age and service through 9 years of service
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Decreased rate from 50% to 35%

Mortality rates – JRS Employees

Pre-Retirement:

RP-2014 Employee Rates to age 80, Healthy Annuitant Rates at ages 81 and older projected with scale BB to 2020; males set back 1 year, 85% of rates; females set back 1 year.

Post-Retirement:

RP-2014 Employee Rates to age 49, Healthy Annuitant Rates at ages 50 and older projected with scale BB to 2020; males set forward 1 year; females set back 1 year with 1.5% compounding increase from ages 70 to 85.

Post-Disablement:

RP-2014 Disability Mortality Rates projected with Scale BB to 2020; males 115% of rates; females 130% of rates.

The actuarial assumptions used in the June 30, 2017 valuation were based on the results of an actuarial experience study for the four-year period from July 1, 2012 through June 30, 2016. Changes to the actuarial assumptions as a result of the experience study are as follows:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020
Retirement Rates	Decreased rates at first retirement eligibility
Withdrawal Rates	No change
Disability Rates	Removed disability rates
Salary Scale	No change

Mortality rates – Largest Ten Locality Employers - General Employees

Pre-Retirement:

RP-2014 Employee Rates to age 80, Healthy Annuitant Rates to 81 and older projected with Scale BB to 2020; males 95% of rates; females 105% of rates.

Post-Retirement:

RP-2014 Employee Rates to age 49, Healthy Annuitant Rates at ages 50 and older projected with Scale BB to 2020; males set forward 3 years; females 1.0% increase compounded from ages 70 to 90.

Post-Disablement:

RP-2014 Disability Life Mortality Table projected with scale BB to 2020; males set forward 2 years, 110% of rates; females 125% of rates.

The actuarial assumptions used in the June 30, 2017 valuation were based on the results of an actuarial experience study for the period from July 1, 2012 through June 30, 2016. Changes to the actuarial assumptions as a result of the experience study are as follows:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020
Retirement Rates	Lowered retirement rates at older ages and extended final retirement age from 70 to 75
Withdrawal Rates	Adjusted termination rates to better fit experience at each age and service year
Disability Rates	Lowered disability rates
Salary Scale	No change
Line of Duty Disability	Increased rate from 14% to 20%

Mortality rates – Non-Largest Ten Locality Employers - General Employees

Pre-Retirement:

RP-2014 Employee Rates to age 80, Healthy Annuitant Rates to 81 and older projected with Scale BB to 2020; males 95% of rates; females 105% of rates.

Post-Retirement:

RP-2014 Employee Rates to age 49, Healthy Annuitant Rates at ages 50 and older projected with Scale BB to 2020; males set forward 3 years; females 1.0% increase compounded from ages 70 to 90.

Post-Disablement:

RP-2014 Disability Life Mortality Table projected with scale BB to 2020; males set forward 2 years, 110% of rates; females 125% of rates.

The actuarial assumptions used in the June 30, 2017 valuation were based on the results of an actuarial experience study for the period from July 1, 2012 through June 30, 2016. Changes to the actuarial assumptions as a result of the experience study are as follows:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020
Retirement Rates	Lowered retirement rates at older ages and extended final retirement age from 70 to 75.
Withdrawal Rates	Adjusted termination rates to better fit experience at each age and service year

Disability Rates	Lowered disability rates
Salary Scale	No change
Line of Duty Disability	Increased rate from 14% to 15%

Mortality rates – Largest Ten Locality Employers – Hazardous Duty Employees

Pre-Retirement:

RP-2014 Employee Rates to age 80, Healthy Annuitant Rates to 81 and older projected with Scale BB to 2020; males 90% of rates; females set forward 1 year.

Post-Retirement:

RP-2014 Employee Rates to age 49, Healthy Annuitant Rates at ages 50 and older projected with Scale BB to 2020; males set forward 1 year with 1.0% increase compounded from ages 70 to 90; females set forward 3 years.

Post-Disablement:

RP-2014 Disability Life Mortality Table projected with scale BB to 2020; males set forward 2 years; unisex using 100% male.

The actuarial assumptions used in the June 30, 2017 valuation were based on the results of an actuarial experience study for the period from July 1, 2012 through June 30, 2016. Changes to the actuarial assumptions as a result of the experience study are as follows:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020
Retirement Rates	Lowered retirement rates at older ages
Withdrawal Rates	Adjusted termination rates to better fit experience at each age and service year
Disability Rates	Increased disability rates
Salary Scale	No change
Line of Duty Disability	Increased rate from 60% to 70%

Mortality rates – Non-Largest Ten Locality Employers – Hazardous Duty Employees

Pre-Retirement:

RP-2014 Employee Rates to age 80, Healthy Annuitant Rates to 81 and older projected with Scale BB to 2020; males 90% of rates; females set forward 1 year.

Post-Retirement:

RP-2014 Employee Rates to age 49, Healthy Annuitant Rates at ages 50 and older projected with Scale BB to 2020; males set forward 1 year with 1.0% increase compounded from ages 70 to 90; females set forward 3 years.

Post-Disablement:

RP-2014 Disability Life Mortality Table projected with scale BB to 2020; males set forward 2 years; unisex using 100% male.

The actuarial assumptions used in the June 30, 2017 valuation were based on the results of an actuarial experience study for the period from July 1, 2012 through June 30, 2016. Changes to the actuarial assumptions as a result of the experience study are as follows:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020
Retirement Rates	Increased age 50 rates and lowered rates at older ages
Withdrawal Rates	Adjusted termination rates to better fit experience at each age and service year
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Decreased rate from 60% to 45%

Net GLI OPEB Liability

The net OPEB liability (NOL) for the Group Life Insurance Program represents the program's total OPEB liability determined in accordance with GASB Statement No. 74, less the associated fiduciary net position. As of the Measurement Date of June 30, 2018, NOL amounts for the Group Life Insurance Program are as follows (amounts expressed in thousands):

	<u>Group Life Insurance OPEB Program</u>
Total GLI OPEB Liability	\$ 3,113,508
Plan Fiduciary Net Position	<u>1,594,773</u>
Employers' Net GLI OPEB Liability (Asset)	<u>\$ 1,518,735</u>
Plan Fiduciary Net Position as a Percentage of the Total GLI OPEB Liability	51.22%

The total GLI OPEB liability is calculated by the System's actuary, and each plan's fiduciary net position is reported in the System's financial statements. The net GLI OPEB liability is disclosed in accordance with the requirements of GASB Statement No. 74 in the System's notes to the financial statements and required supplementary information.

Long-Term Expected Rate of Return

The long-term expected rate of return on the System's investments was determined using a log-normal distribution analysis in which best-estimate ranges of expected future real rates of return (expected returns, net of System's investment expense and inflation) are developed for each major asset class. These ranges are combined to produce the long-term expected rate of return by weighting the expected future real rates of return by the target asset allocation percentage and by adding expected inflation. The target asset allocation and best estimate of arithmetic real rates of return for each major asset class are summarized in the following table:

Asset Class (Strategy)	Target Allocation	Arithmetic Long-Term Expected Rate of Return	Weighted Average Long-Term Expected Rate of Return
Public Equity	40.00%	4.54%	1.82%
Fixed Income	15.00%	0.69%	0.10%
Credit Strategies	15.00%	3.96%	0.59%
Real Assets	15.00%	5.76%	0.86%
Private Equity	15.00%	9.53%	1.43%
Total	<u>100.00%</u>		<u>4.80%</u>
	Inflation		<u>2.50%</u>
	* Expected arithmetic nominal return		<u>7.30%</u>

* The above allocation provides a one-year return of 7.30%. However, one-year returns do not take into account the volatility present in each of the asset classes. In setting the long-term expected return for the system, stochastic projections are employed to model future returns under various economic conditions. The results provide a range of returns over various time periods that ultimately provide a median return of 6.83%, including expected inflation of 2.50%.

Discount Rate

The discount rate used to measure the total GLI OPEB liability was 7.00%. The projection of cash flows used to determine the discount rate assumed that member contributions will be made per the VRS guidance and the employer contributions will be made in accordance with the VRS funding policy at rates equal to the difference between actuarially determined contribution rates adopted by the VRS Board of Trustees and the member rate. Through the fiscal year ending June 30, 2018, the rate contributed by the entity for the GLI OPEB will be subject to the portion of the VRS Board-certified rates that are funded by the Virginia General Assembly which was 100% of the actuarially determined contribution rate. From July 1, 2018 on, employers are assumed to continue to contribute 100% of the actuarially determined contribution rates. Based on those assumptions, the GLI OPEB's fiduciary net position was projected to be available to make all projected future benefit payments of eligible employees. Therefore the long-term expected rate of return was applied to all periods of projected benefit payments to determine the total GLI OPEB liability.

Sensitivity of the University and College's Proportionate Share of the Net GLI OPEB Liability to Changes in the Discount Rate

The following presents the university and college's proportionate share of the net GLI OPEB liability using the discount rate of 7.00%, as well as what the university and college's proportionate share of the net GLI OPEB liability would be if it were calculated using a discount rate that is one percentage point lower (6.00%) or one percentage point higher (8.00%) than the current rate:

(\$thousands)	1.00% Decrease (6.00)%	Current Discount Rate (7.00%)	1.00% Increase (8.00)%
Employer's proportionate share of the Group Life Insurance Program	\$ 19,429	\$ 14,867	\$ 11,163
Net OPEB liability			

Group Life Insurance Program Fiduciary Net Position

Detailed information about the Group Life Insurance Program's Fiduciary Net Position is available in the separately issued VRS 2018 Comprehensive Annual Financial Report (CAFR). A copy of the 2018 VRS CAFR may be downloaded from the VRS website at <http://www.varetire.org/Pdf/Publications/2018-annual-report.pdf>, or by writing to the System's Chief Financial Officer at P.O. Box 2500, Richmond, VA, 23218-2500.

Payables to the VRS Group Life Insurance OPEB Plan

The university and college reported \$93,545 in payables to the VRS Group Life Insurance OPEB plan.

General Information about the State Employee Health Insurance Credit Program

Plan Description

All full-time, salaried permanent employees of state agencies are automatically covered by the VRS State Employee Health Insurance Credit Program. This plan is administered by the Virginia Retirement System (the system), along with pension and other OPEB plans, for public employer groups in the Commonwealth of Virginia. Members earn one month of service credit toward the benefit for each month they are employed and for which their employer pays contributions to VRS. The health insurance credit is a tax-free reimbursement in an amount set by the General Assembly for each year of service credit against qualified health insurance premiums retirees pay for single coverage, excluding any portion covering the spouse of dependents. The credit cannot exceed the amount of the premiums and ends upon the retiree's death.

The specific information about the State Health Insurance Credit Program OPEB, including eligibility, coverage and benefits is set out in the table below:

STATE EMPLOYEE HEALTH INSURANCE CREDIT PROGRAM (HIC) PLAN PROVISIONS
<p>Eligible Employees</p> <p>The State Employee Retiree Health Insurance Credit Program was established January 1, 1990 for retired state employees covered under VRS, SPORS, VaLORS and JRS who retire with at least 15 years of service credit.</p> <p>Eligible employees are enrolled automatically upon employment. They include:</p> <ul style="list-style-type: none"> • Full-time and part-time permanent salaried state employees covered under VRS, SPORS, VaLORS and JRS.
<p>Benefit Amounts</p> <p>The State Employee Retiree Health Insurance Credit Program provides the following benefits for eligible employees:</p> <ul style="list-style-type: none"> • At Retirement – For State employees who retire with at least 15 years of service credit, the monthly benefit is \$4.00 per year of service per month with no cap on the benefit amount.

- **Disability Retirement** – For State employees, other than state police officers, who retire on disability or go on long-term disability under the Virginia Sickness and Disability Program (VSDP), the monthly benefit is \$120.00 or \$4.00 per year of service, whichever is higher.

For State police officers employees with a non-work-related disability who retire on disability or go on long-term disability under the Virginia Sickness and Disability Program (VSDP) the monthly benefit is \$120.00 or \$4.00 per year of service, whichever is higher.

For State police officers with a work-related disability, there is no benefit provided under the State Employee Retiree Health Insurance Credit Program if the premiums are being paid under the Virginia Line of Duty Act. However, they may receive the credit for premiums paid for other qualified health plans.

Health Insurance Credit Program Notes:

- The monthly Health Insurance Credit benefit cannot exceed the individual's premium amount.
- Employees who retire after being on long-term disability under VSDP must have at least 15 years of service credit to qualify for the Health Insurance Credit as a retiree.

Contributions

The contribution requirement for active employees is governed by §51.1-1400(D) of the *Code of Virginia*, as amended, but may be impacted as a result of funding provided to state agencies by the Virginia General Assembly. Each state agency's contractually required employer contribution rate for the year ended June 30, 2019 was 1.17% of covered employee compensation for employees in the VRS State Employee Health Insurance Credit Program. This rate was based on an actuarially determined rate from an actuarial valuation as of June 30, 2017. The actuarially determined rate was expected to finance the costs of benefits earned by employees during the year, with an additional amount to finance any unfunded accrued liability. Contributions from the university and college to the VRS State Employee Health Insurance Credit Program were \$2,153,476 and \$2,171,883 for the years ended June 30, 2019 and June 30, 2018, respectively.

State Employee Health Insurance Credit Program OPEB Liabilities, State Employee Health Insurance Credit Program OPEB Expense, and Deferred Outflows of Resources and Deferred Inflows of Resources Related to State Employee Health Insurance Credit Program OPEB

At June 30, 2019, the university and college reported a liability of \$25,184,000 for its proportionate share of the VRS State Employee Health Insurance Credit Program Net OPEB Liability. The Net VRS State Employee Health Insurance Credit Program OPEB Liability was measured as of June 30, 2018 and the total VRS State Employee Health Insurance Credit Program OPEB liability used to calculate the Net VRS State Employee Health Insurance Credit Program OPEB Liability was determined by an actuarial valuation as of that date. The university and college's proportion of the Net VRS State Employee Health Insurance Credit Program OPEB Liability was based on the university and college's actuarially determined employer contributions to the VRS State Employee Health Insurance Credit Program OPEB plan for the year ended June 30, 2018 relative to the total of the actuarially determined employer contributions for all participating state employers. At June 30, 2018, the university and college's proportion of the VRS State Employee Health Insurance Credit Program was 2.35% for William & Mary, 0.31% for VIMS, and 0.11% for RBC as compared to 2.32% for William & Mary, 0.32% for VIMS, and 0.11% for RBC at June 30, 2017.

For the year ended June 30, 2019, the university and college recognized VRS State Employee Health Insurance Credit Program OPEB expense of \$2,227,000. Since there was a change in proportionate share between measurement dates, a portion of the VRS State Employee Health Insurance Credit Program Net OPEB expense was related to deferred amounts from changes in proportion.

At June 30, 2019, the university and college reported deferred outflows of resources and deferred inflows of resources related to the VRS State Employee Health Insurance Credit Program OPEB from the following sources:

	Deferred Outflows of Resources	Deferred Inflows of Resources
Differences between expected and actual experience	20,000	-
Net difference between projected and actual earnings on State HIC OPEB plan investments	-	42,000
Change in assumptions	-	229,000
Changes in proportionate share	498,000	162,000
Employer contributions subsequent to the measurement date	2,153,476	-
Total	<u>\$ 2,671,476</u>	<u>\$ 433,000</u>

The university and college had \$2,153,476 reported as deferred outflows of resources related to the State Employee HIC OPEB resulting from the university and college's contributions subsequent to the measurement date that will be recognized as a reduction of the Net State Employee HIC OPEB Liability in the fiscal year ending June 30, 2020. Other amounts reported as deferred outflows of resources and deferred inflows of resources related to the State Employee HIC OPEB will be recognized in the State Employee HIC OPEB expense in future reporting periods as follows:

Year ended June 30

(\$thousands)

FY 2020	\$ 12
FY 2021	\$ 12
FY 2022	\$ 12
FY 2023	\$ 27
FY 2024	\$ 24
Thereafter	\$ (2)

Actuarial Assumptions

The total State Employee HIC OPEB liability for the VRS State Employee Health Insurance Credit Program was based on an actuarial valuation as of June 30, 2017, using the Entry Age Normal actuarial cost method and the following assumptions, applied to all periods included in the measurement and rolled forward to the measurement date of June 30, 2018.

Inflation	2.5 percent
Salary increases, including inflation –	
General state employees	3.5 percent – 5.35 percent
SPORS employees	3.5 percent – 4.75 percent
VaLORS employees	3.5 percent – 4.75 percent
JRS employees	4.5 percent

Investment rate of return

7.0 percent, net of plan investment expenses, including inflation*

* Administrative expenses as a percent of the market value of assets for the last experience study were found to be approximately 0.06% of the assets for all of the VRS plans. This would provide an assumed investment return rate for GASB purposes of slightly more than the assumed 7.0%. However, since the difference was minimal, and a more conservative 7.0% investment return assumption provided a projected plan net position that exceeded the projected benefit payments, the long-term expected rate of return on investments was assumed to be 7.0% to simplify preparation of the OPEB liabilities.

Mortality rates – General State Employees

Pre-Retirement:

RP-2014 Employee Rates to age 80, Healthy Annuitant Rates to 81 and older projected with Scale BB to 2020; males set back 1 year, 85% of rates; females set back 1 year.

Post-Retirement:

RP-2014 Employee Rates to age 49, Healthy Annuitant Rates at ages 50 and older projected with Scale BB to 2020; males set forward 1 year; females set back 1 year with 1.5% increase compounded from ages 70 to 85.

Post-Disablement:

RP-2014 Disability Life Mortality Table projected with scale BB to 2020; males 115% of rates; females 130% of rates.

The actuarial assumptions used in the June 30, 2017 valuation were based on the results of an actuarial experience study for the period from July 1, 2012 through June 30, 2016. Changes to the actuarial assumptions as a result of the experience study are as follows:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020
Retirement Rates	Lowered rates at older ages and changed final retirement from 70 to 75
Withdrawal Rates	Adjusted rates to better fit experience at each year age and service through 9 years of service
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Increased rate from 14% to 25%

Mortality rates – SPORS Employees

Pre-Retirement:

RP-2014 Employee Rates to age 80, Healthy Annuitant Rates to 81 and older projected with Scale BB to 2020; males 90% of rates; females set forward 1 year.

Post-Retirement:

RP-2014 Employee Rates to age 49, Healthy Annuitant Rates at ages 50 and older projected with Scale BB to 2020; males set forward 1 year with 1.0% increase compounded from ages 70 to 90; females set forward 3 years.

Post-Disablement:

RP-2014 Disability Life Mortality Table projected with scale BB to 2020; males set forward 2 years; unisex using 100% male.

The actuarial assumptions used in the June 30, 2017 valuation were based on the results of an actuarial experience study for the period from July 1, 2012 through June 30, 2016. Changes to the actuarial assumptions as a result of the experience study are as follows:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020 and reduced margin for future improvement in accordance with experience
Retirement Rates	Increased age 50 rates and lowered rates at older ages
Withdrawal Rates	Adjusted rates to better fit experience
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Increased rate from 60% to 85%

Mortality rates – VaLORS Employees

Pre-Retirement:

RP-2014 Employee Rates to age 80, Healthy Annuitant Rates to 81 and older projected with Scale BB to 2020; males 90% of rates; females set forward 1 year.

Post-Retirement:

RP-2014 Employee Rates to age 49, Healthy Annuitant Rates at ages 50 and older projected with Scale BB to 2020; males set forward 1 year with 1.0% increase compounded from ages 70 to 90; females set forward 3 years.

Post-Disablement:

RP-2014 Disability Life Mortality Table projected with scale BB to 2020; males set forward 2 years; unisex using 100% male.

The actuarial assumptions used in the June 30, 2017 valuation were based on the results of an actuarial experience study for the period from July 1, 2012 through June 30, 2016. Changes to the actuarial assumptions as a result of the experience study are as follows:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020 and reduced margin for future improvement in accordance with experience
Retirement Rates	Increased age 50 rates and lowered rates at older ages
Withdrawal Rates	Adjusted rates to better fit experience at each year age and service through 9 years of service
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Decreased rate from 50% to 35%

Mortality rates – JRS Employees

Pre-Retirement:

RP-2014 Employee Rates to age 80, Healthy Annuitant Rates at ages 81 and older projected with scale BB to 2020; males set back 1 year, 85% of rates; females set back 1 year.

Post-Retirement:

RP-2014 Employee Rates to age 49, Healthy Annuitant Rates at ages 50 and older projected with scale BB to 2020; males set forward 1 year; females set back 1 year with 1.5% compounding increase from ages 70 to 85.

Post-Disablement:

RP-2014 Disability Mortality Rates projected with Scale BB to 2020; males 115% of rates; females 130% of rates.

The actuarial assumptions used in the June 30, 2017 valuation were based on the results of an actuarial experience study for the four-year period from July 1, 2012 through June 30, 2016. Changes to the actuarial assumptions as a result of the experience study are as follows:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020
Retirement Rates	Decreased rates at first retirement eligibility
Withdrawal Rates	No change
Disability Rates	Removed disability rates
Salary Scale	No change

Net State Employee HIC OPEB Liability

The net OPEB liability (NOL) for the State Employee Health Insurance Credit Program represents the program's total OPEB liability determined in accordance with GASB Statement No. 74, less the associated fiduciary net position. As of June 30, 2018, NOL amounts for the VRS State Employee Health Insurance Credit Program is as follows (amounts expressed in thousands):

	State Employee HIC OPEB Plan
Total State Employee HIC OPEB Liability	\$ 1,008,184
Plan Fiduciary Net Position	<u>95,908</u>
State Employee net HIC OPEB Liability (Asset)	<u>\$ 912,276</u>
Plan Fiduciary Net Position as a Percentage of the Total State Employee HIC OPEB Liability	9.51%

The total State Employee HIC OPEB liability is calculated by the System's actuary, and the plan's fiduciary net position is reported in the System's financial statements. The net State Employee HIC OPEB liability is disclosed in accordance with the requirements of GASB Statement No. 74 in the System's notes to the financial statements and required supplementary information.

Long-Term Expected Rate of Return

The long-term expected rate of return on VRS System investments was determined using a log-normal distribution analysis in which best-estimate ranges of expected future real rates of return (expected returns, net of VRS System investment expense and inflation) are developed for each major asset class. These ranges are combined to produce the long-term expected rate of return by weighting the expected future real rates of return by the target asset allocation percentage and by adding expected inflation. The target asset allocation and best estimate of arithmetic real rates of return for each major asset class are summarized in the following table:

Asset Class (Strategy)	Target Allocation	Arithmetic Long-Term Expected Rate of Return	Weighted Average Long-Term Expected Rate of Return
Public Equity	40.00%	4.54%	1.82%
Fixed Income	15.00%	0.69%	0.10%
Credit Strategies	15.00%	3.96%	0.59%
Real Assets	15.00%	5.76%	0.86%
Private Equity	15.00%	9.53%	1.43%
Total	<u>100.00%</u>		<u>4.80%</u>
	Inflation		<u>2.50%</u>
	* Expected arithmetic nominal return		<u>7.30%</u>

* The above allocation provides a one-year return of 7.30%. However, one-year returns do not take into account the volatility present in each of the asset classes. In setting the long-term expected return for the system, stochastic projections are employed to model future returns under various economic conditions. The results provide a range of returns over various time periods that ultimately provide a median return of 6.83%, including expected inflation of 2.50%.

Discount Rate

The discount rate used to measure the total State Employee HIC OPEB was 7.00%. The projection of cash flows used to determine the discount rate assumed that employer contributions will be made in accordance with the VRS funding policy at rates equal to the actuarially determined contribution rates adopted by the VRS Board of Trustees. Through the fiscal year ending June 30, 2018, the rate contributed by the state agency for the VRS State Employee Health Insurance Credit Program will be subject to the portion of the VRS Board-certified rates that are funded by the Virginia General Assembly, which was 100% of the actuarially determined contribution rate. From July 1, 2018 on, all agencies are assumed to continue to contribute 100% of the actuarially determined contribution rates. Based on those assumptions, the State Employee HIC OPEB plan's fiduciary net position was projected to be available to make all projected future benefit payments of current active and inactive employees. Therefore the long-term expected rate of return was applied to all periods of projected benefit payments to determine the total State Employee HIC OPEB liability.

Sensitivity of the University and College's Proportionate Share of the State Employee HIC Net OPEB Liability to Changes in the Discount Rate

The following presents the university and college's proportionate share of the VRS State Employee Health Insurance Credit Program net HIC OPEB liability using the discount rate of 7.00%, as well as what the university and college's proportionate share of the net HIC OPEB liability would be if it were calculated using a discount rate that is one percentage point lower (6.00%) or one percentage point higher (8.00%) than the current rate:

(\$thousands)	1.00% Decrease (6.00%)	Current Discount Rate (7.00%)	1.00% Increase (8.00%)
State agency's proportionate share of the VRS State Employee HIC OPEB Plan	\$ 27,850	\$ 25,184	\$ 22,891
Net HIC OPEB Liability			

State Employee HIC OPEB Fiduciary Net Position

Detailed information about the VRS State Employee Health Insurance Credit Program's Fiduciary Net Position is available in the separately issued VRS 2018 Comprehensive Annual Financial Report (CAFR). A copy of the 2018 VRS CAFR may be downloaded from the VRS website at <http://www.varetire.org/Pdf/Publications/2018-annual-report.pdf>, or by writing to the System's Chief Financial Officer at P.O. Box 2500, Richmond, VA, 23218-2500.

Payables to the State Employee Health Insurance Credit Program OPEB Plan

The university and college reported \$85,652 in payables to the Health Insurance Credit Program OPEB Plan.

General Information about the VRS Disability Insurance Program

Plan Description

All full-time and part-time permanent salaried state employees who are covered under the Virginia Retirement System (VRS), the State Police Officers' Retirement System (SPORS), or the Virginia Law Officers' Retirement System (VaLORS) hired on or after January 1, 1999 are automatically covered by the Disability Insurance Program (VSDP) upon employment. The Disability Insurance Program also covers state employees hired before January 1, 1999 who elected to transfer to VSDP rather than retain their eligibility to be considered for disability retirement. This plan is administered by the Virginia Retirement System (the System), along with pensions and other OPEB plans, for public employer groups in the Commonwealth of Virginia.

The specific information for Disability Insurance Program OPEB, including eligibility, coverage and benefits is set out in the table below:

DISABILITY INSURANCE PROGRAM (VSDP) PLAN PROVISIONS
<p>Eligible Employees</p> <p>The Virginia Sickness and Disability Program (VSDP), also known as the Disability Insurance Trust Fund was established January 1, 1999 to provide short-term and long-term disability benefits for non-work-related and work-related disabilities.</p> <p>Eligible employees are enrolled automatically upon employment. They include:</p> <ul style="list-style-type: none"> • Full-time and part-time permanent salaried state employees covered under VRS, SPORS and VaLORS (members new to VaLORS following its creation on October 1, 1999, have been enrolled since the inception of VSDP). • State employees hired before January 1, 1999, who elected to transfer to VSDP rather than retain their eligibility to be considered for VRS disability retirement. • Public college and university faculty members who elect the VRS defined benefit plan. They may participate in VSDP or their institution's disability program, if offered. If the institution does not offer the program or the faculty member does not make an election, he or she is enrolled in VSDP.

Benefit Amounts

The Virginia Sickness and Disability Program (VSDP) provides the following benefits for eligible employees:

- **Leave** – Sick, family and personal leave. Eligible leave benefits are paid by the employer.
- **Short-Term Disability** – The program provides a short-term disability benefit beginning after a seven-calendar-day waiting period from the first day of disability. The benefit provides income replacement beginning at 100% of the employee's pre-disability income, reducing to 80% and then 60% based on the period of the disability and the length of service of the employee. Short-term disability benefits are paid by the employer.
- **Long-Term Disability (LTD)** – The program provides a long-term disability benefit beginning after 125 workdays of short-term disability and continuing until the employee reaches his or her normal retirement age. The benefit provides income replacement of 60% of the employee's pre-disability income. If an employee becomes disabled within five years of his or her normal retirement age, the employee will receive up to five years of VSDP benefits, provided he or she remains medically eligible. Long-term disability benefits are paid for by the Virginia Disability Insurance Program (VSDP) OPEB Plan.
- **Income Replacement Adjustment** – The program provides for an income replacement adjustment to 80% for catastrophic conditions.
- **VSDP Long-Term Care Plan** – The program also includes a self-funded long-term care plan that assists with the cost of covered long-term care services.

Disability Insurance Program (VSDP) Plan Notes:

- Employees hired or rehired on or after July 1, 2009, must satisfy eligibility periods before becoming eligible for non-work-related short-term disability benefits and certain income-replacement levels.
- A state employee who is approved for VSDP benefits on or after the date that is five years prior to his or her normal retirement date is eligible for up to five years of VSDP benefits.
- Employees on work-related short-term disability receiving only a workers' compensation payment may be eligible to purchase service credit for this period if retirement contributions are not being withheld from the workers' compensation payment. The rate will be based on 5.00% of the employee's compensation.

Cost-of-Living Adjustment (COLA)

- During periods an employee receives long-term disability benefits, the LTD benefit may be increased annually by an amount recommended by the actuary and approved by the Board.
 - Plan 1 employees vested as of 1/1/2013 – 100% of the VRS Plan 1 COLA (The first 3% increase in the Consumer Price Index for all Urban Consumers (CPI-U) and half of any additional increase (up to 4%) up to a maximum COLA of 5%).
 - Plan 1 employee non-vested as of 1/1/2013, Plan 2 and Hybrid Plan employees – 100% of the VRS Plan 2 and Hybrid COLA (The first 2% increase in the Consumer Price Index for all Urban Consumers (CPI-U) and half of any additional increase (up to 2%) up to a maximum COLA of 3%).
- For participating full-time employees taking service retirement, the creditable compensation may be increased annually by an amount recommended by the actuary and approved by the Board, from the date of the commencement of the disability to the date of retirement.
 - 100% of the increase in the pay over the previous plan year for continuing VSDP members in the State, SPORS and VaLORS Plans, with a maximum COLA of 4.00%
- For participating full-time employees receiving supplemental (work-related) disability benefits, the creditable compensation may be increased annually by an amount recommended by the actuary and approved by the Board, from the date of the commencement of the disability to the

date of retirement

- 100% of the increase in the pay over the previous plan year for continuing VSDP members in the State, SPORS and VaLORS Plans, with a maximum COLA of 4.00%.

Contributions

The contribution requirements for the Disability Insurance Program (VSDP) are governed by §51.1-1140 of the *Code of Virginia*, as amended, but may be impacted as a result of funding provided to state agencies by the Virginia General Assembly. Each employer's contractually required employer contribution rate for the Disability Insurance Program (VSDP) for the year ended June 30, 2019 was 0.62% of covered employee compensation. This rate was based on an actuarially determined rate from an actuarial valuation as of June 30, 2017. The actuarially determined rate was expected to finance the costs of benefits payable during the year, with an adjustment to amortize the accrued OPEB assets. Contributions to the Disability Insurance Program (VSDP) from the entity were \$403,834 and \$415,658 for the years ended June 30, 2019 and June 30, 2018, respectively.

Disability Insurance Program (VSDP) OPEB Liabilities (Assets), VSDP OPEB Expense, and Deferred Outflows of Resources and Deferred Inflows of Resources Related to the VSDP OPEB

At June 30, 2019, the university and college reported an asset of \$2,969,000 for its proportionate share of the Net VSDP OPEB Asset. The Net VSDP OPEB Asset was measured as of June 30, 2018 and the total VSDP OPEB liability used to calculate the Net VSDP OPEB Asset was determined by an actuarial valuation as of that date. The university and college's proportion of the Net VSDP OPEB Asset was based on the university and college's actuarially determined employer contributions to the VSDP OPEB plan for the year ended June 30, 2018 relative to the total of the actuarially determined employer contributions for all participating employers. At June 30, 2018, the university and college's proportion was 1.05% for William & Mary, 0.22% for VIMS, and 0.05% for RBC as compared to 1.14% for William & Mary, 0.22% for VIMS, and 0.04% for RBC at June 30, 2017.

For the year ended June 30, 2019, the university and college recognized VSDP OPEB expense of \$203,000. Since there was a change in proportionate share between measurement dates, a portion of the VSDP OPEB expense was related to deferred amounts from changes in proportion.

At June 30, 2019, the university and college reported deferred outflows of resources and deferred inflows of resources related to the VSDP OPEB from the following sources:

	Deferred Outflows of Resources	Deferred Inflows of Resources
Differences between expected and actual experience	-	127,000
Net difference between projected and actual earnings on VSDP OPEB plan investments	-	175,000
Change in assumptions	-	175,000
Changes in proportion	277,000	19,000
Employer contributions subsequent to the measurement date	403,834	-
Total	<u>\$ 680,834</u>	<u>\$ 496,000</u>

The university and college had \$392,337 reported as deferred outflows of resources related to the VSDP OPEB resulting from the university and college's contributions subsequent to the measurement date that will be recognized as an adjustment of the Net VSDP OPEB Asset in the Fiscal Year ending June 30, 2020. Other amounts reported as deferred outflows of resources and deferred inflows of resources related to the VSDP OPEB will be recognized in VSDP OPEB expense in future reporting periods as follows:

Year ended June 30

(\$thousands)

FY 2020	\$	(67)
FY 2021	\$	(65)
FY 2022	\$	(65)
FY 2023	\$	(11)
FY 2024	\$	(7)
Thereafter	\$	(4)

Actuarial Assumptions

The total VSDP OPEB liability was based on an actuarial valuation as of June 30, 2017, using the Entry Age Normal actuarial cost method and the following assumptions, applied to all periods included in the measurement and rolled forward to the measurement date of June 30, 2018.

Inflation	2.5 percent
Salary increases, including	
Inflation – General state employees	3.5 percent – 5.35 percent
SPORS employees	3.5 percent – 4.75 percent
VaLORS employees	3.5 percent – 4.75 percent
Investment rate of return	7.0 Percent, net of OPEB plan investment expenses, including inflation*

* Administrative expenses as a percent of the market value of assets for the last experience study were found to be approximately 0.06% of the market assets for all of the VRS plans. This would provide an assumed investment return rate for GASB purposes of slightly more than the assumed 7.0%. However, since the difference was minimal, and a more conservative 7.0% investment return assumption provided a projected plan net position that exceeded the projected benefit payments, the long-term expected rate of return on investments was assumed to be 7.0% to simplify preparation of OPEB liabilities.

Mortality rates – General State Employees

Pre-Retirement:

RP-2014 Employee Rates to age 80, Healthy Annuitant Rates to 81 and older projected with Scale BB to 2020; males set back 1 year, 85% of rates; females set back 1 year.

Post-Retirement:

RP-2014 Employee Rates to age 49, Healthy Annuitant Rates at ages 50 and older projected with Scale BB to 2020; males set forward 1 year; females set back 1 year with 1.5% increase compounded from ages 70 to 85.

Post-Disablement:

RP-2014 Disability Life Mortality Table projected with scale BB to 2020; males 115% of rates; females 130% of rates.

The actuarial assumptions used in the June 30, 2017 valuation were based on the results of an actuarial experience study for the period from July 1, 2012 through June 30, 2016. Changes to the actuarial assumptions as a result of the experience study are as follows:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020
Retirement Rates	Lowered rates at older ages and changed final retirement from 70 to 75
Withdrawal Rates	Adjusted rates to better fit experience at each year age and service through 9 years of service
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Increased rate from 14% to 25%

Mortality rates – SPORS Employees

Pre-Retirement:

RP-2014 Employee Rates to age 80, Healthy Annuitant Rates to 81 and older projected with Scale BB to 2020; males 90% of rates; females set forward 1 year.

Post-Retirement:

RP-2014 Employee Rates to age 49, Healthy Annuitant Rates at ages 50 and older projected with Scale BB to 2020; males set forward 1 year with 1.0% increase compounded from ages 70 to 90; females set forward 3 years.

Post-Disablement:

RP-2014 Disability Life Mortality Table projected with scale BB to 2020; males set forward 2 years; unisex using 100% male.

The actuarial assumptions used in the June 30, 2017 valuation were based on the results of an actuarial experience study for the period from July 1, 2012 through June 30, 2016. Changes to the actuarial assumptions as a result of the experience study are as follows:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020 and reduced margin for future improvement in accordance with experience
Retirement Rates	Increased age 50 rates and lowered rates at older ages
Withdrawal Rates	Adjusted rates to better fit experience
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Increased rate from 60% to 85%

Mortality rates – VaLORS Employees

Pre-Retirement:

RP-2014 Employee Rates to age 80, Healthy Annuitant Rates to 81 and older projected with Scale BB to 2020; males 90% of rates; females set forward 1 year.

Post-Retirement:

RP-2014 Employee Rates to age 49, Healthy Annuitant Rates at ages 50 and older projected with Scale BB to 2020; males set forward 1 year with 1.0% increase compounded from ages 70 to 90; females set forward 3 years.

Post-Disablement:

RP-2014 Disability Life Mortality Table projected with scale BB to 2020; males set forward 2 years; unisex using 100% male.

The actuarial assumptions used in the June 30, 2017 valuation were based on the results of an actuarial experience study for the period from July 1, 2012 through June 30, 2016. Changes to the actuarial assumptions as a result of the experience study are as follows:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020 and reduced margin for future improvement in accordance with experience
Retirement Rates	Increased age 50 rates and lowered rates at older ages
Withdrawal Rates	Adjusted rates to better fit experience at each year age and service through 9 years of service
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Decreased rate from 50% to 35%

Net VSDP OPEB Liability (Asset)

The net OPEB asset (NOA) for the Disability Insurance Program (VSDP) represents the program's total OPEB liability determined in accordance with GASB Statement No. 74, less the associated fiduciary net position. As of the Measurement Date of June 30, 2018, NOA amounts for the Disability Insurance Program (VSDP) are as follows (amounts expressed in thousands):

	<u>Disability Insurance Program</u>
Total VSDP OPEB Liability	\$ 237,733
Plan Fiduciary Net Position	<u>462,961</u>
Employers' Net OPEB Liability (Asset)	<u>(\$ 225,228)</u>
Plan Fiduciary Net Position as a Percentage of the Total VSDP OPEB Liability	194.74%

The total VSDP OPEB liability is calculated by the System's actuary, and each plan's fiduciary net position is reported in the System's financial statements. The net OPEB asset is disclosed in accordance with the requirements of GASB Statement No. 74 in the System's notes to the financial statements and required supplementary information.

Long-Term Expected Rate of Return

The long-term expected rate of return on System investments was determined using a log-normal distribution analysis in which best-estimate ranges of expected future real rates of return (expected returns, net of VRS System investment expense and inflation) are developed for each major asset class. These ranges are combined to produce the long-term expected rate of return by weighting the expected future real rates of return by the target asset allocation percentage and by adding expected inflation. The target asset allocation and best estimate of arithmetic real rates of return for each major asset class are summarized in the following table:

Asset Class (Strategy)	Target Allocation	Arithmetic Long-Term Expected Rate of Return	Weighted Average Long-Term Expected Rate of Return
Public Equity	40.00%	4.54%	1.82%
Fixed Income	15.00%	0.69%	0.10%
Credit Strategies	15.00%	3.96%	0.59%
Real Assets	15.00%	5.76%	0.86%
Private Equity	15.00%	9.53%	1.43%
Total	<u>100.00%</u>		<u>4.80%</u>
	Inflation		<u>2.50%</u>
	* Expected arithmetic nominal return		<u>7.30%</u>

* The above allocation provides a one-year return of 7.30%. However, one-year returns do not take into account the volatility present in each of the asset classes. In setting the long-term expected return for the system, stochastic projections are employed to model future returns under various economic conditions. The results provide a range of returns over various time periods that ultimately provide a median return of 6.83%, including expected inflation of 2.50%.

Discount Rate

The discount rate used to measure the total VSDP OPEB liability was 7.00%. The projection of cash flows used to determine the discount rate assumed that employer contributions will be made per the VRS Statutes and that they will be made in accordance with the VRS funding policy and at rates equal to the actuarially determined contribution rates

adopted by the VRS Board of Trustees. Through the fiscal year ending June 30, 2018, the rate contributed by participating employers to the VSDP OPEB Program will be subject to the portion of the VRS Board-certified rates that are funded by the Virginia General Assembly which was 100% of the actuarially determined contribution rate. From July 1, 2018 on, participating employers are assumed to continue to contribute 100% of the actuarially determined contribution rates. Based on those assumptions, the VSDP OPEB Program's fiduciary net position was projected to be available to make all projected future benefit payments of current active and inactive employees. Therefore the long-term expected rate of return was applied to all periods of projected benefit payments to determine the total VSDP OPEB liability.

Sensitivity of the University and College's Proportionate Share of the Net VSDP OPEB Asset to Changes in the Discount Rate

The following presents the university and college's proportionate share of the net VSDP OPEB asset using the discount rate of 7.00%, as well as what the university and college's proportionate share of the net VSDP OPEB asset would be if it were calculated using a discount rate that is one percentage point lower (6.00%) or one percentage point higher (8.00%) than the current rate:

(\$thousands)	1.00% Decrease (6.00%)	Current Discount Rate (7.00%)	1.00% Increase (8.00%)
Employer's proportionate share of the total VSDP Net OPEB Liability (Asset)	\$ (2,862)	\$ (2,969)	\$ (3,060)

VSDP OPEB Fiduciary Net Position

Detailed information about the Disability Insurance Program (VSDP) Fiduciary Net Position is available in the separately issued VRS 2018 Comprehensive Annual Financial Report (CAFR). A copy of the 2018 VRS CAFR may be downloaded from the VRS website at <http://www.varetire.org/Pdf/Publications/2018-annual-report.pdf>, or by writing to the System's Chief Financial Officer at P.O. Box 2500, Richmond, VA, 23218-2500.

Payables to the Disability Insurance Program (VSDP) OPEB Plan

The university and college reported \$6,170 in payables to the VSDP OPEB Plan.

General Information about the Line of Duty Act Program

Plan Description

All paid employees and volunteers in hazardous duty positions in Virginia localities and hazardous duty employees who are covered under the Virginia Retirement System (VRS), the State Police Officers' Retirement System (SPORS), or the Virginia Law Officers' Retirement System (VaLORS) are automatically covered by the Line of Duty Act Program (LODA). As required by statute, the Virginia Retirement System (the System) is responsible for managing the assets of the program. Participating employers made contributions to the program beginning in FY 2012. The employer contributions are determined by the System's actuary using anticipated program costs and the number of covered individuals associated with all participating employers.

The specific information for Disability Insurance Program OPEB, including eligibility, coverage and benefits is set out in the table below:

LINE OF DUTY ACT PROGRAM (LODA) PLAN PROVISIONS

Eligible Employees

The eligible employees of the Line of Duty Act Program (LODA) are paid employees and volunteers in hazardous duty positions in Virginia localities and hazardous duty employees who are covered under the Virginia Retirement System (VRS), the State Police Officers' Retirement System (SPORS), or the Virginia Law Officers' Retirement System (VaLORS).

Benefit Amounts

The Line of Duty Act Program (LODA) provides death and health insurance benefits for eligible individuals:

- **Death** – The Line of Duty Act program death benefit is a one-time payment made to the beneficiary or beneficiaries of a covered individual. Amounts vary as follows:
 - \$100,000 when a death occurs as the direct or proximate result of performing duty as of January 1, 2006, or after.
 - \$25,000 when the cause of death is attributed to one of the applicable presumptions and occurred earlier than five years after the retirement date.
 - An additional \$20,000 benefit is payable when certain members of the National Guard and U.S. military reserves are killed in action in any armed conflict on or after October 7, 2001.
- **Health Insurance** – The Line of Duty Act program provides health insurance benefits.
 - Prior to July 1, 2017, these benefits were managed through the various employer plans and maintained the benefits that existed prior to the employee's death or disability. These premiums were reimbursed to the employer by the LODA program.
 - Beginning July 1, 2017, the health insurance benefits are managed through the Virginia Department of Human Resource Management (DHRM). The health benefits are modeled after the State Employee Health Benefits Program plans and provide consistent, premium-free continued health plan coverage for LODA-eligible disabled individuals, survivors and family members. Individuals receiving the health insurance benefits must continue to meet eligibility requirements as defined by the Line of Duty Act.

Contributions

The contribution requirements for the Line of Duty Act Program (LODA) are governed by §9.1-400.1 of the *Code of Virginia*, as amended, but may be impacted as a result of funding provided to state agencies by the Virginia General Assembly. Each employer's contractually required employer contribution rate for the Line of Duty Act Program (LODA) for the year ended June 30, 2019 was \$705.77 per covered full-time-equivalent employee. This rate was based on an actuarially determined rate from an actuarial valuation as of June 30, 2017 and represents the pay-as-you-go funding rate and not the full actuarial cost of the benefits under the program. The actuarially determined pay-as-you-go rate was expected to finance the costs and related expenses of benefits payable during the year. Contributions to the Line of Duty Act Program (LODA) from the university and college were \$15,527 and \$14,184 for the years ended June 30, 2019 and June 30, 2018, respectively.

Line of Duty Act Program (LODA) OPEB Liabilities, LODA OPEB Expense, and Deferred Outflows of Resources and Deferred Inflows of Resources Related to the LODA OPEB

At June 30, 2019, the university and college reported a liability of \$418,000 for its proportionate share of the Net LODA OPEB Liability. The Net LODA OPEB Liability was measured as of June 30, 2018 and the total LODA OPEB liability used to calculate the Net LODA OPEB Liability was determined by an actuarial valuation as of that date. The university and college's proportion of the Net LODA OPEB Liability was based on the university and college's actuarially determined pay-as-you-go employer contributions to the LODA OPEB plan for the year ended June 30, 2018

relative to the total of the actuarially determined pay-as-you-go employer contributions for all participating employers. At June 30, 2018, the university and college's proportion was 0.07% for William & Mary, and 0.06% for RBC as compared to 0.08% for William & Mary, and 0.04% for RBC at June 30, 2017.

For the year ended June 30, 2019, the university and college recognized LODA OPEB expense of \$38,000. Since there was a change in proportionate share between measurement dates, a portion of the LODA OPEB expense was related to deferred amounts from changes in proportion.

At June 30, 2019, the university and college reported deferred outflows of resources and deferred inflows of resources related to the LODA OPEB from the following sources:

	Deferred Outflows of Resources	Deferred Inflows of Resources
Differences between expected and actual experience	60,000	1,000
Net difference between projected and actual earnings on LODA OPEB plan investments	-	1,000
Change in assumptions	-	48,000
Changes in proportion	56,000	25,000
Employer contributions subsequent to the measurement date	15,527	-
Total	<u>\$ 131,527</u>	<u>\$ 75,000</u>

The university and college had \$15,527 reported as deferred outflows of resources related to the LODA OPEB resulting from the entity's contributions subsequent to the measurement date that will be recognized as a reduction of the Net LODA OPEB Liability in the Fiscal Year ending June 30, 2020. Other amounts reported as deferred outflows of resources and deferred inflows of resources related to the LODA OPEB will be recognized in LODA OPEB expense in future reporting periods as follows:

Year ended June 30

(\$thousands)

FY 2020	\$	5
FY 2021	\$	5
FY 2022	\$	5
FY 2023	\$	6
FY 2024	\$	6
Thereafter	\$	14

Actuarial Assumptions

The total LODA OPEB liability was based on an actuarial valuation as of June 30, 2017, using the Entry Age Normal actuarial cost method and the following assumptions, applied to all periods included in the measurement and rolled forward to the measurement date of June 30, 2018.

Inflation	2.50 percent
Salary increases, including Inflation –	
General state employees	3.50 percent – 5.35 percent
SPORS employees	3.50 percent – 4.75 percent
VaLORS employees	3.50 percent – 4.75 percent
Locality employees	3.50 percent – 4.75 percent
Medical cost trend rates assumption –	
Under age 65	7.75 percent – 5.00 percent
Ages 65 and older	5.75 percent – 5.00 percent
Year of ultimate trend rate	Fiscal year ended 2024
Investment rate of return	3.89 Percent, net of OPEB plan Investment expenses, including inflation*

* Administrative expenses as a percent of the market value of assets for the last experience study were found to be approximately 0.06% of the market assets for all of the VRS plans. This would provide an assumed investment return rate for GASB purposes of slightly more than the assumed 3.89%. However, since the difference was minimal, a more conservative 3.89% investment return assumption has been used. Since LODA is funded on a current-disbursement basis, the assumed annual rate of return of 3.89% was used since it approximates the risk-free rate of return.

Mortality rates – General State Employees

Pre-Retirement:

RP-2014 Employee Rates to age 80, Healthy Annuitant Rates to 81 and older projected with Scale BB to 2020; males set back 1 year, 85% of rates; females set back 1 year.

Post-Retirement:

RP-2014 Employee Rates to age 49, Healthy Annuitant Rates at ages 50 and older projected with Scale BB to 2020; males set forward 1 year; females set back 1 year with 1.5% increase compounded from ages 70 to 85.

Post-Disablement:

RP-2014 Disability Life Mortality Table projected with scale BB to 2020; males 115% of rates; females 130% of rates.

The actuarial assumptions used in the June 30, 2017 valuation were based on the results of an actuarial experience study for the period from July 1, 2012 through June 30, 2016. Changes to the actuarial assumptions as a result of the experience study are as follows:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020
Retirement Rates	Lowered rates at older ages and changed final retirement from 70 to 75

Withdrawal Rates	Adjusted rates to better fit experience at each year age and service through 9 years of service
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Increased rate from 14% to 25%

Mortality rates – SPORS Employees

Pre-Retirement:

RP-2014 Employee Rates to age 80, Healthy Annuitant Rates to 81 and older projected with Scale BB to 2020; males 90% of rates; females set forward 1 year.

Post-Retirement:

RP-2014 Employee Rates to age 49, Healthy Annuitant Rates at ages 50 and older projected with Scale BB to 2020; males set forward 1 year with 1.0% increase compounded from ages 70 to 90; females set forward 3 years.

Post-Disablement:

RP-2014 Disability Life Mortality Table projected with scale BB to 2020; males set forward 2 years; unisex using 100% male.

The actuarial assumptions used in the June 30, 2017 valuation were based on the results of an actuarial experience study for the period from July 1, 2012 through June 30, 2016. Changes to the actuarial assumptions as a result of the experience study are as follows:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020 and reduced margin for future improvement in accordance with experience
Retirement Rates	Increased age 50 rates and lowered rates at older ages
Withdrawal Rates	Adjusted rates to better fit experience
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Increased rate from 60% to 85%

Mortality rates – VaLORS Employees

Pre-Retirement:

RP-2014 Employee Rates to age 80, Healthy Annuitant Rates to 81 and older projected with Scale BB to 2020; males 90% of rates; females set forward 1 year.

Post-Retirement:

RP-2014 Employee Rates to age 49, Healthy Annuitant Rates at ages 50 and older projected with Scale BB to 2020; males set forward 1 year with 1.0% increase compounded from ages 70 to 90; females set forward 3 years.

Post-Disablement:

RP-2014 Disability Life Mortality Table projected with scale BB to 2020; males set forward 2 years; unisex using 100% male.

The actuarial assumptions used in the June 30, 2017 valuation were based on the results of an actuarial experience study for the period from July 1, 2012 through June 30, 2016. Changes to the actuarial assumptions as a result of the experience study are as follows:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020 and reduced margin for future improvement in accordance with experience
Retirement Rates	Increased age 50 rates and lowered rates at older ages
Withdrawal Rates	Adjusted rates to better fit experience at each year age and service through 9 years of service
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Decreased rate from 50% to 35%

Mortality rates – Largest Ten Locality Employers With Public Safety Employees

Pre-Retirement:

RP-2014 Employee Rates to age 80, Healthy Annuitant Rates to 81 and older projected with Scale BB to 2020; males 90% of rates; females set forward 1 year.

Post-Retirement:

RP-2014 Employee Rates to age 49, Healthy Annuitant Rates at ages 50 and older projected with Scale BB to 2020; males set forward 1 year with 1.0% increase compounded from ages 70 to 90; females set forward 3 years.

Post-Disablement:

RP-2014 Disability Life Mortality Table projected with scale BB to 2020; males set forward 2 years; unisex using 100% male.

The actuarial assumptions used in the June 30, 2017 valuation were based on the results of an actuarial experience study for the period from July 1, 2012 through June 30, 2016. Changes to the actuarial assumptions as a result of the experience study are as follows:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020
Retirement Rates	Lowered retirement rates at older ages
Withdrawal Rates	Adjusted termination rates to better fit experience at each age and service year
Disability Rates	Increased disability rates
Salary Scale	No change
Line of Duty Disability	Increased rate from 60% to 70%

Mortality rates – Non- Largest Ten Locality Employers With Public Safety Employees

Pre-Retirement:

RP-2014 Employee Rates to age 80, Healthy Annuitant Rates to 81 and older projected with Scale BB to 2020; males 90% of rates; females set forward 1 year.

Post-Retirement:

RP-2014 Employee Rates to age 49, Healthy Annuitant Rates at ages 50 and older projected with Scale BB to 2020; males set forward 1 year with 1.0% increase compounded from ages 70 to 90; females set forward 3 years.

Post-Disablement:

RP-2014 Disability Life Mortality Table projected with scale BB to 2020; males set forward 2 years; unisex using 100% male.

The actuarial assumptions used in the June 30, 2017 valuation were based on the results of an actuarial experience study for the period from July 1, 2012 through June 30, 2016. Changes to the actuarial assumptions as a result of the experience study are as follows:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020
Retirement Rates	Increased age 50 rates and lowered rates at older ages
Withdrawal Rates	Adjusted rates to better fit experience at each age and service year
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Decreased rate from 60% to 45%

Net LODA OPEB Liability

The net OPEB liability (NOL) for the Line of Duty Act Program (LODA) represents the program's total OPEB liability determined in accordance with GASB Statement No. 74, less the associated fiduciary net position. As of the Measurement Date of June 30, 2018, NOL amounts for the Line of Duty Act Program (LODA) are as follows (amounts expressed in thousands):

	<u>Line of Duty Act Program</u>
Total LODA OPEB Liability	\$ 315,395
Plan Fiduciary Net Position	<u>1,889</u>
Employers' Net OPEB Liability (Asset)	<u>\$ 313,506</u>
Plan Fiduciary Net Position as a Percentage of the Total LODA OPEB Liability	0.60%

The total LODA OPEB liability is calculated by the System's actuary, and each plan's fiduciary net position is reported in the System's financial statements. The net OPEB liability is disclosed in accordance with the requirements of GASB Statement No. 74 in the System's notes to the financial statements and required supplementary information.

Long-Term Expected Rate of Return

The long-term expected rate of return on LODA OPEB Program's investments was set at 3.89% for this valuation. Since LODA is funded on a current-disbursement basis, it is not able to use the VRS Pooled Investments 7.00% assumption. Instead, the assumed annual rate of return of 3.89% was used since it approximates the risk-free rate of return. This Single Equivalent Interest Rate (SEIR) is the applicable municipal bond index rate based on the Bond Buyer General Obligation 20-year Municipal Bond Index as of the measurement date of June 30, 2018.

Discount Rate

The discount rate used to measure the total LODA OPEB liability was 3.89%. The projection of cash flows used to determine the discount rate assumed that employer contributions will be made per the VRS Statutes and that they will be made in accordance with the VRS funding policy and at rates equal to the actuarially determined contribution rates adopted by the VRS Board of Trustees. Through the fiscal year ending June 30, 2018, the rate contributed by participating employers to the LODA OPEB Program will be subject to the portion of the VRS Board-certified rates that are funded by the Virginia General Assembly.

Sensitivity of the University and College's Proportionate Share of the Net LODA OPEB Liability to Changes in the Discount Rate

The following presents the university and college's proportionate share of the net LODA OPEB liability using the discount rate of 3.89%, as well as what the university and college's proportionate share of the net LODA OPEB liability would be if it were calculated using a discount rate that is one percentage point lower (2.89%) or one percentage point higher (4.89%) than the current rate:

(\$thousands)	1.00% Decrease (2.89%)	Current Discount Rate (3.89%)	1.00% Increase (4.89%)
Covered employer's proportionate share of the total LODA Net OPEB Liability	479	418	369

Sensitivity of the University and College's Proportionate Share of the Net LODA OPEB Liability to Changes in the Health Care Trend Rate

Because the Line of Duty Act Program (LODA) contains a provisions for the payment of health insurance premiums, the liabilities are also impacted by the health care trend rates. The following presents the university and college's proportionate share of the net LODA OPEB liability using health care trend rate of 7.75% decreasing to 5.00%, as well as what the university and college's proportionate share of the net LODA OPEB liability would be if it were calculated using a health care trend rate that is one percentage point lower (6.75% decreasing to 4.00%) or one percentage point higher (8.75% decreasing to 6.00%) than the current rate:

(\$thousands)	1.00% Decrease (6.75% decreasing to 4.00%)	Health Care Trend Rates (7.75% decreasing to 5.00%)	1.00% Increase (8.75% decreasing to 6.00%)
Covered employer's proportionate share of the total LODA Net OPEB Liability	357	418	495

LODA OPEB Plan Fiduciary Net Position

Detailed information about the Line of Duty Act Program (LODA) Fiduciary Net Position is available in the separately issued VRS 2018 Comprehensive Annual Financial Report (CAFR). A copy of the 2018 VRS CAFR may be downloaded from the VRS website at <http://www.varetire.org/Pdf/Publications/2018-annual-report.pdf>, or by writing to the System's Chief Financial Officer at P.O. Box 2500, Richmond, VA, 23218-2500.

General Information about the Pre-Medicare Retiree Healthcare Plan

Plan Description

The Commonwealth provides a healthcare plan established by Title 2.2, Chapter 28 of the *Code of Virginia* for retirees who are not yet eligible to participate in Medicare.

Following are eligibility requirements for Virginia Retirement System retirees:

- You are a retiring state employee who is eligible for a monthly retirement benefit from the Virginia Retirement System (VRS), and

- You start receiving (do not defer) your retirement benefit immediately upon retirement*, and
- Your last employer before retirement was the Commonwealth of Virginia, and
- You were eligible for (even if you were not enrolled) coverage as an active employee in the State Health Benefits Program until your retirement date (not including Extended Coverage/COBRA), and
- You enroll no later than 31 days from your retirement date.

*For VRS retirees, this means that your employing agency reported a retirement contribution or leave without pay status for retirement in the month immediately prior to your retirement date. Some faculty members may also be eligible if they are paid on an alternate pay cycle but maintain eligibility for active coverage until their retirement date.

Effective January 1, 2017**, following are eligibility requirements for Optional Retirement Plan retirees:

- You are a terminating state employee who participates in one of the qualified Optional Retirement Plans, and
- Your last employer before termination was the Commonwealth of Virginia, and
- You were eligible for (even if you were not enrolled) coverage in the State Employee Health Benefits Program for active employees at the time of your termination, and
- You meet the age and service requirements for an immediate retirement benefit under the non-ORP Virginia Retirement System plan that you would have been eligible for on your date of hire had you not elected the ORP, and
- You enroll in the State Retiree Health Benefits Program no later than 31 days from the date you lose coverage (or lose eligibility for coverage) in the State Health Benefits Program for active employees due to your termination of employment.

**This change applies to ORP terminations effective January 1, 2017, or later. Eligibility for those who terminated employment prior to January 1 should be determined based on the policy in place at the time of their termination.

The employer does not pay a portion of the retirees' healthcare premium; however, since both active employees and retirees are included in the same pool for purposes of determining health insurance rates, this generally results in a higher rate for active employees. Therefore, the employer effectively subsidizes the costs of the participating retirees' healthcare through payment of the employer's portion of the premiums for active employees.

This fund is reported as part of the Commonwealth's Healthcare Internal Service Fund. Benefit payments are recognized when due and payable in accordance with the benefit terms. Pre-Medicare Retiree Healthcare is a single-employer defined benefit OPEB plan that is treated like a cost-sharing plan for financial reporting purposes, and is administered by the Department of Human Resource Management. There were approximately 5,200 retirees and 91,800 active employees in the program in fiscal year 2018. There are no inactive employees entitled to future benefits who are not currently receiving benefits. There are no assets accumulated in a trust to pay benefits.

Actuarial Assumptions and Methods

The total Pre-Medicare Retiree Healthcare OPEB liability was based on an actuarial valuation with a valuation date of June 30, 2018. The Department of Human Resource Management selected the economic, demographic and healthcare claim cost assumptions. The actuary provided guidance with respect to these assumptions. Initial healthcare costs trend rates used were 8.21 percent for medical and pharmacy and 4.0 percent for dental. The ultimate trend rates used were 5.0 percent for medical and pharmacy and 4.0 percent for dental.

Valuation Date	Actuarially determined contribution rates are calculated as of June 30, one year prior to the end of the fiscal year in which contributions are reported.
Measurement Date	June 30, 2018 (one year prior to the end of the fiscal year)
Actuarial Cost Method	Entry Age Normal
Amortization Method	Level dollar, Closed

Effective Amortization Period	6.19 years
Discount Rate	3.87%
Projected Salary Increases	4.0%
Medical Trend Under 65	Medical & Rx: 8.21% to 5.00% Dental: 4.00% Before reflecting Excise tax
Year of Ultimate Trend	2025
Mortality	Mortality rates vary by participant status
Pre-Retirement:	RP-2014 Employee Rates projected with Scale BB to 2020; males setback 1 year, 85% of rates; females setback 1 year
Post-Retirement	RP-2014 Employee Rates to age 49, Healthy Annuitant Rates at ages 50 and older projected with Scale BB to 2020; males and females setback 1 year.
Post-Disablement:	RP-2014 Disabled Mortality Rates projected with Scale BB to 2020; males 115% of rates; females 130% of rates

The discount rate was based on the Bond Buyers GO 20 Municipal Bond Index as of the measurement date which is June 30, 2018.

Changes of Assumptions: The following actuarial assumptions were updated since the June 30, 2017 valuation based on recent experience:

- Spousal Coverage – reduced the rate from 50% to 35%
- Retiree Participation - reduced the rate from 70% to 60%

Spousal coverage and retiree participation were both reduced based on a blend of recent experience and the prior year assumptions. The mortality assumption was modified slightly to reflect mortality improvement projection scale BB to 2020. Additionally, the discount rate was increased from 3.58% to 3.87% based on the Bond Buyers GO 20 Municipal Bond Index.

Pre-Medicare Retiree Healthcare OPEB Liabilities, OPEB Expense, and Deferred Outflow of Resources and Deferred Inflows of Resources

At June 30, 2019 the university and college reported a liability of \$27,308,565 for its proportionate share of the collective total Pre-Medicare Retiree Healthcare OPEB liability of \$1.0 billion. The Pre-Medicare Retiree Healthcare OPEB liability was measured as of June 30, 2018 and was determined by an actuarial valuation as of June 30, 2018. The covered employer's proportion of the Pre-Medicare Retiree Healthcare OPEB liability was based on each employer's healthcare premium contributions as a percentage of the total employer's healthcare premium contributions for all participating employers. At June 30, 2018, the participating employer's proportion was 2.25% for William & Mary, 0.33% for VIMS, and 0.13% for RBC as compared to 2.20% for William & Mary, 0.34% for VIMS, and 0.13% for RBC at June 30, 2017. For the year ended June 30, 2019, the participating employer recognized Pre-Medicare Retiree Healthcare OPEB expense of \$879,007.

At June 30, 2019, the university and college reported deferred outflows of resources and deferred inflows of resources related to Pre-Medicare Retiree Healthcare from the following sources:

	Deferred Outflows of Resources	Deferred Inflows of Resources
Differences between expected and actual experience	-	5,506,192
Change in assumptions	-	10,922,118
Changes in proportion	1,890,422	139,966
Amounts associated with transactions subsequent to the measurement date	1,122,766	-
Total	<u>\$ 3,013,188</u>	<u>\$ 16,568,276</u>

The university and college have \$1,122,765 reported as deferred outflows of resources related to the Pre-Medicare Retiree Healthcare OPEB resulting from amounts associated with transactions subsequent to the measurement date will be recognized as a reduction of the total OPEB Liability in the fiscal year ending June 30, 2020. Other amounts reported as deferred outflows of resources and deferred inflows of resources related to the Pre-Medicare Retiree Healthcare OPEB will be recognized in the Pre-Medicare Retiree Healthcare OPEB expense as follows:

Year End June 30:

2020	(3,029,829)
2021	(3,029,829)
2022	(3,029,829)
2023	(3,029,829)
2024	(2,244,607)
Total Thereafter	(313,932)

Sensitivity of the University and College's Proportionate Share of the OPEB Liability to Changes in the Discount Rate

The following presents the university and college's proportionate share of the Pre-Medicare Retiree Healthcare OPEB liability using the discount rate of 3.87%, as well as what the university and college's proportionate share of the Pre-Medicare Retiree Healthcare OPEB liability would be if it were calculated using a discount rate that is one percentage point lower (2.87%) or one percentage point higher (4.87%) than the current rate:

	1% Decrease (2.87%)	Current Rate (3.87%)	1% Increase (4.87%)
OPEB Liability	\$29,219,406	\$27,308,565	\$25,491,526

Sensitivity of the University College's Proportionate Share of the OPEB Liability to Changes in the Healthcare Cost Trend Rates

The following presents the university and college's proportionate share of the Pre-Medicare Retiree Healthcare OPEB liability using healthcare cost trend rate of 8.21% decreasing to 5%, as well as what the university and college's proportionate share of the Pre-Medicare Retiree Healthcare OPEB liability would be if it were calculated using a

healthcare cost trend rate that is one percentage point lower (7.21% decreasing to 4.0%) or one percentage point higher (9.21% decreasing to 6.0%) than the current rate:

	1% Decrease (7.21% decreasing to 4.00%)	Trend Rate (8.21% decreasing to 5.00%)	1% Increase (9.21% decreasing to 6.00%)
OPEB Liability	\$24,357,486	\$27,308,565	\$30,777,387

16. CONTINGENCIES

Grants and Contracts

The university and college receive assistance from non-state grantor agencies in the form of grants and contracts. Entitlement to these resources is conditional upon compliance with the terms and conditions of the agreements, including the expenditure of resources for eligible purposes. Substantially all grants and contracts are subject to financial and compliance audits by the grantors. Any disallowances as a result of these audits become a liability. As of June 30, 2019, the university and college estimate that no material liabilities will result from such audits.

Litigation

Neither the university nor college are involved in any litigation at this time.

17. RISK MANAGEMENT

The university and college are exposed to various risks of loss related to torts; theft of, damage to, and destruction of assets; errors and omissions; non-performance of duty; injuries to employees; and natural disasters. The university and college participates in insurance plans maintained by the Commonwealth of Virginia. The state employee health care and worker's compensation plans are administered by the Department of Human Resource Management and the risk management insurance plans are administered by the Department of Treasury, Division of Risk Management. Risk management insurance includes property, general liability, medical malpractice, faithful performance of duty bond, automobile, and air and watercraft plans. The university and college pay premiums to each of these departments for its insurance coverage. Information relating to the Commonwealth's insurance plans is available at the statewide level in the Commonwealth of Virginia's Comprehensive Annual Financial Report.

18. ADVANCE FROM THE TREASURER OF VIRGINIA

Section 4-3.02 of the Appropriation Act describes the circumstances under which agencies and institutions may borrow funds from the state treasury, including prefunding for capital projects in anticipation of bond sale proceeds and operating funds in anticipation of federal revenues. As of June 30, 2019, there was \$796,803 in outstanding Advances from the Treasurer. These funds represent an advance to William & Mary from the Commonwealth of Virginia for working capital pending the receipt of funds from bond sale proceeds. These funds were used to renovate Landrum Hall Dormitory.

	Beginning <u>Balance</u>	<u>Additions</u>	<u>Reductions</u>	Ending <u>Balance</u>
Renovate Landrum	\$ 3,674,524	2,720,328	(5,598,049)	\$ 796,803

19. SUBSEQUENT EVENTS

In August of 2019, the Commonwealth of Virginia issued Series 2019A General Obligation Bonds in which William & Mary was a participating institution. The university received \$4,860,000 in proceeds to finance renovations of various dormitories. The bonds were issued with interest rates varying from 2 to 5 percent and will mature in 2039.

Required Supplementary Information (RSI)
For the Fiscal Year Ended June 30, 2019

Required Supplementary Information (RSI)
Cost-Sharing Employer Plans – VRS State Employee Retirement Plan
And VaLORS Retirement Plan
For the Fiscal Year Ended June 30, 2019

Schedule of Employer's Share of Net Pension Liability

VRS State Employee Retirement Plan

For the Measurement Dates of June 30, 2018, 2017, 2016, 2015, and 2014

	2018	2017	2016	2015	2014
Employer's Proportion of the Net Pension Liability (Asset)	1.90%	1.94%	1.93%	1.87%	1.78%
Employer's Proportionate Share of the Net Pension Liability (Asset)	\$ 103,164,000	\$ 112,835,000	\$ 127,302,000	\$ 114,809,000	\$ 99,411,000
Employer's Covered Payroll	\$ 75,543,886	\$ 69,557,841	\$ 73,645,076	\$ 70,307,029	\$ 66,605,228
Employer's Proportionate Share of the Net Pension Liability (Asset) as a Percentage of its Covered Payroll	136.56%	162.22%	172.86%	163.30%	149.25%
Plan Fiduciary Net Position as a Percentage of the Total Pension Liability	77.39%	75.33%	71.29%	72.81%	74.28%

Schedule is intended to show information for 10 years. Since 2018 is the fifth year for this presentation, there are only five years available. However, additional years will be included as they become available.

Schedule of Employer's Share of Net Pension Liability

VaLORS Retirement Plan

For the Measurement Dates of June 30, 2018, 2017, 2016, 2015, and 2014

	2018	2017	2016	2015	2014
Employer's Proportion of the Net Pension Liability (Asset)	0.33%	0.34%	0.28%	0.28%	0.30%
Employer's Proportionate Share of the Net Pension Liability (Asset)	\$ 2,077,000	\$ 2,192,000	\$ 2,180,000	\$ 1,968,000	\$ 2,024,000
Employer's Covered Payroll	\$ 1,032,174	\$ 1,147,028	\$ 1,048,421	\$ 989,861	\$ 1,101,243
Employer's Proportionate Share of the Net Pension Liability (Asset) as a Percentage of its Covered Payroll	201.23%	191.10%	207.93%	198.82%	183.79%
Plan Fiduciary Net Position as a Percentage of the Total Pension Liability	69.56%	67.22%	61.01%	62.64%	63.05%

Schedule is intended to show information for 10 years. Since 2018 is the fifth year for this presentation, there are only five years available. However, additional years will be included as they become available.

Schedule of Employer Contributions
VRS State Employee Retirement Plan
For the Years Ended June 30, 2015 through 2019

Date	Contractually Required Contribution (1)	Contributions in Relation to Contractually Required Contribution (2)	Contribution Deficiency (Excess) (3)	Employer's Covered Payroll (4)	Contributions as a % of Covered Payroll (5)
2019	10,172,038	10,172,038	-	75,292,682	13.51%
2018	10,190,870	10,190,870	-	75,543,886	13.49%
2017	9,383,353	9,383,353	-	69,557,841	13.49%
2016	10,163,204	10,163,204	-	73,645,076	13.80%
2015	8,668,857	8,668,857	-	70,307,029	12.33%

Schedule is intended to show information for 10 years. Since 2019 is the fifth year for this presentation, there are only five years available. However, additional years will be included as they become available.

Schedule of Employer Contributions
VaLORS Retirement Plan
For the Years Ended June 30, 2015 through 2019

Date	Contractually Required Contribution (1)	Contributions in Relation to Contractually Required Contribution (2)	Contribution Deficiency (Excess) (3)	Employer's Covered Payroll (4)	Contributions as a % of Covered Payroll (5)
2019	267,451	267,451	-	1,296,489	20.63%
2018	217,273	217,273	-	1,032,174	21.05%
2017	241,450	241,450	-	1,147,028	21.05%
2016	196,427	196,427	-	1,048,421	18.74%
2015	174,908	174,908	-	989,861	17.67%

Schedule is intended to show information for 10 years. Since 2019 is the fifth year for this presentation, there are only five years available. However, additional years will be included as they become available.

**Notes to Required Supplementary Information
For the Year Ended June 30, 2019**

Changes of benefit terms – There have been no actuarially material changes to the System benefit provisions since the prior actuarial valuation.

Changes of assumptions – The following changes in actuarial assumptions were made for the VRS - State Employee Retirement Plan effective June 30, 2016 based on the most recent experience study of the System for the four-year period ending June 30, 2016:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Update to a more current mortality table – RP-2014 projected to 2020
Retirement Rates	Lowered rates at older ages and changed final retirement from 70 to 75
Withdrawal Rates	Adjusted rates to better fit experience at each year age and service through 9 years of service
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Increase rate from 14% to 25%

The following changes in actuarial assumptions were made for the VaLORS Retirement Plan effective June 30, 2016 based on the most recent experience study of the System for the four-year period ending June 30, 2016:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Update to a more current mortality table – RP-2014 projected to 2020 and reduced margin for future improvement in accordance with experience
Retirement Rates	Increased age 50 rates and lowered rates at older ages
Withdrawal Rates	Adjusted rates to better fit experience at each year age and service through 9 years of service
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Decrease rate from 50% to 35%

Required Supplementary Information (RSI)
Cost-Sharing Employer Plans – Group Life Insurance Program
For the Fiscal Year Ended June 30, 2019

Schedule of Employer's Share of Net OPEB Liability
Group Life Insurance Program
For the Measurement Dates of June 30, 2018 and 2017

	2018	2017
Employer's Proportion of the Net GLI OPEB Liability (Asset)	0.98%	0.96%
Employer's Proportionate Share of the Net GLI OPEB Liability (Asset)	\$ 14,867,000	\$ 14,527,000
Employer's Covered Payroll	\$ 184,013,488	\$ 175,510,982
Employer's Proportionate Share of the Net GLI OPEB Liability (Asset) as a Percentage of its Covered Payroll	8.08%	8.28%
Plan Fiduciary Net Position as a Percentage of the Total GLI OPEB Liability	51.22%	48.86%

Schedule is intended to show information for 10 years. Since 2018 is the second year for this presentation, only two years of data is available. However, additional year will be included as they become available.

Schedule of Employer Contributions
For the Years Ended June 30, 2018 through 2019

	Contractually Required Contribution	Contributions in Relation to Contractually Required Contribution	Contribution Deficiency (Excess)	Employer's Covered Payroll	Contributions as a % of Covered Payroll
Date	(1)	(2)	(3)	(4)	(5)
2019	967,560	967,560	-	187,141,287	0.52%
2018	965,839	965,839	-	184,013,488	0.52%

Schedule is intended to show information for 10 years. Since 2019 is the second year for this presentation, only two years of data is available. However, additional years will be included as they become available.

**Notes to Required Supplementary Information
For the Year Ended June 30, 2019**

Changes of benefit terms – There have been no actuarially material changes to the System benefit provisions since the prior actuarial valuation.

Changes of assumptions – The following changes in actuarial assumptions were made effective June 30, 2016 based on the most recent experience study of the System for the four-year period ending June 30, 2016:

General State Employees

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020
Retirement Rates	Lowered rates at older ages and changed final retirement from 70 to 75
Withdrawal Rates	Adjusted rates to better fit experience at each year age and service through 9 years of service
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Increased rate from 14% to 25%

Teachers

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020
Retirement Rates	Lowered rates at older ages and changed final retirement from 70 to 75
Withdrawal Rates	Adjusted rates to better fit experience at each year age and service through 9 years of service
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change

SPORS Employees

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020 and reduced margin for future improvement in accordance with experience
Retirement Rates	Increased age 50 rates and lowered rates at older ages
Withdrawal Rates	Adjusted rates to better fit experience
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Increased rate from 60% to 85%

VaLORS Employees

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020 and reduced margin for future improvement in accordance with experience
Retirement Rates	Increased age 50 rates and lowered rates at older ages
Withdrawal Rates	Adjusted rates to better fit experience at each year age and service through 9 years of service
Disability Rates	Adjusted rates to better match experience

Salary Scale	No change
Line of Duty Disability	Decreased rate from 50% to 35%

JRS Employees

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020
Retirement Rates	Decreased rates at first retirement eligibility
Withdrawal Rates	No change
Disability Rates	Removed disability rates
Salary Scale	No change

Largest Ten Locality Employers - General Employees

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020
Retirement Rates	Lowered retirement rates at older ages and extended final retirement age from 70 to 75
Withdrawal Rates	Adjusted termination rates to better fit experience at each age and service year
Disability Rates	Lowered disability rates
Salary Scale	No change
Line of Duty Disability	Increased rate from 14% to 20%

Non-Largest Ten Locality Employers - General Employees

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020
Retirement Rates	Lowered retirement rates at older ages and extended final retirement age from 70 to 75.
Withdrawal Rates	Adjusted termination rates to better fit experience at each age and service year
Disability Rates	Lowered disability rates
Salary Scale	No change
Line of Duty Disability	Increased rate from 14% to 15%

Largest Ten Locality Employers – Hazardous Duty Employees

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020
Retirement Rates	Lowered retirement rates at older ages
Withdrawal Rates	Adjusted termination rates to better fit experience at each age and service year
Disability Rates	Increased disability rates
Salary Scale	No change
Line of Duty Disability	Increased rate from 60% to 70%

Non-Largest Ten Locality Employers – Hazardous Duty Employees

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020
Retirement Rates	Increased age 50 rates and lowered rates at older ages

Withdrawal Rates	Adjusted termination rates to better fit experience at each age and service year
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Decreased rate from 60% to 45%

Required Supplementary Information (RSI)
Cost-Sharing Employer Plans –
VRS State Employee Health Insurance Credit Program
For the Fiscal Year Ended June 30, 2019

Schedule of Employer's Share of Net OPEB Liability
Health Insurance Credit Program (HIC)
For the Measurement Dates of June 30, 2018 and 2017

	2018	2017
Employer's Proportion of the Net HIC OPEB Liability (Asset)	2.77%	2.75%
Employer's Proportionate Share of the Net HIC OPEB Liability (Asset)	\$ 25,184,000	\$ 25,046,000
Employer's Covered Payroll	\$ 183,775,112	\$ 175,302,286
Employer's Proportionate Share of the Net HIC OPEB Liability (Asset) as a Percentage of its Covered Payroll	13.70%	14.29%
Plan Fiduciary Net Position as a Percentage of the Total HIC OPEB Liability	9.51%	8.03%

Schedule is intended to show information for 10 years. Since 2018 is the second year for this presentation, only two years of data is available. However, additional years will be included as they become available.

Schedule of Employer Contributions
For the Years Ended June 30, 2010 through 2019

	Contractually Required Contribution	Contributions in Relation to Contractually Required Contribution	Contribution Deficiency (Excess)	Employer's Covered Payroll	Contributions as a % of Covered Payroll
Date	(1)	(2)	(3)	(4)	(5)
2019	2,153,476	2,153,476	-	186,449,156	1.15%
2018	2,171,883	2,171,883	-	183,775,112	1.18%

Schedule is intended to show information for 10 years. Since 2019 is the second year for this presentation, only two years of data are available. However, additional years will be included as they become available.

**Notes to Required Supplementary Information
For the Year Ended June 30, 2019**

Changes of benefit terms – There have been no actuarially material changes to the System benefit provisions since the prior actuarial valuation.

Changes of assumptions – The following changes in actuarial assumptions were made effective June 30, 2016 based on the most recent experience study of the System for the four-year period ending June 30, 2016:

General State Employees:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020
Retirement Rates	Lowered rates at older ages and changed final retirement from 70 to 75
Withdrawal Rates	Adjusted rates to better fit experience at each year age and service through 9 years of service
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Increased rate from 14% to 25%

SPORS Employees:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020 and reduced margin for future improvement in accordance with experience
Retirement Rates	Increased age 50 rates and lowered rates at older ages
Withdrawal Rates	Adjusted rates to better fit experience
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Increased rate from 60% to 85%

VaLORS Employees:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020 and reduced margin for future improvement in accordance with experience
Retirement Rates	Increased age 50 rates and lowered rates at older ages
Withdrawal Rates	Adjusted rates to better fit experience at each year age and service through 9 years of service
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Decreased rate from 50% to 35%

JRS Employees:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020
Retirement Rates	Decreased rates at first retirement eligibility
Withdrawal Rates	No change
Disability Rates	Removed disability rates
Salary Scale	No change

Required Supplementary Information (RSI)
Cost-Sharing Employer Plans – Disability Insurance Program (VSDP)
For the Fiscal Year Ended June 30, 2019

Schedule of Employer's Share of Net OPEB Liability
Disability Insurance Program (VSDP)
For the Measurement Dates of June 30, 2018 and 2017

	2018	2017
Employer's Proportion of the Net VSDP OPEB Liability (Asset)	(1.32%)	(1.40%)
Employer's Proportionate Share of the Net VSDP OPEB Liability (Asset)	\$ (2,969,000)	\$ (2,878,000)
Employer's Covered Payroll	\$ 48,325,541	\$ 50,320,184
Employer's Proportionate Share of the Net VSDP OPEB Liability (Asset) as a Percentage of its Covered Payroll	(6.14%)	(5.72%)
Plan Fiduciary Net Position as a Percentage of the Total VSDP OPEB Liability	194.74%	186.63%

Schedule is intended to show information for 10 years. Since 2018 is the second year for this presentation, only two years of data is available. However, additional years will be included as they become available.

Schedule of Employer Contributions
For the Years Ended June 30, 2010 through 2019

Date	Contractually Required Contribution	Contributions in Relation to Contractually Required Contribution	Contribution Deficiency (Excess)	Employer's Covered Payroll	Contributions as a % of Covered Payroll
(1)	(2)		(3)	(4)	(5)
2019	403,834	403,834	-	62,759,406	0.64%
2018	415,658	415,658	-	48,325,541	0.86%

Schedule is intended to show information for 10 years. Since 2019 is the second year for this presentation, only two years of data is available. However, additional years will be included as they become available.

**Notes to Required Supplementary Information
For the Year Ended June 30, 2019**

Changes of benefit terms – There have been no actuarially material changes to the System benefit provisions since the prior actuarial valuation.

Changes of assumptions – The following changes in actuarial assumptions were made effective June 30, 2016 based on the most recent experience study of the System for the four-year period ending June 30, 2016:

General State Employees:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Update to a more current mortality table – RP-2014 projected to 2020
Retirement Rates	Lowered rates at older ages and changed final retirement from 70 to 75
Withdrawal Rates	Adjusted rates to better fit experience at each year age and service through 9 years of service
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Increased rate from 14% to 25%

SPORS Employees:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Update to a more current mortality table – RP-2014 projected to 2020 and reduced margin for future improvement in accordance with experience
Retirement Rates	Increased age 50 rates and lowered rates at older ages
Withdrawal Rates	Adjusted rates to better fit experience
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Increased rate from 60% to 85%

VaLORS Employees:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Update to a more current mortality table – RP-2014 projected to 2020 and reduced margin for future improvement in accordance with experience
Retirement Rates	Increased age 50 rates and lowered rates at older ages
Withdrawal Rates	Adjusted rates to better fit experience at each year age and service through 9 years of service
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Decreased rate from 50% to 35%

Required Supplementary Information (RSI)
Cost-Sharing Employer Plans – Line of Duty Act Program (LODA)
For the Fiscal Year Ended June 30, 2019

Schedule of Employer's Share of Net OPEB Liability
Line of Duty Act Program (LODA)
For the Measurement Dates of June 30, 2018 and 2017

	2018	2017
Employer's Proportion of the Net LODA OPEB Liability (Asset)	0.13%	0.12%
Employer's Proportionate Share of the Net LODA OPEB Liability (Asset)	\$ 418,000	\$ 318,000
Covered-Employee Payroll	\$ 1,336,159	\$ 1,246,761
Employer's Proportionate Share of the Net LODA OPEB Liability (Asset) as a Percentage of its Covered-Employee Payroll	31.28%	25.51%
Plan Fiduciary Net Position as a Percentage of the Total LODA OPEB Liability	0.60%	1.30%

Schedule is intended to show information for 10 years. Since 2018 is the second year for this presentation, only two years of data is available. However, additional years will be included as they become available.

* The contributions for the Line of Duty Act Program are based on the number of participants in the Program using a per capita-based contribution versus a payroll-based contribution. Therefore, covered-employee payroll is the relevant measurement, which is the total payroll of the employees in the OPEB plan.

Schedule of Employer Contributions
For the Years Ended June 30, 2010 through 2019

Date	Contractually Required Contribution (1)	Contributions in Relation to Contractually Required Contribution (2)	Contribution Deficiency (Excess) (3)	Covered- Employee Payroll (4)	Contributions as a % of Covered- Employee Payroll (5)
2019	15,527	15,527	-	1,195,615	1.30%
2018	14,184	14,184	-	1,336,159	1.06%

* The contributions for the Line of Duty Act Program are based on the number of participants in the Program using a per capita-based contribution versus a payroll-based contribution. Therefore, covered-employee payroll is the relevant measurement, which is the total payroll of employees in the OPEB plan.

** FY 2011 was the first year for the Line of Duty Act Program (LODA), however there were no contributions.

Schedule is intended to show information for 10 years. Since 2019 is the second year for this presentation, only two years of data are available. However, additional years will be included as they become available.

Notes to Required Supplementary Information
For the Year Ended June 30, 2019

Changes of benefit terms – There have been no actuarially material changes to the System benefit provisions since the prior actuarial valuation.

Changes of assumptions – The following changes in actuarial assumptions were made effective June 30, 2016 based on the most recent experience study of the System for the four-year period ending June 30, 2016:

General State Employees:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020
Retirement Rates	Lowered rates at older ages and changed final retirement from 70 to 75
Withdrawal Rates	Adjusted rates to better fit experience at each year age and service through 9 years of service
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Increased rate from 14% to 25%

SPORS Employees:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020 and reduced margin for future improvement in accordance with experience
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Retirement Rates	Increased age 50 rates and lowered rates at older ages
Withdrawal Rates	Adjusted rates to better fit experience
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Increased rate from 60% to 85%

VaLORS Employees:

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020 and reduced margin for future improvement in accordance with experience
Retirement Rates	Increased age 50 rates and lowered rates at older ages
Withdrawal Rates	Adjusted rates to better fit experience at each year age and service through 9 years of service
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Decreased rate from 50% to 35%

Employees In The Largest Ten Locality Employers With Public Safety Employees

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020
Retirement Rates	Lowered retirement rates at older ages
Withdrawal Rates	Adjusted termination rates to better fit experience at each age and service year
Disability Rates	Increased disability rates
Salary Scale	No change
Line of Duty Disability	Increased rate from 60% to 70%

Employees In The Non- Largest Ten Locality Employers With Public Safety Employees

Mortality Rates (Pre-retirement, post-retirement healthy, and disabled)	Updated to a more current mortality table – RP-2014 projected to 2020
Retirement Rates	Increased age 50 rates and lowered rates at older ages
Withdrawal Rates	Adjusted rates to better fit experience at each age and service year
Disability Rates	Adjusted rates to better match experience
Salary Scale	No change
Line of Duty Disability	Decreased rate from 60% to 45%

Required Supplementary Information
Commonwealth of Virginia State Health Plans Program
for Pre-Medicare Retirees
For the Fiscal Year Ended June 30, 2019

Schedule of Employer's Share of Total OPEB Liability		
	2019*	2018*
Employer's proportion of the collective total OPEB liability	2.72%	2.67%
Employer's proportionate share of the collective total OPEB liability	\$27,308,565	\$34,705,511
Employer's covered-employee payroll	\$179,447,798	\$167,819,342
Employer's proportionate share of the collective total OPEB liability as a percentage of its covered-employee payroll	15.22%	20.68%
<p>Schedule is intended to show information for 10 years. Since 2018 was the first year for this presentation, only two years of data is available. However, additional years will be included as they become available.</p> <p>* The amounts presented have a measurement date of the previous fiscal year end.</p>		

Notes to Required Supplementary Information
For the Fiscal Year Ended June 30, 2019

There are no assets accumulated in a trust to pay related benefits.

Changes of benefit terms – There have been no changes to the benefit provisions since the prior actuarial valuation.

Changes of assumptions – The following actuarial assumptions were updated since the June 30, 2017 valuation based on recent experience:

- Spousal Coverage – reduced the rate from 50% to 35%
- Retiree Participation - reduced the rate from 70% to 60%

Spousal coverage and retiree participation were both reduced based on a blend of recent experience and the prior year assumptions. The mortality assumption was modified slightly to reflect mortality improvement projection scale BB to 2020. Additionally, the discount rate was increased from 3.58% to 3.87% based on the Bond Buyers GO 20 Municipal Bond Index.

Board of Visitors

Resolution 7

November 20-22, 2019

Page 1 of 1

**WILLIAM & MARY
RECEIPT OF THE FINANCIAL REPORT OF
THE INTERCOLLEGIATE ATHLETICS DEPARTMENT
FOR THE FISCAL YEAR ENDED JUNE 30, 2019**

The summarized Financial Report of William & Mary's Intercollegiate Athletics Department for the fiscal year ended June 30, 2019, is presented to the President, Rector, and the Board of Visitors of the university.

RESOLVED, That the Unaudited Financial Report of William & Mary's Intercollegiate Athletics Department for the Year Ended June 30, 2019 (*see separate booklet*), is hereby received by the Board of Visitors.



WILLIAM & MARY

CHARTERED 1693

UNAUDITED
FINANCIAL REPORT OF INTERCOLLEGIATE ATHLETICS
FOR THE YEAR ENDED
JUNE 30, 2019

WILLIAM & MARY

BOARD OF VISITORS

June 30, 2019

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H. Thomas Watkins III
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Katherine A. Rowe, President

Samantha K. Huge, Director of Intercollegiate Athletics Programs

Chelsey P. Burk, Senior Associate Athletic Director for Finance and Administration

WILLIAM & MARY
SCHEDULE OF REVENUES AND EXPENSES OF
INTERCOLLEGIATE ATHLETICS PROGRAMS
For the year ended June 30, 2019

	Football	Men's Basketball	Women's Basketball	Other Sports	Non-Program Specific	Total
<u>Operating revenues:</u>						
Ticket sales	\$ 600,181	\$ 294,964	\$ 14,401	\$ 41,943	\$ -	\$ 951,489
Student fees	174,439	-	-	-	15,013,513	15,187,952
Direct institutional support	2,451	11,853	30,110	181,616	109,570	335,600
Indirect institutional support - athletic facilities debt service, lease and rental fees	301,092	39,358	33,344	141,419	715,673	1,230,886
Guarantees	393,750	205,000	-	37,050	-	635,800
Contributions (Note 2)	1,414,584	2,196,978	451,000	1,386,871	867,212	6,316,645
In-Kind	34,935	18,985	8,610	13,462	12,236	88,228
NCAA distributions	195,392	73,527	83,066	611,421	331,839	1,295,245
Conference distributions (non-media or bowl)	-	-	-	-	1,500	1,500
Program, novelty, parking, and concession sales	61,976	8,016	1,021	3,415	1,113	75,541
Royalties, licensing, advertisement and sponsorships	115,552	23,591	15,627	83,130	492,619	730,519
Athletics restricted endowment and investments income (Note 3)	1,819,137	306,286	118,519	1,352,642	216,396	3,812,980
Other operating revenue	169,794	35,225	-	226,923	25,695	457,637
Total operating revenues	5,283,283	3,213,783	755,698	4,079,892	17,787,366	31,120,022
<u>Operating expenses:</u>						
Athletic student aid	2,606,899	818,551	822,741	4,725,331	18,917	8,992,439
Guarantees	-	4,000	-	20,881	-	24,881
Coaching salaries, benefits, and bonuses paid by the University and related entities	1,716,859	803,480	495,511	2,529,982	-	5,545,832
Support staff/administrative compensation, benefits, and bonuses paid by the University and related entities	212,133	50,734	57,362	47,246	4,555,679	4,923,154
Severance Payments	-	1,614,449	-	-	32,089	1,646,538
Recruiting	151,490	112,709	71,924	169,410	6,965	512,498
Team travel	339,007	179,602	125,478	1,105,256	59,037	1,808,380
Sports equipment, uniforms, and supplies	224,831	69,650	62,831	570,352	163,731	1,091,395
Game expenses	255,636	190,975	99,584	387,278	19	933,492
Fundraising, marketing and promotion	-	-	-	-	453,865	453,865
Spirit groups	-	-	-	-	38,897	38,897
Athletic facility leases and rental fees	-	39,358	33,344	79,458	35,570	187,730
Athletic facility debt service	656,331	-	-	401,283	370,478	1,428,092
Direct overhead and administrative expenses	666,951	2,800	2,800	516,723	17,433	1,206,707
Indirect cost paid to the institution by athletics	69,723	-	-	31,724	379,176	480,623
Medical expenses and insurance	-	541	703	6,344	492,132	499,720
Memberships and dues	320	3,831	1,025	10,319	102,007	117,502
Student-Athlete Meals (non-travel)	82,106	32,884	23,552	86,984	-	225,526
Other operating expenses	91,303	47,387	20,107	112,982	588,356	860,135
Total operating expenses	7,073,589	3,970,951	1,816,962	10,801,553	7,314,351	30,977,406
Excess (deficiency) of revenues over (under) expenses	<u>\$ (1,790,306)</u>	<u>\$ (757,168)</u>	<u>\$ (1,061,264)</u>	<u>\$ (6,721,661)</u>	<u>\$ 10,473,015</u>	<u>\$ 142,616</u>

Other Reporting Items:

Total athletics-related debt	\$ 12,754,750
Total institutional debt	\$ 250,919,127
Value of athletics-dedicated endowments	\$ 94,599,254
Value of institutional endowments	\$ 995,873,958
Total athletics-related capital expenditures	\$ 665,223

The accompanying Notes to the Schedule of Revenues and Expenses of Intercollegiate Athletics Programs are an integral part of this Schedule.

WILLIAM & MARY
NOTES TO SCHEDULE OF REVENUES AND EXPENSES OF
INTERCOLLEGIATE ATHLETIC PROGRAMS
AS OF JUNE 30, 2019

1. BASIS OF PRESENTATION

The accompanying Schedule of Revenues and Expenses of Intercollegiate Athletic Programs has been prepared on the accrual basis of accounting. The purpose of the Schedule is to present a summary of revenues and expenses of the Intercollegiate Athletics Programs of the university for the year ended June 30, 2019 and includes both those intercollegiate athletics revenues and expenses under the direct accounting control of the university and those on behalf of the University's Intercollegiate Athletics Programs by outside organizations not under the university's control. Because the Schedule presents only a selected portion of the university's activities, it is not intended to, and does not present the financial position, changes in financial position, or cash flows for the year ended June 30, 2019. Revenues and expenses directly identifiable with each category of sport are presented and reported accordingly. Revenues and expenses not directly identifiable to a specific sport are reported under the category "Non-Program Specific."

2. CONTRIBUTIONS

The William & Mary Athletic Educational Foundation (WMAEF), Incorporated, also referred to as the Tribe Club, raises funds and collects contributions for the benefit of the Intercollegiate Athletics Department. The university received \$6,314,849 from the WMAEF during the year ended June 30, 2019.

The university received \$772,078 through the William & Mary Foundation for capital improvements to Zable Stadium which serves the Football and Men's and Women's Track programs, and for construction of the Plumeri Indoor Batting Cage and Busch Field Team Facility. Capital contributions are not reported in the Intercollegiate Athletics Schedule of Revenues and Expenses.

3. ENDOWMENT AND INVESTMENT INCOME

The William & Mary Foundation is authorized to receive and administer gifts and bequests of all kinds. The Foundation makes such resources available to the university, which may be drawn as needed by the university within the Foundation's budgetary restrictions. The university received \$3,812,981 of endowment and investment income from the Foundation for the benefit of the Intercollegiate Athletics Department for the year ended June 30, 2019.

4. CAPITAL ASSETS

Capital assets are recorded at historical cost at the date of acquisition or acquisition value at the date of donation in the case of gifts. Construction expenses for capital assets and improvements are capitalized when expended. The university's capitalization policy on equipment includes all items with an estimated useful life of two years or more. William & Mary capitalizes all items with a unit price greater than or equal to \$5,000.

Depreciation is computed using the straight-line method over the estimated useful lives of the respective assets as follows:

Buildings	40-50 years
Improvements other than Buildings	10-50 years
Infrastructure	10-50 years
Equipment	2-30 years
Library Books	10 years

A summary of the capital asset ending balances net of accumulated depreciation for the year ending June 30, 2019 is as follows:

Depreciable capital assets:	
Buildings	\$ 59,654,426
Improvements other than Buildings	2,410,306
Infrastructure	2,628,105
Equipment	<u>3,813,740</u>
Total depreciable capital assets	<u>68,506,577</u>
Less Accumulated depreciation for:	
Buildings	\$16,945,783
Improvements other than Buildings	1,186,018
Infrastructure	2,628,105
Equipment	<u>2,743,944</u>
Total accumulated depreciation	<u>23,503,850</u>
Total capital assets, net	<u>\$ 45,002,727</u>

5. LONG-TERM DEBT

Long-term debt relating to intercollegiate athletics is shown below.

<u>Description</u>	<u>Interest Rates (%)</u>	<u>Fiscal Year Maturity</u>	<u>Balance as of June 30, 2019</u>	<u>% used by Athletics</u>	<u>Athletics Balance June 30, 2019</u>
Section 9(d) Bonds:					
Recreation Sports Center, Series 2010B	5.000	2021	115,000	15%	17,250
Recreation Sports Center, Series 2012A	5.000	2024	180,000	15%	27,000
Recreation Sports Center, Series 2012A	3.000 - 5.000	2025	3,020,000	15%	453,000
Recreation Sports Center, Series 2012A	3.000 - 5.000	2025	960,000	15%	144,000
Recreation Sports Center, Series 2014B	4.000	2026	190,000	15%	28,500
Improve Athletics Facilities, Series 2012A	3.000 - 5.000	2025	1,295,000	100%	1,295,000
Improve Athletics Facilities, Series 2014B	4.000	2026	260,000	100%	260,000
Improve Athletics Facilities, Series 2014B	5.000	2024	210,000	100%	210,000
Improve Athletics Facilities, Series 2016A	3.000	2027	150,000	100%	150,000
Improve Athletics Facilities II, Series 2013A&B	2.000 - 5.000	2034	1,315,000	100%	1,315,000
Improve Athletics Facilities II, Series 2017A	2.125 - 5.000	2038	2,075,000	100%	2,075,000
Improve Auxiliary Facilities, Series 2017A	2.125 - 5.000	2038	3,185,000	100%	3,185,000
J. Laycock Football Facility, Series 2014B	5.000	2024	1,570,000	100%	1,570,000
J. Laycock Football Facility, Series 2016A	3.000	2027	1,100,000	100%	1,100,000
Busch Field Astroturf Replacement, Series 2009B	5.000	2020	65,000	100%	65,000
Busch Field Astroturf Replacement, Series 2016A	3.000 - 5.000	2030	860,000	100%	860,000
Total					<u>\$ 12,754,750</u>

Long-term debt matures as follows:

<u>Year Ended</u>	<u>Principal</u>	<u>Interest</u>
2020	926,000	499,139
2021	972,000	453,364
2022	1,010,000	404,514
2023-2027	5,321,750	1,284,424.51
2028-2032	2,220,000	572,656.30
2033-2037	1,930,000	198,125.00
2038	<u>375,000</u>	<u>5,625.00</u>
Total	<u>\$ 12,754,750</u>	<u>\$ 3,417,847</u>

6. INDIRECT COSTS

The university charges the Athletic Department an administrative fee. During the fiscal year, the Department paid \$480,623 to the university. This amount is included on the Indirect Cost Paid to the Institution by Athletics line item.

**ADOPTION OF THE WILLIAM & MARY
VISION, MISSION AND VALUES STATEMENT**

Whereas, in May 2019, as part of the strategic planning process, President Katherine Rowe named a values drafting group, and in August, based on the need to ensure a well-aligned, comprehensive William & Mary Vision, Mission, Values statement, named a second drafting group focused on mission; and

Whereas, both groups, co-chaired by Vice President for Student Affairs Ginger Ambler and Chief Diversity Officer Chon Glover, pursued an iterative and inclusive drafting process with the university community; and

Whereas, that process began with feedback by the Board of Visitors and senior administrative leadership on the initial draft in July, and then engaged representative groups of faculty, staff, students and alumni in August and September, and then launched a month-plus period of broader community feedback in October via a livestreamed forum; and

Whereas, the Vision, Mission, Values statement has undergone four major revision cycles: one in July, two in October, and a final review in November based on the totality of feedback received; and

Whereas, the resulting comprehensive Vision, Mission, Values statement reflects the intensive effort of many throughout the university community:

Vision

William & Mary transcends the boundaries between research and teaching, teaching and learning, learning and living. People come to William & Mary wanting to understand and change the world – and together we do.

Mission

A preeminent, public research university, grounded in the liberal arts and sciences since 1693, William & Mary is a vibrant and inclusive community. Through close mentoring and collaboration, we inspire lifelong learning, generate new knowledge, and expand understanding. We cultivate creative thinkers, principled leaders, and compassionate global citizens equipped for lives of meaning and distinction. William & Mary convenes great minds and hearts to meet the most pressing needs of our time.

Statement of Values

Accomplishing our mission requires that the entire community work together as stewards of the core values that infuse our collective effort:

Belonging. We create a welcoming and caring community that embraces diverse people and perspectives.

Curiosity. We foster an open academic environment that champions intellectual agility and inspires creativity in the discovery, preservation, application, and advancement of knowledge.

Excellence. We aim for the extraordinary, recognizing that personal growth and meaningful accomplishment require bold and innovative aspirations, courageous risk-taking, and focused effort.

Flourishing. We create conditions that ensure William & Mary will thrive for all time coming, and we empower those who live, learn, and work here to make choices toward a healthy and fulfilling life.

Integrity. We are honorable, equitable, trustworthy, and committed to the highest ethical standards in all that we do.

Respect. We treat one another with mutual respect, recognizing and upholding each person's inherent dignity and worth.

Service. We engage with individuals and communities both near and far, devoting our knowledge, skills, and time to serving the greater good.

William & Mary is a community that fosters deep human connection. We reflect on the lessons of history to meet the challenges of a rapidly changing world. We engage diverse perspectives and seek wisdom in bridging differences. Together, we are unceasing in our efforts to make a meaningful difference in our communities, the state, the nation, and the world; and

Whereas, the university now seeks the Board's affirmation of the statement after which the Vision and Values components will be final, and the Mission component submitted for approval by the State Council of Higher Education in Virginia as required by the Code of Virginia;

THEREFORE, BE IT RESOLVED, That the Board of Visitors hereby adopts the revision to the William & Mary Mission Statement approved in August 1994 with the attached language, including a Vision and Statement of Values; and

BE IT FURTHER RESOLVED, That the Mission, Vision and Values statements will be used to guide the strategic planning process begun by the President and co-chaired by the Provost and President's Chief of Staff.

WILLIAM & MARY and RICHARD BLAND COLLEGE
APPROVAL OF 2020 INTERNAL AUDIT WORK PLAN

As provided in the Office of Internal Audit Charter, the Director is responsible for preparing an annual work plan.

The proposed 2020 Work Plan for the Office of Internal Audit includes the following audits:

- W&M IT Data Center physical security audit
- VIMS IT security and general control audit
- RBC IT security audit
- Bursar's Office cashiering system and internal control review
- Minors and volunteers on campus audit
- Athletic Ticket Office audit
- Highland internal control review
- President's Office audit
- Admission audit

Recurring Audit Activities:

- Small purchase charge card monitoring
- Commonwealth Fraud, Waste and Abuse Hotline Investigations

The 2020 Work Plan has been reviewed by the Committee on Audit, Risk and Compliance and management of William & Mary and Richard Bland College, and is hereby recommended to the Board of Visitors.

THEREFORE, BE IT RESOLVED, That the 2020 Work Plan for the Office of Internal Audit is approved by the Board of Visitors.

CLOSED MEETINGS

The Board of Visitors may consider in closed session certain matters, including those listed below. The Code is very specific as to how these matters will be described in public session and in closing the meeting the motion must be specific as to the matters to be considered in closed session. There may be no discussion in closed session of matters not identified in the original motion.

I move that the _____ Committee convene in Closed Session for the purpose of discussing _____, as provided for in Section 2.2-3711.A., ____ .

<u>Code Section</u>	<u>Topic</u>
2.2-3711.A.1.	Personnel matters involving identifiable college employees (i.e., appointments, performance evaluations, leaves, etc.) or discussion or interviews of prospective candidates for employment.
2.2-3711.A.2.	Matters concerning any identifiable student
2.2-3711.A.3.	Acquisition of real property for a public purpose or disposition of publicly held real property
2.2-3711.A.4.	Protection of individual privacy in personal matters not related to public business
2.2-3711.A.6.	Investment of public funds where bargaining or competition is involved
2.2-3711.A.7.	Consultation with legal counsel and briefings by staff members pertaining to <u>actual or probable litigation</u>
2.2-3711.A.8.	Consultation with legal counsel employed by a public body regarding specific legal matters requiring <u>legal advice by such counsel</u>
2.2-3711.A.9.	Gifts, bequests and fund-raising activities, or grants and contracts for services or work to be performed by the College
2.2-3711.A.11.	Honorary degrees or special awards
2.2-3711.A.19.	Reports or plans related to security of any College facility, building or structure, or safety of persons using such facility, building or structure
2.2-3711.A.29.	Public contracts involving the expenditure of public funds

§2.2-3712.D. - At the conclusion of any closed meeting, the Board of Visitors shall immediately reconvene in open meeting and shall take a roll call or other recorded vote to be included in the minutes, certifying that to the best of each member's knowledge (i) only public business matters lawfully exempted from open meeting requirements under this chapter and (ii) only such public business matters as were identified in the motion by which the closed meeting was convened were heard, discussed or considered in the meeting by the public body. Any member of the public body who believes that there was a departure from the requirements of clauses (i) and (ii), shall so state prior to the vote, indicating the substance of the departure that, in his judgment, has taken place. The statement shall be recorded in the minutes of the public body.

BOARD OF VISITORS MEETING DATES

2019

November 20-22

2020

February 5-7 (Charter Day 2/7)

April 22-24 (Commencement 5/16)

September 23-25

November 18-20 (11/19 half day at Richard Bland College)

November 2019