

WILLIAM & MARY Board of Visitors

FEBRUARY BOARD BOOK

COMMITTEE MEETINGS

FEBRUARY 9-12, 2022 | W&M ALAN B. MILLER HALL

WILLIAM & MARY

BOARD OF VISITORS
FEBRUARY 9-12, 2022

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WILLIAM & MARY

CHARTERED 1693

BOARD OF VISITORS MEETINGS FEBRUARY 9-12, 2022 ALAN B. MILLER HALL

WEDNESDAY, FEBRUARY 9

3:30 – 5:30 p.m. **Executive Committee**
(Room - 2018B)

6:30 p.m. **Rector's Dinner**
(Brinkley Commons)

THURSDAY, FEBRUARY 10

9:00 – 11:00 a.m. **Richard Bland College Committee**
(Brinkley Commons)

11:00 – 11:15 a.m. **Break**

11:15 a.m. – 12:00 p.m. **Committee on Academic Affairs**
(Brinkley Commons)

11:15 a.m. – 12:15 p.m. **Committee on Administration, Buildings and Grounds**
(Room – 2018B)

12:15 – 1:15 p.m. **Lunch**

12:15 – 1:15 p.m. **Investments Subcommittee – working lunch**
(Room – 2018B)

1:15 – 2:00 p.m. **Committee on Financial Affairs**
(Brinkley Commons)

2:00 – 3:00 p.m. **Break and Travel Time**

3:00 – 5:30 p.m. **JOINT MEETING: W&M Foundation Board of Trustees, Board of Visitors, Alumni Association Board, and Annual Giving Board**
(School of Education – Matoaka Woods)

6:30 p.m. **RECEPTION: W&M Foundation Board of Trustees, Board of Visitors, Alumni Association Board, and Annual Giving Board**
(Muscarelle Museum)

Board of Visitors

February 9-12, 2022

FRIDAY, FEBRUARY 11

8:00 – 9:15 a.m.	Committee on Audit, Risk and Compliance (Brinkley Commons)
9:15 – 9:30 a.m.	Break
9:30 a.m. – 12:30 p.m.	Full Board Meeting (Brinkley Commons)
12:30 - 1:30 p.m.	Board & Cypher Society Lunch (Brinkley Commons)
3:30 p.m.	Robing Room (Kaplan Arena – Green & Gold Room)
4:00 p.m.	Charter Day Ceremony (Kaplan Arena)

SATURDAY, FEBRUARY 12

9:00 a.m.	Hard Hat Tour of Sadler Center Expansion
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WILLIAM & MARY

BOARD OF VISITORS OFFICERS AND COMMITTEES 2021-2022

STANDING COMMITTEES

EXECUTIVE COMMITTEE

John E. Littel, Chair
William H. Payne II, Vice Chair
Barbara L. Johnson, Secretary
Sue H. Gerdelman
James A. Hixon
Lisa E. Roday
Brian P. Woolfolk
Michael J. Fox
Carrie S. Nee

COMMITTEE ON ACADEMIC AFFAIRS

S. Douglas Bunch, Chair
Karen Kennedy Schultz, Vice Chair
Mari Carmen Aponte
Victor K. Branch
Anne Leigh Kerr
John P. Rathbone
John Gilmour, faculty representative
Tarun Chandrasekar, student representative
Peggy Agouris

COMMITTEE ON ADMINISTRATION, BUILDINGS AND GROUNDS

William H. Payne II, Chair
J.E. Lincoln Saunders, Vice Chair
Sue H. Gerdelman, Vice Chair
James A. Hixon
Barbara L. Johnson
Ardine Williams
Nick Santiago, faculty representative
Zenobia Goodman, student representative
Amy S. Sebring

Board of Visitors

Officers and Committees – 2021-2022

COMMITTEE ON THE STUDENT EXPERIENCE

Mari Carmen Aponte, Chair

Lisa E. Roday, Vice Chair

S. Douglas Bunch

Sue H. Gerdelman

Cynthia E. Hudson

Karen Kennedy Schultz

Ardine Williams

Marc Sher, faculty representative

John Cho, student representative

Virginia M. Ambler

COMMITTEE ON AUDIT, RISK AND COMPLIANCE

Charles E. Poston, Chair

Cynthia E. Hudson, Vice Chair

William H. Payne II

John P. Rathbone

J.E. Lincoln Saunders

Brian P. Woolfolk

Kent B. Erdahl

Pamela H. Mason

Amy S. Sebring

COMMITTEE ON FINANCIAL AFFAIRS

James A. Hixon, Chair

Anne Leigh Kerr, Vice Chair

Victor K. Branch

Charles E. Poston

John P. Rathbone

Mark Brush, faculty representative

Meghana Boojala, student representative

Amy S. Sebring

Investments Subcommittee:

James A. Hixon, Chair

Anne Leigh Kerr, Vice Chair

John P. Rathbone

Board of Visitors

Officers and Committees – 2021-2022

COMMITTEE ON INSTITUTIONAL ADVANCEMENT

Sue H. Gerdelman, Chair
J.E. Lincoln Saunders, Vice Chair
Mari Carmen Aponte
Victor K. Branch
S. Douglas Bunch
Anne Leigh Kerr
Lisa Landino, faculty representative
Emmanuel Murphy, student representative
Henry R. Broaddus
Matthew T. Lambert

RICHARD BLAND COLLEGE COMMITTEE

Victor K. Branch, Chair
Brian P. Woolfolk, Vice Chair
Cynthia E. Hudson
Barbara L. Johnson
Charles E. Poston
Lisa E. Roday
Karen Kennedy Schultz
Ardine Williams
David McCarthy, faculty representative
Thulani Jayasinghe, student representative
Debbie L. Sydow

COMMITTEE OF THE WHOLE:

COMMITTEE ON ORGANIZATIONAL SUSTAINABILITY & INNOVATION

Barbara L. Johnson, Chair
Lisa E. Roday, Vice Chair
Peggy Agouris
Henry R. Broaddus
Amy S. Sebring
Chon Glover



EXECUTIVE COMMITTEE

WILLIAM & MARY

EXECUTIVE COMMITTEE
FEBRUARY 9, 2022
3:30 – 5:30 P.M.
ALAN B. MILLER HALL – ROOM 2018B

JOHN E. LITTEL, CHAIR
WILLIAM H. PAYNE II, VICE CHAIR
BARBARA L. JOHNSON, SECRETARY

- | | | |
|------|----------------------------------|----------------|
| I. | Welcome and Introductory Remarks | John E. Littel |
| II. | Approval of Minutes | |
| | A. November 18, 2021 | |
| III. | Discussion | |
| IV. | Closed Session (if necessary) | |
| V. | Adjourn | |

WILLIAM & MARY

BOARD OF VISITORS
EXECUTIVE COMMITTEE
DRAFT MINUTES
NOVEMBER 18, 2021
ALUMNI HOUSE – LEADERSHIP HALL

COMMITTEE MEMBERS PRESENT

Mr. John E. Littel, Rector
Mr. William H. Payne II, Vice Rector
Ms. Barbara L. Johnson, Secretary
Ms. Sue H. Gerdelman

Mr. James A. Hixon
Ms. Lisa E. Roday
Mr. Brian P. Woolfolk

OTHER BOARD MEMBERS PRESENT

Dr. Karen Kennedy Schultz

Ms. Ardine Williams

OTHERS PRESENT

Dr. Katherine A. Rowe, President
Dr. Peggy Agouris, Provost
Ms. Amy S. Sebring, Chief Operating Officer
Ms. Carrie Nee, University Counsel
Mr. Brian W. Whitson, Chief Communication Officer
Mr. Michael J. Fox, Secretary to the Board of Visitors
Ms. Jessica L. Walton, Deputy Secretary to the Board of Visitors
W&M Staff and Student

CALL TO ORDER

Mr. John E. Littel, Rector, called the Executive Committee to order at 9:54 a.m.

Mr. Littel asked Mr. Michael J. Fox, Secretary to the Board of Visitors, to summarize the Board schedule.

DISCUSSION

Mr. Littel called on President Katherine A. Rowe to provide an update on operations under pandemic. President Rowe said the administration continues to meet weekly with the Public Health Advisory Team to review data and make recommendations. Recent discussions have focused on how behaviors will change as the weather gets colder.

President Rowe called on Ms. Amy S. Sebring, Chief Operating Officer, to elaborate further on operations under pandemic. Ms. Sebring reported that there are currently only four active student cases and one active employee case. She said a campus wide email will be sent later in the day to encourage people to take the necessary precautions during the Thanksgiving break to remain safe. Ms. Sebring highlighted an effort underway by the Student Assembly to deliver meals to students in quarantine.

A discussion ensued regarding projected case numbers post-Thanksgiving, booster shots, and spring semester pre-arrival testing.

President Rowe provided a preview of the AD HOC Committee on Organizational Sustainability & Innovation agenda and said the focus will be regarding dashboard tools to track opportunities and goals. President Rowe said the administration will present the Board with tools to track the university's progress as it relates to the key goals of Vision 2026 and Diversity, Equity and Inclusion goals in the spring.

Mr. James A. Hixon provided an overview of the Committee on Financial Affairs agenda.

Ms. Sebring provided an update on Human Resources and labor issues, and noted that the Committee on Administration, Buildings and Grounds was not meeting in November. She continued by providing an update on multiple capital outlay projects and announced the campus bookstore had relocated. Ms. Sebring updated the Committee on work being done regarding housing and dining. She said the university is currently collecting responses to an RFP to renovate Monroe Hall and Old Dominion Hall; and has also released a request for a feasibility study on the Campus Center site.

Ms. Sebring discussed restructuring the debt on One Tribe Place and future use of the building. Lastly, Ms. Sebring gave a brief update on government relations.

Dr. Peggy Agouris, Provost, provided an update on the Sustainable Curriculum Initiative and the Pass/Fail Task Force. She also noted there is a vacancy for an Associate Provost for Faculty Development and Faculty Affairs; and announced the Academic Leadership Initiative will be launched in the spring.

Mr. Littel reminded the Committee that the entire Board has been invited to participate in the Richard Bland College (RBC) Committee meeting and multiple staff from RBC will be present. Mr. Brian P. Woolfolk added that there is a focus on expanding stakeholder involvement. He said RBC has a Foundation and there is an effort underway to engage the Foundation more in the long-term planning of RBC.

CLOSED SESSION

Ms. Johnson moved the Executive Committee convene into closed session pursuant to Virginia Codes Sections: §2.2-3711.A.1 for evaluation of the performance of schools and departments, which will necessarily involve discussion of the performance of individuals at Richard Bland College; §2.2-3711.A.1 for discussion of the terms of appointment of the president of William & Mary; §2.2-3711.A.7 for consultation with legal counsel regarding pending litigation and regulatory matters; and §2.2-3711.A.8 for consultation with legal counsel regarding RBC regulatory compliance. Motion was seconded by Ms. Lisa E. Roday and approved by roll call vote – 7-0 – conducted by Mr. Fox.

At that time committee and Board members, President, Chief Operating Officer, and University Counsel entered the closed session meeting at 10:23 a.m.

RECONVENED OPEN SESSION

Following the closed session, the Committee returned to open session at 11:14 a.m. Ms. Johnson moved that the Board certify by roll call vote that, to the best of each member's knowledge, only matters lawfully exempted from the open meeting requirements under the Freedom of Information Act were discussed, and only matters identified in the motion to have the closed session were

discussed. Motion was seconded by Ms. Roday and approved roll call vote – 6 – 0 – conducted by Mr. Fox. Mr. Payne departed the meeting before the closed session concluded.

Recognizing that a quorum was present, Mr. Littel asked for a motion to approve the minutes of the September 23, 2021 meeting. Motion was made by Ms. Roday, seconded by Mr. Hixon, and approved by voice vote. Mr. Payne was not present at the time of the vote.

ADJOURNMENT

There being no further business, Mr. Littel adjourned the meeting at 11:16 a.m.



RICHARD BLAND COLLEGE COMMITTEE

RICHARD BLAND COLLEGE COMMITTEE
FEBRUARY 10, 2022
9:00 – 11:00 AM
ALAN B. MILLER HALL – BRINKLEY COMMONS

VICTOR K. BRANCH, CHAIR
BRIAN WOOLFOLK, VICE CHAIR

- | | | |
|------|--|---------------------|
| I. | Introductory Remarks | Victor K. Branch |
| II. | Approval of Minutes | |
| | A. November 18, 2021 | |
| III. | General Reports | |
| | A. Report from President and Administration | Debbie L. Sydow |
| | i. Federation for Advanced Manufacturing Education (FAME) | Thomas Midgette |
| | ii. Legislative Update | Jeffrey S. Brown |
| | iii. Operational Efficiency | Paul Edwards |
| | a. IT Managed Services | |
| | b. Share Services Consortium | |
| | iv. Promise Scholars Program Review | Tyler Hart |
| | v. USDOE Designation as Title III / Title V Eligible Institution | Ramona Taylor |
| | B. Report from Faculty Representative – <i>enclosure A</i> | David McCarthy |
| | C. Report from Student Representative – <i>enclosure B</i> | Thulani Jayasinghe |
| IV. | Action Materials | |
| | A. Appointment to Fill Vacancy in the Professional Faculty | Resolution 1 |
| | B. Appointment to Fill Vacancies in the Instructional Faculty | Resolution 2 |
| | C. Retirement of Deborah K. James, Information Security Officer/Architect Engineer | Resolution 3 |
| V. | Closed Session (if necessary) | |
| VI. | Discussion | |
| VII. | Adjourn | |

WILLIAM & MARY

BOARD OF VISITORS

RICHARD BLAND COLLEGE COMMITTEE

DRAFT MINUTES

NOVEMBER 18, 2021

W&M ALUMNI HOUSE - HUNTER HALL

COMMITTEE MEMBERS PRESENT

Mr. Victor K. Branch, Chair
Mr. Brian P. Woolfolk, Vice Chair
Ms. Cynthia E. Hudson
Ms. Barbara L. Johnson
Hon. Charles E. Poston

Ms. Lisa E. Roday
Dr. Karen Kennedy Schultz
Ms. Ardine Williams
Dr. David McCarthy, Faculty Representative
Ms. Thulani Jayasinghe, Student Representative

OTHER BOARD MEMBERS PRESENT

Hon. Mari Carmen Aponte
Mr. S. Douglas Bunch
Ms. Sue H. Gerdelman
Mr. James A. Hixon

Mr. John E. Littel, Rector
Mr. J.E. Lincoln Saunders
Mr. John P. Rathbone
Dr. Shannon H. White, Staff Liaison

OTHERS PRESENT

Dr. Katherine A. Rowe, W&M President
Dr. Debbie L. Sydow, RBC President
Mr. Charles Patton, Chair of the RBC Foundation Board of Directors
Mr. James Beasley, RBC Foundation Board of Directors
Mr. Jeff Britt, RBC Foundation Board of Directors
Dr. Daniel Franke, Assistant Professor of History
Sydnee P. Baker, RBC Student
Vicky L. Chrepta, RBC Student
Ms. Lisa Johnson, Director of Financial Aid
Mr. Paul Edwards, Chief Business Officer
Ms. Carrie Nee, W&M University Counsel
Mr. Michael J. Fox, Secretary to Board of Visitors
Ms. Jessica Walton, Deputy Secretary to Board of Visitors
Members of the RBC President's Council

INTRODUCTORY REMARKS

Mr. Victor Branch, Chair, called the Richard Bland College (RBC) Committee meeting to order at 4:00 p.m. Mr. Branch recognized Mr. John E. Littel, Rector, to make opening remarks. Mr. Littel welcomed participants and thanked RBC members for traveling to Williamsburg. He also noted most of the Board was present for the Committee meeting.

APPROVAL OF MINUTES

Recognizing that a quorum was present, Mr. Branch asked for a motion to approve minutes of the September 23, 2021 meeting. Motion was made by Ms. Barbara L. Johnson, seconded by Ms. Ardine Williams, and unanimously approved by voice vote.

RBC FOUNDATION BOARD OF DIRECTORS – CHAIR’S REPORT

Mr. Branch called on President Debbie L. Sydow for remarks. President Sydow expressed her appreciation for those in attendance and introduced Mr. Charles Patton, Chair of the RBC Foundation Board of Directors.

Mr. Patton recognized the Vice Chair of the RBC Foundation Board of Directors (“Foundation”), Mr. James Beazley III, who was present along with Foundation member Mr. Jeffrey Britt. He highlighted the leadership of the Foundation along with its membership.

Mr. Patton presented the mission of the Foundation along with a brief history of the founding. He noted the Foundation’s purpose is to serve RBC, foster the image of RBC, and enhance the academic, social, and physical growth of RBC.

Mr. Patton highlighted some accomplishments of the Foundation and RBC. He said the Foundation awards approximately \$175,000 in scholarships annually; and noted the Foundation serves as a conduit for the issuance of tax-exempt revenue bonds for the construction of dormitories on the campus and an athletics complex. Mr. Patton also mentioned several other Foundation events and programs. Lastly, he presented the asset totals of the Foundation.

FACULTY AND STUDENT REPRESENTATIVE REPORT

Dr. David McCarthy, faculty representative, introduced Dr. Daniel Franke, Assistant Professor of History. Dr. Franke discussed the idea of an integrated history program at RBC, and what that would look like. He said five areas have been identified in which this program would be focused: (1) curriculum, (2) enrichment, (3) outreach, (4) experiential learning, and (5) service learning.

Dr. Franke introduced student speakers Sydney P. Baker, President of the RBC History Club “the Club”, and Vicky L. Chrepta, Treasurer of the Club. Vicky L. Chrepta spoke about the activities, such as movie nights and upcoming field trips, taking place to create more engagement in the Club. Chrepta also said they have partnered with the Racial, Justice, and Equity Task Force to provide more awareness about the Club among students.

Sydney P. Baker elaborated more about the relationship between the RJ&E Task Force and History Club. Baker spoke about the importance of pronouns and offering housing options so that those of the LGBTQ community can room together if so desired.

REPORT FROM THE PRESIDENT AND ADMINISTRATION

President Sydow provided an update on the work being done with Huron Consulting. She reminded the Committee of the three primary student pathways Huron presented during Phase 1 of its consultancy: (1) strengthening traditional high school partnerships; (2) tapping into the virtual high school market; and (3) establishing bachelor’s programs and professional credentialing. President Sydow then presented an overview of Phase 2 objectives and the 2025 Strategic Plan, followed by what RBC currently offers, higher education trends, and where RBC would like to be in 2025 and beyond.

A discussion ensued regarding the lab school concept and how it would benefit the greater Petersburg area.

President Sydow introduced Ms. Lisa S. Johnson, Director of Financial Aid and Enrollment. Ms. Johnson reviewed enrollment data, including pandemic effects on fall 2021 enrollment and emerging trends. Ms. Johnson shared RBC's plan to bridge the enrollment gap and presented per student (e.g. commuter, residential, international, online, Verto). She also provided an overview of race and Pell Grant data.

A discussion ensued regarding instant acceptance; and growth of Verto partnerships. Mr. Littel requested that a deeper breakdown of race be presented at the February meeting.

Mr. Paul Edwards, Chief Business Officer, introduced two integral members of his team present, Mr. Mark Jacobson, RBC Controller, and Ms. Melissa Mahoney, Assistant Controller. Mr. Edwards provided an update on the FY22 budget, including revenue and expenditures, detailed expense cuts and total housing indebtedness.

A discussion ensued regarding the American Rescue Plan Act.

ACTION MATERIALS

Mr. Branch brought forth and requested a motion on **Resolution 10:** Retirement of Professor Michael Lehman, Associate Professor of Business. Motion was made by Ms. Williams, seconded by Mr. Charles E. Poston, and unanimously approved by voice vote.

ADJOURNMENT

There being no further business, Mr. Branch adjourned the meeting at 5:00 p.m.



Richard Bland College
of WILLIAM & MARY

**REPORT OF THE RBC FACULTY REPRESENTATIVE
February 2022**

Dr. David S. McCarthy

W&M Board of Visitors, RBC Faculty Representative

“Hate, it has caused a lot of problems in the world, but has not solved one yet.”—Maya Angelou

Racial Justice & Equity Task Force Transformation

Since the beginning of the academic year, the recommendations of the Racial Justice & Equity Task Force have featured prominently on campus. The Task Force has evolved into a permanent committee that will include 15 members; both faculty and staff have already joined the Inclusive Excellence Committee, and Cassandra Standberry, Director of Human Resources and Chief Diversity Officer, is the chair. “The committee will encourage and support an inclusive RBC environment which will become more diverse, equitable, and anti-racist through its policies practices and programs,” explains Dr. Evanda Watts-Martinez.

Faculty Development Week (January 10-14)

The sessions on January 11 featured the American Council on Education’s Learner Success Lab (ACE/LSL). The LSL, a multi-faceted examination of student success, recently completed their preliminary draft of a report that will be submitted in March. RBC faculty participated in a virtual town hall meeting with the project’s two peer reviewers: Dr. John Weinstein, Provost and Vice President of Bard College at Simon’s Rock, and Amy E. Brown, a Research Associate with the Community College Research Center. Dr. Eric Earnhardt notes that the final report will include “findings and recommendations on Guided Pathways Reforms, Data and a Culture of Analytics, the Division of Academic Success Restructuring, College Identity, Diversity Equity and Inclusion, Website and Communications, and Faculty & Staff Support.” After the town hall concluded, Dr. Evanda Watts-Martinez hosted a fascinating panel discussion on “Inclusive Strategies to Support LGBTQ+ Students.”

On the morning of January 12, Dr. Ednita Wright, Professor Emerita at Onondaga Community College and advisor to the Racial Justice & Equity Task Force, provided an excellent overview of

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“Cultural Competency and the Collegiate Instructional Environment.” Later in the afternoon, David R. Katz III, Professor Emeritus at Mohawk Valley Community College, led a three-hour workshop on how neuroscience can improve classroom teaching.

January 13 was mostly reserved for committee and department meetings, while faculty were allotted time on Monday and Friday to finalize syllabi and develop their course pages on Canvas.

ESL Program

As Richard Bland College continues to recruit international students, Drs. Eric Earnhardt, Rachel Finney, and Sharon Rauch are developing an English as a second language (ESL) program to assist them. Dr. Earnhardt plans on offering a specialized ESL class that dovetails with the traditional English composition course.

“In addition to the ESL course,” says Dr. Finney, “we have plans to launch a peer tutoring program that would provide supplemental one-on-one conversational English practice between our volunteer native English-speaking RBC students and the ESL international students—SELP is the acronym we have been using for that piece of the plan (Spoken English Language Practice).”

Publications & Presentations

Tim Hurley, Head Librarian, published “Makerspace Implementation and Pandemic Response” in *Issues in Science and Technology Librarianship*, No. 98 (2021): Summer.

Thom Addington, Director of Student Success, delivered two research presentations in November. He virtually attended the 39th Annual West Indian Literature Conference, which was hosted by the University of the West Indies, Cave Hill in Barbados, presenting a paper entitled “Theorizing Traumatology in the Fiction of Curdella Forbes.” He also served on a panel at Virginia State University’s James Arthur Baldwin International Symposium that was devoted to Baldwin’s *If Beale Street Could Talk* (1974).



Richard Bland College
of WILLIAM & MARY

REPORT OF THE RBC STUDENT REPRESENTATIVE
February 2022

Thulani Jayasinghe

W&M Board of Visitors, RBC Student Representative

Safe Return To Campus

The spring semester began on Tuesday, January 18, and the RBC community is excited about the return of students to in person and online classes as everyone safely resumes the academic year. Again, this spring, students have the opportunity to select the mode of classes that works best for them. The first week of classes will be held virtually to keep the RBC community safe. The RBC Safe and Secure Team continues to rely on existing strategies of required face coverings and encourages everyone to “vaccinate and boost” to keep all Statesmen safe. A diverse group of new students has joined the residential community, and all students and staff are encouraged by the increasing availability of vaccinations and boosters. However, some students decided to move off-campus. For example, first-year student Stephanie Curtis shared:

“Online has felt like the new normal, yet it never felt normal. Sharing screens, barely socializing, the school went from excitement to mundane. However, online learning allowed me to schedule my own time, heightened my sense of individuality and productivity with my time, and manage tech platforms that are more than likely important to manage when we enter the work field. I’m appreciative to have experiences with both learning styles.”

Student Success Beyond COVID

This semester, students find methods that prepare them to accomplish their current and future academic, personal, and professional goals through different opportunities. A first-year student, Alex Lozano-Tinoco, is excited to be part of the Bridge program that allows him to take Calculus and Psychology at William & Mary while pursuing his Associate degree at RBC. He shared his eagerness saying, “The bridge program will give me access to a high-performance education for

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the exact tuition cost of Richard Bland. This academic change of pace will help me have an unvarying transmission to a four-year institution.”

The Promise Scholars program, another pathway to William & Mary, allows RBC students to take the Self Help/Therapeutic Culture course conducted by Dr. Kathleen Jenkins this semester.

The Student Leaders Dinner hosted by President Sydow last semester has become a well paved path for developing professional connections and possibilities for various opportunities. For example, Abigail Holmes, a second-year student, shared her story of getting a paid-internship position as a result of information that was shared during the Student Leaders Dinner:

“I showed interest in attending weekly communications meetings for the Creative Services Group on campus. During the dinner, Jesse Vaughan, the Chief Communications & Marketing Officer, mentioned the meetings, and I was told that I was welcome to attend. Then, I asked whether they ever considered opening up internship opportunities to students, and he immediately said that it was a possibility and ended up creating a paid internship position for me out of Brand Ambassador position that was already in the budget for students.”

Abigail Holmes would soon be writing and editing articles to be featured in a new online magazine called InsideRBC. As a result of her positive experience, Abigail has suggested having similar “town hall meetings” every semester for all students to help expand their professional network.

MyStic Tutoring Center is planning the tutoring schedules and new recruitments to achieve better student academic success. First-year student Senuvi Jayasinghe who applied for a tutoring position last semester, shared her experience of attending a virtual interview. She mentioned that tutoring would help her to expand her communication skills to become a software engineer. She further stated, “I believe it is an excellent opportunity to share my knowledge with others and to get new experiences from other students.”

Events Engagement

The Residence Life staff resumes the implementation of creative and active events that boost student attendance and engagement. Residential Assistants have proposed scavenger hunts, de-stressing events, creative outdoor events, and unique campus sporting events. Moreover, the History Club, Debate club, Anime club, and other campus engagement organizations are planning a series of events for the students' academic and social engagement. In the last few weeks of the fall semester, Mehrin Siddiqui, a desk aid, organized an event for making holiday cards for immigrants in detention centers and encouraged students to be creative while, at the same time, feeling good about their efforts. The Campus Engagement Council had their first interest meeting,

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and student leaders are working to coordinate student community-service opportunities similar to last semester.

Spring Forward

Students are enthusiastic about starting the spring semester, with anticipation of having a normal college experience in the near future. However, the threat of rising infections and the Omicron variant has given the message that students need to remain vigilant. Therefore, students are following the “Safe and Secure Plan” and persisting in being optimistic about the unknowns with the new COVID-19 variant. If there is a silver lining in the current situation, it is the eagerness of graduating students. Looking forward to her last semester, Jamea Thompson expressed her excitement, “I’m excited to take counseling classes for my sociology major, and I’m also excited to graduate.”



Richard Bland College
of WILLIAM & MARY

APPROVAL TO FILL VACANCY IN THE PROFESSIONAL FACULTY

A vacancy in the Professional Faculty of Richard Bland College of William & Mary has resulted because of a retirement, a vacancy, or a newly created position.

THEREFORE, BE IT RESOLVED, that upon recommendation of the President, the Board of Visitors of the William & Mary approves the appointment of the following individual to fill the position:

Boyd, Kimberly, Chief Research Officer, effective January 2022:

Ph.D., Social Psychology, Virginia Commonwealth University, 2003

M.S., Psychology, Virginia Commonwealth University, 2002

M.A., Counseling Psychology, GA School of Professional Psychology, 1996

B.A., Psychology, Spelman College, 1991

Hampton University

Chairperson, Psychology Department, 2003 – 2005

Virginia State University

Interim Assistant Dean, College of Natural and Health Sciences, 2019 - 2021

Chair and Professor, Psychology Department, 2018 – 2021

Associate Chair, 2012 – 2015

Professor, 2005 – 2015

Eastern Virginia Medical School (EVMS)

Research/Community Professor, Department of Psychology, 2003 – 2005

Centers for Disease Control and Prevention (CDC)

Behavioral Scientist, 2002 – 2003

Deputy Branch Chief, 2000 – 2001

Research Psychologist, 1999 – 2002

Public Health Analyst, 1997 – 1999

Grants Management Specialist, 1991 – 1997



Richard Bland College
of WILLIAM & MARY

**APPOINTMENT TO FILL VACANCY IN THE
INSTRUCTIONAL FACULTY**

A vacancy in the Instructional Faculty of Richard Bland College of William & Mary have resulted because of a retirement, a vacancy, or a newly created position.

THEREFORE, BE IT RESOLVED, that upon recommendation of the President, the Board of Visitors of William & Mary approves the appointment of the following individuals to fill this position:

Muhammad Shahid, Assistant Professor of Business/Economics,
effective January 10, 2022:

Ph. D, Economics, University of New Mexico, Albuquerque, NM, 2021

M.A., Economics, University of New Mexico, Albuquerque, NM, 2016

M.S., Economics and Finance, International Islamic University Islamabad, Pakistan, 2012

University of New Mexico

Instructor of Record, 2019 – 2020

Research Assistant, 2016 – 2019

Lab Instructor for Molecular and Cell Biology, 2018

Graduate Student Mentor, 2017

Teaching Assistant for Microeconomics, 2017

Instructor of Mathematics, 2017



**RETIREMENT OF DEBORAH K. JAMES
INFORMATION SECURITY OFFICER/ARCHITECT ENGINEER**

Deborah K. James joined Richard Bland College on April 25, 1998, as a Computer Network Support Technician. During her tenure with the College, she received various promotions to include Senior Network Administrator, Network and Computer Services Specialist and, most recently, Information Security Officer/Architect Engineer.

Ms. James obtained her bachelor's degree in Business Administration in 1997 from Saint Leo University, Saint Leo, Florida.

Ms. James served in the United States Army from 1979 to 1982, and during her tenure she held the position of Administrative Assistant. In 1990, she began her career with the Commonwealth of Virginia as a Purchasing Assistant at Southside Regional Medical Center. In 1992, she was promoted to a Systems Coordinator for Materials Management and remained employed with the agency until 1998.

Ms. James has comprehensive knowledge of computer software and information technology. She has extensive experience advocating and training in the area of cyber security. During her tenure with Richard Bland College, she successfully developed, implemented and maintained a campus-wide information security program, including policy, practices and awareness. Ms. James was actively involved in safeguarding the cyber security of campus community during her employment at the College. She directed activities for the National Cyber Security Awareness program and achieved a rating of Champion.

THEREFORE, BE IT RESOLVED, That the William & Mary Board of Visitors acknowledges the retirement of Deborah K. James on January 1, 2022 and expresses its appreciation for the many contributions that she has made to Richard Bland College, and approves, with deep gratitude for her 23 years of devoted service to the College, a change in status from Information Security Officer/Architect Engineer to Information Security Officer/Architect Engineer, Emerita;

BE IT FURTHER RESOLVED, That this resolution be spread upon the minutes of the Board and a copy of the same be delivered to Deborah K. James with best wishes for continuing and creative work in the years ahead.



COMMITTEE ON ACADEMIC AFFAIRS

WILLIAM & MARY

COMMITTEE ON ACADEMIC AFFAIRS

FEBRUARY 10, 2022

11:15 A.M. – 12:00 P.M.

ALAN B. MILLER HALL – BRINKLEY COMMONS

S. DOUGLAS BUNCH, CHAIR

KAREN KENNEDY SCHULTZ, VICE CHAIR

- | | | |
|-------|---|----------------------|
| I. | Introductory Remarks | S. Douglas Bunch |
| II. | Approval of Minutes | |
| | A. November 18, 2021 | |
| III. | Provost's Report | Peggy Agouris |
| IV. | Faculty Liaison Committee Report | John Gilmour |
| V. | Action Materials | Peggy Agouris |
| | A. Authorize a Voluntary Phased Transition Program
for Tenured Faculty | Resolution 4 |
| | B. Appointments to Fill Vacancies in the Instructional Faculty | Resolution 5 |
| | C. Designated Professorship | Resolution 6 |
| | D. Award of Academic Tenure | Resolution 7 |
| | E. Faculty Promotions | Resolution 8 |
| | F. Leave of Absence | Resolution 9 |
| | Retirement of... | |
| | G. James I. Armstrong, Jr., Music | Resolution 10 |
| | H. Robert S. Leventhal, Modern Languages & Literatures | Resolution 11 |
| | I. R. Heather Macdonald, Geology | Resolution 12 |
| | J. Brent E. Owens, Geology | Resolution 13 |
| | K. Eugene R. Tracy, Physics | Resolution 14 |
| | L. Patricia M. Wesp, Theatre, Speech & Dance | Resolution 15 |
| VI. | Closed Session (if necessary) | |
| VII. | Discussion | |
| VIII. | Adjourn | |

WILLIAM & MARY

BOARD OF VISITORS
COMMITTEE ON ACADEMIC AFFAIRS
DRAFT MINUTES
NOVEMBER 18, 2021
ALUMNI HOUSE – HUNTER HALL

COMMITTEE MEMBERS PRESENT

Mr. S. Douglas Bunch, Chair
Dr. Karen Kennedy Schultz, Vice Chair
Hon. Mari Carmen Aponte

Mr. Victor K. Branch
Dr. John Gilmour, Faculty Representative

COMMITTEE MEMBERS ABSENT

Ms. Anne Leigh Kerr
Mr. John P. Rathbone

Mr. Tarun Chandrasekar, Student Representative

OTHER BOARD MEMBERS PRESENT

Mr. James A. Hixon
Dr. Shannon H. White, Staff Liaison

Ms. Meghana Boojala, Student Representative
Dr. Thomas J. Ward, Faculty Representative

OTHERS PRESENT

Dr. Peggy Agouris, Provost
Dr. W. Fanchon Glover, Chief Diversity Officer
Dr. Matthew T. Lambert, Vice President for University Advancement
Dr. Jeremy P. Martin, Chief of Staff
Dr. Mike Tierney, Director of the Global Research Institute
Mr. Michael J. Fox, Secretary to the Board of Visitors
Members of the President's Cabinet
W&M Staff and Faculty

CALL TO ORDER AND INTRODUCTORY REMARKS

Mr. S. Douglas Bunch, Chair, called the Committee on Academic Affairs to order at 2:51 p.m.

APPROVAL OF MINUTES

Recognizing that a quorum was present, Mr. Bunch asked for a motion to adopt the minutes of the September 23, 2021 meeting. Motion was made by Mr. Victor K. Branch, seconded by Ms. Mari Carmen Aponte, and approved unanimously by voice vote.

PROVOST'S REPORT

Dr. Peggy Agouris, Provost, provided a brief update on the Sustainable Curriculum Initiative, and work being done to update the Pass/Fail policy. She said the findings of the Pass/Fail Task Force will be brought before the Educational Policy Committee soon for a vote.

Mr. Bunch mentioned the opening of William & Mary Washington Center celebration held in Washington D.C. on November 4, 2021.

Ms. Karen Kennedy Schultz, Vice Chair, announced that the School of Education was currently celebrating American Education Week. She thanked School of Education Dean, Dr. Robert C. Knoeppel, for highlighting student presentations throughout the week.

FACULTY LIAISON COMMITTEE REPORT

Dr. John Gilmour, faculty representative to the committee, introduced Dr. Michael Tierney, Executive Director of the Global Research Institute (GRI).

Dr. Tierney discussed the origin of GRI, which he said is embedded in undergraduate education and research. He mentioned the improved dataset work initiated from W&M student, Brad Parks's, 2003 honors thesis. Dr. Tierney said AidData has been extremely successful under the leadership of Brad Parks.

Dr. Tierney talked about GRI's mission and said the mission highlights the fact all research at GRI promotes collaborative research between students and faculty; programs are multi-disciplinary; and projects are applied to real world projects.

Dr. Tierney spoke about GRI funding, and the number of research and support staff, and student employees. He said GRI currently supports 10 active research labs and manages an annual budget of over \$7M. He also reviewed the structure of GRI and noted the Institute reports to the Provost.

Dr. Tierney provided an overview of a case study regarding digital inclusion and governance in Africa.

Lastly, Dr. Tierney presented GRI's priorities for Vision 2026:

1. Accelerate the GRI flywheel through core support for research infrastructure
2. Global Scholars Program
3. Post-Doctoral Fellowship for Academic Diversity
4. University wide research and innovation initiative

A discussion ensued regarding breaking down barriers to promote more collaboration; Board support; funding; and a comparison of GRI to other higher education research institutes.

Mr. Bunch thanked Dr. Tierney for his presentation and announced that there will be an opportunity on Friday, November 19 for Board members to visit GRI's Scotland Street location.

ACTION MATERIALS

Mr. Bunch brought forth and requested a motion on the following resolutions:

- **Resolution 4:** Appointment to Fill A Vacancy in the Instructional Faculty
- **Resolution 5:** Designated Professorship
- **Resolution 6:** Resolution to Modify the Bylaws of the Faculty Assembly

Resolutions 4-6 were moved as a block by Mr. Branch, seconded by Ms. Aponte, and unanimously approved by voice vote.

Mr. Bunch then brought forth and requested a motion on the following resolutions:

Retirement of...

- **Resolution 7:** Elizabeth A. Canuel – School of Marine Science
- **Resolution 8¹:** John E. Graves – School of Marine Science
- **Resolution 9:** Wolfgang K. Vogelbein – School of Marine Science

Resolutions 7-9 were moved as a block by Ms. Aponte, seconded by Ms. Karen Kennedy Schultz, and unanimously approved by voice vote.

ADJOURNMENT

There being no further business, Mr. Bunch adjourned the meeting at 3:22 p.m.

¹ Resolution 8 passed on November 18, 2021 by the Committee on Academic Affairs supersedes Resolution 13 passed on September 23, 2021 by the Committee to correct a title.

**WILLIAM & MARY
RESOLUTION TO AUTHORIZE A VOLUNTARY PHASED TRANSITION PROGRAM
FOR TENURED FACULTY**

WHEREAS, William & Mary tenured faculty are recruited to be excellent scholars and talented teachers, and many spend most of their careers as dedicated members of our academic community;

WHEREAS, William & Mary, unlike many other major universities, currently does not have a formal transition to retirement program for tenured faculty;

WHEREAS, many faculty who have contributed significantly throughout their careers have expressed interest in a phased program that would enable them to move from full-time status to retirement, allowing for time to properly close out their research programs, student mentoring, and instruction; and

WHEREAS, a phased transition program would enable the Provost and Deans to better engage in succession planning and resource allocation in alignment with the university's strategic priorities.

NOW, THEREFORE, BE IT RESOLVED, That the Board of Visitors authorizes the President and Provost to establish a voluntary phased transition program as part of the university's human resource system that will enable eligible tenured faculty to enter into transition agreements on terms that are mutually acceptable to the faculty member and the university; and

BE IT FURTHER RESOLVED, That the phased transition program is not intended to be a faculty fringe benefit program, but a resource management tool, and the President and Provost shall have discretion, in consultation with the Deans, to develop criteria for eligibility to participate in the program and for acceptable components of individual transition agreements.

**WILLIAM & MARY
APPOINTMENT TO FILL VACANCIES IN THE
INSTRUCTIONAL FACULTY**

Vacancies in the Instructional Faculty have resulted because of a resignation, termination or 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 to fill positions, effective with the dates listed below.

KAMI N. CHAVIS, Professor of Law, effective 2022-23 academic year

B.A., University of North Carolina at Chapel Hill, 1996
J.D., Harvard Law School, 1999

Wake Forest University
Vice Provost, 2020-2022
Associate President, 2019-2022
Associate Provost for Academic Initiatives, 2017-2020
Associate Dean of Research and Public Engagement, School of Law, 2016-2017
Professor of Law and Director of the Criminal Justice Program, 2006-2022

University of Texas School of Law
Visiting Professor of Law, Fall 2020 and Fall 2021

George Washington University School of Law
Visiting Professor of Law, Spring 2016

University of Maryland, Francis King Carey School of Law
Visiting Professor of Law, 2012-2013

United States Attorney's Office, Washington, D.C.
Assistant United States Attorney, 2003-2006

American University, The Washington College of Law
Adjunct Instructor, 2002-2003

Fried, Frank, Harris, Shriver & Jacobson
Associate, 2000-2002

Latham & Watkins, Washington, DC
Associate, 1999-2000

MARGARET HU, Professor of Law, effective 2022-23 academic year

B.A., University of Kansas, 1994

J.D., Duke Law School, 2000

Penn State Law and School of International Affairs

Associate Dean; Professor of Law & International Affairs; Co-Hire, Institute for Computational & Data Sciences; Faculty, Institute for Network & Security Research, College of Engineering, 2020-2022

Duke University

Kenan Visiting Professor, 2019-2020

Washington University School of Law

Visiting Professor, 2018

Washington & Lee University School of Law

Associate Professor, 2016-2020

Assistant Professor, 2013-2016

Duke Law School

Visiting Assistant Professor, 2011-2013

Senior Lecturing Fellow, 2010-2011

DANIELA ANDREA HURTADO LANGE, Assistant Professor of Mathematics,
effective January 10, 2022

B.Eng. (2013) and M.S. (2016), Pontificia Universidad Católica de Chile

Ph.D., Georgia Institute of Technology, 2021

Georgia Institute of Technology

Instructor of Record, 2020

Pontificia Universidad Católica de Chile

Instructor of Record, August 2020 and March-July 2016

STEVEN MISKINIS, Professor of the Practice of Law, effective 2022-23
academic year

B.A., Johns Hopkins University, 1988
Ph.D., Vanderbilt University, 1994
J.D., Duke Law School, 2000

Penn State Law School, The Pennsylvania State University
Assistant Professor, 2020-2022

U.S. Department of Justice,
Trial Attorney, 2001-2020

U.S. Court of Appeals, Second Circuit, Syracuse, New York
Law Clerk, 2000-2001

Virginia Polytechnic Institute and State University
Instructor, 1996-1998

Vanderbilt University
Instructor, 1994-1995

ISALIAH R. SPEIGHT, Assistant Professor of Chemistry, effective 2022-23
academic year

B.S., Norfolk State University, 2016
Ph.D., Vanderbilt University, 2021

University of California, Irvine
Postdoctoral Researcher, 2021

Vanderbilt University
Teaching Assistant, 2016-2020

ISABELLE R. TAYLOR, Assistant Professor of Chemistry, effective 2022-23
academic year

B.A., Bard College, 2012
Ph.D., University of California San Francisco, 2018

Princeton University
Head Teaching Assistant, 2021-2022
Postdoctoral Research Fellow, 2018-2022

**WILLIAM & MARY
DESIGNATED PROFESSORSHIP**

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

BE IT RESOLVED, That upon recommendation of the President, the Board of Visitors of William & Mary approves a designated professorship for the following member of the Faculty, effective as of the 2022-23 academic year:

KAMI N. CHAVIS, R. Hugh and Nolie Haynes Professor of Law

**WILLIAM & MARY
AWARD OF ACADEMIC TENURE**

The following members of the Instructional Faculty at William & Mary have been recommended for the award of academic tenure by the appropriate departmental committees and chairs, the appropriate deans, and by the Provost and President.

BE IT RESOLVED, That upon recommendation of the President, the Board of Visitors of William & Mary approves the following members of the Faculty be awarded academic tenure, effective with the beginning of the 2022-23 academic year:

Kami N. Chavis, William & Mary Law School

David A. Dominique, Department of Music

Margaret Hu, William & Mary Law School

Heartley B. Huber, School of Education

Michael Iyanaga, Department of Music

Zhenming Liu, Department of Computer Science

Saskia Mordijck, Department of Physics

Iyabo Obasanjo, Department of Kinesiology

Leandra Parris, School of Education

Bin Ren, Department of Computer Science

Faraz M. Sheikh, Department of Religious Studies

William L. Skimmyhorn, Mason School of Business

Justin R. Stevens, Department of Physics

Philip Swenson, Department of Philosophy

Andrew B. Tobolowsky, Department of Religious Studies

Erin Webster, Department of English

Andrea G. Wright, Department of Anthropology and Asian and
Middle Eastern Studies

**WILLIAM & MARY
FACULTY PROMOTIONS**

The following members of the Instructional Faculty of William & Mary have been recommended for promotion in academic rank by the appropriate departmental committees and chairs, the appropriate deans, and by the Provost and President.

BE IT RESOLVED, That upon recommendation of the President, the Board of Visitors of William & Mary approves the academic promotion of the following members of the Faculty, effective with the beginning of the 2022-23 academic year:

Assistant Professor to Associate Professor

David A. Dominique, Department of Music

Heartley B. Huber, School of Education

Michael Iyanaga, Department of Music

Zhenming Liu, Department of Computer Science

Saskia Mordijck, Department of Physics

Iyabo Obasanjo, Department of Kinesiology

Leandra Parris, School of Education

Bin Ren, Department of Computer Science

Faraz M. Sheikh, Department of Religious Studies

William L. Skimmyhorn, Mason School of Business

Justin R. Stevens, Department of Physics

Philip Swenson, Department of Philosophy

Andrew B. Tobolowsky, Department of Religious Studies

Erin Webster, Department of English

Andrea G. Wright, Department of Anthropology and Asian and
Middle Eastern Studies

Board of Visitors

Resolution 9

February 9-12, 2022

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**WILLIAM & MARY
FACULTY LEAVE OF ABSENCE**

The following faculty member has requested a leave of absence effective with the 2022-23 academic year 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:

Michelle A. Lelievre, Associate Professor of Anthropology & American Studies, to accept an ACLS Burkhardt Fellowship

**RETIREMENT OF JAMES I. ARMSTRONG, JR.
DEPARTMENT OF MUSIC**

James I. Armstrong, Jr. received his A.B. from Princeton University with a major in Music. He earned his Master's and Doctor of Musical Arts in Choral Conducting with a minor in historical musicology from the University of Wisconsin. He joined the faculty of William & Mary in 1996 as an Assistant Professor of Music and Director of Choirs and was promoted to Associate Professor in 2000.

As a scholar, Professor Armstrong's interests range from eighteenth and early nineteenth-century central European sacred music to historically-informed performance and the African American spiritual. He is currently compiling a state-of-the art, digital thematic catalogue of the complete Esterházy sacred music collection. Recent publications include a seminal article on music at the court of Nicolaus II Esterházy that appeared at an exhibition in Compiègne, France devoted to Nicolaus as a patron of the arts in Europe. In addition to teaching the history of western European music, he developed courses that focused on the intersection of literature and music, among them the freshman seminar "The Devil in Music: Goethe's *Faust*" and a research course for majors entitled "Language and Music." He also created a course devoted to the African American Spiritual that integrated active performance taught by specialist practitioners with study of the written, oral and sound-image historical record.

The William & Mary Choir will celebrate its 100th anniversary in 2022-23 and has a proud tradition of representing the university both in the concert hall and at ceremonial occasions, including the second inaugural of President Clinton in 1997 and the visit of Her Majesty Queen Elizabeth II to William & Mary in 2007. That tradition of excellence was established in 1945 by Professor Carl Fehr, continued by Professor Frank Lendrim and has been nurtured devotedly since that time by Professor Armstrong. Student singers in the choral program have received exceptional educational and artistic opportunities under Professor Armstrong, including concert tours to dozens of countries around the world. Professor Armstrong emphasized service as a deep and integral part of the choral program. Among their 30 to 40 appearances a year, that included a full concert schedule, the Choir has appeared regularly at Orientation, Convocation, Charter Day and Commencement as representatives of the student body as well as at numerous events sponsored by the Alumni Association including Homecoming.

Professor Armstrong has served on a number of important university committees, including Academic Status, Degrees, Educational Policy and the Dean's Advisory Council. For the department, he has served on the budget, personnel, Ewell Concert Series, and many search committees. He served as chair of the Department of Music in 2007. For his profession he served on the editorial board for the Monograph and Composers Series of the American Choral Directors Association and shared his love of communal singing with students beyond William & Mary as both choral clinician and guest conductor.

BE IT RESOLVED, That the Board of Visitors acknowledges the retirement of James I. Armstrong, Jr.; expresses its appreciation for his 26 years of service; and approves the change in status from Associate Professor of Music to Professor of Music, Emeritus.

BE IT FURTHER RESOLVED, That this resolution be spread upon the minutes of the Board and a copy of the same be delivered to Professor Armstrong with best wishes for continuing and creative work in the years ahead.

**RETIREMENT OF ROBERT S. LEVENTHAL
DEPARTMENT OF MODERN LANGUAGES & LITERATURES**

Robert S. Leventhal received his B.A. from Grinnell College in 1975 with majors in German and Philosophy. He earned his M.A. in German Literature from Stanford University in 1976 and was a Research Fellow at Ludwig Maximilian University of Munich before earning his Ph.D. in German Thought and Literature in 1982, also from Stanford University. Professor Leventhal began his teaching career at Washington University in St. Louis and the University of Virginia, and joined the faculty of William & Mary in 2004 as an Assistant Professor of German Studies in the Department of Modern Languages & Literatures. He was promoted to Associate Professor at William & Mary in 2009, and Professor in 2020.

Professor Leventhal has served William & Mary in countless ways. He has been a member of numerous university and Arts & Sciences committees, including the Arts & Sciences Faculty Affairs, Educational Policy, Study Abroad (ISAC), and Fulbright Interview committees. In addition to having served as Program Director of both the Judaic Studies and German Studies programs, he has been a highly effective, long-standing member of numerous committees within the Department of Modern Languages & Literatures, including the Personnel Committee, Policy Committee, Web Committee, and Ad Hoc Committee on Restructuring.

As a scholar, Professor Leventhal's research and publications have focused on German and Jewish intellectual history in the Age of the Enlightenment and the nineteenth century, the emergence of the psychological case history at the crossroads between literature and medicine, and twentieth-century German literature and philosophy. His significant impact on his research fields can be measured in over thirty scholarly articles, book chapters, and contributions to conference proceedings; his editorship of a volume of essays on the thought of Michel Foucault and "technologies of the self" in German literature from 1750 to 1830; and two monographs: *The Disciplines of Interpretation: Lessing, Herder, Schlegel and Hermeneutics in Germany, 1750-1800* (1994) and *Making the Case: Narrative Psychological Case Histories and the Invention of Individuality in Germany, 1750-1800* (2019).

The major focus of Professor Leventhal's career, however, has been on our students. His passion for teaching has remained undiminished over time. Through his inspirational dedication to intellectual rigor, interdisciplinary perspectives, international learning, and undergraduate research, he has developed generations of informed and thoughtful global citizens in his courses in German Studies, which have been cross-listed in Film and Media Studies, Philosophy, and Judaic Studies. The breadth of topics covered in Professor Leventhal's courses is remarkable and includes courses on Baruch Spinoza, Franz Kafka, Jews and Germans since 1750, Jewish Social and Cultural Pathways in the Upper Rhine Valley, Responses to the Holocaust, Modern German Critical Thought, German Expressionism, Literary Case Histories, Berlin, Munich, and Friendship. Professor Leventhal has directed multiple undergraduate honors theses and served twice as director of William & Mary's summer study abroad program in Potsdam, Germany.

Professor Leventhal has received several prestigious honors throughout his career, including the William & Mary Alumni Association Teaching Award in 2009 and the John D. Rockefeller Award for the Advancement of Scholarship from William & Mary's chapter of Phi Beta Kappa in 2012.

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Professor Leventhal is also recognized for his highly effective out-of-class mentoring and his spirited and principled collegiality. Colleagues and students alike place great value on their interactions with Professor Leventhal and have been deeply impacted by his keen intellect and wisdom, his compassion, and his sense of humor—not to mention his stories from his rock-and-roll days and insightful riffs on the music of Bob Dylan.

BE IT RESOLVED, That the Board of Visitors acknowledges the retirement of Robert S. Leventhal; expresses its appreciation for his 18 years of service; and approves the change in status from Professor of Modern Languages & Literatures to Professor of Modern Languages & Literatures, Emeritus.

BE IT FURTHER RESOLVED, That this resolution be spread upon the minutes of the Board and a copy of the same be delivered to Professor Leventhal with best wishes for continuing and creative work in the years ahead.

RETIREMENT OF R. HEATHER MACDONALD DEPARTMENT OF GEOLOGY

R. Heather Macdonald received her B.A. in Geology from Carleton College. She earned her M.S. and Ph.D. in Geology from the University of Wisconsin. Professor Macdonald joined the faculty of William & Mary in 1983 and was promoted to Associate Professor in 1989, and Professor in 2001.

During her long and successful career, Professor Macdonald has gained an international reputation for revolutionizing geoscience education at the undergraduate level, with particular emphasis on the professional development and mentoring of future geoscience faculty, empowering two-year college faculty, and building strong geoscience departments. For the past 39 years, she has anticipated the needs of an increasingly diverse workforce and established best practices that are now applied across a range of STEM disciplines. The work of Professor Macdonald and her collaborators has been supported by over \$18.5 million dollars of external funding, has resulted in more than 60 workshops, and has influenced thousands of geoscientists around the world.

The exceptional quality of Professor Macdonald's contributions to undergraduate education have been recognized with quite literally every prestigious award offered by professional societies, including the Excellence in Geophysical Education Award (American Geophysical Union), the Biggs Earth Science Teaching Award (Geological Society of America), and the Neil Miner award from the National Association of Geoscience Teachers (NAGT). A natural leader, she has served in many roles within the geoscience community, including President of NAGT.

As the first female geology faculty member at William & Mary, Professor Macdonald has inspired countless generations of students and faculty through her phenomenal passion for teaching and service. Hundreds of Geology and VIMS alumni credit her with introducing them to the wonders of earth science and mentoring them through significant career opportunities. The William & Mary Geology community would not be a community without the vision, creativity, strategy, warmth, and generous spirit that Professor Macdonald has contributed for almost four decades.

Professor Macdonald has excelled in several university leadership positions, including Dean of Undergraduate Studies, Chair of the Geology department, and founding co-director of the Marine Science Minor Program. Her dedication to high-quality creative teaching is reflected with a multitude of campus honors including the Thomas Jefferson Award, the Thomas Jefferson Teaching Award, a Chancellor Professorship, and the highly coveted State Council of Higher Education in Virginia Outstanding Faculty Award. The Department of Geology is incredibly proud of Professor Macdonald and her remarkable achievements and looks forward to honoring her legacy for years to come.

BE IT RESOLVED, That the Board of Visitors acknowledges the retirement of R. Heather Macdonald; expresses its appreciation for her 39 years of service; and approves the change in status from Chancellor Professor of Geology to Chancellor Professor of Geology, Emerita.

BE IT FURTHER RESOLVED, That this resolution be spread upon the minutes of the Board and a copy of the same be delivered to Professor Macdonald with best wishes for continuing and creative work in the years ahead.

RETIREMENT OF BRENT E. OWENS DEPARTMENT OF GEOLOGY

Brent E. Owens received his B.S. from the University of Kentucky with a major in Geology. He earned his M.S. from the University of Massachusetts and his Ph.D. in Earth and Planetary Sciences from Washington University in St. Louis. He joined the faculty of William & Mary in 1996 as an Assistant Professor of Geology, was promoted to Associate Professor in 2002, and Professor in 2008.

Professor Owens has been a vital member of the William & Mary academic community for over two decades. He has served on numerous university committees, including the Faculty Assembly, the University Library Committee, and the Scholarship Committee. He served as chair of the Department of Geology from 2008–2011. He also organized the department seminar series for over twenty years. Beyond William & Mary, Professor Owens has delivered talks and volunteered his time to countless professional, educational, and outreach groups throughout the region. In 2013 he was elected a Fellow of the Geological Society of America, the premier international professional society.

As a scholar, Professor Owens' research interests and publications have focused on the origin and evolution of igneous and metamorphic rocks. He is a leading expert on the mineralogy and petrology of anorthositic rocks, which form deep within the Earth's crust. During his career he has published over 30 peer-reviewed articles, ten professional geological field guides, and a leading textbook on Petrology (2006).

Professor Owens is a phenomenal teacher, who won a William & Mary Alumni Fellowship Teaching Award in 2002, the Phi Beta Kappa Award for Excellence in Teaching in 2004, and a Plumeri Award for Faculty Excellence in 2012. His courses, especially his freshman seminars (Reading the Earth, Geology is Destiny), are popular and well-known for weaving together concepts of Earth and human history. His core courses, Rock-Forming Minerals and Igneous & Metamorphic Petrology, are considered some of the most rigorous in any geology curriculum, but Professor Owens is able to make them engaging, accessible, and applied. For more than 25 years, students have praised his style of teaching, and willingness to support students. He has supervised 68 senior thesis projects, and more than 50 of those students have presented their research at professional meetings under his guidance. An impressive number of his former students have gone on to earn Ph.D.s in the earth sciences.

Professor Owens is a wise, caring, and thoughtful colleague who has made a profound difference to the lives of his students and colleagues. He has contributed much towards developing and sustaining the strong academic community that is the William & Mary Geology department.

BE IT RESOLVED, That the Board of Visitors acknowledges the retirement of Brent E. Owens; expresses its appreciation for his 26 years of service; and approves the change in status from Professor of Geology to Professor of Geology, Emeritus.

BE IT FURTHER RESOLVED, That this resolution be spread upon the minutes of the Board and a copy of the same be delivered to Professor Owens with best wishes for continuing and creative work in the years ahead.

RETIREMENT OF EUGENE R. TRACY DEPARTMENT OF PHYSICS

Eugene R. Tracy received his B.S. in Physics from Johns Hopkins University in 1980. He earned an M.S. and Ph.D. in 1984 from the University of Maryland and joined the faculty of William & Mary as an Instructor in 1984. He became an Assistant Professor of Physics in 1985, was promoted to Associate Professor in 1990, and Professor in 1997.

Professor Tracy's contributions to William & Mary are significant and known across campus. He was interim Dean of Research and Graduate Studies from January 2001 to June 2002; he was also interim Dean of the Faculty of Arts & Sciences during the 2011-12 academic year. While these experiences might dissuade some from further selfless acts of service, Professor Tracy subsequently took on the daunting task of chairing the Physics department, from 2014 to 2017. During his term as Chair, he created a Climate Steering Committee, elevating diversity, equity and inclusion to a new level of prominence within the department. His dedication to the just treatment of members of underrepresented groups made him a natural choice to be elected Chair of the Arts & Sciences Committee on Diversity, Equity, and Inclusion, a position he held during the 2020-2021 academic year. He was also President of the Faculty Assembly (2009-2010) and the Founding Director of the Graduate Center (1998-2002).

Perhaps one of his longest lasting contributions to William & Mary was his advocacy for the COLL curriculum and the creation of the Center for the Liberal Arts (CLA). He was the Founding Director of the CLA from 2015-2018, as well as one of its first Fellows.

As a scholar, Professor Tracy's research interests began in theoretical plasma physics and the study of nonlinear systems, which represent the bulk of his more than 50 refereed publications and brought in substantial funding from the National Science Foundation and the Department of Energy. He collaborated on a broad range of scientific topics, ranging from the use of algae as a biofuel to the identification of cancer biomarkers. Most recently, his interests have focused on the Public Understanding of Science, where his energies have been directed to blogging and writing a book on climate change.

The breadth of Professor Tracy's scholarly interests are matched by the courses he has taught over the course of his career. These have ranged from 700-level graduate courses on nonlinear dynamics and mathematical physics, to entry level courses aimed at non-majors. The latter have included a number of new courses that he developed, such as freshman seminars on "Time" and "Energy and the Environment" as well as his COLL 100 on "Cosmology and the History of Wonder." The ways in which Professor Tracy's pedagogy has broadened and enriched the curriculum of the Physics Department has been valued by his Physics colleagues and will be sorely missed.

The contributions in Research, Teaching and Service, merely scratch the surface of Professor Tracy's accomplishments during his time at William & Mary. Most importantly, he is a person whose integrity and decency are manifest; there is no doubt that his continued presence at William & Mary after his retirement will have a positive impact on the Physics department for many years to come.

February 9-12, 2022

Page 2 of 2

BE IT RESOLVED, That the Board of Visitors acknowledges the retirement of Eugene R. Tracy; expresses its appreciation for his 38 years of service; and approves the change in status from Chancellor Professor of Physics to Chancellor Professor of Physics, Emeritus.

BE IT FURTHER RESOLVED, That this resolution be spread upon the minutes of the Board and a copy of the same be delivered to Professor Tracy with best wishes for continuing and creative work in the years ahead.

**RETIREMENT OF PATRICIA M. WESP
DEPARTMENT OF THEATRE, SPEECH AND DANCE**

Patricia M. Wesp received her A.B. from William & Mary with a major in Theatre, and her M.F.A. in Costume Design from the University of Florida. She joined the faculty of William & Mary in 1983 as a Lecturer in the department of Theatre and Speech and became an Assistant Professor in 1988. She was promoted to Associate Professor in 1993, and Professor in 2011.

As a scholar and creative artist, Professor Wesp's research interests and publications have focused on costume history, decorative arts, and design, primarily costume design, for theatre and dance. She has designed and executed more than 300 productions in more than ten states. At William & Mary, she has contributed to the success of W&M Theatre and W&M Dance productions and was Resident Costume Designer for the Virginia Shakespeare Festival for over 30 years. She has contributed costumes and accessories to W&M Alumni Events at the New York Auctions for the Arts, in Williamsburg at President Graves's Ice Cream Socials on the Wren Yard, to Muscarelle Museum events, during W&M Homecoming parades, and for the Muscarelle's Glenn Close Costume Exhibition in 2013.

Professor Wesp has served William & Mary with participation on numerous university-wide committees. She spent ten years as Chair of the GER 6 (Creative and Performing Arts) subcommittee for the Educational Policy Committee; Secretary of the Faculty Assembly; Chair of the Library Policy Committee; Co-chair of the Dean's Advisory Committee; Chair of the Transportation Advisory Committee; and was a member of the following committees: Assessment Steering, Educational Policy, Faculty Research, Career Services Advisory, Concerts, St. Andrews Joint Programme, Charles Center Summer Grants Review, Commencement Policy, University Grants Advisory, History Heritage, and administrative personnel evaluations. She was also a member of the planning group for the 100th Anniversary of Women at William & Mary. She fondly recalls two years with the brilliant original faculty cadre developing the Intro to Film course, which initiated the Film Studies program.

Professor Wesp has also participated in departmental governance, including six years as department chair, overseeing the expansion from Theatre and Speech to Theatre, Speech, & Dance. She has been a member and chair of numerous committees within the department, including the Personnel Committee; Curriculum Review; Ten-year Departmental Assessment (4 times); W&M Theatre Season play selection; Annual Alumni Scholarship Benefit Reception, starting with the 75th W&M Theatre Anniversary Gala in 2001; chairing Alumni Networking trips to New York City and Washington, D.C.; chair of countless faculty and staff search committees; and departmental representative to the Southeastern Theatre Conference and the Virginia Theatre Association. She has served as a Freshman (pre-concentration) advisor for decades, and has also served as concentrator (major) advisor and honors thesis committee chair and member for numerous successful students. Professor Wesp was faculty advisor to the Theatre Students Association during her term as chair and received their Lifetime Achievement Award at the tender age of 44. A Life Member of W&M Delta Tau Chapter, Delta Omicron International Music Fraternity, she served as their faculty advisor for many years. She was awarded a Certificate of Recognition for her contributions during the 1993 W&M Tercentennial celebrations and has been honored to participate twice in the Cambridge Summer Program.

February 9-12, 2022

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Professor Wesp has been an active member of the Costume Society of America (CSA), serving as Southeastern regional treasurer and board member, and co-authoring and administering the US Institute of Museum and Library Services Grant for the CSA national organization. Several years later, the W&M Theatre Costume Study Collection, originated and curated by Professor Wesp, received the CSA Angels Project, which contributed over 500 hours of professional assistance and tens of thousands of dollars in donated supplies and support to the W&M Theatre study collection of antique and vintage garments. Her participation in the Attingham Summer School for the Study of the English Country House has informed her research and development of courses and projects in the Decorative Arts for the past 25 years.

The greatest joy of Professor Wesp's career and her legacy, however, has been her students. Her passion for teaching continues. Through her dedication to artistry, craftsmanship, and survival skills, she has developed generations of informed, thoughtful visual artists and successful theatre artists and practitioners. Those students are thriving and carrying forward the finest W&M traditions of scholarship, education, public education, and mutual support, at universities, theatres, and collections across the country.

BE IT RESOLVED, That the Board of Visitors acknowledges the retirement of Patricia M. Wesp; expresses its appreciation for her 39 years of service; and approves the change in status from Professor of Theatre, Speech & Dance to Professor of Theatre, Speech & Dance, Emerita.

BE IT FURTHER RESOLVED, That this resolution be spread upon the minutes of the Board and a copy of the same be delivered to Professor Wesp with best wishes for continuing and creative work in the years ahead.



COMMITTEE ON ADMINISTRATION, BUILDINGS AND GROUNDS

WILLIAM & MARY

COMMITTEE ON ADMINISTRATION, BUILDINGS AND GROUNDS

FEBRUARY 10, 2022

11:15 A.M. – 12:15 P.M.

ALAN B. MILLER HALL – ROOM - 2018B

WILLIAM H. PAYNE II, CHAIR

J.E. LINCOLN SAUNDERS, VICE CHAIR

SUE H. GERDELMAN, VICE CHAIR

- I. Introductory Remarks William H. Payne II

- II. Approval of Minutes Mr. Payne
 - A. September 23, 2021

- III. Report from COO Amy S. Sebring,
Chief Operating Officer
 - A. 2015 Master Plan Update
 - B. Muscarelle Project Scope and Budget Update

- IV. Action Materials
 - A. Updates to Muscarelle Project **Resolution 16**
 - B. Mackesy Sports Performance **Resolution 17**
 - Center at the W&M Athletics Complex

- V. Closed Session (if necessary)

- VI. Discussion

- VII. Adjourn



WILLIAM & MARY

CHARTERED 1693

BOARD OF VISITORS
DRAFT MINUTES
COMMITTEE ON ADMINISTRATION, BUILDING AND GROUNDS
SEPTEMBER 23, 2021
ALUMNI HOUSE – LEADERSHIP HALL

COMMITTEE MEMBERS PRESENT

Mr. William H. Payne II, Chair
Ms. Sue H. Gerdelman, Vice Chair
Mr. J.E. Lincoln Saunders, Vice Chair
Mr. James A. Hixon

Ms. Barbara L. Johnson
Ms. Ardine Williams
Ms. Zenobia Wright, Student Representative

COMMITTEE MEMBERS ABSENT

Ms. Nicole M. Santiago, Faculty Representative

OTHER BOARD MEMBERS PRESENT

Hon. Charles E. Poston

OTHERS PRESENT

Ms. Amy S. Sebring, Chief Operating Officer
Ms. Carrie S. Nee, University Counsel
Dr. Christopher D. Lee, Chief Human Resources Officer
Mr. Joseph Martinez, VIMS Chief Operations Officer
Mr. Michael J. Fox, Secretary to the Board of Visitors
Ms. Pamela W. Carroll, Executive Assistant to the Chief Operating Officer
W&M Faculty & Staff

INTRODUCTORY REMARKS

Mr. William H. Payne II, Chair, called the Committee on Administration, Buildings and Grounds to order at 2:08 p.m. Mr. Payne welcomed Ms. Ardine Williams as a new member of the committee. Mr. Payne referenced the committee's pre-read materials, including the W&M and VIMS capital updates as well as an update on the buyW&M transition. Mr. Payne specifically mentioned the ongoing construction and design work for the following projects: Fine & Performing Arts Complex, Sadler Center Expansion, Kaplan/Sports Performance Center, Hearth: Memorial to the Enslaved, and the Chesapeake Bay Hall project on the VIMS campus. Mr. Payne also noted the university's request to the state for supplemental funding for the Integrated Science Center 4.

APPROVAL OF MINUTES

Mr. Payne requested a motion to approve the minutes from the April 23, 2021 meeting. Motion was made by Mr. James A. Hixon, seconded by Ms. Barbara L. Johnson, and unanimously approved by voice vote.

WORKFORCE SUCCESSION PLAN

Dr. Christopher D. Lee, Chief Human Resources Officer, presented the state reporting requirement of higher education institutions to prepare and present succession plans to the Board of Visitors with a copy provided to the Virginia Department of Human Resource Management (DHRM). As directed by DHRM, the plan focuses on mission critical positions, employees nearing retirement and executive positions. Dr. Lee indicated that there were no significant succession vulnerabilities for the university and discussed several important initiatives planned and underway in the Human Resources department.

A brief discussion ensued about the university's decision to embrace prevailing wages for major capital projects.

ACTION MATERIALS

Mr. Payne brought forth and requested a motion on the following resolution:

- **Resolution 17:** University Succession Plan

Motion was made by Mr. J.E. Lincoln Saunders, seconded by Ms. Johnson, and unanimously approved by voice vote.

ADJOURNMENT

There being no further business, Mr. Payne adjourned the meeting at 2:28 p.m.

**WILLIAM & MARY
APPROVAL TO CHANGE THE SCOPE AND
BUDGET OF THE MUSCARELLE MUSEUM OF
ART RENOVATION AND EXPANSION PROJECT**

WHEREAS, William & Mary's Board of Visitors endorsed and adopted "The 2015 Campus Master Plan" by resolution on February 6, 2015;

WHEREAS, the intent of adopting the 2015 Campus Master Plan ("the Plan") was to develop a unifying vision for the places and spaces on the main campus that recognizes William & Mary's unique history as well as supports the modern university it has become;

WHEREAS, the Plan specifically states: "First and foremost, the Campus Master Plan is a living document that will provide a framework for future decision-making.";

WHEREAS, the February 6, 2015 resolution by the Board of Visitors directed the university's administration to oversee implementation and ensure compliance with the Plan, and further specified that the Plan can only be changed by a vote of the Board of Visitors;

WHEREAS, the Plan calls for an expansion of the Arts Quarter, and specifically, the expansion of the Muscarelle Museum of Art to include 32,350 square feet of new construction;

WHEREAS, the Plan also called for the renovation of Andrews Hall, which is the academic home to Art & Art History, as well as construction of an additional 28,500 square feet for those programs, which together have more recently been referred to as Fine & Performing Arts, Phase 3 in the university's capital plan;

WHEREAS, the Plan further called for the construction of a new general academic building to replace Boswell Hall and Jones Hall;

WHEREAS, in order to optimize the once in a generation construction of new gallery and educational space for the Muscarelle Museum of Art, the Design Review Board ("DRB") approved a preliminary design on January 13, 2022 that provides for 43,500 square feet of new construction, expanding the footprint of the building into the space originally envisioned for the new Art & Art History building in the 2015 Plan;

WHEREAS, the Board of Visitors approved on November 18, 2016 the naming of the Muscarelle Museum expansion as the Martha Wren Briggs Center for the Visual Arts;

WHEREAS, the revised project budget has been updated to modify the proposed scope change and to adjust for construction industry cost escalations and is now expected to be no more than \$43,800,000, exceeding the prior maximum budget approved by the Board of Visitors on February 4, 2016; and

WHEREAS, planning for the future renovation of Andrews Hall and/or the general academic building can address the construction of expansion space for Art & Art History Programs based on programmatic needs at the time of design consistent with the Plan's vision for the Arts Quarter.

THEREFORE, BE IT RESOLVED, That upon the recommendation of the President, the Board of Visitors hereby approves renovation of the existing Muscarelle Museum of Art and construction of a 43,500 square foot expansion, consistent with the revised scope approved by the DRB on January 13, 2022 for the Muscarelle Museum of Art and authorizing a project budget not to exceed \$43,800,000.

**WILLIAM & MARY
RESOLUTION TO APPROVE THE MACKESY SPORTS PERFORMANCE
CENTER AT THE W&M ATHLETICS COMPLEX**

WHEREAS, William & Mary is grateful for the many contributions of alumni Jennifer and Scott Mackesy to advance athletics at the university;

WHEREAS, William & Mary continues to invest in the success and competitiveness of its athletics programs and facilities to ensure equity among all sports, optimize athletic performance, enhance pride, build community and strengthen our national reputation;

WHEREAS, the reimagined William & Mary Athletics Complex reflects the university's commitment to elevate the quality of the athletics experience to match the preeminence of its academics;

WHEREAS, the William & Mary Athletics Complex, encompassing Kaplan Arena, a new Sports Performance Center adjacent to the arena, the Mackesy Tennis Center, Busch Field and the Tribe Field Hockey Center, will enhance the game-day experience for the entire W&M community and advance excellence in all varsity sports programs; and

WHEREAS, Jennifer and Scott Mackesy have committed significant financial resources toward the Sports Performance Center to provide an enhanced space to compete, train and learn as an investment in player development that will benefit all sports;

THEREFORE, BE IT RESOLVED, That the Board of Visitors supports the recommendation of the President to name the Sports Performance Center at the William & Mary Athletics Complex the Mackesy Sports Performance Center; and

BE IT FINALLY RESOLVED, That the Board directs the President and the administration to move forward with this naming with all deliberate speed.



INVESTMENTS SUBCOMMITTEE

WILLIAM & MARY

INVESTMENTS SUBCOMMITTEE
OF THE
COMMITTEE ON FINANCIAL AFFAIRS
FEBRUARY 10, 2022
12:15 – 1:15 P.M.
ALAN B. MILLER HALL – ROOM 2018B

JAMES A. HIXON, CHAIR
ANNE LEIGH KERR, VICE CHAIR

- I. Introductory Remarks James A. Hixon

- II. Approval of Minutes Mr. Hixon
 - A. April 22, 2021
 - B. August 26, 2021

- III. Briefing on the 1693 Partners Fund Brian Hiestand,
Chief Investment Officer
1693 Management Company

- IV. Action Materials
 - A. Authorize Transfer of BOV Endowment to 1693 Partners Fund **Resolution 18**

- V. Closed Session (if necessary)

- VI. Discussion

- VII. Adjourn

WILLIAM & MARY

BOARD OF VISITORS
INVESTMENTS SUBCOMMITTEE
DRAFT MINUTES
APRIL 22, 2021
ALUMNI HOUSE – LEADERSHIP HALL

COMMITTEE MEMBERS PRESENT

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

COMMITTEE MEMBERS ABSENT

Mr. James A. Hixon

OTHER BOARD MEMBERS PRESENT

Mr. Anthony M. Joseph, Student Representative

OTHERS PRESENT

Ms. Amy Sebring, Chief Operations Officer
Ms. Melanie T. O'Dell, Assistant Vice President of Financial Operations
Mr. Joseph W. Montgomery, The Optimal Service Group
Mr. R. Bryce Lee, The Optimal Service Group
Ms. Robin S. Wilcox, The Optimal Service Group
Ms. Karen H. Logan, The Optimal Service Group
Ms. Jessica L. Walton, Deputy Secretary to the Board of Visitors
W&M Staff

CALL TO ORDER

Mr. Mirza Baig, Chair, called the Investments Subcommittee Committee meeting to order at 3:27 p.m.

APPROVAL OF MINUTES

Recognizing that a quorum was present, Mr. Baig asked for a motion to adopt the minutes of the February 7, 2020 and July 24, 2020 meetings. Motion was made by Mr. Watkins, seconded by Mr. Baig, and approved by roll call vote – 2-0 – conducted by Ms. Jessica L. Walton, Deputy Secretary to the Board of Visitors. Mr. Hixon was absent from the meeting.

INVESTMENT PORTFOLIO EVALUTION OVERVIEW

Mr. R. Bryce Lee passed out multiple handouts (**appended**) and reported on the Board's endowment portfolio. For the quarter ended March 31, 2021 the market value for the BOV Endowment portfolio was \$98.7M. This was a gain of approximately \$16.1M from the previous fiscal year that ended June 30, 2020. A discussion ensued about market conditions. Mr. Lee indicated that there was exceptional growth in the portfolio due to diversification.

A discussion ensued about the current cash allocation and the Optimal Group recommended a 1-2% allocation. There was a discussion about how often the committee should revisit the asset allocation.

Ms. Robin S. Wilcox provided updates on the Green Fund and the university bond funds. The investment has grown \$400,000 since its inception and the market value at March 31, 2021 was approximately \$900,000. Mr. Lee provided an update on the university bond funds. The fund

managers have been selected and the structure is in place for investing the funds.

ACTION MATERIAL

Mr. Baig requested a motion on **Resolution 18:** Correction to Investment Spending policy for Endowment. Motion was made by Mr. Watkins, seconded by Mr. Baig, and approved by roll call vote – 2-0 – conducted by Ms. Walton. Mr. Hixon was absent from the meeting.

A discussion ensued regarding principles for responsible investing, the impact on the portfolio, and environmental, social and governance standards. There was also a discussion about the fossil fuel exposure in the portfolio and possible alternatives.

ADJOURNMENT

There being no further business, Mr. Baig adjourned the meeting at 4:18 p.m.

RESEARCH ALERT

Pax MSCI EAFE ESG Leaders Index Fund (PXNIX)

Global Manager Research

March 29, 2021

Gabrielle Qirko

Investment Manager Research Analyst

Previous rating

Recommended

Updated rating

Sunset

Key takeaways

- Global Manager Research (GMR) is downgrading the Pax MSCI EAFE ESG Leaders Index Fund (PXNIX or the Fund) from Recommended to Sunset.
- Effective on March 31, 2021, the Fund will change its name and investment objective. Its name will drop its reference to the index that it has been seeking to track and the new fund name will be the Pax International Sustainable Economy Fund.
- Impax Asset Management LLC (Pax), the Fund's investment adviser, does not anticipate significant turnover in the Fund's portfolio resulting from its change in methodology.
- In addition, due to the change in investment objective, GMR deems it as a new product; thus with a new track record starting on April 1. For this reason, GMR is downgrading PXNIX to Sunset.

Impacted fund: **Pax MSCI EAFE ESG Leaders Index Fund (PXNIX)**

Overview

GMR is downgrading PXNIX from Recommended to Sunset due to a change in the Fund's investment objective. There will be no changes to PXNIX's expense ratio, and its ticker will stay the same, however the Fund's name will change.

GMR Assessment

Effective on March 31, 2021, the Fund will change its name to the Pax International Sustainable Economy Fund, keeping the ticker PXNIX. The Fund's investment objective will also be modified substantially to incorporate the Impax Sustainability Lens (the Impax Lens) into its portfolio's construction. According to Pax, the Impax Lens is about the value-add of its team of fifty-eight individuals that utilize a proprietary subjective approach that is expected to tilt the Fund's portfolio away from its benchmark, the MSCI EAFE ESG Leaders Index. The number of names

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Investment and Insurance Products: NOT FDIC Insured ► NO Bank Guarantee ► MAY Lose Value

in the portfolio will stay the same, but sectors will be reweighted based on the effect of the Impax Lens. This will result in PXNIX no longer seeking to track the MSCI EAFE ESG Leaders Index after the effective date of the change on April 1, 2021.

For this reason, GMR believes the Fund's change in methodology to be significant enough and is downgrading it from Recommended to Sunset.

For investors seeking a mutual fund alternative to PXNIX, GMR suggests consideration of the actively-managed Boston Common ESG Impact International Fund (BCAIX). BCAIX uses a fundamentally-driven, ESG analysis-focused investment approach that seeks to build a diversified portfolio of high-quality, sustainable, and undervalued international stocks with strong growth potential. In addition, for investors who are vehicle agnostic and are looking for a passive product alternative to PXNIX, GMR suggests consideration of the iShares ESG Aware MSCI EAFE ETF (ESGD). ESGD provides exposure to large- and mid-cap companies in Europe, Australia, Asia, and the Far East while seeking to track the MSCI EAFE Extended ESG Focus Index that utilizes MSCI's ESG scoring methodology.

Mutual funds and exchange-traded funds (ETFs) are sold by prospectus. Before investing, please consider the investment objectives, risks, charges and expenses of the fund carefully. The prospectus, and if available, the summary prospectus, contains this and other information and can be obtained by calling the fund company or your financial advisor. Read the prospectus, and if available, the summary prospectus, carefully before you invest.

Risk Factors

There is no guarantee that the funds will meet their investment objectives. All investing involves risk including the possible loss of principal.

ETFs are subject to substantially the same risks as individual ownership of the securities would entail. Investment returns may fluctuate and are subject to market volatility, so that an investor's shares, when redeemed, or sold, may be worth more or less than their original cost. ETFs seek investment results that, before expenses, generally correspond to the price and yield of a particular index. There is no assurance that the price and yield performance of the index can be fully matched.

Equity securities are subject to market risk which means their value may fluctuate in response to general economic and market conditions and the perception of individual issuers. Investments in equity securities are generally more volatile than other types of securities. The prices of mid-cap company stocks are generally more volatile than large company stocks. They often involve higher risks because smaller companies may lack the management expertise, financial resources, product diversification and competitive strengths to endure adverse economic conditions.

Investing in foreign securities presents certain risks not associated with domestic investments, such as currency fluctuation, political and economic instability, and different accounting standards. This may result in greater share price volatility. These risks are heightened in emerging markets.

Sustainable investing focuses on companies that demonstrate adherence to environmental, social and corporate governance principles, among other values. There is no assurance that social impact investing can be an effective strategy under all market conditions. Different investment styles tend to shift in and out of favor. In addition, a portfolio's social policy could cause it to forgo opportunities to gain exposure to certain industries, companies, sectors or regions of the economy which could cause it to underperform similar portfolios that do not have a social policy.

GMR's benchmark selection is typically driven by a Fund's asset class assignment which helps GMR provide a consistent assessment across asset classes. Although GMR may measure the Fund's performance (net of fees) against its index selection, the Fund measures its own performance against the prospectus benchmark (Fund Index). For performance information relative to the Fund Index, please see the performance section in the prospectus.

Unless otherwise noted, fund information quoted in this report reflects information for the fund's oldest share class or generally all share classes of the fund. Share classes available in Wells Fargo advisory programs may have more recent inception dates than that shown in this report.

Definitions

MSCI EAFE ESG Leaders Index consists of large and mid cap companies across Developed Markets countries around the world, excluding the U.S. and Canada. The Index is designed for investors seeking a broad, diversified sustainability benchmark with relatively low tracking error to the underlying equity market.

MSCI EAFE Extended ESG Focus Index is based on MSCI EAFE Index, its parent index, which includes securities across Developed Markets countries around the world, excluding the U.S. and Canada. The Index is designed to maximize exposure to positive environmental, social and governance (ESG) factors while exhibiting risk and return characteristics similar to those of the MSCI EAFE Index.

An index is unmanaged and not available for direct investment.

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INVESTMENT RESEARCH REPORT

Boston Common ESG Impact International Fund (BCAIX)

Global Manager Research

March 12, 2020

David Pham, CFA
Investment Analyst

Fund basic facts

Fund inception:
12/29/2010

Fund assets:
\$269.6M (1/31/2020)

Portfolio Manager:
Team Managed

Sub-style:
Large Cap Core

GMR benchmark:
MSCI EAFE Index

GMR rating:
Recommended

Key takeaways

- Boston Common ESG Impact International Fund (the Fund) is rated Recommended by Global Manager Research (GMR). Boston Common Asset Management, LLC (BC or the Firm) is the Fund's investment adviser.
- The Fund seeks to invest in a diversified portfolio of high-quality, sustainable, and undervalued international stocks. BC integrates environmental, social, and corporate governance (ESG) factors into every stage of its investment process.
- GMR believes the Fund may be an option for investors seeking a developed markets equity mutual fund with strong ESG focus.

Key strengths

- **Fundamental ESG Analysis:** All investment decisions include robust considerations of ESG analysis. The Firm believes the markets typically mis-value the risk and opportunities presented by ESG factors. By conducting fundamental ESG analysis and being active shareowners of companies, the Firm believes they can benefit from these anomalies.
- **Experienced Investment Team:** The Firm's ESG research team and financial research team (collectively, the Team) have an average of over 20 years of experience with broad investment and industry experience, providing diverse investment perspectives for the Team.

Considerations

- The Fund may have holdings or concentrations that are significantly different from its benchmark, the MSCI EAFE Index (the Index), including emerging markets, which may lead to above-average volatility.
- Given the Fund's bias towards high quality firms with a history of consistent, visible profitability, GMR expects it to lag the Index when the market's appetite for risk dramatically increases.

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Investment and Insurance Products: NOT FDIC Insured ► NO Bank Guarantee ► MAY Lose Value

Firm details

Website:

www.bostoncommonasset.com

Location:

Boston, MA

Ownership:

Privately-held

Assets:

\$2.8B (12/31/2019)

Publicly traded:

No

Performance Expectations

BC seeks to avoid deeply-distressed companies and those with highly-volatile or unpredictable profit streams, and favors firms viewed as high-quality with consistent, visible profitability. This has typically resulted in a portfolio that has slightly higher growth, higher valuation, and lower dividend yield than the Index. Consequently, the Fund has typically done better than the Index in down markets and during periods of rising risk aversion. It also has done well when markets move within a relatively narrow band of variation. This environment has supported the Team's ability to add value through stock selection and thematic portfolio construction. Conversely, the Fund may lag the Index in periods when the market's appetite for risk dramatically increases or when the market rallies without apparent regard to company fundamentals. Finally, the Fund typically is underweight Energy companies relative to the Index. Thus, the Fund may underperform when the Energy sector outperforms the broad market.

Firm

Organization

The Firm is organized as a Delaware Limited Liability Company. Geeta Aiyer founded the Firm at the end of 2002 after leaving her position as President of Walden Asset Management, a division of Boston Trust & Investment Management Company (known then as U.S. Trust of Boston). Aiyer is recognized as a leader in the socially-responsible investment movement, pioneering its expansion into the global arena. BC is recognized as a woman-owned business by the Massachusetts State Office of Minority and Women Business Assistance and was listed among The Commonwealth Institute's 2016 Top 100 Women-Led Businesses in Massachusetts. BC was originally wholly-owned by its founder, Aiyer. The Firm expanded equity ownership to other members of the management team in 2009, when Aiyer, who had originally owned 100% of the Firm, granted 33% ownership to seven key members. In the fall of 2016, the Firm finalized arrangements to broaden employee ownership at the Firm. The goal was to place more stock in the hands of key team members/equity owners. As a result, Aiyer diluted her holding to 21.5% by selling 25% of her stake to other key employees (existing six shareholders and to an additional thirteen employees) and a further 20% to a private equity firm, Rosemont Partners III, LLC (Rosemont), which specializes in asset management partnerships. Rosemont's stake will be retired in about three years, when BC employees take over the third tranche of Firm ownership. In January 2020, the Firm hired Allyson McDonald as Chief Executive Officer (CEO) to run the day-to-day management of the Firm. McDonald has experience in distribution and managerial experience at various asset management firms. She is also an owner and former Global President of the Ellevest Network, a global community of women committed to fostering and promoting gender equality in the workplace.

Analyst Assessment

GMR understands that Rosemont will sell its 20% stake to the Firm's employees in the next three years, returning the Firm to 100% employee ownership. The addition of McDonald as CEO should aid in the management of day-to-day operations and, given her background, should help further the Firm's distribution efforts in the future. Aiyer has no immediate plans to retire and has reduced her stake to better plan for the Firm's succession and transition to the next generation of leadership. Her commitment to BC is clear and the Firm's commitment to ESG is also clear. The Firm finds Rosemont an ideal partner as they do not want a partner with a permanent stake. The Firm also has invested in the business as they have grown and made the Chief Operating Officer (COO) role full-time and improved the process for personal account dealing. BC offers its employees a combination of a competitive base salary and bonuses based on the business's profitability and each employee's individual contribution. BC also has a profit-sharing plan for all employees and ownership grants for key professionals. The percentage of compensation from each of these sources varies by individual.

Investment Personnel

Experience & Depth

The Firm's investment process is team-oriented. The Team is composed of 15 professionals with an average of over 21 years in the industry and 10 years at the Firm. There is a team of nine financial research analysts who conduct company and industry research on each sector in which they have developed expertise. Three of them (Matt Zalosh, Praveen Abichandani, and Corné Biemans) are also portfolio managers (PMs) of the Fund. The Team also has four dedicated ESG professionals who conduct ESG research and shareowner engagement. Finally, there are four generalists including Aiyer. Aiyer is also a PM for the Firm's domestic products. Aiyer (markets in general) and Steven Heim (from the ESG perspective) act as investment strategists guiding Firm-wide discussions on long-term opportunities and risks within the broader market context. In addition, Lauren Compere serves as Director of Shareowner Engagement, working closely with portfolio companies to further improve their ESG profile.

Key Employees	Title/Responsibilities	First Year at Firm	First Year in Industry
Matt Zalosh	CIO, International Strategies Portfolio Management	2003	1995
Praveen Abichandani	Co-CIO, U.S. Strategies Portfolio Management	2004	1990
Corné Biemans	Co-CIO, U.S. Strategies Portfolio Management	2012	1989
Geeta Aiyer	President, Chief Strategist	2002	1985
Steven Heim	Strategist, Director of ESG Research	2002	1988

Stability

In the last 10 years, there have been seven departures from the Team. On the financial analysis side, the four departures were Nathan Foley-Mendelson (2013), Tom Darling (2015), Pam Hegarty (2016), and Marlon Gerra (2019). The three departures on the ESG side were: Dawn Wolfe (2011), Hannah Tillman (2015), and Leah Turino (2016). The seven additions in the last ten years were Biemans (2012), Abbott Lawrence (2012), Hegarty (2013), Liz Su (2014), Tillman (2015), Pike (2015), and Lei Ge (2017).

Analyst Assessment

GMR views the Team favorably. The Firm is well-resourced with seasoned investment professionals, with the core of the Team having been at the Firm since, or not long after, it was founded in 2002. They have a rich history in ESG involvement and investing and many of the Team members seem to have ESG engrained in their investing style. Aiyer is a leader in this regard, given her involvement and recognition in ESG related activities, but Heim and Compere are additional strong voices on ESG. Everything the Firm does has ESG considerations, which GMR finds as positive. The Team has been reasonably stable, particularly in recent years, and compensation should improve further with wider distribution of Firm ownership.

Investment Philosophy & Process

Philosophy

The Fund seeks to preserve and build capital through a diversified portfolio of what is believed to be high quality, sustainable, undervalued stocks. The Firm believes the markets typically mis-value the risks and opportunities presented by ESG factors both in terms of the timing and the magnitude of outcomes. By integrating ESG factors into every stage of its research and investment process, the Firm believes it will have an edge in capturing these mispriced opportunities. Furthermore, the Team believes their opportunity set is likely to persist over a long period as market participants can be slow to adapt and incorporate an ESG framework into their investment processes.

Process: Approach & Research

BC begins the equity selection process by creating a diversified monitor list consisting of stocks that they believe are high-quality. For the Fund, the Team constructs a monitor list of securities drawn from the MSCI EAFE Index and the MSCI Emerging Markets Index. They screen the universe to exclude companies that have consistently lost money, that have taken on unsustainable levels of debt, or that have experienced such volatile operating performance that BC would not be confident in projections about their future profitability. The Team further refines this list by judging the quality of the remaining companies. They exclude from the list companies whose business models they consider unsustainable and whose financial reporting and managerial accountability they consider untrustworthy. BC has also created proprietary databases and data sets reflecting the ESG characteristics of a broad set of global companies. This database is used in the preliminary screening of the investment universe. Based on the results of the preliminary screening process, the Team adds to the list a selection of mid-sized companies in areas with high ESG impact in order to restore sufficient diversification. This process produces a monitor list of several hundred high quality stocks.

BC's fundamental research focuses on identifying individual stocks from the monitor list that are trading at a discount to intrinsic value and have potential catalysts to recovery over the next 12-18 months. To manage risk, the Team quantifies reasonable downside based on historical analogs and on the intrinsic value that would be justified in alternative scenarios. BC analysts cover the global sectors in which they have developed specific expertise, generating stock ideas in those sectors from the international monitor lists and monitoring both their holdings and market dynamics. The analysts focus on understanding the longer-term value drivers for a company and its industry. To form their own understanding of a stock, BC speaks with management, competitors, outside experts, suppliers, and customers at industry conferences. They then form an outlook for each stock under investigation and model expected outcomes, forecasting normalized revenue and earnings growth across a business cycle. In addition to making their own sales, earnings, and cash flow projections, they assess the projections made by the street to better understand what expectations are built into the current stock price, and assess whether the company can exceed them.

The Firm believes that it needs to continuously improve and adapt to the constantly changing market environment. Examples of improvements to their process include refining the quantitative definitions of quality as

Portfolio Constraints/Characteristics

Primary Prospectus Benchmark	MSCI EAFE Index
Number of Holdings	50 - 70
Individual Security Weighting Maximum	5% at cost
Sector Weighting Maximum	50% - 200% of benchmark weight
Capitalization Range	Typically > \$2B
Country Weighting Maximum	No constraint
Regions Weighting Maximum	50% - 200% of benchmark weight
Emerging Markets Weighting Maximum	20%
ESG Analysis*	Impact Leader
*Please see General Disclosure section for definitions.	

more data becomes available and deepening the research team and tools for valuation and risk control. Despite those improvements, the Firm's general investment principles have remained consistent over time.

ESG Analysis

The Firm is dedicated to socially responsible investing (SRI) and is a firm believer in the value of ESG factor analysis. There are dedicated analysts with the appropriate background and specialist knowledge, who identify the important issues facing companies. All investments need to meet a minimum ESG hurdle, and ESG analysis may also lead to the Team discovering new ideas and/or to the removal of existing ideas.

BC's ESG research process integrates information from different sources to form an understanding of corporate performance. The Team reviews company filings, trade journals, and industry reports to understand a company's products and activities, and place it in context with its peers. They also subscribe to specialized ESG data services (MSCI and EIRIS). BC communicates regularly with trade unions, nongovernmental organizations, activist groups, and government agencies about corporate behavior on the ground. They query corporate management through meetings, letter campaigns, emails, and phone calls about areas of particular concern. Drawing on this mosaic of sources, BC's ESG analysts distill conclusions about a company's overall profile across the full set of ESG issue areas. The Firm has created proprietary databases and data sets reflecting the ESG characteristics of a broad set of U.S. and international companies. They believe this puts them in a unique position to make global industry-relative ESG assessments. Any of the following can be triggers to trim or exit a position: 1) deterioration in a company's fundamentals; 2) changes in macroeconomic outlook and market valuations; 3) deterioration of a company's ESG practice; and 4) valuation beyond the analysts' targets.

In addition, the Firm uses engagement tools to effect changes that they believe will provide better ESG outcomes, including active shareowner engagement and proxy voting. At any given time, the Firm is typically involved in a number of ESG initiatives such as racial and gender equality, global health, and climate change.

In summary, ESG analysis is an integral part of the process and feeds into every single investment decision before and after a company is included in the portfolio. GMR views the Firm as an impact leader in ESG investing.

Process: Portfolio Construction

The portfolio construction team (PCT), comprised of Zalosh, Abichandani and Biemans, is collectively responsible for decisions around what is added, trimmed, or sold from the Fund. Aiyer (market generalist) and Heim (from the ESG perspective), provide input into the Fund's overall strategy. The PCT generally makes decisions by consensus; on the rare occasions where there might be disagreement, a two-thirds vote of the Team members would be sufficient to endorse a change concerning the Fund. Using the stocks that have been vetted and approved by both teams (both the financial analyst and one of the ESG research analysts will produce a profile on each company being considered for the portfolio), the PCT constructs a portfolio of 50-70 (typically 1%-3% positions) names. BC prefers to buy the strongest companies from an ESG perspective. They will not, however, invest in a company which has a weak investment outlook even though it may have a strong ESG profile. In industries where they are unable to find enough companies with both strong investment and ESG profiles, they will buy companies that are better than average from an ESG perspective if they believe they are financially attractive. In these instances, BC raises the social profile of their holdings by urging the management of portfolio companies to improve their policies and operations through active shareowner engagement, proxy voting, or other engagement strategies such as public benchmarking or improving industry standards.

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Process: Risk Management

The Firm believes risk has to be managed holistically, with every part of the Firm participating in assessing and managing potential risks. The Firm's risk management committee meets regularly and includes the portfolio management team, Chief Compliance Officer, Director of Operations, and other members of the Team. Chief

Investment Officer (CIO), Matt Zalosh, is primarily responsible for managing portfolio-level risk. The Team works to manage portfolio risk at each level of the research, stock selection, and portfolio management process including a) focusing on high-quality companies, b) quantifying reasonable downside scenarios, and c) excluding companies that carry unquantifiable long-term tail risks through the application of the Firm's ESG criteria.

Analyst Assessment-Process

GMR views the process in a positive light. The Firm has maintained discipline in how they identify investment opportunities and have occasionally made marginal changes to improve it, such as using some risk models to better assess the Fund's risk allocation and to formalize the PCT to maintain nimbleness in decision-making as the Team has grown. ESG is clearly at the forefront of everything the Firm does, as it is very much part of the Firm's DNA. We have seen examples of their research (stock, sector, and ESG), and it seems extensive and of good quality. As the analyst team has grown, their breadth and depth of coverage has also improved. While ESG is important to the Team's process, they will not invest in a stock that has a weak rating from a financial investment opinion. While they will not invest in a stock that has a weak ESG rating (regardless of investment opinion), BC will invest in a stock with an average ESG rating if they believe the company is on the right track, or willing to engage to get on the right track, from an ESG perspective.

Analyst Assessment-Performance

The Fund has outperformed the Index over the trailing one-, three- and five-year periods through February 29, 2020. The Fund's performance was strong in 2019, 2018, and 2017 as its quality-growth style has been in favor over the last three calendar years. The Fund's performance was particularly strong in 2019, driven largely by strong stock selection in the Industrials and Financials sectors. The Fund's underweight in the Energy sector also contributed to relative performance, as the Energy sector was the worst-performing sector within the Index in 2019. As noted, the Fund's ESG focus will often result in an underweight position to the Energy sector. Overall, the Fund's performance has been in line with GMR's expectations. Although the Fund's quality-growth style has been in favor, GMR has been pleased with the Fund's relative outperformance as it has been driven largely by good stock selection. We remain confident in the Team and process and expect the Fund to outperform the Index over the long-term.

Mutual funds are sold by prospectus. Before investing, please consider the investment objectives, risks, charges and expenses of the fund carefully. The prospectus, and if available, the summary prospectus, contains this and other information and can be obtained by calling the fund company or your financial advisor. Read the prospectus, and if available, the summary prospectus, carefully before you invest.

Risk Factors

There is no guarantee the Fund will meet its investment objectives. All investing involves risk including the possible loss of principal.

Equity securities are subject to market risk which means their value may fluctuate in response to general economic and market conditions and the perception of individual issuers. Investments in equity securities are generally more volatile than other types of securities.

The prices of small and mid-cap company stocks are generally more volatile than large company stocks. They often involve higher risks because smaller companies may lack the management expertise, financial resources, product diversification and competitive strengths to endure adverse economic conditions.

Sustainable investing focuses on companies that demonstrate adherence to environmental, social and corporate governance principles, among other values. There is no assurance that social impact investing can be an effective strategy under all market conditions. Different investment styles tend to shift in and out of favor. In addition, a fund's social policy could cause it to forgo opportunities to gain exposure to certain industries, companies, sectors or regions of the economy which could cause it to underperform similar portfolios that do not have a social policy.

Investing in foreign securities presents certain risks not associated with domestic investments, such as currency fluctuation, political and economic instability, and different accounting standards. This may result in greater share price volatility. These risks are heightened in emerging markets.

GMR's benchmark selection is typically driven by a Fund's asset class assignment which helps GMR provide a consistent assessment across asset classes. Although GMR may measure the Fund's performance (net of fees) against its index selection, the Fund measures its own performance against the prospectus benchmark (Fund Index). For performance information relative to the Fund Index, please see the performance section in the prospectus.

Unless otherwise noted, fund information quoted in this report reflects information for the fund's oldest share class or generally all share classes of the fund. Share classes available in Wells Fargo advisory programs may have more recent inception dates than that shown in this report.

Definitions

MSCI EAFE Index is designed to represent the performance of large and mid-cap securities across 21 developed markets, including countries in Europe, Australasia and the Far East, excluding the U.S. and Canada.

MSCI Emerging Markets Index is a free float-adjusted market capitalization index that is designed to measure equity market performance of emerging markets.

An index is unmanaged and not available for direct investment.

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GMR uses qualitative and quantitative methods to assess investment products to develop due diligence opinions. In general, due diligence opinions entail a thorough assessment of an investment product and the assignment of one of five assessment recommendations: Recommended, Watch, Supported, Sell or Sunset.

GMR may change an investment product's assessment recommendation from time to time. GMR due diligence assessments are generally described as: "Recommended", where assessment criteria indicate an investment product is in good standing and GMR has high conviction in it. "Recommended: Watch - Level I", where an event has occurred and is being evaluated. Pending the outcome of the evaluation, GMR maintains its recommendation for new purchases. "Recommended: Watch - Level II", where an event has occurred that may have the potential to impact longer term investment prospects and is being evaluated. Pending the outcome of the evaluation, GMR maintains its recommendation for new purchases. "Watch - Level III", where an event has occurred that has elevated concern regarding this product's longer term investment prospects. GMR recommends restricting new flows into the product until our evaluation is complete. "Supported" where a product is in good standing and is considered acceptable to own. "Sell" where assessment criteria indicate an investment product is recommended for exit in the near-term; and "Sunset" where assessment criteria indicate an investment product should be exited over an appropriate period of time as determined by the client's specific situation.

*GMR uses qualitative and quantitative methods to assess investment products on their use of ESG (Environmental, Social, Governance) analysis. GMR is not implying that more ESG analysis is inherently better than less ESG analysis. After a full review of the investment product, the product is assigned to one of five categories: Immaterial or Not Applicable, Aware, Integrated, Key Driver, Impact Leader. GMR ESG Analysis categories are generally described as: "Immaterial or Not Applicable", where ESG Analysis is a negligible or nonexistent part of the investment process and decisions. "Aware", where E, S, and G factors are all considered independently to some degree but the factors are just a part of the larger investment discussion. There is likely not a dedicated ESG individual or team. "Integrated", where E, S, and G factors are all fully integrated and applied throughout the investment process. There is likely a formal ESG assessment process that is applied to all securities before addition to the portfolio and on-going ESG monitoring is executed. There is likely a dedicated ESG individual or team and they have a strong relationship with the main investment team. "Key Driver", where all the aforementioned qualifications apply and what is more, the results and findings of the ESG analysis are a key driver of idea generation and investment decisions; and "Impact Leader", where all the aforementioned qualifications apply and the investment product, in partnership with their parent firm, works with companies to improve their ESG profiles and build toward increased company and global sustainability. ESG categories are provided for informational purposes only. ESG analysis is not considered in GMR investment assessment recommendations.

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WILLIAM & MARY

BOARD OF VISITORS
INVESTMENTS SUBCOMMITTEE
DRAFT MINUTES
AUGUST 26, 2021
BOARD ROOM – BLOW MEMORIAL HALL

COMMITTEE MEMBERS PRESENT

Mr. James A. Hixon, Chair
Ms. Anne Leigh Kerr, Vice Chair

Mr. John P. Rathbone

OTHERS PRESENT

Ms. Amy S. Sebring, Chief Operating Officer
Ms. Melanie T. O'Dell, Assistant Vice President of Financial Operations/University Controller
Mr. Joseph W. Montgomery, The Optimal Service Group
Mr. R. Bryce Lee, The Optimal Service Group
Ms. Karen H. Logan, The Optimal Service Group
Ms. Jessica L. Walton, Deputy Secretary to the Board of Visitors

CALL TO ORDER

Mr. James A. Hixon, Chair, called the Investments Subcommittee Committee meeting to order at 11:00 a.m.

INVESTMENT PORTFOLIO EVALUTION OVERVIEW

Mr. R. Bryce Lee from the Optimal Group provided an overview of the Board of Visitors Investment Portfolio. The portfolio had net growth of \$17.4 million for fiscal year 2021 and ended the year with a market value of \$101.1 million. Mr. Lee reviewed the current asset allocation of the portfolio and recommended the addition of 2 new alternative investment managers. The recommendation was to invest \$500,000 each with the Millennium Fund and Strategic Partners IX Fund.

ACTION MATERIAL

In accordance with the terms and information provided by the Optimal Services Group, Mr. Hixon moved that the Investments Subcommittee invest \$500,000 in the Millennium Fund and \$500,000 in the Strategic Partners IX Fund. The motion was seconded by Ms. Anne Leigh Kerr and passed unanimously by voice vote.

ADJOURNMENT

There being no further business, Mr. Hixon adjourned the meeting at 11:55 a.m.

**WILLIAM & MARY
AUTHORIZATION TO TRANSFER
THE BOARD OF VISITORS' ENDOWMENT TO
THE 1693 PARTNERS FUND**

WHEREAS, the 1693 Partners Fund (“the Partners Fund”) was created as a non-profit, nonstock corporation under Section 501(c)(3) of the Internal Revenue Code of 1986 to serve as a pooled investment vehicle to invest and hold the designated investment assets of eligible organizations that support William & Mary;

WHEREAS, the Partners Fund went live on January 1, 2021 with the William & Mary Foundation (WMF), the Marshall-Wythe School of Law Foundation, the Business School Foundation, and the Murray 1693 Scholarship Foundation as participating members of the fund;

WHEREAS, the Partners Fund is managed by a Board of Trustees with the WMF Investments Committee members and designees from other participating entities serving as trustees in overseeing the investment of assets;

WHEREAS, the Partners Fund Board has appointed the 1693 Management Company, LLC, a wholly owned subsidiary of the WMF to serve as the Fund’s investment manager;

WHEREAS, the university is eligible to deposit endowments and to become a member of the Partners Fund;

WHEREAS, the Board of Visitors has had a long-held interest in consolidating the investment management of the endowments held for the benefit of the university; and

WHEREAS, the endowments held for the benefit of the university include a fund designated as the Board of Visitors (BOV) Endowment; and

THEREFORE, BE IT RESOLVED, That the Board of Visitors authorizes the President and Chief Operating Officer to seek approval from the 1693 Partners Fund Board to accept deposit of the BOV Endowment as part of the Partners Fund with appropriate representation from the Board of Visitors as set forth in the Partners Fund bylaws;

BE IT FURTHER RESOLVED, That the transition of the BOV Endowment to the Partners Fund be effective July 1, 2022 or as quickly thereafter as practicable to transition investments without undue negative impact on the investment performance; and

BE IT FINALLY RESOLVED, That the Board of Visitors affirms the continued management of other board-designated funds by The Optimal Services Group of Wells Fargo Advisors (“The Optimal Group”) to specifically include the university’s 2020 bond proceeds, the Osher Lifelong Learning Fund, and the Green Fund.



COMMITTEE ON FINANCIAL AFFAIRS

WILLIAM & MARY

COMMITTEE ON FINANCIAL AFFAIRS

FEBRUARY 10, 2022

1:15 – 2:00 P.M.

ALAN B. MILLER HALL – BRINKLEY COMMONS

JAMES A. HIXON, CHAIR

ANNE LEIGH KERR, VICE CHAIR

- | | | |
|------|--|---|
| I. | Introductory Remarks | James A. Hixon |
| II. | Approval of Minutes | Mr. Hixon |
| | A. November 18, 2021 | |
| III. | General Reports | |
| | A. FY23 Law School Tuition | Amy S. Sebring,
Chief Operating Officer |
| | B. Transfer of BOV Endowment to
1693 Partners Fund | Melanie T. O'Dell,
AVP for Financial Operations
/Univ. Controller |
| IV. | Action Materials | |
| | A. Authorize transfer of BOV Endowment to 1693
Partners Fund ¹ | Resolution 18 |
| | B. FY23 Law School Tuition | Resolution 19 |
| V. | Closed Session (if necessary) | |
| VI. | Discussion | |
| VII. | Adjourn | |

¹ To be introduced in the Investments Subcommittee on February 10, 2022

WILLIAM & MARY

BOARD OF VISITORS
COMMITTEE ON FINANCIAL AFFAIRS
DRAFT MINUTES
NOVEMBER 18, 2021
ALUMNI HOUSE – HUNTER HALL

COMMITTEE MEMBERS PRESENT

Mr. James A. Hixon, Chair
Mr. Victor K. Branch
Hon. Charles E. Poston

Mr. John P. Rathbone
Dr. Mark Brush, Faculty Representative
Ms. Meghana Boojala, Student Representative

COMMITTEE MEMBERS ABSENT

Ms. Anne Leigh Kerr

OTHER BOARD MEMBERS PRESENT

Hon. Mari Carmen Aponte
Mr. S. Douglas Bunch
Ms. Sue H. Gerdelman
Ms. Cynthia Hudson
Mr. John E. Littel, Rector
Mr. William H. Payne II

Ms. Lisa E. Roday
Mr. J.E. Lincoln Saunders
Dr. Karen Kennedy Shultz
Ms. Ardine Williams
Dr. Shannon H. White, Staff Liaison

OTHERS PRESENT

Dr. Katherine A. Rowe, President
Dr. Peggy Agouris, Provost
Ms. Amy S. Sebring, Chief Operating Officer
Ms. Carrie S. Nee, University Counsel
Ms. Melanie T. O'Dell, Assistant Vice President Financial Operations, University Controller
Ms. Sherree Walker, Director, Financial Reporting
Ms. Pamela W. Carroll, Executive Assistant to the Chief Operating Officer
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

INTRODUCTORY REMARKS

Mr. James A. Hixon, Chair, called the Committee on Financial Affairs to order at 2:07 p.m.

Mr. Hixon welcomed Dr. Mark Brush, Virginia Institute of Marine Science Associate Professor, Academic Council Chair, Chair of Faculty Assembly, and Faculty Representative to the Board of Visitors. Dr. Brush introduced himself.

REPORT FROM THE CHIEF OPERATING OFFICER

Ms. Amy S. Sebring, Chief Operating Officer, presented the unaudited FY21 Consolidated Financial Statements for William & Mary, the Virginia Institute of Marine Science, Richard Bland College and their affiliated foundations. Ms. Sebring acknowledged the work of Ms. Melanie T. O'Dell, Assistant Vice President for Financial Operations, Ms. Sherree Walker, Director of Financial Reporting, and the

Financial Reporting team in compiling the statements.

A discussion ensued regarding the difference in the reporting of accounts receivable for the Marshall-Wythe Law School Foundation and the Business School Foundation.

Ms. Sebring provided an overview of **Resolution 2:** Receipt of the Consolidated Financial Report for W&M, VIMS, and RBC for the Fiscal Year Ended June 30, 2021, noting that the Board of Visitors is required to accept the unaudited statements annually and will receive a report from the Auditor of Public Accounts at the April meeting once the statements have been audited.

Ms. Sebring also reviewed **Resolution 3:** W&M Receipt of the Financial Report of the Intercollegiate Athletic Department for the Fiscal Year Ended June 30, 2021, which the Athletics Department is required to submit annually as part of the NCAA reporting requirements. Ms. Sebring noted that the Auditor of Public Accounts is already reviewing those statements to ensure that the university meets its annual reporting deadline.

ACTION ITEM

Mr. Hixon brought forth the following resolutions:

- **Resolution 2:** Receipt of the Consolidated Financial Report for W&M, VIMS, and RBC for the Fiscal Year Ended June 30, 2021
- **Resolution 3:** W&M Receipt of the Financial Report of the Intercollegiate Athletic Department for the Fiscal Year Ended June 30, 2021

Resolutions 2-3 were moved as a block by Mr. John P. Rathbone, seconded by Mr. Charles E. Poston, and unanimously approved by voice vote.

APPROVAL OF MINUTES

Mr. Hixon requested a motion to approve the minutes of the September 23, 2021 meeting. Motion was made by Mr. Rathbone, seconded by Mr. Poston, and unanimously approved by voice vote.

ADJOURNMENT

There being no further business, Mr. Hixon adjourned the meeting at 2:24 p.m.

**WILLIAM & MARY
FY 23 LAW SCHOOL TUITION**

WHEREAS, at its April 2021 meeting the Board approved the first phase of increases to Law School student tuition designed to bring the school's tuition to parity with peer institutions;

WHEREAS, the planned increases are intended to provide the necessary resources to enhance the student experience and outcomes as well as improve faculty recruitment and retention. The proposed increase will support the Law School's efforts to:

- Increase need-based financial aid and scholarships for members of traditionally underrepresented groups;
- Recruit and retain top faculty and increase support for faculty compensation and research;
- Increase student services focused on enhancing academic performance, bar passage, and career placement;
- Align staffing to provide better student, faculty, and administrative support;

WHEREAS, William & Mary's Law School tuition remains below the mean of other public institutions ranked similarly;

WHEREAS, the proposed increase for FY23 raises tuition by:

- 5% for the Fall 2022 incoming in-state class compared to the Fall 2021 incoming class,
- 5% for all continuing in-state and out-of-state students over their tuition from the prior academic year, and
- 9.5% for the Fall 2022 incoming out-of-state class compared to Fall 2021 incoming class;

WHEREAS, the proposed increases bring W&M to the current mean of similarly ranked public institutions, before taking into account likely increases for them in the coming year. Similarly, for out-of-state students, W&M lags both national and Virginia peers;

WHEREAS, consistent with the leading law schools nationally, W&M's law school provides significant financial aid to attract the best and brightest students, resulting in students in the first-year class currently paying, on average, 44% of sticker pricing; and

WHEREAS, setting tuition early in the admissions cycle is important for the Law School in crafting its financial aid packages and optimizing student yield;

THEREFORE, BE IT RESOLVED, that upon recommendation by the Provost and Chief Operating Officer, that FY23 law school tuition be set at the following levels:

In-state	FY21	FY22	Proposed FY23	Change from FY22 to FY23
Incoming		\$30,160	\$31,668	5.0%
Continuing 2L	\$28,723	\$29,750	\$31,668	5.0%
Continuing 3L		\$29,750	\$31,238	5.0%

Out-of-state	FY21	FY22	Proposed FY23	Change from FY22 to FY23
Incoming		\$44,600	\$48,837	9.5%
Continuing 2L	\$37,152	\$38,500	\$46,830	5.0%
Continuing 3L		\$38,500	\$40,425	5.0%

THEREFORE, BE IT ALSO RESOLVED, that the Board will adopt comprehensive fees for students of all schools at its regularly scheduled meeting in April 2022.



COMMITTEE ON AUDIT, RISK AND COMPLIANCE

WILLIAM & MARY

COMMITTEE ON AUDIT, RISK AND COMPLIANCE
FEBRUARY 11, 2022
ALAN B. MILLER HALL – ROOM 2018B

CHARLES E. POSTON, CHAIR
CYNTHIA E. HUDSON, VICE CHAIR

- | | | |
|-------|--|-------------------|
| I. | Introductory Remarks | Charles E. Poston |
| II. | Approval of Minutes | |
| | A. November 18, 2021 | |
| III. | Report from Auditor of Public Accounts | Eric Sandridge |
| IV. | Report from Director of Internal Audit | Kent B. Erdahl |
| V. | Report from Chief Compliance Officer | Pamela H. Mason |
| VI. | Closed Session (if necessary) | |
| VII. | Discussion | |
| VIII. | Adjourn | |

WILLIAM & MARY

BOARD OF VISITORS
COMMITTEE ON AUDIT, RISK AND COMPLIANCE
DRAFT MINUTES
NOVEMBER 18, 2021
ALUMNI HOUSE

SESSION I – Leadership Hall

COMMITTEE MEMBERS PRESENT

Hon. Charles E. Poston, Chair
Ms. Cynthia E. Hudson, Vice Chair
Mr. William H. Payne II

Mr. John P. Rathbone
Mr. J.E. Lincoln Saunders
Mr. Brian P. Woolfolk

OTHER BOARD MEMBERS PRESENT

Hon. Mari Carmen Aponte
Mr. Victor K. Branch
Mr. S. Douglas Bunch
Ms. Sue H. Gerdelman
Mr. James A. Hixon

Ms. Barbara L. Johnson
Mr. John E. Littel, Rector
Ms. Lisa E. Roday
Dr. Karen Kennedy Schultz
Ms. Ardine Williams

OTHERS PRESENT

Dr. Katherine A. Rowe, President
Dr. Debbie L. Sydow, RBC President
Ms. Carrie S. Nee, University Counsel
Ms. Ramona Taylor, RBC Legal Counsel
Mr. Kent Erdahl, Director of Internal Audit
Ms. Stacey Sokol, RBC Director of Online and Continuing Education
Mr. Michael J. Fox, Secretary to the Board of Visitors
Ms. Jessica Walton, Deputy Secretary to the Board of Visitors

INTRODUCTORY REMARKS

Mr. Charles E. Poston, Chair, called the meeting to order at 11:21 a.m.

Mr. Poston asked Dr. Debbie L. Sydow, RBC President, to provide an update on RBC athletics. President Sydow said the RBC's Women's Volleyball team was currently in Cedar Rapids, Iowa competing for a national championship, and RBC'S Men's Soccer team finished as Region 10 champions.

CLOSED SESSION

Mr. Poston moved that the William & Mary Committee on Audit, Risk & Compliance convene into closed session pursuant to Va. Code §2.2-3711.A.1 for discussion of the performance of RBC Athletics Department where the conversation will necessarily involve discussion of the performance of individuals; and Va. Code §2.2-3711.A.8 for consultation with legal counsel regarding RBC regulatory compliance. Motion was seconded by Mr. John P. Rathbone and approved by roll call vote – 6-0 – conducted by Mr. Michael J. Fox, Secretary to the Board of Visitors.

Committee and Board members present, President, RBC President, University Counsel, RBC Legal Counsel, and RBC Director of Online and Continuing Education entered the closed session meeting at 11:23 a.m.

RECONVENED OPEN SESSION

Following the closed session, Committee members and others returned to open session at 12:22 p.m. Mr. Poston moved that the Committee certify by roll call vote that, to the best of each member's knowledge, only matters lawfully exempted from the open meeting requirements under the Freedom of Information Act were discussed, and only matters identified in the motion to have the closed session were discussed. Motion was seconded by Ms. Cynthia E. Hudson and approved by roll call vote – 6-0 – conducted by Mr. Fox.

RECESS

Mr. Poston recessed the Committee meeting at 12:24 p.m.

SESSION II – LEADERSHIP HALL

COMMITTEE MEMBERS PRESENT

Hon. Charles E. Poston, Chair
Ms. Cynthia E. Hudson, Vice Chair
Mr. William H. Payne II

Mr. John P. Rathbone
Mr. J.E. Lincoln Saunders
Mr. Brian P. Woolfolk

OTHER BOARD MEMBERS PRESENT

Ms. Sue H. Gerdelman
Ms. Barbara L. Johnson
Mr. John E. Littel, Rector

Ms. Lisa E. Roday
Ms. Ardine Williams

OTHERS PRESENT

Dr. Katherine A. Rowe, President
Ms. Amy S. Sebring, Chief Operating Officer
Ms. Carrie S. Nee, University Counsel
Mr. Henry R. Broaddus, Vice President for Strategic Initiatives & Public Affairs
Mr. Kent Erdahl, Director of Internal Audit
Ms. Pamela Mason, Chief Compliance Officer/Title IX Coordinator
Ms. Jessica Walton, Deputy Secretary to the Board of Visitors

REMARKS

Mr. Charles E. Poston, Chair, reconvened the Committee on Audit, Risk and Compliance at 2:46 p.m.

APPROVAL OF MINUTES

Recognizing that a quorum was present, Mr. Poston asked for a motion to adopt the minutes of the September 23, 2021 meeting. Motion was made by Mr. John P. Rathbone, seconded by Ms. Cynthia E. Hudson, and unanimously approved by voice vote.

CLOSED SESSION

Mr. Poston moved the William & Mary Committee on Audit, Risk & Compliance convene into closed session pursuant to Va. Code §2.2-3711.A.1 for discussion of disciplinary matters for individual faculty members; Va. Code §2.2-3711.A.2 for discussion of disciplinary matters for individual students; and Va. Code §2.2-3711.A.7 and A.8 for consultation with legal counsel regarding potential litigation risks. Motion was seconded by Mr. J.E. Lincoln Saunders and approved by roll call vote – 6-0 – conducted by Ms. Jessica

Walton, Deputy Secretary to the Board of Visitors.

Committee and Board members, President, Chief Operating Officer, University Counsel, Vice President for Strategic Initiatives & Public Affairs, Director of Internal Audit, and Chief Compliance Officer/Title IX Coordinator entered the closed session meeting at 2:49 p.m.

RECONVENED OPEN SESSION

Following the closed session, Committee members and others returned to open session at 3:29 p.m. Mr. Poston moved that the Committee certify by roll call vote that, to the best of each member's knowledge, only matters lawfully exempted from the open meeting requirements under the Freedom of Information Act were discussed, and only matters identified in the motion to have the closed session were discussed. Motion was seconded by Mr. William H. Payne II and approved by roll call vote – 6-0 – conducted by Ms. Walton.

REPORT FROM CHIEF COMPLIANCE OFFICER

Ms. Pamela Mason, Chief Compliance Officer/Title IX Coordinator, presented the first quarter Title IX data. The number of reports and types of incidents are consistent with past first quarter numbers. There were no Title IX investigations authorized for a report received in the first quarter of FY22. Ms. Mason attributed this to the new regulations that make the formal process very cumbersome for complainants.

Ms. Mason updated the Committee on two non-Title IX investigations being conducted by the Office of Compliance Equity and two past Title IX cases that are in the determination phase. Also, Ms. Mason has analyzed the Statement of Economic Interest filing requirements and compliance with training requirements in response to the audit finding from last spring. To date, the process for determining who is a required filer under the Code of Virginia and the Governor's Executive Order has been refined.

REPORT FROM DIRECTOR OF INTERNAL AUDIT

Mr. Kent Erdahl, Director of Internal Audit, presented the 2022 Audit plan. Mr. Erdahl described the process of developing the work plan and reviewed the rationale for the audits proposed. The work plan includes eight audits and two recurring audit activities. The work plan includes audits from William & Mary, the Virginia Institute of Marine Science, and Richard Bland College. A question was raised regarding the Gift Accounting process review and if auditing was performed prior to system implementation. Mr. Erdahl stated that consultants had assessed the process prior to the new system implementation. Ms. Sebring clarified that a consultant was engaged to perform white board planning of processes before the system was implemented. There was also a question if Internal Audit has sufficient staffing since the announcement of the two new hires in September. Mr. Erdahl reminded the committee that a Quality Assurance Review from the summer of 2021 resulted in a recommendation to add an additional auditor position. Mr. Erdahl had planned to assess the onboarding of the two new auditors and the department workload capabilities in mid-2022, but he acknowledged that he might need to accelerate the assessment timeline.

Mr. Erdahl provided updates on outstanding audits. Four audits are with management and waiting for management response. Two audits are in process and will extend into 2022.

Follow-up activities are moving forward but slowly. Mr. Erdahl indicated that he will be elevating older audits with senior leadership to help promote more timely remediation.

ACTION ITEM

Mr. Poston brought forth and requested a motion on **Resolution 1:** W&M and RBC Approval of 2022 Internal Audit Work Plan. Motion was made by Mr. Payne, seconded by Ms. Hudson, and approved unanimously by voice vote.

ADJOURNMENT

There being no further business, Mr. Poston adjourned the meeting at 3:48 p.m.



MEETING OF THE WILLIAM & MARY BOARD OF VISITORS

WILLIAM & MARY

BOARD OF VISITORS
FEBRUARY 11, 2022
9:30 A.M. – 12:30 P.M.
ALAN B. MILLER HALL – BRINKLEY COMMONS

JOHN E. LITTEL, RECTOR
WILLIAM H. PAYNE II, VICE RECTOR
BARBARA L. JOHNSON, SECRETARY

- I. Call to Order John E. Littell
- II. Approval of Minutes
 - A. November 18-19, 2021
- III. Introductory Remarks Mr. Littell
Debbie L. Sydow
Katherine A. Rowe
- IV. Reports of Standing Committee Chairs
 - A. Richard Bland College Committee Victor K. Branch
 - a. **Resolution 1:** Appointment to Fill Vacancy in the Professional Faculty
 - b. **Resolution 2:** Appointment to Fill Vacancies in the Instructional Faculty
 - c. **Resolution 3:** Retirement of Deborah K. James, Information Security Officer/Architect Engineer
 - B. Committee on Academic Affairs S. Douglas Bunch
 - a. **Resolution 4:** Voluntary Phased Transition Program for Tenured Faculty
 - b. **Resolution 5:** Appointment to Fill Vacancies in the Instructional Faculty
 - c. **Resolution 6:** Designated Professorship
 - d. **Resolution 7:** Award of Academic Tenure
 - e. **Resolution 8:** Faculty Promotions
 - f. **Resolution 9:** Leave of Absence
 - Retirement of:
 - g. **Resolution 10:** James I. Armstrong – Music
 - h. **Resolution 11:** Robert S. Leventhal – Modern Languages & Literatures
 - a. **Resolution 12:** R. Heather Macdonald – Geology
 - b. **Resolution 13:** Brent W. Owens – Geology
 - c. **Resolution 14:** Eugene R. Tracy – Physics
 - d. **Resolution 15:** Patricia M. Wesp – Theatre, Speech & Dance

- C. Committee on the Administration, Buildings and Grounds William H. Payne II
 - a. **Resolution 16:** Updates to Muscarelle Project
 - b. **Resolution 17:** Mackesey Sports Performance Center at the W&M Athletics Complex
- D. Committee on Financial Affairs and Investments Subcommittee James A. Hixon
 - a. **Resolution 18:** Transfer of BOV Endowment to 1693 Partners Fund
 - b. **Resolution 19:** FY23 Law School Tuition
- E. Committee on Audit, Risk and Compliance Charles E. Poston
- V. General Reports
 - A. Student Representative – **enclosure C** Meghana Boojala
 - B. Faculty Representative – **enclosure D** Thomas J. Ward
 - C. Staff Liaison – **enclosure E** Shannon H. White
- VI. Old Business Mr. Littel
- VII. New Business Mr. Littel
- VIII. Closed Session (if necessary) Mr. Littel
- IX. Adjournment



WILLIAM & MARY

CHARTERED 1693

BOARD OF VISITORS MEETING
DRAFT MINUTES
NOVEMBER 18-19, 2021
WILLIAM & MARY ALUMNI HOUSE

The William & Mary Board of Visitors met Thursday, November 18 through Friday, November 19, 2021.

On Thursday, November 18, the Executive Committee met from 9:45 – 11:00 a.m. in Leadership Hall, followed by the Committee on Audit, Risk and Compliance (session I) from 11:00 a.m. to noon. The Committee on the Student Experience met in the McLeod Tyler Wellness Center from 12:45 – 1:45 p.m. The Committee on Financial Affairs met in Hunter Hall from 2:00 – 2:45 p.m. followed by simultaneous meetings of the Committee on Academic Affairs and Committee on Audit, Risk and Compliance (session II) in Hunter Hall and Leadership Hall, respectively, from 3:00 – 3:45 p.m. The Richard Bland College (RBC) Committee met from 4:00 – 5:30 p.m. in Hunter Hall.

That evening the Board hosted a reception from 6:00 – 7:00 p.m. for faculty and staff members who work in the data analysis and data sciences fields in Brinkley Commons, Alan B. Miller Hall. Following the reception, the Board gathered for dinner from 7:00 – 8:55 p.m. A conversation ensued about the political landscape of Richmond, the upcoming General Assembly Session and potential state budget surplus. The Board also discussed RBC and university housing.

BOARD MEMBERS PRESENT FOR THURSDAY RECEPTION & DINNER:

Mr. John E. Littell, Rector
Mr. William H. Payne II, Vice Rector
Ms. Barbara L. Johnson, Secretary
Hon. Mari Carmen Aponte
Mr. Victor K. Branch
Mr. S. Douglas Bunch
Ms. Sue H. Gerdelman
Mr. James A. Hixon

Hon. Charles E. Poston
Mr. John P. Rathbone
Ms. Lisa E. Roday
Mr. J.E. Lincoln Saunders
Dr. Karen Kennedy Schultz
Ms. Ardine Williams
Mr. Brian P. Woolfolk

BOARD MEMBERS ABSENT THURSDAY NIGHT:

Ms. Cynthia E. Hudson
Ms. Anne Leigh Kerr

OTHERS PRESENT FOR RECEPTION:

Dr. Carrie B. Dolan, Assistant Professor of Kinesiology & Health Sciences
Dr. Pradeep Kumar, Assistant Professor of Computer Science
Mr. Fredric I. Lederer, Chancellor Professor of Law and Director, CLCT
Dr. Matthias Leu, Associate Professor of Biology
Dr. Ammar A. Malik, Senior Research Scientist at AidData
Dr. Robert A. Rose, Executive Director, Institute for Integrative Conservation

Dr. Dan Runfola, Assistant Professor, Applied Science | Sr. Geospatial Scientist, AidData
Dr. Jaime Settle, Associate Professor of Government
Dr. Anthony Stefanidis, Professor of Computer Science
Dr. Shannon H. White, GIS Certificate Coordinator & Interim Director of Center for Geospatial Analysis
Dr. Joseph Wilck, Clinical Associate Professor of Business Analytics and Operations Management

President Katherine A. Rowe, Provost Peggy Agouris, and Chief Operating Officer Amy S. Sebring were also present for the reception and dinner.

FRIDAY, NOVEMBER 19

On Friday morning, November 19, the AD HOC Committee on Organizational Sustainability & Innovation (“AD HOC Committee”) from 8:30 – 9:30 a.m. in Hunter Hall.

Ms. Barbara L. Johnson, chair, called the AD HOC Committee, a committee of the whole, to order at 8:33 a.m.

BOARD MEMBERS PRESENT FRIDAY FOR THE AD HOC COMMITTEE:

Ms. Barbara L. Johnson, Chair	Hon. Charles E. Poston
Ms. Lisa E. Roday, Vice Chair	Mr. John P. Rathbone
Hon. Mari Carmen Aponte	Mr. J.E. Lincoln Saunders
Mr. Victor K. Branch	Dr. Karen Kennedy Schultz
Mr. S. Douglas Bunch	Ms. Ardine Williams
Ms. Sue H. Gerdelman	Mr. Brian P. Woolfolk
Mr. James A. Hixon	Mr. Meghana Boojala, Student Representative
Ms. Cynthia E. Hudson	Dr. Thomas J. Ward, Faculty Representative
Mr. John E. Littel, Rector	Dr. Shannon H. White, Staff Liaison
Mr. William H. Payne II	

BOARD MEMBERS ABSENT FRIDAY FOR AD HOC:

Ms. Anne Leigh Kerr

OTHERS PRESENT FOR AD HOC:

Dr. Katherine A. Rowe, President
Dr. Peggy Agouris, Provost
Ms. Amy S. Sebring, Chief Operating Officer
Ms. Carrie Nee, University Counsel
Mr. Henry R. Broaddus, Vice President for Strategic Initiatives & Public Affairs
Dr. Fanchon Glover, Chief Diversity Officer
Dr. Jeremy P. Martin, Chief of Staff
Mr. Michael J. Fox, Secretary to the Board of Visitors
Ms. Jessica L. Walton, Deputy Secretary to the Board of Visitors
Ms. Lillian Stevens, Assistant to the Vice President for Strategic Initiatives & Public Affairs
Members of the President’s Cabinet
W&M Staff and Faculty

Ms. Johnson explained that the committee's time would be used for a working session intended to solicit feedback from Board members about dashboard tools to be used for measuring progress on strategic objectives in general and on Diversity, Equity and Inclusion (DEI) objectives in particular. She said that the working session is to provide input to the senior administration to assist with their development of dashboard tools designed to ensure that the Board and W&M are meeting its objectives.

Ms. Johnson then introduced President Katherine A. Rowe to describe the working session in more depth and lead the exercise.

President Rowe said the goal of the working session is to foster generative and open conversation about dashboard measuring tools, which will inform development of a dashboard for Vision 2026. She said the conversation should bring forth a sense of common vocabulary, key performance indicators, and key design requirements for dashboards. She noted that a proposed dashboard tool will be brought forward in April 2022.

At 8:40 a.m., the following breakout groups convened for 20 minutes.

- John P. Rathbone (reporter), Victor K. Branch, Karen Kennedy Schultz
From W&M: Amy Sebring
- Cynthia E. Hudson (reporter), William H. Payne, Sue H. Gerdelman, James A. Hixon
From W&M: Chon Glover
- Ardine Williams (reporter), Barbara L. Johnson, S. Douglas Bunch
From W&M: Peggy Agouris
- Mari Carmen Aponte (reporter), Lisa E. Roday, Charles E. Poston, Brian P. Woolfolk
From W&M: Henry Broaddus

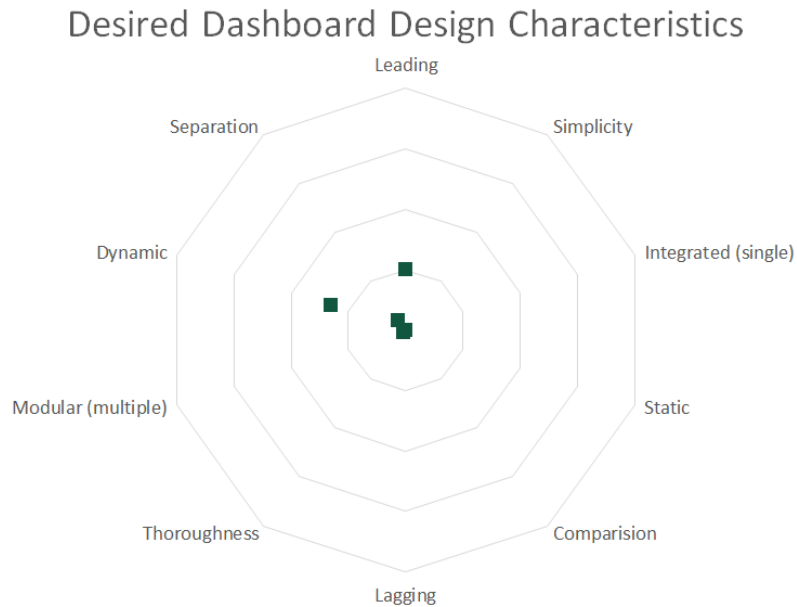
Discussion ensued regarding the following design considerations.

1. Leading Indicators vs. Lagging Indicators: What balance should be struck between measuring progress on activity that will produce future success (leading) and measuring achieved success (lagging)?
2. Simplicity vs. Thoroughness: What is the right level of detail for the dashboard to be an effective management tool that keeps the leadership of the university (board, president, cabinet) aligned and equipped with a shared understanding? When are directional indicators and proxies preferable to deeper levels of detail?
3. Integration vs. Modularity: Should we have separate but coordinated dashboards for strategic planning and DEI (and, perhaps, other sub-dashboards), or should these be integrated as a single reporting tool?
4. Static vs. Dynamic: With what frequency should metrics be updated? Where does alignment with existing reporting tools (IPEDS, CDS, etc.) serve a useful function and create efficiencies, and where would more frequent updates enable course corrections and faster progress?
5. Benchmarks for Comparison vs. Benchmarks for Separation: What is the appropriate role of peer-group comparisons? How should we frame these comparisons in order to spur separation from the status quo?

At 9:00 a.m., President Rowe directed Board members to a digital survey tool delivered via email. She asked them to rate along a 1-5 scale the various dimensions discussed in their breakout groups, with the results (Graph 1) to be displayed on screen.

While data from the survey was being compiled to share with the Board a discussion ensued about the various conversations held by each group.

Graph 1



President Rowe set forth that the administration will make recommendations to the Board, noting the administration should identify the shared purposes that the Board and management (deans) are tracking together, which should drive what metrics are used with the Board on the forthcoming dashboard.

There being no further business, Ms. Johnson adjourned the AD HOC Committee at 9:30 a.m.

At 9:52 a.m. Mr. John E. Littel, Rector, convened the full Board.

BOARD MEMBERS PRESENT FRIDAY FOR THE FULL BOARD MEETING:

Mr. John E. Littel, Rector
Mr. William H. Payne II, Vice Rector
Ms. Barbara L. Johnson, Secretary
Hon. Mari Carmen Aponte
Mr. Victor K. Branch
Mr. S. Douglas Bunch
Ms. Sue H. Gerdelman
Mr. James A. Hixon
Ms. Cynthia E. Hudson
Hon. Charles E. Poston

Mr. John P. Rathbone
Ms. Lisa E. Roday
Mr. J.E. Lincoln Saunders
Dr. Karen Kennedy Schultz
Ms. Ardine Williams
Mr. Brian P. Woolfolk
Mr. Meghana Boojala, Student Representative
Dr. Thomas J. Ward, Faculty Representative
Dr. Shannon H. White, Staff Liaison

BOARD MEMBERS ABSENT FRIDAY FOR THE FULL BOARD MEETING:

Ms. Anne Leigh Kerr

OTHERS PRESENT FOR THE FULL BOARD MEETING:

Dr. Katherine A. Rowe, President

Dr. Debbie L. Sydow, RBC President

Dr. Peggy Agouris, Provost

Ms. Amy S. Sebring, Chief Operating Officer

Ms. Carrie Nee, University Counsel

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

Mr. Littel welcomed all those present and sent best wishes to Board member Anne Leigh Kerr who was unable to be attend.

Mr. Littel thanked the students, faculty, staff, and members of the administration that met with him during his annual Rector's Day visit (October 13 and 21). Mr. Littel said that during the meetings he heard innovative and enthusiastic ideas, along with some concerns.

Mr. Littel noted that after committee meetings concluded on Thursday, November 18 the Board held a reception with faculty and staff involved in data analysis and data science. He also noted this is an area of importance and the Board and administration realize the need to equip students not just with the skills of a liberal arts education but also with the skills and characteristics of data science and data analytics.

Mr. Littel then called on Dr. Debbie L. Sydow, Richard Bland College (RBC) President to make opening remarks.

President Sydow highlighted an October article in the Richmond Times Dispatch that reported on the stagnant student enrollment among Virginia's colleges and universities over the past two years. She said that two-year colleges and universities that cater to low income students have seen a large decline in enrollment. She noted that RBC's enrollment has dropped approximately 10.2% year-over-year beginning in fall of 2020. President Sydow also discussed that the pandemic has widened the gap of access between wealthy and low-income students.

President Sydow said that amid a bleak enrollment landscape for institutions serving low-income students, RBC is working to grow its core population and expand dual enrollment. RBC is also seeking to transform and become a new model of education in the Commonwealth.

President Sydow provided an overview of the RBC Committee meeting that took place the day before. She noted that most of the Board joined the Committee and RBC Foundation Board leadership was present.

President Sydow said RBC will present a status report on Title IX compliance and Statesman Athletics at the February 2022 meeting.

Mr. Littel then called on Dr. Katherine A. Rowe, William & Mary President to make opening remarks.

President Rowe said that entering the fall semester the administration knew that the semester would be different than any other academic year previously experienced, and public health was and is still uncertain. She noted the one difference this academic year is the William & Mary community is highly vaccinated, and learning and working is in person.

President Rowe acknowledged students, the Student Assembly and the leadership of Student Assembly President, Meghana Boojala, for the work that has been done to adapt and handle the effects of the pandemic. She also lauded the faculty and staff for their work during pandemic.

President Rowe highlighted multiple events that took place on campus since July 1 including the new Employee Convocation, Opening Convocation for the Classes of 2024 and 2025, launch of the Centennial for Asian Education, dedication of John E. Boswell Hall, and dedication of Hulon L. Willis Sr. Hall. She said the university will dedicate the Arthur A. Matsu Arcade and unveil Virginia Department of Historic Resources marker unveil in the spring.

President Rowe remarked on the success of the 2021 homecoming and reunion weekend, and the Commencement Ceremony for the Class of 2020 that took place in October.

President Rowe said ongoing and continuing contextualization related to the university's history of slavery is well underway. She noted the progress and/or success of a program and/or effort in each of the schools including: the higher rankings of the Mason School of Business's MBA online program; the School of Law's move to include increased metrics in admissions and increase diversity; the success of Arts & Sciences Computer Science program; the milestone of the Virginia Institute of Marine Science's (VIMS) climate change computational work; and the School of Education's rise in applications and enrollment.

President Rowe mentioned there is new state leadership and a new General Assembly session coming in the new year. She said following tradition, governor-elect Glenn Youngkin has been invited to speak at Charter Day.

President Rowe concluded her remarks by commenting on the formal launch of Vision 2026 in February 2022. She said insights gathered during the AD HOC Committee on Organization Sustainability & Innovation working session will be used to shape the rollout. She said Vision 2026's focus will be about fundamentals. President Rowe said the landscape of higher education is changing and no institution is immune to the changes. She said the university will continue to sustain its core mission of educating extraordinary human beings in a broad way for a rapidly changing world and ensure they land in great jobs while adapting to the changing landscape.

Recognizing a quorum was present. Mr. Littel asked for a motion to approve the minutes of the September 22-24, 2021 meeting. Motion was made by Mr. William H. Payne II, seconded by Ms. Barbara L. Johnson, and approved unanimously by voice vote.

Mr. Littel called for the reports of the standing committees¹.

Mr. Charles E. Poston reported for the **Committee on Audit, Risk and Compliance** and briefly reviewed the agenda of sessions I and II. Mr. Poston called on President Sydow to provide an update on an RBC athletics team. President Sydow shared with the Board that the RBC women's volleyball team was currently competing in the National Junior College Athletic Association Division II Volleyball National Championship in Cedar Rapids, Iowa.

Mr. Poston, on behalf of the Committee, moved adoption of **Resolution 1**, William & Mary and Richard Bland College Approval of 2022 Internal Audit Work Plan. **Resolution 1** was moved and approved by voice vote.

Ms. Mari Carmen Aponte reported for the **Committee on the Student Experience** which met the day before at the McLeod Tyler Wellness Center. She reviewed the agenda and spoke about the student panel and their thoughts and experience on health and wellness. There were no action items.

Mr. James A. Hixon reported for the **Committee on Financial Affairs** and briefly reviewed the agenda. On behalf of the Committee, Mr. Hixon moved adoption of **Resolution 2**, Receipt of Unaudited FY21 Consolidated Financial report; and **Resolution 3**, Receipt of Unaudited Financial Report of Athletics. **Resolutions 2-3** were moved as a block and approved by voice vote.

Mr. S. Douglas Bunch reported for the **Committee on Academic Affairs** and briefly reviewed the agenda. On behalf of the Committee, Mr. Bunch moved adoption of **Resolution 4**, Appointment to Fill a Vacancy in the Instructional Faculty; **Resolution 5**, Designated Professorship; and **Resolution 6**, Resolution to Modify the Bylaws of the Faculty Assembly. **Resolutions 4-6** were moved as a block and approved by voice vote.

Mr. Bunch then moved the following resolutions on behalf of the Committee on Academic Affairs: **Resolution 7**, Retirement of Elizabeth A. Canuel, School of Marine S; **Resolution 8**², Retirement of John E. Graves, School of Marine Science; and **Resolution 9**, Retirement of Wolfgang K. Vogelbein, School of Marine Science. **Resolutions 7-9** were moved as a block and approved by voice vote.

Mr. Victor K. Branch reported for the **RBC Committee** and briefly reviewed the agenda. On behalf of the Committee, Mr. Branch moved adoption of **Resolution 10**, Retirement of Michael Lehman, Associate Professor of Business. **Resolution 10** was approved by voice vote.

Ms. Barbara L. Johnson reported for the **AD HOC Committee on Organizational Sustainability & Innovation** and reviewed the agenda. There were no action items.

¹ Note: The Committee on Administration, Buildings and Grounds, Committee on Institutional Advancement, and Investments Subcommittee did not meet during this Board meeting.

² Resolution 8 supersedes Resolution 13 from the September 2021 Board meeting. Resolution 8 corrects the fact John E. Graves is a Chancellor Professor.

Mr. Littel reminded Board members of the reports provided in the Board book from the student and faculty representatives, and staff liaison. He then asked both representatives and the liaison to provide an update related to COVID-19 and what are they looking forward to in 2022.

Ms. Meghana Boojala, student representative for the Board and Student Assembly President, spoke about the low number of COVID-19 cases and the flourishing of student life this semester. She said students are engaged and grateful to be on campus. Ms. Boojala highlighted a town hall series recently started by the Student Assembly. The first town hall was structured around COVID-19 and its lingering effects after a year. She shared several things learned about the student experience during this town hall such as a small group of students who had trouble locating food during quarantine. The Student Assembly has since developed a food delivery service for those in quarantine. She then spoke about how some students who had COVID-19 this semester are still having side effects, trying to catch up from missing classes, and dealing with burnout from going from virtual/hybrid to back in person.

Ms. Boojala spoke about the second town hall which focused on DEI. She said people talked about how they can hold each other accountable for interactions they have among themselves. She said there is a demand among organizations for training and education. Ms. Boojala said the Student Assembly learned much from the town halls about the student experience.

Dr. Shannon H. White, staff liaison for the Board, said that as the Board discusses Vision 2026, she isn't sure all her colleagues are aware of the pending enrollment cliff looming. She said this will effect everyone and it may present a different lens on planning if more people were aware. Dr. White said staff is not as siloed as they were prior to the pandemic and staff does not want to fall back into that hierarchy that caused the silos. She said that the planning process of Vision 2026 has had different groups reaching out to solicit ideas to incorporate in the planning of Vision 2026.

Dr. White also spoke about the effort of assemblies to promote wellness by encouraging people to take time off and use health and wellness resources offered by the university.

Dr. Thomas J. Ward, faculty representative to the Board, said the faculty is asking how they continue to move forward, adapt, and accommodate under ongoing pandemic conditions. Dr. Ward shared a conversation he had with colleagues about mental health implications under the continuous stress and anxiety that has persisted. He said the faculty is looking at what they have learned and how to adapt and adopt. The faculty is seeking a balance and keep what has been positive during the pandemic.

Mr. Littel said that in October the university celebrated the Commencement of the Class of 2020. He noted that the Board conferred an honorary Doctor of Science on Anthony Stephen Fauci at its September 2021 Board meeting and had not approved the other two honorary degrees for the Commencement of the Class of 2020

Mr. Littel asked for a motion to officially confer honorary degrees on the following individuals for Commencement of the Class of 2020:

- Thomas Eugene Lovejoy – Doctor of Science
- Donald Neal Patten – Doctor of Laws

Motion was made by Ms. Lisa E. Roday, seconded by Mr. Hixon, and approved by voice vote.

Mr. Littel introduced and requested Board Secretary, Ms. Barbara L. Johnson, read the following resolution.

***A RESOLUTION CONGRATULATING MARI CARMEN APONTE PRESIDENTIAL
NOMINEE TO BE THE NEXT U.S. AMBASSADOR
TO THE REPUBLIC OF PANAMA***

Mari Carmen Aponte has dedicated her career to service to the United States. On Friday, October 8, 2021, the White House announced Mari Carmen Aponte as U.S. President Joseph R. Biden's nominee to be the next U.S. Ambassador to Panama.

Amb. Aponte has held numerous high-impact positions in government and consultancies. Currently, she works as a consultant on matters involving management and fundraising. From 2016-17, she served as Acting Assistant Secretary for the Western hemisphere for the U.S. Department of State, where she was the top diplomat for Latin America. Previously, she worked as U.S. Ambassador to El Salvador from 2010-2016.

Amb. Aponte was appointed to William & Mary's Board of Visitors by Virginia Governor Ralph Northam in 2019, and she chairs the Committee on the Student Experience. She also serves on the Committee on Academic Affairs and the Committee on Institutional Advancement.

Amb. Aponte advocates steadfastly for inclusivity on campus. In May 2021, she delivered greetings on behalf of the Board in Spanish for William & Mary's Ceremonia de Raíces, the LatinX graduation ceremony.

THEREFORE, BE IT RESOLVED, *That the Board of Visitors congratulates Mari Carmen Aponte upon her nomination as the next U.S. Ambassador to Panama; and*

BE IT FURTHER RESOLVED, *That the Board of Visitors recognizes for Amb. Aponte's longstanding commitment to service to our nation and her continued valuable leadership at William & Mary and as a member of the Board; and*

BE IT FINALLY RESOLVED, *That this resolution be included in the minutes of the Board and a copy of the same be delivered to Amb. Aponte with congratulations from this university.*

A standing ovation took place at the conclusion of the reading of the resolution. Mr. Payne moved adoption of the resolution and Ms. Johnson seconded. **A Resolution Congratulating Mari Carmen Aponte Presidential Nominee to Be the Next U.S. Ambassador to the Republic of Panama**, was approved by voice vote and a framed copy was presented to Ms. Aponte.

Prior to going into closed session Mr. Littel noted that the Board would have two items for consideration. The first is a property issue at RBC, and the second related to the contract of the President of William & Mary.

Ms. Johnson moved that the William & Mary Board of Visitors convene into closed session for the following reasons:

Pursuant to Va. Code §2.2-3711.A.1 for evaluation of the performance of schools and departments, which will necessarily involve discussion of the performance of individuals at Richard Bland;

Pursuant to Va. Code §2.2-3711.A.1 for discussion of the terms of appointment of the presidents of William & Mary and Richard Bland College;

Pursuant to Va. Code §2.2-3711.A.7 for consultation with legal counsel regarding pending litigation and regulatory matters; and

Pursuant to Va. Code §2.2-3711.A.8 for consultation with legal counsel regarding RBC regulatory compliance and other legal matters.

Motion was seconded by Mr. Payne and approved by roll call vote – 15-0 – conducted by Mr. Michael J. Fox, Secretary to the Board of Visitors. Ms. Anne Leigh Kerr was absent from the meeting and Ms. Cynthia E. Hudson was not in the room at the time of the vote. Observers were asked to leave the room and the Board went into closed session at 10:48 a.m. with the W&M and RBC Presidents and University Counsel.

The Board reconvened in open session at 12:14 p.m. Ms. Johnson moved that the Board certify by roll call vote that, to the best of each member's knowledge, only matters lawfully exempted from the open meeting requirements under the Freedom of Information Act were discussed, and only matters identified in the motion to have the closed session were discussed. Motion was seconded by Mr. Payne and approved by roll call vote – 16-0 – conducted by Mr. Fox. Ms. Kerr was absent from the meeting.

Mr. Payne moved **Resolution HC-1, Remediation of Richard Bland College's President's House (appended)**. Motion was seconded by Mr. Victor K. Branch and approved by voice vote.

Mr. Littel moved that the Board of Visitors extend the contract of President Katherine A. Rowe through June 30, 2028 and authorize the Rector to finalize the terms consistent with the discussion held in closed session and execute the agreement once finalized. The motion was seconded by Ms. Roday and approved unanimously by voice vote.

Mr. Littel reminded the Board that their next meeting is February 9-11, 2022.

There being no further business, Rector Littel adjourned the meeting at 12:17 p.m.

Following the Board meeting members of the Board were invited to visit the Global Research Institute (GRI) located at 427 Scotland Street.

BOARD MEMBERS PRESENT FRIDAY FOR GRI VISIT:

Hon. Mari Carmen Aponte
Mr. S. Douglas Bunch
Ms. Sue H. Gerdelman
Mr. James A. Hixon
Ms. Barbara L. Johnson

Mr. John P. Rathbone
Dr. Karen Kennedy Schultz
Ms. Ardine Williams
Ms. Meghana Boojala, Student Representative

BOARD MEMBERS ABSENT FRIDAY FOR GRI VISIT:

Mr. Victor K. Branch
Ms. Cynthia E. Hudson
Ms. Anne Leigh Kerr
Mr. John E. Littel, Rector
Mr. William H. Payne II
Hon. Charles E. Poston

Ms. Lisa E. Roday
Mr. J.E. Lincoln Saunders
Mr. Brian P. Woolfolk
Dr. Thomas J. Ward, Faculty Representative
Dr. Shannon H. White, Staff Liaison

OTHERS PRESENT FRIDAY FOR GRI VISIT:

Dr. Michael J. Tierney, Director of GRI
Mr. David Trichler, GRI Associate Director
Ms. Rebecca Latourell, GRI Director of Programs and Outreach
Mr. Michael J. Fox, Secretary to the Board of Visitors

Thomas Liu, Student
Caroline Morin, Student

Daniel Posthumus, Student
Jahn timer Prabhala, Student

Members of the Board of Visitors convened from 1:05 – 2:15 p.m. at GRI and engaged in a discussion with four students who work at GRI. The discussion focused on the work the students are doing at GRI, their internship experience, and what their plans are following graduation. Board members also introduced themselves and shared their backgrounds.

**REMEDIATION OF RICHARD BLAND COLLEGE'S
PRESIDENT'S HOUSE**

WHEREAS, President Sydow is required as a condition of her employment to reside in housing owned or selected by the College and provided for or arranged for by the College;

WHEREAS, the Richard Bland College President's Residence was originally built in the early 1920's as a wood frame farm house, and underwent substantial repairs and renovation in 1976, followed by more modest repairs in 1996 and further repairs and renovations in 2012;

WHEREAS, a recent study has determined that there is mold and asbestos in the Residence that should be remediated; and

WHEREAS, President Sydow is not able to live in the Residence while the remediation process is underway;

BE IT THEREFORE RESOLVED, That the Board hereby approves the proposed plan for repairs to the Residence to be funded out of RBC maintenance reserves and carried out in accordance with applicable College and state procurement and capital project policies and procedures; and

BE IT FURTHER RESOLVED, That the Board also approves a housing allowance of \$50,000 to be paid for from other funds provided by the RBC Foundation for living expenses incurred while the remediation of the Residence is under way and to account for related tax liabilities. The allowance shall be disbursed to President Sydow as a salary supplement according to normal payroll practices for the period between December 1, 2021 and February 28, 2022.



REPORT OF THE W&M STUDENT REPRESENTATIVE FEBRUARY 2022

MEGHANA BOOJALA
W&M BOARD OF VISITORS, STUDENT REPRESENTATIVE

Student Life During COVID-19 - Spring Semester

“A major difference between the current Spring semester and the Spring semester last year is how much happier students are, because they have access to group activities and no longer have to isolate themselves.”

Morale on campus is high, particularly compared to the past few semesters. In-person classes, group activities organized by Recognized Student Organizations, school-wide programming and events, and the rebound in social interactions have fostered a feeling of normalcy amongst students. Both the booster and mask mandates have played a critical role in allowing students to feel comfortable at the university. The high rates of compliance have allowed students to feel somewhat insulated against external factors, particularly new variants of COVID-19 and federal or state policy changes. Administrative transparency has been critical in protecting and educating students in regards to updates in university-level guidelines.

Student Activities Fee Allocation Reform & Diversity Training Modules

Student Assembly oversees the financial allocation of the Student Activities Fee. A portion of this fee is designated to fund the operations and activities of Recognized Student Organizations across campus — this budgeting process has not been altered or reformed for the past 25 years. The student body has changed drastically within this time and the process lent itself to structural inefficiencies. Thus, in order to better align the interests of the student body and improve efficiency within our budgetary allocations process, Student Assembly and Student Leadership Development have overhauled and drastically reformed the system to be more consistent, yet flexible. This new process will go into effect in April 2022.

Additionally, following the student takeaways expressed in our DEI Town Hall last October, we have been working with Dr. Glover and Student Affairs to potentially mandate diversity training modules for Recognized Student Organizations applying for Student Activities Fee funding. We hope to institute this change this semester.

Mental Health & Wellness

Students have been increasingly exposed to a campus-wide shift in rhetoric that supports mental health and wellness over the past few years. From the Counseling Center to student organizations,

there are more avenues and events designated for supporting mental health and wellness. However, students still feel a level of disconnect from the Counseling Center, particularly the services and resources that it offers. It is difficult for the Counseling Center to foster trust and strong relationships with the general student body when students are either oblivious or misinformed about the services it offers.

In order to better connect students with the Counseling Center, Student Assembly has collaborated with staff within the McLeod Tyler Wellness Center for the past four years to develop a working relationship. Starting this semester, the Counseling Center will release a student-friendly annual report to the student body. Hopefully, this will increase awareness of the services that the Counseling Center provides. More importantly, we hope that knowledge of utilization rates will destigmatize accessing services for students and mitigate the spread of misinformation within the community by enabling transparency. Student Assembly is thankful for the current working relationship with the Counseling Center, particularly the mini trainings they have offered to increase the tools students have to support themselves and their peers.

Additionally, student organizations have discovered that school-wide wellness and socializing events have been immensely successful, particularly following the isolation of the pandemic. Student Assembly, along with other Recognized Student Organizations, are working on organizing more outdoor wellness events in the Spring semester as the weather becomes warmer.

Academic Stress

Student Assembly has been working diligently with student organizations, faculty committees and departments, and the Office of the Provost to discuss the impact of academics on mental health and wellness. We would like to commend all stakeholders who worked and supported to implement the new pass/fail policy for undergraduate students. We believe that this policy will be a positive step forward in improving the culture of academic stress at William & Mary. Later this semester, we will host a town hall in partnership with several student organizations to allow for a healthy discussion on academics and the student experience. Student Assembly will continue to advocate for greater access to resources and the empowerment of all voices in our community.

Spring 2022 Semester - Student Life Highlights

- The Students' Rights Initiative is expanding its outreach by providing more students with wallet-sized informational cards regarding their legal rights in situations with law enforcement.
- Through Student Assembly funding, free menstrual products are available again in high-traffic women's and gender-neutral bathrooms.
- The Fifth Annual Sankofa Gala and the MLK Commemoration Speaker Event are two of many diversity initiatives to celebrate Black History Month.



WILLIAM & MARY

CHARTERED 1693

REPORT OF THE W&M FACULTY REPRESENTATIVE FEBRUARY 2022

THOMAS J. WARD, PhD
W&M BOARD OF VISITORS, FACULTY REPRESENTATIVE

“Burnout is a bone-tired, soul-tired, heart-tired kind of exhaustion.” —Pennebaker

“Persistence and resilience only come from having been given the chance to work through difficult problems.”— Gever Tulley

The entire world changed when COVID-19 began to spread in the winter of 2019. Life as we knew it was upended in ways that few of us had experienced before. The impact was abrupt and enduring. Even today we experience the impact of a continuing pandemic, and no one is sure as to how this virus might affect the world and its people going forward.

The W&M world was forced to change in the face of the pandemic threat. We made a pivot to remote instruction in that first spring semester. While it was not without difficulty, the university did well to meet the challenges. There was a sense that we were all overtaken by the same threat and that we would fight through together even if we were all remote. In recognition of the difficulties that were thrust upon us, the institution changed policies to alleviate concerns and pressures on students, staff, and faculty. While those changes may not have been the correct actions, they were signs of an institution attempting to respond. That may have been the most important benefit of the actions taken.

We are now several years into the pandemic and in some ways we have become used to reacting to the latest twist. We should not, however, underestimate the toll that responding has taken or will take as we move forward. People are balancing work and family while coping with feelings of uncertainty and grief. They wonder how they are going to make it all work and what that will look like. As loss expert David Kessler noted, “Just as going to the airport is forever different from how it was before 9/11, things will change and this is the point at which they changed. The loss of normalcy; the fear of economic toll; the loss of connection. This is hitting us and we’re grieving. Collectively. We are not used to this kind of collective grief in the air.”

In some ways, the collective nature of pandemic has helped us to navigate through together. But the lack of in-person interactions has hurt morale. There was a brief time during the summer and early fall when COVID incidence were low and seemingly waning. There was a noted happiness generated from optimism for the end of the pandemic and the ability to interact with colleagues in person. That optimism was dashed by Omicron. What we face now is how to get back to that optimism.

Many areas of our economy have experienced the “Great Resignation” with large numbers of workers leaving their jobs. Higher Education and W&M have not experienced resignations of that magnitude in the faculty ranks. What we may be seeing instead is the “Great Disengagement” (<https://www.chronicle.com/article/the-great-faculty-disengagement>). After dealing with the stressors of the pandemic for so long, many faculty are feeling tired and stressed. Rather than walking away from their jobs in a physical sense, they may be walking away from the harmful emotions. They are carrying out their job responsibilities but with less enthusiasm than in the past. They are disengaging emotionally from the activities of their work life. This is a sign of burnout or even worse demoralization. Faculty continue to work hard but the dedication to tasks and the institution are at risk.

Disengagement is an understandable response for an individual who continues to be stressed by a situation that appears to have no end. What have and can we do to fight against a collective disengagement? As noted above, in the initial response to the pandemic, we took actions that we thought would be stress relieving for students, staff, and faculty. We need to follow up on some of those actions to make sure that the actions taken end up being helpful. For example, we granted extensions of tenure clocks. Now we need to make sure that procedures are in place to ensure the proper evaluation of those individuals when they come up for review. How will we explain to reviewers how to consider the timeframe appropriately? How will we handle teaching evaluations (or lack thereof) during pandemic semesters? These are critical issues to address if we want the actions taken to remain positive for those impacted.

Evidence is accumulating that the pandemic has obstructed certain faculty groups more than others. For example, there is research that shows women in the social sciences suffered greater disruptions to their scholarly activities than others (https://papers.ssrn.com/sol3/papers.cfm?abstract_id=3623492). The impact of this disruption could last for several years beyond the immediate effect. How do we assess the impact locally? How do we react if we see that same trend here? What can we do help those impacted get back on a productive track?

The best way to avoid a path to mass disengagement is to provide evidence that we are aware of the issues and considering ways to respond. Providing direct communications that don’t avoid these hard issues or fall into the trap of toxic positivity. Providing opportunities for students, staff, and faculty to voice concerns. Beyond listening, creating opportunities for the faculty to participate in the discussions and solutions is also important. People need to feel heard, valued, and active to move back toward a positive engagement.

We cannot change the course of the pandemic, but we can help our community deal with whatever problems it brings. We have done a good job of responding to many of the physical threats of the pandemic. We took early actions to alleviate the stress on members of the community. While the physical threats are not entirely gone, the issue of mental health is emerging as battleground. It will be important to fight these issues as vigorously if we want to have an engaged, positive, and healthy workforce.



WILLIAM & MARY

CHARTERED 1693

**Report of the W&M Staff Liaison representing the
Professional and Professional Faculty Assembly (PPFA) and Staff Assembly (SA)
*with input from other representative employee groups***

February 2022

Shannon H. White, PhD

The following report is focused on employee mental health as it relates to lessons learned from pandemic and reflection since the last submitted Board of Visitors report. As with last meetings report, I reached out to leadership of the Assemblies and other representative employee groups, this is a synthesis of the feedback.

Change, flexibility and new ways of looking at and doing things seem to be the themes of pandemic work at William & Mary. While exciting at times, these have caused fatigue, stress, work-life balance questions and increased mental health issues among employees. The Professional & Professional Faculty Assembly (PPFA) and Staff Assembly (SA) leadership recognized the levels of uncertainty and increased stress among employees, almost immediately, in pandemic, as did the Administrative leadership of the University.

The monthly meetings of Assembly Presidents and W&M Administrative Leadership has pushed the Assemblies to reach out and try to share the contexts of and impacts on university decision making with our employee members. This 2-way communication has led to programmatic changes among the Assemblies. Instead of monthly meetings as the sole touch point to their membership, the creation of Virtual Watercoolers (SA) and Breakrooms (PPFA) have provided an open dialog and place for employees to ask questions and share experiences. This programming effort has continued to-date. In speaking to employee mental health specifically, one outcome of these informal informational sessions was the connection of people from across campus to share experiences and know they were not alone in their feelings, their understanding or misunderstanding of decisions being made, and a general feeling of connectedness.

William & Mary has always had a strong sense of community among its students. Among employees the sense of community can depend on the division, department or work context. There was a community of people on campus who had a different experience during the first year and a half of pandemic, because they were reassigned duties to stay employed and assist with pressing needs. There were those employees who, by the nature of their work, were physically here on campus and had a different experience than those who worked remotely until they were told to return to their offices, classrooms, and other workplaces on campus. We are rebuilding a new sense of community. And let us not forget, we are rebuilding that sense of community in different ways because the COVID variants are still looming.

Change, flexibility and a new way of work is necessary for growth and innovation. And we have seen, in abundance, on campus many changes and some innovation due to pandemic. However, change can also bring about nervousness and anxiety. When we first pivoted due to pandemic, we were all in the same situation, an unknown. Our understanding of necessary changes were accepted and not questioned as employees had worries about maintaining employment. That has shifted now, as we have returned to in person work with *some* remote capabilities depending on what your role on campus is. The university is asking employees to be flexible but the institution itself is not always flexible, nor *can* it always be flexible. While we have streamlined processes, the work remains and new training and a learning curve is often required.

The “Great Resignation” is still impacting the employees. Most people are doing more than they were pre-pandemic. This is due to resignation or early retirement, leaving those left behind to pick up the pieces and take on the additional key work. Innovation and “passion projects” for many, have been set aside to keep the day-to-day business going, and for some, that impacts feelings of joy, fulfillment, and happiness in the workplace. For a healthy culture in the university we need to have passionate people trying new things.

The inability to replace those colleagues who have left, in a timely manner, has had a great impact on the stress levels of our colleagues. While we understand the constraints of: our university budget as a public entity; the global context of the Great Resignation; and how COVID impacts small teams that have far reach across the university. That does not, however, change the fact that day to day business continuing as if it is normal, causes employee doubt, stress and anxiety.

When speaking to colleagues in SA & PPFA, we are finding that we are all stretched thin. Voluntary programming by our Assembly members is limited due to the nature of our own day-to-day work. We are finding our colleagues, even when offered programming opportunities by the employee groups, are not signing up or attending. When asked, most say it is because they cannot find the time or are too mentally exhausted to engage in meaningful ways.

What we can do and are doing as Assemblies, is promoting an increased awareness of opportunities for employees to take advantage of, some of which were created for students. Online yoga classes and previously recorded meditation sessions, other health & wellness programs, while intended for students, have been positive opportunities for employees for self-care. And while employees don't have access to the same level of on-campus benefits as our residential students, there are many resources in our communities the Assemblies and employee groups can share with one another.

The Assemblies are consistently reminding our constituents of the existing resources employees may not have been as acutely aware of pre-pandemic. Though now for some, the work-life balance is more separated, there are pandemic issues that linger. For those facing mental health issues our health benefits and employee assistance programs have opportunities for employees to be placed in contact with mental health professionals. Employees facing divorce due to pandemic or legal issues around eldercare have taken advantage of our optional legal benefits. The parents, and especially our single parents, have been facing issues of childcare and quarantine/isolation of their preK-12 students. Groups like the Women's Network have provided grassroots efforts among its members to assist in these situations.

The Assemblies have recognized mental health is part of a holistic view of health and well-being. When we reached out to our members about the topic of mental health in the workplace at William & Mary, we found a significant amount of the feedback focused on stress, workload and deadlines. While these have always been present, we are finding the common threads among the employees who gave feedback. The hourly and operational employees have concern for: leaving work and feeling things are not done; or the list is ever-growing of to-do items, and taking off work means a return to more catching up. While the salaried employees are finding themselves in their offices longer or working later at night or weekends than before, and many added there aren't others to delegate their work to due to staffing shortages.

While asking for feedback from our Assembly leadership and our constituents, we also have been asking for potential solutions to workplace stress and mental health. I am providing a list of ideas that were brought up, so you may see the range of thoughts and ideas:

- A seemingly simple solution provided by one employee of W&M, she reminded us that presuming positive intent works for better mental health on both sides of an email or phone call or Zoom. Thinking about what may be occurring in the other employee's department or even personal life. If everyone is prioritizing not everyone can be the priority.
- Hiring and maintaining a temporary pool of employees to assist in jobs when there are often short term needs across the campus.
- Could one of the President's Administrative holidays be given as a "floating holiday" to be used for someone's birthday or another day of their choice? This would provide some choice and autonomy over selecting the day of the personal holiday which is a best fit personally and professionally.
- Mentoring outside of the department or unit, so that you have someone in the W&M community but not your direct colleagues to talk to and ask questions of. This also could broaden learning and sharing of best practices around campus. The more we break down silos, the more community we build.
- Could we create a "Common Hour" mid-week, where we try not to schedule meetings or send emails internally, giving an acknowledgement that we all need to slow down and get things done on our to-do list without adding anymore?
- Could William & Mary seek out discounts or arrangements on behalf of employees with local child care providers for those days when childcare is not readily available to the employee?

- Could there be a common, shared internal calendar of the key deadlines and important campus-wide events that repeat annually or in a semester (like Charter Day, OTOD, fiscal deadlines, start of semester for the schools, exams, move-in days, required training deadlines, timesheet deadlines, etc)?

This could be used by new and existing employees to get a feel for the culture and rhythm of our work and begin to plan for future programs, etc. If this were added to all employee calendars and could be turned on and off, it could help in planning and in predication of upcoming work and busy times for departments outside of their own.

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.