



WILLIAM & MARY

CHARTERED 1693

BOARD OF VISITORS MEETING MINUTES NOVEMBER 19-20, 2020 ALUMNI HOUSE

The William & Mary Board of Visitors met on campus in Williamsburg on Thursday, November 19 and Friday, November 20, 2020.

On Thursday, November 19, the Executive Committee met from 10:30 a.m. to 12:45 p.m. in Leadership Hall. At 12:45 p.m. the Board met for lunch in Hunter Hall. From 1:00 – 2:15 p.m. the Committee on Academic Affairs met in Hunter Hall while the Committee on Audit, Risk and Compliance met in Leadership Hall. The Committee on Institutional Advancement met from 2:15 – 3:00 p.m. in Hunter Hall. The Investments Subcommittee meeting scheduled to meet from 2:00 – 2:45 p.m. was cancelled. From 3:15 – 4:15 p.m. the Committee on the Student Experience met in Hunter Hall.

At 4:31 p.m., Ms. Barbara L. Johnson, Co-Chair, called the AD HOC Committee on Organizational Sustainability and Innovation, a Committee of the Whole, to order in Hunter Hall, and made introductory remarks. Mr. Johnson called on Co-Chair Mr. H. Thomas Watkins III who briefly reviewed the agenda.

BOARD MEMBERS PRESENT:

Ms. Barbara L. Johnson, Co-Chair	Mr. John E. Littel
Mr. H. Thomas Watkins III (via phone), Co-Chair	Mr. William H. Payne II
Hon. Mari Carmen Aponte (via phone)	Hon. Charles E. Poston
Mr. Victor K. Branch (via phone)	Ms. Lisa E. Roday
Mr. S. Douglas Bunch	Dr. Karen Schultz Kennedy
Ms. Sue H. Gerdelman	Mr. Brian P. Woolfolk (via phone)
Mr. James A. Hixon	Mr. Anthony Joseph, Student Representative
Ms. Cynthia E. Hudson (via phone)	Ms. Arielle S. Newby, Staff Liaison
Ms. Anne Leigh Kerr (via phone)	

BOARD MEMBERS ABSENT:

Mr. Mirza Baig, Co-Chair
Mr. J.E. Lincoln Saunders
Dr. Thomas J. Ward, Faculty Representative

OTHERS PRESENT:

President Katherine A. Rowe
Dr. Peggy Agouris, Provost
Ms. Amy Sebring, Chief Operating Officer
Ms. Carrie Nee, University Counsel
Mr. Henry R. Broaddus, Vice President for Strategic Initiatives & Public Affairs
Dr. W. Fanchon Glover, Chief Diversity Officer

Ms. Carla Mooreland, President of the Alumni Association Board of Directors (via phone)

Dr. Marie Donoghue Velleca, Dean of Arts & Sciences

Dr. Lawrence B. Pulley, Dean of the Raymond A. Mason School of Business

Dr. Robert C. Knoepfel, Dean of the School of Education

Mr. A. Benjamin Spencer, Dean of the School of Law

Dr. John T. Wells, Dean & Director of the Virginia Institute of Marine Science

Dr. Debbie Bial, President and Founder of The Posse Foundation (via phone)

Mr. Rassan Salandy, Vice President for External Affairs at The Posse Foundation (via phone)

Mr. Michael J. Fox, Secretary to the Board of Visitors

Ms. Jessica L. Walton, Deputy Secretary to the Board of Visitors

Members of the President's Cabinet

W&M Staff and Faculty

President Katherine A. Rowe reported on the status of five Diversity & Inclusion imperatives (1) Advance Inclusive Excellence among Faculty; (2) Increase Diversity of the Student Body; (3) Cultivate an Atmosphere of Belonging; (4) Ensure Organizational Accountability; and (5) Lead DEI Innovation Regionally and Nationally.

President Rowe said the university will be completing its DEI Strategic Plan in December. This is part of Governor Ralph Northam's overarching planning process for DEI in the Commonwealth and public higher education.

President Rowe said the university has reviewed the work of the Task Force on Race and Race Relations and the report is available on the D&I website.

Dr. W. Fanchon Glover, Chief Diversity Officer, elaborated on four of the five Diversity & Inclusion imperatives previously mentioned by President Rowe.

Dr. Glover said Mr. Henry R. Broaddus, Vice President for Strategic Initiatives & Public Affairs, will report on the fifth imperative: Lead DEI Innovation Regionally and Nationally.

Dr. Glover asked the five academic Deans to participate on a panel: Dr. Marie Donoghue Velleca, Dean of Arts & Sciences; Dr. Lawrence B. Pulley, Dean of the Raymond A. Mason School of Business; Dr. Robert C. Knoepfel, Dean of the School of Education; Mr. A. Benjamin Spencer, Dean of the School of Law; and Dr. John T. Wells, Dean & Director of the Virginia Institute of Marine Science. Each dean was asked to share their perspective of DEI as it relates to their respective school and share an initiative or project from the current academic year

Dean Donoghue Velleca reported on the benefits, status and trajectory of the WMSURE program. Dean Pulley reported on the School of Business's DEI Committee, Alumni of Color Network, and avatar training program being led by Associate Professor, Inga Carboni. Dean Knoepfel discussed the actions being taken by the School of Education to promote diversity and inclusion. Dean Spencer reported on DEI related actions taken since his arrival at William & Mary. These action/initiatives include: "Why We Can't Wait", inclusive teaching workshops for faculty, creation of the Equity and Inclusion Committee and their findings, overhaul of the School of Law's diversity statement, efforts to recruit

and matriculate African American students, and the creation of the Center on Racial and Social Justice. Dean Spencer also discussed challenges he faces as a dean in hiring more diverse faculty members. Dean Wells reported on two research initiatives/partnerships with Norfolk State University and the Pamunkey Indian Tribe.

A discussion ensued.

President Rowe notified the Board that Dr. Glover has been selected as a 2021 Humanitarian Award recipient by the Virginia Center for Inclusive Communities.

Ms. Johnson highlighted the artwork outside of the Alumni House's Hunter Hall inspired by the Lemon Project's identification of 180 names of enslaved people affiliated with the university. Ms. Johnson asked Mr. Anthony M. Joseph, Student Representative to the Board, to discuss the art project.

Mr. Henry R. Broaddus, Vice President for Strategic Initiatives & Public Affairs, reported on enrollment growth and the challenges (i.e. increased competition and declining number of high school students) facing higher education, even pre-COVID. Despite the challenges Mr. Broaddus said the William & Mary early decision pool is up five percent.

Mr. Broaddus introduced Dr. Debbie Bial, President and Founder of The Posse Foundation, and Mr. Rassan Salandy, Vice President for External Affairs at The Posse Foundation, who participated by phone. He then shared a video highlighting the mission, goals and accomplishments of The Posse Foundation.

President Rowe welcomed and thanked Dr. Bial and Mr. Salandy for joining the Board meeting. She then reviewed why the partnership with Posse is important to William & Mary: (1) Posse is transformative for the institution; (2) William & Mary is looking to change its reputation in the Commonwealth and become a place that is more welcoming to first generation, low-income and unrepresented students; and (3) think how the university will be transformed after COVID.

Dr. Bial shared The Posse Foundation's goals: (1) expand the pool of candidates from which colleges select their student bodies; (2) help partner colleges and universities build more interactive campus communities (more integrated diversity); and (3) graduate scholars so they can become leaders in the workforce. Dr. Bial then shared statics regarding students applying and participating in the program, cities Posse is currently located, and expansion plans including the pilot program that will recruit an in-state Posse for William & Mary.

Dr. Bial thanked President Rowe for her work and for reaching out with the idea for Posse to coordinate an in-state Posse for the Commonwealth. Dr. Bial took President Rowe's idea of a statewide Posse to the Board and decided to pilot the in-state program with William & Mary.

Mr. Salandy further elaborated on students that are exposed to Posse programming through Posse's Dynamic Assessment Process – learning about higher education opportunities. He too shared statistics and facts about students nominated to the program and those that actually receive a Posse Scholarship. Mr. Salandy identified benefits to William & Mary under the William & Mary-Posse

partnership.

A discussion ensued among the Board, Dr. Bial and Mr. Salandy.

There being no further business, the Board recessed at 6:00 p.m.

That evening the full Board convened in the Kaplan Gallery at the Alumni House for dinner from 7:00 – 8:45 p.m. A conversation ensued regarding topics discussed earlier in the day at the Board meeting. Mr. Hixon gave a brief overview of what the Board could expect to hear in the Committee on Financial Affairs the following morning, and President Rowe commented on the pandemic and university financials.

BOARD MEMBERS PRESENT THURSDAY EVENING:

Mr. John E. Littel, Rector
Mr. William H. Payne II, Vice Rector
Ms. Barbara L. Johnson, Secretary
Mr. S. Douglas Bunch
Ms. Sue H. Gerdelman
Mr. James A. Hixon

Hon. Charles E. Poston
Ms. Lisa E. Roday
Mr. J.E. Lincoln Saunders (via phone)
Dr. Karen Kennedy Schultz
Mr. H. Thomas Watkins III (via phone)

BOARD MEMBERS ABSENT:

Hon. Mari Carmen Aponte
Mr. Victor K. Branch
Mr. Mirza Baig

Ms. Cynthia E. Hudson
Ms. Anne Leigh Kerr
Mr. Brian P. Woolfolk

Also present was William & Mary President Katherine A. Rowe.

On Friday morning, November 20, the Committee on Financial Affairs met from 8:00 – 8:45 a.m. in Hunter Hall. At 9:30 a.m. John E. Littel, Rector, convened the full Board.

BOARD MEMBERS PRESENT FRIDAY:

Mr. John E. Littel, Rector
Mr. William H. Payne II, Vice Rector
Ms. Barbara L. Johnson, Secretary
Hon. Mari Carmen Aponte (via phone)
Mr. Victor K. Branch (via phone)
Mr. S. Douglas Bunch
Ms. Sue H. Gerdelman
Mr. James A. Hixon
Ms. Cynthia E. Hudson (via phone)
Ms. Anne Leigh Kerr (via phone)

Hon. Charles E. Poston
Ms. Lisa E. Roday
Mr. J.E. Lincoln Saunders
Dr. Karen Kennedy Schultz
Mr. H. Thomas Watkins III (via phone)
Mr. Brian P. Woolfolk (via phone)
Dr. Thomas J. Ward, Faculty Representative
Mr. Anthony M. Joseph, Student Representative
Ms. Arielle S. Newby, Staff Liaison

BOARD MEMBERS ABSENT

Mr. Mirza Baig

OTHERS PRESENT

President Katherine A. Rowe

Dr. Debbie L. Sydow, President of Richard Bland College

Dr. Peggy Agouris, Provost

Ms. Amy Sebring, Chief Operating Officer

Ms. Carrie Nee, University Counsel

Ms. Carla Mooreland, President of the Alumni Association Board of Directors (via phone)

Mr. Michael J. Fox, Secretary to the Board of Visitors

Ms. Jessica L. Walton, Deputy Secretary to the Board of Visitors

Members of the President's Cabinet

Committee Faculty and Student Representatives

W&M Staff and Faculty

Mr. John E. Littel, Rector, advised that a majority and quorum of the Board was present at the Alumni House and the following members were participating by phone: Mari Carmen Aponte, Victor Branch, Cynthia Hudson, Anne Leigh Kerr, Thomas Watkins and Brian Woolfolk. The Rector welcomed Philip Heavilin who was also on the phone. Mr. Heavilin is a doctoral student from the University of Pennsylvania's Graduate School of Education, studying higher education management.

In his opening remarks, the Rector reviewed highlights of the year. First, was the handling of the effects of the pandemic by William & Mary and Richard Bland. Each institution was able to deliver on its educational mission by keeping students on track in pursuing their degree, limit COVID cases, and avoiding outbreaks while addressing the financial impact of COVID-19. The Rector expressed admiration on behalf of the Board for the work of Presidents Rowe and Sydow and their leadership teams.

He also noted William & Mary's work to reconcile its history as it related to slavery and racism. The Rector recognized the work underway by the Principles for Naming and Renaming (PNR) Working Group led by former Board member, Dr. Warren Buck, and the work done by the Student Assembly. Once again, on behalf of the Board, the Rector reaffirmed that black lives matter and the university will continue to address injustice and work towards reconciliation and healing.

Lastly the Rector expressed appreciation to Dr. Jeremy Martin for stepping in as Interim Athletic Director and to the coaches, Tribe Club, student-athletes and supporters of W&M Athletics. Work is being led by President Rowe and Dr. Martin, in conjunction with the athletics teams, to create a framework for a Path Forward in Athletics.

The Rector concluded by saying the Board and Administration will continue to focus on the safety of the campus community, while maintaining the mission of the university.

In her opening remarks, President Rowe reported on the adaptability of the William & Mary community during pandemic, observing how students found new opportunities to be social, how faculty redesigned classes and curricula, and how staff took on new roles in high need areas. President Rowe then recognized the work and contributions of the Executive Leadership Team and thanked the Board for their support and governance.

President Rowe highlighted three lessons learned during the fall semester. The first is to be intentional about scheduling time for students and employees to reflect and recharge. In lieu of a spring break, students will have six days off interspersed throughout the spring semester to rest. Opportunities are being explored for faculty to have built in flexibility to recharge, and a planned pause program is being piloted for nonacademic departments.

Second: the affirmation of a phased approach to decision-making. This process will be utilized for the Athletics Path Forward. Athletics will take the following actions to seek alternative paths forward: complete an expedited gender equity review by June 30, 2021, publish a two-year fundraising plan by February 1, 2021, reduce costs among Athletics programs, and provide quarterly updates on these actions.

Third: the President spoke of the need to do more under pandemic and recession to expand pathways for vulnerable populations – military and veteran students, first-gen and low-income student, and students of color.

President Rowe also commented on the accelerated set of goals for anti-racism, equity and inclusion on campus. She mentioned the diversity dashboard and the fact progress is not being made fast enough. She said the Office of Diversity & Inclusion will publish a university-wide DEI strategic plan in December and host an external audit in the spring.

She highlighted the partnership with The Posse Foundation, and she reviewed work assigned to the Design Review Board (DRB) this week. The President charged the DRB to establish a process for submission of requests regarding naming or renaming and determine what thresholds they should meet. The two key objectives of this work are to ensure consistency across campus and establish a clear and thorough submission process.

Finally, the President welcomed Robert Merkl as the new Special Assistant to the President for Military and Veterans Affairs. Mr. Merkl will lead the development of the new VET program to accelerate military transition to civilian leadership roles.

President Debbie L. Sydow's remarks included highlights from the Richard Bland College (RBC) Committee meeting held virtually on Tuesday, November 17. She commented on RBC's partnership with the Commonwealth's Center for Advanced Manufacturing and SEI Ventures and their respective missions. President Sydow also offered a recap of the fall semester and class delivery structure for the spring.

President Sydow mentioned *The College Student Experiences Amid COVID-19* study, a collaboration between the Languages & Humanities and Behavioral Sciences Departments, underway to understand how the pandemic has affected college students. She also provided an update on the RBC Online implementation timeline and spoke of the program's intent to incentivize previously stopped-out students to return to college by providing reduced costs and requiring less credits to obtain a degree or certificate.

Finally, President Sydow concluded by thanking Board member Cynthia Hudson for visiting the RBC campus recently and spending time with RBC staff.

Recognizing that a quorum was present, the Rector asked for a motion to adopt the minutes of the meeting of September 25, 2020. Motion was made by Ms. Payne, seconded by Mr. Hixon. Hearing no discussion, the minutes were adopted by roll call vote – 16 – 0.

The Rector called for the reports of the standing committees.

Mr. Branch reported for the **Richard Bland College Committee** that met virtually on Tuesday, November 17. He noted that President Sydow had already provided an overview of the meeting and briefly reviewed the agenda.

On behalf of the Committee, Mr. Branch moved adoption as a block of **Resolution 1**, Resolution to Approve Revised FY21 Operating Budget; **Resolution 2-R** (appended), Resolution to Approve FY Revised Tuition & Fees; **Resolution 3-R** (appended), Resolution to Approve FY22 Operating and Capital Budget Requests; **Resolution 4**, Resolution to Approve the Faculty Early Retirement Incentive Plan (FERIP) Policy; **Resolution 5**, Retirement of Stephen Jenkins, Maintenance Crew Member; and **Resolution 6**, Retirement of Joanne Williams, Director of Government Relations and Communications. **Resolutions 1, 2-R, 3-R, 4, 5 and 6** were approved by roll call vote – 16-0.

Dr. Schultz reported for the **Committee on Academic Affairs** and briefly reviewed the agenda. Dr. Schultz presented a video that included Roxane O. Adler Hickey, Interim Director of the Washington Center who discussed the mission of the Washington Center and highlighted recent work of the Center.

On behalf of the Committee, Dr. Schultz moved adoption as a block of **Resolution 7**, Designated Professorships; **Resolution 8**, Award of Academic Tenure; **Resolution 9**, Faculty Promotions; **Resolution 10**, Retirement of Michael J. Kelley Department of Applied Science; **Resolution 11**, Retirement of Robert J. Orth School of Marine Science; and **Resolution 12**, Retirement of Walker O. Smith Jr. School of Marine Science. **Resolutions 7, 8, 9, 10, 11 and 12** were approved by roll call vote – 16-0.

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

On behalf of the Committee, Mr. Poston recommended the adoption of **Resolution 13**, William & Mary and Richard Bland College Approval of 2021 Internal Audit Work Plan. **Resolution 13** was approved by roll call vote – 16-0.

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.

Ms. Johnson reported for the **AD HOC Committee on Organizational Sustainability & Innovation**, and highlighted the issues reviewed by the Committee of the Whole previously noted in the minutes.

The Rector encouraged the Board to read the “The African American Experience at William & Mary: An Historical Overview” and Staffing article found on page 38 of the Lemon Project Report which had been distributed to the Board. The article offers insight into the experience African Americans have had at William & Mary over the years.

Mr. Hixon reported for the **Committee on Financial Affairs** and briefly reviewed the agenda.

On behalf of the Committee, Mr. Hixon moved adoption as a block of **Resolution 14**, Revised Consolidated Debt Management Policy; **Resolution 15**, 2020 Consolidated Cash Management Investment Policy; **Resolution 16**, Investment of William & Mary General Revenue Pledge Bond Proceeds; **Resolution 17**, 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, 2020; **Resolution 18**, William & Mary Receipt of the Financial Report of the Intercollegiate Athletic Department for the Fiscal Year Ended June 30, 2020; and **Resolution 19-R** (appended), Establishment of a Quasi-Endowment for Osher Lifelong Learning at William & Mary. **Resolutions 14, 15, 16, 17, 18 and 19-R** were approved by roll call vote – 16-0.

Rector Littel thanked Mr. Hixon and the Chief Operating Officer for all the work and planning throughout the pandemic. He also noted that under the William & Mary Promise the Board typically sets tuition rates for undergraduate students at the November Board meeting however being cognizant of the financial strain caused by the pandemic the Board will delay action until the February meeting on in-state and out-of-state undergraduate tuition. At that time, there will be a better understanding of the financial impact on spring and fall semesters.

Mr. Payne reported for the **Committee on Administration, Buildings and Grounds**. The Committee did not meet but brought forth two resolutions to be considered by the Board. Prior to presenting the resolutions Mr. Payne commended the work of Interim Chief Facilities Officer Sam Hayes and his staff during the pandemic.

Mr. Payne brought forth **Resolution 20-R** (appended), William & Mary Resolution to Modify the Constitution of the Staff Assembly. Ms. Newby proposed an amendment to the resolution requesting that the Chief Operating Officer approve changes to the Staff Assembly’s constitution moving forward instead of the Board.

The second resolution Mr. Payne brought forth was **Resolution HC-1** (appended), Membership & Responsibilities of Design Review Board (DRB). The Board expanded DRB membership in September to include faculty, staff and alumni. **Resolution HC-1** clarifies the membership as it relates to architectural expertise and flexibility in the project submission process. Mr. Payne noted the DRB met on Wednesday, November 18 and briefly reviewed the agenda.

President Rowe added that consistent with the recommendations of PNR the administration is working with the DRB to develop and implement a transparent and ongoing process regarding how buildings are named and renamed within the guidelines of the principles and imperatives approved by the Board in September.

Mr. Payne moved adoption as a block of **Resolutions 20-R and HC-1**. The Committee motion seconded

by Mr. Hixon and approved by roll call vote – 16-0.

Student representative to the Board Anthony M. Joseph thanked President Rowe for her leadership through a difficult semester. He noted November 19 was the culmination of Transgender week, and November 20 was Transgender Remembrance Day. He then asked for a moment of silence in the memory of those lost as a result of transphobia. Mr. Joseph then reported on the activities of the Student Assembly, and Student Assembly Leadership, over the semester and identified the need for the Student Assembly and Administration to keep making progress towards DEI on campus.

Faculty representative to the Board Thomas J. Ward identified areas where continued work is needed, such as DEI and university financials. Dr. Ward mentioned the attributes he believes contributed to William & Mary staying the course this semester; and said the path of scholarship for younger faculty needs to be reviewed.

Staff Liaison Arielle S. Newby reported on the input sought by the Administration from the Staff Assembly and the Professionals and Professional Faculty Assembly (PPFA) regarding employee concerns and thoughts in preparation for the semester. She conveyed challenges staff have faced during under pandemic, and highlighted past and upcoming activities of the Staff Assembly and PPFA.

There was no old business.

There was no new business.

Prior to entering Closed Session Rector Littel thanked all the people involved in organizing the Board meeting and said the Board would have business to conduct when it returned to open session.

The Rector call on the Secretary of the Board. Ms. Johnson moved the William & Mary Board of Visitors convene into closed session for the following reasons:

- Pursuant to Va. Code §2.2-3711.A.1
 - for discussion of the performance of specific officers or employees, including the Presidents of W&M and RBC and members of the W&M Executive Leadership Team and Department of Athletics;
 - for the discussion of the disciplining of individual faculty members; and
 - for the evaluation of the performance of the Departments or Offices of Athletics, Advancement, IT, Facilities, Finance & Administration, Compliance & Equity, Admissions, Campus Security, Residence Life and Dean of Students where such discussion will necessarily involve discussion of performance of specific individuals.
- Pursuant to Va. Code §2.2-3711.A.7 and A.8 for consultation with legal counsel and others regarding actual or probable litigation and specific personnel and compliance matters requiring legal advice.

Motion was seconded by Mr. Payne and approved by roll call vote – 16-0. Observers were asked to leave the room and the public listening by phone were muted and the Board went into closed session at 11:40 a.m.

The Board reconvened in open session at 12:52 p.m. and phone line for the public was reopened. Ms.

Johnson moved adoption of the Resolution certifying 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 – 16-0 – conducted by Mr. Fox. (Certification **Resolution BOV-1** is appended)

The Rector presented **Resolution HC-2** (appended), William & Mary Presidential Housing Benefit; and **Resolution HC-3** (appended), Richard Bland College Presidential Housing Benefit for Board consideration. Motion was made by Mr. Payne, seconded by Ms. Roday, and approved by roll call vote – 16-0.

The Rector moved that based on the Board's August 2020 evaluations of the performance of President Rowe and President Sydow for FY20 that they each be awarded the maximum bonus permitted under their respective contracts. The motion was made by Mr. Payne, seconded by Ms. Johnson and approved by roll call vote – 16-0.

The Rector concluded the meeting with brief remarks and reminded the Board that the next meeting is February 4-5, 2021. He also noted Charter Day will be virtual February 5, 2021 and work is underway to determine when and if there will be a joint Board meeting with the William & Mary Foundation Board of Trustees, Alumni Association Board of Directors and Annual Giving Board of Directors in February.

There being no further business, Rector Littel adjourned the meeting at 1:00 p.m.



Richard Bland College *of WILLIAM & MARY*

RESOLUTION TO APPROVE FY22 OPERATING AND CAPITAL BUDGET REQUESTS

In anticipation of the 2021 General Assembly session and consistent with guidance from the Governor's Office on the administration's priorities, for the upcoming 2020-2022 Appropriation Act, Richard Bland College (RBC) will seek funding support for four priorities during the upcoming session. These priorities are outlined below.

PRIORITY 1: COMPLIANCE

Proposed Request:	<u>FY22</u>	<u>FY23</u>
	\$708,400 GF	\$708,400 GF

Through a previous budget allocation, Richard Bland College responded well to the recurring APA (Auditor of Public Accounts) findings of non-compliance as well as the recent SACSCOC (Southern Association of Colleges and Schools Commission on Colleges) finding of non-compliance related to financial resources. Enhanced administrative infrastructure (technology solutions and adequate RBC staffing) remains necessary to achieve 100% compliance and to minimize risk to the College and the Commonwealth.

Two (2) ITS Resources Staff Members

Internal audits and APA identified issues related to separation of duties and change management. These are a direct result of too few resources with specific skill sets limiting the team's ability to distribute workload and responsibility given NIST/VITA standards.

FY22: \$258,000 /	FY23: \$258,000	\$ 516,000
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Two (2) HR Resources Staff Members

Resources needed for compliance in employee recruitment/onboarding and training.

FY22: \$130,600 /	FY23: \$130,600	\$ 261,200
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One (1) Financial Aid Staff Member

Resources needed for compliance management.

FY22: \$74,800 /	FY23: \$74,800	\$ 149,600
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Technical Systems

Additional and/or expanded for Personal Management, Financial Reporting and Security Monitoring are needed to ensure compliance with required standards.

FY22: \$120,000 / FY23: \$120,000 \$ 240,000

Compliance Manager

Oversees maintenance of policy manual, ongoing compliance training for personnel, SACSCOC standards, Title IX and Clery Act management and training responsibilities and other compliance-related matters.

FY22: \$125,000 / FY23: \$125,000 \$ 250,000

PRIORITY 2: COMMERCE HALL HYBRID CLASSROOM CONVERSION

Proposed Request:	FY22	FY23
	\$299,000 GF	\$299,000 GF

With demand for residential housing steadily increasing beyond original capacity (250) and reaching an all-time high (400 occupied beds + 50 students housed at VSU) in 2015, plans and funding were sought to repurpose and fully renovate Commerce Hall, taking it from an outdated amalgamation of offices and classrooms to a modern dormitory. The building reopened as a residential facility in the fall of 2018. This project was funded with 9(C) and 9(D) general obligation bonds in the amount of \$4.2 million with an annual debt service of \$299,000.

In the spring semester of 2019, COVID-19 forced the move to fully online instruction. By the fall semester of 2020, faculty offered a full range of teaching formats, including asynchronous (no set meeting times), synchronous (specific meeting times) and blended (half students in class and half virtual) instruction. COVID-19 has compelled the acceleration of blended instruction, and research indicates that blended delivery is here to stay. The quick shift to combined online and in-seat educational modalities—blended classes—requires new instructional spaces to ensure the best learning outcomes for RBC students now and for the foreseeable future. This unanticipated shift, combined with the pre-COVID strategic priority to develop and advance a fully online program to serve the needs of non-traditional students, requires additional reconfigured academic space.

Space in Commerce Hall will be modified to accommodate small, hybrid classrooms to better accommodate blended instructional formats and to provide online faculty with an area for the delivery of virtual instruction and student meetings.

The repurposing of Commerce Hall, from a revenue-generating dormitory (auxiliary funds) to an academic building that will house classrooms and faculty offices (E&G funds), requires a change in the source funding.

Debt Service

The total debt service for the original renovation is \$2.4 million. The annual debt service on the 9(C) bond is \$185,000 and the annual debt service on the 9(D) bond is \$114,000.

FY22: \$299,000	/	FY23: \$299,000	\$	598,000
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PRIORITY 3: FINANCIAL AID

Proposed Request:	<u>FY22</u>	<u>FY23</u>
	\$650,000 GF	\$650,000 GF

Richard Bland College is located in the Petersburg community, an economically depressed region whose ongoing challenges are well documented. The College serves a large number of at-risk, low income and first-generation Virginia students, many of whom cannot attend and complete a college credential without strong financial support.

Financial Aid Support

500 students at \$1,000 each per year

FY22: \$500,000	/	FY23: \$500,000	\$	1,000,000
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Institutional Work Study

Institution-based work study to pilot work-service-learning programming supporting 55 students

FY22: \$150,000	/	FY23: \$150,000	\$	300,000
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Priority 4: GUIDED PATHWAYS FOR SUCCESS AT RICHARD BLAND COLLEGE (GPS@RBC)

Proposed Request:	<u>FY22</u>	<u>FY23</u>
	\$1,252,000 GF	\$1,252,000 GF

Supports Access and Enrollment; Retention, Completion and Time to Degree; and Workforce Alignment and Retention of Graduates

In 2015, Richard Bland College launched a pilot program, ESE@RBC (Exceptional Student Experience), in support of the College's aspirational goal of 100% student success. As a means of

addressing the needs of its largely first generation and socio-economically disadvantaged student body, ESE@RBC utilizes predictive analytics tools to improve student retention and on-time completion of degrees. Each student is assigned a Learner Mentor who uses real-time information to keep students on track, providing a one size fits one solution for each student's personal success. The pilot program has yielded positive results. Retention is up by 14.6% since 2016 (fall to fall, first time student, graduates, excluded).

Research strongly suggests that the ESE@RBC pilot program should evolve into a fully implemented guided pathways framework that provides a clear and compelling student value proposition. This framework is comprised of 1) easy to navigate onboarding, 2) clearly defined pathways that outline workforce-friendly majors and credentials, and effective processes for entering a pathway, 3) fast track programs to get academically underprepared students into and through crucial English and math courses, 4) high-touch, intensive student-centric support across the College, and 5) tools for faculty, staff and students that provide useful information about assessment and progress. The design and implementation of this comprehensive program, Guided Pathways for Success at Richard Bland College (GPS@RBC), is the primary focal point of the RBC six-year plan and the future-sighted strategic plan of the College that will continue to advance 100% student success as a primary goal.

The new paradigm combines the benefits of the Learner Mentor, one size fits one culture with the research-proven effectiveness of the guided pathway tenants. Additionally, a work-curriculum integration component will integrate the academic experience with key career-building skills, job/internship experience and beneficial career services.

Four (4) Additional Learner Mentors

Reduce case load to approximately 125 students per Learner Mentor.

FY22: \$326,500 / FY23: \$326,500	\$ 653,000
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Student Success Program Manager

Provides leadership and direction to GPS@RBC, including supervising Learner Mentors and student success staff. This crucial position ensures the student value proposition is properly provided and that all students have an exceptional experience.

FY22: \$125,000 / FY23: \$125,000	\$ 250,000
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Case Management System

Complete implementation of central case management system that provides real-time activity and 360-degree view of students throughout lifecycle. This includes integration, development, and licensing costs.

FY22: \$290,000 / FY23: \$290,000	\$ 580,000
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Predictive Modeling Technology

Research and development necessary to expand the use of predictive modeling as an early warning system as students' progress through their defined pathway.

FY22: \$150,000 / FY23: \$150,000 \$ 300,000

Online/Dual Enrollment Support

Coordinator (1) and dedicated Learner Mentor (1)

FY22: \$150,000 / FY23: \$150,000 \$ 300,000

Online/Dual Enrollment Integration

Licensing costs required to bring students onto existing platforms.

FY22: \$75,000 / FY23: \$75,000 \$ 150,000

Work-Curriculum Integration Pilot Program Director

Integrate work-curriculum component into the student experience with focus on business/industry partnership development.

FY22: \$135,500 / FY23: \$135,500 \$ 271,000

***All costs for staff positions includes salary + benefits**

TOTAL INCREASE REQUESTED FOR GENERAL OPERATING FUNDS FOR FY22/FY23:

\$ 5,818,800

Richard Bland College requests approval by the Board of Visitors to pursue these funding priorities as part of the College's 2020 legislative strategy.

WHEREAS, the Board of Visitors recognizes the Commonwealth's interest in growing the number of citizens with higher education credentials; and

WHEREAS, the College has demonstrated the effectiveness of its unique retention program that utilizes predictive analytics and personalized support; and

WHEREAS, the Board of Visitors recognizes the importance of preparing students, particularly in the Petersburg area, for academic and career success through higher education;

THEREFORE, BE IT RESOLVED, that upon the recommendation of the President of Richard Bland College, the William & Mary Board of Visitors approves the administration's proposed 2022 legislative budget priorities.

**ESTABLISHMENT OF A QUASI-ENDOWMENT
FOR OSHER LIFELONG LEARNING AT WILLIAM & MARY**

WHEREAS, the Bernard Osher Foundation (“the Foundation”) was established in 1977 to provide philanthropic support to higher education and the arts;

WHEREAS, the Foundation has established Osher Lifelong Learning Institutes at 124 colleges and universities across the United State of America to provide non-credit courses and activities for adults aged 50 or over;

WHEREAS, William & Mary’s lifelong learning program, previously known as the Christopher Wren Association, applied to the Foundation to become a recognized Osher Institute for Lifelong Learning;

WHEREAS, the Foundation has awarded William & Mary \$1,000,000 to be invested in a manner that will provide annual income to support the university’s lifelong learning programs; and

WHEREAS, the Foundation requires that the university return the corpus in the event that it discontinues its lifelong learning.

THEREFORE, BE IT RESOLVED, that upon the recommendation of the Chief Operating Officer, the Board of Visitors establishes a quasi-endowment with a corpus of \$1,000,000 to be invested for the benefit of the Osher Lifelong Learning at William & Mary.

**WILLIAM & MARY
RESOLUTION TO MODIFY
THE CONSTITUTION OF THE STAFF ASSEMBLY**

WHEREAS, the members of the Staff Assembly have carefully reviewed the Constitution of the Staff Assembly and made corrections and changes; and

WHEREAS, the members of the Staff Assembly approved these changes at their meeting on March 18, 2020;

THEREFORE, BE IT RESOLVED, that the Board of Visitors approves the proposed changes effective immediately, and the Constitution of the Staff Assembly is now amended as per the attached document.

William & Mary Staff Assembly Constitution and Bylaws

CONSTITUTION OF THE STAFF ASSEMBLY

- Article I. Name
- Article II. Purpose
- Article III. Authority
- Article IV. Membership
- Article V. Amendments to the Constitution
- Article VI. Dissolution of the Assembly

Article I. Name

The name of this organization is the Staff Assembly of William & Mary.

In this document the term “William & Mary” or “the university” includes departments, divisions, and schools of William & Mary, including the Virginia Institute of Marine Science.

The term “Staff” includes all operational and classified employees and non-student hourly wage employees of William & Mary.

Article II. Purpose, Vision & Mission

Purpose:

The Staff Assembly will serve as a forum to facilitate communication among Staff. The Staff Assembly will support a diverse, multi-campus university in accordance with university policy and the Statement of Rights and Responsibilities.

The Staff Assembly will function in an advisory capacity to the administration, promoting Staff interests in university governance by encouraging actions that address the current and future needs of the entire university community.

The Staff Assembly will promote honest and open communication between the administration and Staff and refer Staff concerns to the appropriate university officials.

The Staff Assembly will not serve as a substitute for the formal grievance procedures of the university.

The Staff Assembly will work with the administration, faculty, and students in all efforts to attain the goals of the university, while fostering a spirit of respect, dignity, unity and cooperation among the Staff. The Staff Assembly will recommend Staff representatives to university committees, as appropriate and permitted.

Vision:

To be a trusted partner working with those we represent, peer organizations, and university leadership to build a more inclusive and engaged community.

Mission:

Staff Assembly engages and empowers the William & Mary community by facilitating meaningful dialogues and connections regarding current and future needs of the university.

Article III. Authority

This Constitution has been approved by the Board of Visitors of William & Mary on April 16, 2010. The Staff Assembly has only such authority as conveyed by this Constitution and permitted by the university administration and State law.

Existence of the Staff Assembly does not preclude the right of a Staff member to belong to any other organization.

The Executive Board of the Staff Assembly derives its authority from the Staff Assembly.

Article IV. Membership

- A. The Staff Assembly consists of 24 members elected by the Staff (an approximate ratio of one voting member per 50 members of the staff). All 24 Assembly members represent The College of William & Mary as a whole; Members do not represent departments, units, or other staff constituencies. Elections will be conducted in accordance with the Bylaws and any procedures established by the Elections and Nominations Committee.
- B. Each Assembly member's General election term will begin May 1 and last for two years. Initially, twelve members will be elected at random as having a one-year (rather than two-year) term, such that terms will be staggered to permit election of approximately one-half of the Staff Assembly General election each year.
- C. The Executive Board by a majority vote may remove a member following three unexcused absences from regular Staff Assembly meetings during any consecutive twelve-month period.
- D. Members may be re-elected but may not serve more than two consecutive elected terms, which is defined as two successive two-year terms with no break in service. The duration from the end of a term through a mandatory special election will satisfy a break in service. An appointed term does not count as an elected term.
- E. In the event of mid-term vacancies, the Staff Assembly must hold elections when the number of participating members falls to 20; otherwise, vacancies will be filled during the normal General election period. Each Assembly member's special election term will begin November 1 and last for the duration of the vacated seat.

Article V. Amendments

The approval process for amendments to the Constitution is as follows:

- A. A proposal for an amendment must be submitted to the Constitution & Bylaws Committee Chair for review and clarification. The Constitution and Bylaws Committee Chair will submit the proposal to the Executive Board for consideration.
- B. A written notice that an amendment is proposed must be given by the Executive Board to all members of the Staff Assembly in such time that it may be included on the agenda for the meeting at which the amendment will be proposed and at least five days before said meeting. The notice shall contain the proposed amendment in context or general nature of the matter. The proposed amendment may be discussed at the regular meeting at which the amendment is proposed.
- C. Proposed amendments shall not be voted on until at least one regular meeting after the introduction.
- D. Amendments to the Constitution will be deemed approved by the Staff Assembly upon approval by a simple majority vote of the Staff Assembly members present.
- E. No amendment to Article II or III of the Constitution shall be effective unless approved by the university's Chief Operating Officer. All other amendments shall become effective upon Staff Assembly approval as provided under (D) above.

Article VI. Dissolution of the Assembly

The Staff Assembly may be dissolved by approval of two-thirds of Staff Assembly members casting or returning ballots, with at least forty percent of Staff voting.

**WILLIAM & MARY
RESOLUTION ON DESIGN REVIEW BOARD
MEMBERSHIP, MEETINGS AND SUBMISSIONS**

WHEREAS, the Board of Visitors approved changes to the responsibilities and membership of the Design Review Board during it meeting on September 25, 2020 among other changes; and

WHEREAS, the DRB is advisory to the President of the university who remains subject to the oversight of the Board of Visitors; and

WHEREAS, the DRB has recommended to the President further changes to its Guidelines and the President concurs with the DRB's recommendations;

THEREFORE, BE IT RESOLVED, the Board of Visitors approves the following effective immediately.

- I. William & Mary Design Review Board Guidelines**
- II. Effective Date: February 6, 2003**
- III. Revision Date(s): June 28, 2016, April 24, 2019 and September 25, 2020**

I. Overview

The William & Mary is dedicated to ensuring a high level of commitment to preserving the character of its campus as expressed in the architecture of its buildings and grounds. The College's 2015 Campus Master Plan and the Campus Precinct Framework & Design Guidelines of 2003 provide direction to those whose responsibility it is to develop and maintain a unified and complementary campus structure. The Design Review Board (DRB) provides oversight to this process.

II. Scope

The DRB oversees design implementation in conformance with the goals and objectives of the Master Plan and Design Guidelines. The DRB reviews proposed changes to the exterior of any university facility for conformance with the university's architectural design guidelines. This includes the Virginia Institute of Marine Science (VIMS) and ancillary campuses.

Types of projects subject to review include, but are not limited to: construction, exterior renovation/modification, site work, landscaping, and statues/monuments. As part of its oversight of the implementation of the Campus Master Plan, the DRB shall consider proposals to name and rename structures on campus and to contextualize historical statues and monuments in accordance with the William & Mary Guidelines for Naming and Renaming.

All major and minor projects are subject to review. As an example, placement of a cell tower on a roof, while not classified as a major capital project, would still fall within the DRB's purview.

The DRB may recommend design elements for architects to consider as projects move through the design phases. Specifically, the DRB will review and make recommendations at three stages:

- 1) Site selection and design intent
- 2) Schematic design
- 3) Preliminary design

III. Board Composition

DRB membership shall include, but is not limited to, the following members:

- Chair – Chair of the BOV Administration, Buildings, & Grounds Committee
- Vice Chair – Chief Operating Officer
- Member from the BOV Administration, Buildings, Grounds & Committee
- Chief Facilities Officer
- Director of the Historic Campus
- Chair of the Committee on Sustainability
- Architect at large

Staff to the Board shall include, but is not limited to:

- Director, Facilities Planning, Design and Construction (FPDC)
- Associate Budget Director

The DRB may call upon experts as needed. The President may appoint additional members or staff to the DRB as needed.

IV. Meetings

Quorum: A simple majority of DRB members, one of whom must be the Chair or Vice Chair. Members may participate by phone or other electronic means.

Record: Minutes will be kept by staff to the DRB.

Action: Requires only a simple majority within a quorum.

Schedule: Meets as needed in order to meet critical project schedule dates.

IV. Submissions to the DRB

All submissions will include at a minimum:

- A statement of defined scope and purpose
- An established budget with a proposed funding source(s)
- Any other requirements as established by the DRB

Standard site selection presentations will include at a minimum:

- Topographical map of sites considered with proposed footprint imposed
- Selection criteria
- Advantages and disadvantages of each site

Standard architectural (schematic design and preliminary design) presentations will include at a minimum:

- Building footprint
- Elevations of all four sides
- Demonstration of compliance with order and elements of design guidelines
- Demonstration of compliance with architectural zone (Traditional to Transitional)
- Demonstration of actual building materials and mock-ups as required at the preliminary stage

V. Authority

The DRB is advisory to the President of the university who remains subject to the oversight of the Board of Visitors.

WILLIAM & MARY PRESIDENTIAL HOUSING BENEFIT

WHEREAS, the Board requires, as a condition of employment, that the president of the university reside in housing provided by the university for the sole benefit and convenience of the university in having the functions of the Office of President efficiently discharged;

WHEREAS, the residence must be considered as compensation for purposes of assessing personal income taxes;

WHEREAS, the actual value of the private residence will be re-evaluated annually and adjusted as necessary to determine the amount of taxable compensation provided by the university;

THEREFORE, BE IT RESOLVED, That the Board of Visitors approves a one-time payment of \$9,000 to be paid to President Katherine A. Rowe on or before December 31, 2020 to recognize the taxable impact of the inclusion of the value of the residence as compensation for tax year 2020; and

BE IT FURTHER RESOLVED, That beginning with tax year 2021, the taxable impact of the inclusion of the value of the residence as compensation shall be assessed in January and paid to the president through normal payroll distribution over the course of the year. No further Board approval is required unless and until the amount of taxable impact is estimated to exceed \$20,000.

RICHARD BLAND COLLEGE PRESIDENTIAL HOUSING BENEFIT

WHEREAS, the Board requires, as a condition of employment, that the president of the university reside in housing provided by the university for the sole benefit and convenience of the university in having the functions of the Office of President efficiently discharged;

WHEREAS, the residence must be considered as compensation for purposes of assessing personal income taxes;

WHEREAS, the university annually evaluates the portion of the residence that is used strictly for personal purposes to estimate the amount of personal income attributable to the provision of the presidential residence in accordance with the Internal Revenue Code;

WHEREAS, the actual value of the private residence will be re-evaluated annually and adjusted as necessary to determine the amount of taxable compensation provided by the university;

THEREFORE, BE IT RESOLVED, that the Board of Visitors approves a one-time payment of \$2,300 to be paid to President Debbie L. Sydow on or before December 31, 2020 to recognize the taxable impact of the inclusion of the value of the residence as compensation for tax year 2020; and

BE IT FURTHER RESOLVED, that beginning with tax year 2021, the taxable impact of the inclusion of the value of the residence as compensation shall be assessed in January and paid to the president through normal payroll distribution over the course of the year. No further Board approval is required unless and until the amount of taxable impact is estimated to exceed \$10,000.

November 19-20, 2020

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: **16**

NAYS: **0**

ABSENT DURING CLOSED SESSION: **1**


John E. Littel
Rector