

WILLIAM & MARY

BOARD OF VISITORS
DRAFT MINUTES
APRIL 23-25, 2025
WILLIAM & MARY AND RICHARD BLAND COLLEGE

The William & Mary Board of Visitors (“the Board”) met Wednesday, April 23, through Friday, April 25, 2025.

The Nominating Committee met on Wednesday, April 23, during lunch from 12:30 to 1:30 p.m.

MEMBERS OF THE NOMINATING COMMITTEE

Mr. John P. Rathbone, Chair

Ms. Barbara L. Johnson

Mr. Stephen Huebner

OTHERS PRESENT FOR THE NOMINATING COMMITTEE

Ms. Carrie Nee, University Counsel

Dr. Taylor Brings, Chief of Staff for Business Affairs

Mr. Rathbone called the Nominating Committee to order at 12:43 p.m. After a brief procedural discussion, Mr. Rathbone moved that the Nominating Committee convene into closed session Pursuant to Va. Code §2.2-3711.A.1 for consideration of the appointment or performance of individual board members. The motion was seconded by Mr. Huebner and approved by roll call vote – 3-0 – conducted by Dr. Brings. The committee members and university counsel remained for closed session which began at 12:44 p.m.

The Committee reconvened in an open session at 12:57 p.m. Mr. Rathbone 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. Huebner and approved by roll call vote – 3-0 – conducted by Dr. Brings. Mr. Rathbone moved that the recommendations regarding the nominations of officers discussed during closed session be forwarded to the full Board for consideration. The motion was seconded by Mr. Huebner and approved by voice vote.

Additional discussion ensued about the nomination process. Suggestions from the committee include a meeting in February after the committee is appointed and a period for self-nominations from interested members of the Board. There being no further business, Mr. Rathbone, adjourned the Nominating Committee at 1:02 p.m.

The Committee on Administration, Building, and Grounds met from 1:45 – 3:00 p.m. in room 302 of Blow Memorial Hall and the Subcommittee on Compensation met from 3:15-4:15 p.m. The Executive Committee met immediately after from 4:15 p.m. to 5:15 p.m. Later that evening the Board gathered from 6:30 – 8:30 p.m. for dinner at the Muscarelle Museum. The dinner was social, and no business

was discussed.

PRESENT FOR WEDNESDAY’S DINNER:

Hon. Charles E. Poston, Rector
Ms. Barbara L. Johnson, Vice Rector
Ms. Ardine Williams, Secretary
Mr. Kendrick F. Ashton, Jr.
Mr. John L. Brownlee
Mr. Robey W. Estes, Jr.
Mr. Stephen J. Huebner

Ms. Jennifer Tepper Mackesy
Mr. Courtney M. Malveaux
Hon. Thomas K. Norment, Jr.
Mr. C. Michael Petters
Mr. John P. Rathbone
Ms. Laura Keehner Rigas

ABSENT FROM WEDNESDAY’S DINNER:

Ms. AnnaMaria DeSalva
Mr. W. Taylor Franklin

Mr. J.E. Lincoln Saunders
Hon. Jill Holtzman Vogel

OTHERS PRESENT FOR WEDNESDAY’S DINNER:

Dr. Katherine A. Rowe, President
Dr. Peggy Agouris, Provost

Mr. Bruce Jacobson

THURSDAY, FEBRUARY 6

On Thursday, April 24, the Richard Bland College (RBC) Committee met from 8:30 – 10:15 a.m. in the Grimsley Board Room of Blow Memorial Hall.

At 10:19 a.m., Mr. Charles E. Poston, Rector, convened the full Board to conduct business solely related to that of RBC.

BOARD MEMBERS PRESENT FOR THURSDAY’S FULL BOARD:

Hon. Charles E. Poston, Rector
Ms. Barbara L. Johnson, Vice Rector
Ms. Ardine Williams, Secretary
Mr. Kendrick F. Ashton, Jr.
Mr. John L. Brownlee
Ms. AnnaMaria DeSalva
Mr. Robey W. Estes, Jr.

Mr. Stephen J. Huebner
Ms. Jennifer Tepper Mackesy
Mr. Courtney M. Malveaux
Hon. Thomas K. Norment, Jr.
Mr. John P. Rathbone
Hon. Jill Holtzman Vogel

BOARD MEMBERS ABSENT FOR THURSDAY’S FULL BOARD:

Mr. W. Taylor Franklin
Mr. C. Michael Petters
Ms. Laura Keehner Rigas
Mr. J.E. Lincoln Saunders

Dr. K. Scott Swan, Faculty Representative
Ms. Candice Vinson, Staff Liaison
Ms. Terra Sloane, Student Representative

OTHERS PRESENT FOR THURSDAY’S FULL BOARD:

Dr. Debbie L. Sydow, President of RBC
Mr. Kent B. Erdahl, W&M Director of Internal Audit
Mr. Nathan Moberly, RBC Legal Counsel

Ms. Carrie S. Nee, W&M University Counsel

Mr. Gerrit Smith, Executive Assistant to the President of RBC

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

Dr. Taylor Brings, Chief of Staff for Business Affairs

RBC Administrators

RBC Faculty and Students

Mr. Poston gave brief opening remarks and thanked Mr. John P. Rathbone for his service as chair of the Richard Bland College Committee. He also recognized Dr. Daniel Franke and Sergio Perez for representing Richard Bland's faculty and students so well. Mr. Poston thanked Dr. Debbie L. Sydow, President of RBC for her leadership and vision for an independent governing board recently approved by the General Assembly and Governor.

Mr. Poston recognized Mr. John P. Rathbone, Chair of the **Richard Bland College Committee**. He also offered his congratulations to Richard Bland College regarding an independent governing board. Mr. Rathbone briefly reviewed the agenda and reported on the institution's financial outlook. On behalf of the committee, Mr. Rathbone moved to adopt Resolution 1, Approve FY26 Tuition and Fees, and Resolution 2, Approve FY26 Operating Budget Proposal. The resolutions were moved as a block and approved by a unanimous voice vote. Resolution 3, Faculty Promotions; Resolution 4, Faculty Leave of Absence; and Resolution 5, Appreciation for and Award of Emeritus Status to Jeff Brown were moved by Mr. Rathbone as a block and approved through unanimous voice vote. Mr. Rathbone moved for the adoption of Resolution 6, Congratulating Richard Bland College. The resolution was adopted by unanimous voice vote.

Mr. Poston invited President Sydow to offer remarks. President Sydow thanked the Rector, Vice Rector, Mr. Rathbone, and members of the Board for their leadership and support especially during the last few years.

There being no further business, Mr. Poston recessed the meeting of the full Board at 10:34 a.m.

Following the full Board meeting, the Committee on Institutional Advancement met from 10:45 a.m. – 12:00 p.m. in the Grimsley Board Room. Immediately following, the Board attended lunch with student-athletes from the men's and women's basketball teams, coaches and athletics senior leadership. The lunch was held in the President's Box located in Zable Stadium from 12:30 – 1:30 p.m.

BOARD MEMBERS PRESENT FOR LUNCH

Hon. Charles E. Poston, Rector

Ms. Barbara L. Johnson, Vice Rector

Mr. Kendrick F. Ashton, Jr.

Mr. John L. Brownlee

Ms. AnnaMaria DeSalva

Mr. Robey W. Estes, Jr.

Mr. Stephen J. Huebner

Ms. Jennifer Tepper Mackesy

Mr. Courtney M. Malveaux

Hon. Thomas K. Norment, Jr.

Mr. John P. Rathbone

Ms. Laura Keehner Rigas

Mr. J.E. Lincoln Saunders

Hon. Jill Holtzman Vogel

Dr. K. Scott Swan, Faculty Representative

OTHERS PRESENT FOR THE LUNCH WITH ATHLETICS:

Dr. Katherine A. Rowe, President

Ms. Carrie Nee, University Counsel

Dr. Virginia M. Ambler, Senior Vice President for Student Affairs

Dr. W. Fanchon Glover, Chief Diversity Officer

Dr. Matthew T. Lambert, Senior Vice President for University Advancement

Mr. Brian D. Mann, Director of Athletics

Dr. Carlane Pittman-Hampton, Chief of Staff

Mr. Michael J. Todd, Executive Vice President for Finance & Administration

Mr. Brian W. Whitson, Chief Communications Officer

Mr. Brian Earl, Men's Basketball Head Coach

Ms. Erin Dickerson Davis, Women's Basketball Head Coach

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

Dr. Taylor Brings, Chief of Staff for Business Affairs

W&M Student-Athletes and Coaches

Members of Athletics Senior Leadership

Mr. Brian Mann, Director of Athletics, started the lunch by offering brief remarks. He celebrated the historic year for both Men's and Women's Basketball. He recognized the student-athletes and coaching staff for their accomplishments. Following lunch, Mr. Poston called the Board to order at 1:07 p.m. to conduct one item of business. On behalf of the Board, Ms. Rigas read the following resolution in its entirety: Resolution HC-1, Recognition of William & Mary's Women's Basketball Team: The University's First Basketball Team to Make The NCAA Tournament.

On March 13, William & Mary's women's basketball team was confronted with a daunting task: needing to win four games in four days to claim the 2025 Coastal Athletic Association Conference Championships. The odds were not in their favor. Winning four straight games is difficult enough. To do so on consecutive days against a gauntlet of the CAA's best was a long shot. To do so after a series of hard losses at the end of the season seemed a dream.

It was a dream, indeed, for all who were privileged to witness and cheer. In the face of adversity, the Tribe's belief in each other held strong. Before the tournament, senior guard Bella Nascimento gathered her teammates and challenged them: if they gave everything they had to keep the season going, she would do the same. That promise sparked one of the most fruitful 10-day periods in the history of Tribe Athletics – and indeed in the NCAA.

William & Mary won its first-round game handily, topping Hofstra 76-65 – then ran up three more victories to claim its first CAA crown. In the championship game, the Tribe fell behind 14-0 to Campbell in the first quarter; they trailed by as many as 13 points in the third. Yet their promise to each other spurred a comeback that thrilled Tribe faithful across the country. That gritty win earned them a berth in the NCAA Tournament: the first berth for any William & Mary basketball team.

Led by a coach who built their trust over three seasons – Erin Dickerson Davis – this

program is taking William & Mary to new heights. In its maiden voyage to March Madness, the team also logged its first NCAA Tournament win. On March 20, the Tribe toppled High Point in the First Four at the Moody Center in Austin, Texas. That triumph earned Coach E and her team a date with top-seeded Texas in the next round.

The Tribe's opponents ranked fifth in the country after sharing the Southeastern Conference regular-season title. William & Mary gave these Final Four contenders all they could handle. The Tribe could not overcome Texas, but it earned respect from the college basketball world with its Herculean effort. No other team would score over 60 points against the Longhorns in the postseason.

After this final game, William & Mary's curtain call felt victorious. Following a cool down, players returned to the court to greet family members, friends, and well-wishers cheering in the stands. Green and gold were the only colors left in the colossal arena. The cheering section led by President Katherine A. Rowe let the women know how incredibly proud they were of their efforts and accomplishments.

Loved ones surrounded the players as they basked in these final moments. Four seniors – "Bella Buckets," Kayla Beckwith, Anahi-Lee Cauley, and Rebekah Frisby-Smith – led the celebration as they had all season. Juniors Kayla Rolph and Alexa Mikeska, sophomores Cassidy Geddes, Monet Dance, Jana Sallman, and Aislinn Gibson, and freshmen Natalie Fox, Marley Long, Emma West, and Sophia LeGoullon savored the journey they had traveled together.

This women's basketball team galvanized Tribe Athletics, the campus, and alumni across the globe. We rejoice in their success. And we are deeply grateful for the brilliant way in which they represent our school.

THEREFORE, BE IT RESOLVED, *That the Board of Visitors applauds the women's basketball team for winning the CAA Championship and earning William & Mary's first trip to the NCAA Tournament;*

BE IT FURTHER RESOLVED, *That the Board of Visitors hereby extends sincerest congratulations to Coach Erin Dickerson Davis, her assistant coaches, players, and support staff for their incredible success;*

BE IT FINALLY RESOLVED, *That this resolution be spread upon the minutes of the Board and a copy of the same be delivered to Coach Davis and her team with best wishes from a grateful Board for their dedicated service to William & Mary.*

Ms. Rigas moved to adopt Resolution HC-1, which Mr. Ashton seconded. The motion was approved by a unanimous voice vote. The Rector adjourned the meeting at 1:20 p.m.

The Committee on Financial Affairs met from 1:45 – 3:15 p.m. in Room 302 of Blow Memorial Hall. The Committee on Academic Affairs met concurrently in the Grimsley Board Room of Blow Hall.

Following the committee meetings, members of the Board attended a reception at the Mason School of Business celebrating a gift by Rob and Jean Estes. The Estes family donated \$15M to William & Mary to launch an Accounting Center at the Mason School of Business in support of the 2026 Strategic Plan Career initiative. The reception was social in nature and no business was conducted.

At 6:00 p.m. members of the Board attended a special culinary event hosted by Aramark at the Commons Dining Hall. Prior to the dinner, tours of the dining hall were offered. The dinner was social and no business was conducted.

FRIDAY, FEBRUARY 7

On Friday, February 7, the Committee on Audit, Risk, and Compliance met from 7:45 to 9:15 a.m. in Room 302 of Blow Memorial Hall. The Committee on the Student Experience met in the Grimsley Board Room from 9:30 to 10:45 a.m.

On Friday, February 7 at 11:00 a.m., Mr. Poston reconvened the full Board in the Grimsley Board Room of Blow Memorial Hall.

BOARD MEMBERS PRESENT FRIDAY FOR THE FULL BOARD MEETING:

Hon. Charles E. Poston, Rector
Ms. Barbara L. Johnson, Vice Rector
Ms. Ardine Williams, Secretary
Mr. Kendrick F. Ashton, Jr.
Mr. John L. Brownlee
Ms. AnnaMaria DeSalva
Mr. Robey W. Estes, Jr.
Mr. W. Taylor Franklin
Mr. Stephen J. Huebner
Ms. Jennifer Tepper Mackesy

Mr. Courtney M. Malveaux
Hon. Thomas K. Norment, Jr.
Mr. C. Michael Petters
Mr. John P. Rathbone
Ms. Laura Keehner Rigas
Mr. J.E. Lincoln Saunders
Hon. Jill Holtzman Vogel (*remote*)
Ms. Terra Sloane, Student Representative
Dr. K. Scott Swan, Faculty Representative
Ms. Candice Vinson, Staff Liaison

BOARD MEMBERS ABSENT FOR THE FULL BOARD MEETING:

N/A

OTHERS PRESENT FOR THE FULL BOARD MEETING:

Dr. Katherine A. Rowe, President
Dr. Peggy Agouris, Provost
Ms. Carrie Nee, University Counsel
Dr. Virginia M. Ambler, Senior Vice President for Student Affairs
Dr. W. Fanchon Glover, Chief Diversity Officer
Dr. Matthew T. Lambert, Senior Vice President for University Advancement
Mr. Brian D. Mann, Director of Athletics
Dr. Carlane Pittman-Hampton, Chief of Staff
Dr. Suzanne Raitt, Dean of the Faculty of Arts & Sciences
Dr. Doug Schmidt, Dean of the School for Computing, Data Sciences & Physics
Mr. Ben Spencer, Dean of the School of Law
Mr. Michael J. Todd, Executive Vice President for Finance & Administration
Mr. Michael J. Fox, Clerk to the Board of Visitors
Dr. Taylor Brings, Chief of Staff for Business Affairs

Members of the President's Cabinet

W&M Faculty, Students and Staff

Mr. Poston gave opening remarks where he thanked Aramark for their dinner event on Thursday night. Mr. Poston introduced Dane Pascoe, the incoming Deputy Clerk to the Board of Visitors. He also recognized Taylor Brings for her work with the Board since January. Mr. Poston recognized Tyler Cattini for his internship with the President's office and the Board. He celebrated Steve Tewksbury who is retiring after 22 years of service at William & Mary. Mr. Poston called on President Rowe to make opening remarks.

President Rowe began her remarks by discussing several initiatives worthy of celebration, including the end of the academic year and Commencement events. She announced M. Sanjayan as the commencement speaker in recognition of the Year of the Environment. President Rowe reflected on the value of constancy in a time of uncertainty. William & Mary continues to distinguish itself by advancing its position, both as an R1 university and as, according to Forbes, a 'new Ivy' that employers love.

President Rowe continued her reflection by acknowledging the importance of philanthropy. She recognized Rob and Jean Estes for their historic \$15 million gift to the School of Business. One Tribe One Day also set a record in funds raised for over 900 designations. She reflected that welcoming new talent is also a valuable resource and that William & Mary is being judicious amidst a hiring slowdown. President Rowe introduced newly hired Cliff Everton, AVP for Public Safety and Sean Galloway, the Chief Financial Officer and noted a competitive search is underway for the Director of Internal Audit. She commended Kent Erdahl, the outgoing Director, for his years of service.

President Rowe celebrated the many accomplishments of University Athletics and William & Mary student-athletes.

President Rowe thanked the Faculty Assembly, the Student Assembly, and their leadership for their engagement in difficult conversations. President Rowe shared the following principles with the Board as part of her decision-making process and her decision not to sign on to statements from other institutions: First, William & Mary speaks with its voice, in politically neutral ways to create the greatest space for engagement. Second, William & Mary speaks in measured ways, as second-day responders. William & Mary speaks proactively and affirmatively rather than reactively. President Rowe affirmed her support for higher education institutions and tenets of academic freedom. She concluded her remarks with an excerpt from Supreme Court Justice Brennan's opinion in *Keyishian v. Board of Regents* (1967) in support of academic freedom and freedom of expression.

Mr. Poston moved adoption of the minutes of the February 5-7, 2025 meetings as written. Mr. Huebner seconded the motion. The minutes were approved by unanimous voice vote. Mr. Poston called for the reports of the standing committees.

Ms. Johnson reported for the **Committee on Academic Affairs** and briefly reviewed the agenda. On behalf of the Committee, Ms. Johnson moved the adoption of Resolution 7, Award of Academic

Tenure; Resolution 8, Faculty Promotions; and Resolution 9, Confer Emeriti Status Upon Retirement. The resolutions were moved as a block and adopted through a unanimous voice vote. Ms. Johnson then moved the adoption of Resolution 10, to rename the Faculty of Arts & Sciences. The resolution was adopted through a unanimous voice vote. On behalf of the committee, Ms. Johnson moved the adoption of Resolution 11, Degree Designation Removal EdD Counselor Education, which was adopted through a unanimous voice vote. Ms. Johnson moved the adoption of Resolution 12, Approve the Faculty Handbook Revisions; Resolution 13, Approve the By-laws of the School of Computing, Data Sciences & Physics; Resolution 14, Amend the By-laws of the School of Education; Resolution 15, Amend the By-laws of the Mason School of Business; Resolution 16, Amend the By-laws of Arts & Sciences; and Resolution 17, Amend the By-laws of the Virginia Institute of Marine Science. Resolutions 12-17 were moved as a block and passed through a unanimous voice vote. Mr. Poston commended the hard work of the schools for their work in updating the respective by-laws.

Ms. Ardine Williams reported for the **Committee on Administration, Buildings and Grounds** and reviewed the agenda. She shared an update regarding the draft report on the historic President's House report. Although the report is in draft form, it is evident that the building will need significant investment for structural and operational improvements, regardless of future use. A finalized report and staff recommendations will be presented to the Board at the July retreat. Ms. Williams moved Resolution 18, William & Mary's Major Capital Plan 2025-26, and Resolution 19, VIMS 2026-2032 Six-Year Capital Plan for adoption. Both resolutions passed through a unanimous voice vote.

Mr. Stephen J. Huebner reported for the **Committee on Audit, Risk and Compliance** and briefly reviewed the agenda. Mr. Huebner moved the adoption of Resolution 20, Office of Internal Audit Charter. The resolution was adopted through a unanimous voice vote. Mr. Huebner shared an update regarding the Director of Internal Audit search.

Mr. C. Michael Petters shared an update from **the Executive Subcommittee on Compensation**, which reviewed the performance goals of the President of William & Mary and the President of Richard Bland College in closed session. Mr. Petters then reported for the **Committee on Financial Affairs** and briefly reviewed the agenda. On behalf of the committee, Mr. Petters moved the adoption of Resolution 21, W&M FY 2025-2026 Operating Budget, and Resolution 22, VIMS FY 2025-2026 Operating Budget. The resolutions were moved as a block and passed through a voice vote. Ms. Rigas abstained.

Mr. Kendrick Ashton reported for the **Committee on Institutional Advancement**. He shared some fundraising highlights, recognized Rob and Jean Estes for their historic gift, and noted the focus of the committee work was on the rankings issue. There were no action items.

Ms. Laura Keehner Rigas reported for the **Committee on the Student Experience** and briefly reviewed the agenda. On behalf of President Rowe and the committee, Ms. Rigas presented and read Resolution HC-2, A New Chapter for William & Mary Football. The resolution passed unanimously by voice vote.

Mr. Poston called on Ms. Terra M. Sloane, Student Representative to the Board and President of the Student Assembly, for her report. Ms. Sloane summarized her written report and shared updates on end-of-year events. She shared an update regarding the Student Assembly “You Belong” resolution and thanked the Board for their support. Ms. Sloan concluded with an introduction of the incoming Student Assembly President and Vice President, Ms. Zoe Wang, and Mr. Matt Swenson.

Mr. Poston called on Dr. K. Scott Swan, Faculty Representative to the Board, for his report. Dr. Swan added verbal comments to his written report. He reflected on the quality of William & Mary's students and faculty.

Mr. Poston called on Ms. Candice Vinson, the Staff Liaison to the Board, for her report. Ms. Vinson summarized her written report and recognized Dean Ben Spencer and the School of Law as the Spring Food Drive initiative winner.

Mr. Poston thanked Ms. Sloane, Dr. Swan, and Ms. Vinson for their service as members of the Board and shared Dr. Swan would serve another year as faculty representative.

Mr. Poston introduced one item of old business: SACSCOC reaccreditation. Mr. Matt Smith updated the board on the reaccreditation process and the significant progress made in the past calendar year.

Mr. Poston raised two items of new business. He asked Mr. John P. Rathbone for the report of the Nominating Committee. Mr. Rathbone, Chair of the Nominating Committee, thanked members of the Committee—Mr. Huebner, Ms. Johnson, and Mr. Lincoln Saunders—for their service. The Committee recommended the following individuals for the offices for the period of July 1, 2025, through June 30, 2026.

- Vice Rector – Ms. Ardine Williams
- Secretary – Mr. Kendrick Ashton

Mr. Rathbone then moved the adoption of the names recommended by the Committee. Mr. Poston asked for nominations from the floor. Hearing none, nominations were closed. The motion was seconded by Mr. Huebner and approved unanimously by voice vote. The new officers were congratulated and received a round of applause.

Mr. Poston moved to officially confer an honorary degree on the following individual during Commencement 2025:

- M. Sanjayan - Doctor of Science

Mr. Ashton seconded the motion and it was unanimously approved by voice vote.

Mr. Poston called on the Committee of Audit, Risk, and Compliance for additional business. On behalf of the committee, Mr. Huebner read the following in its entirety: Resolution HC-4, Recognition of Kent B. Erdahl '83, P'20; Director of Internal Audit

Kent B. Erdahl has devoted his career to adding value to the work of his colleagues and the institution he serves. He first arrived at William & Mary 45 years ago. A bright student with a talent for numbers, he pursued business with a concentration in accounting. His time at the university shaped his life in two formative ways. He learned to use data to advance an organization's goals. An avid student-athlete, he honed a lifelong love for golf.

After earning his degree, Mr. Erdahl launched his career in Richmond and Ohio, climbing the ranks at corporations, including MeadWestvaco Corp., Fort James Corp., Crown Vantage Inc., and Ernst & Young LLP. He was named vice president of internal audit and risk management for St. Joe Company in Jacksonville, Florida, where he led those functions for a decade.

In 2014, the Honorable Judge John Charles Thomas, then chair of the Committee on Audit, recruited Mr. Erdahl back to William & Mary as director of the Office of Internal Audit. The Board of Visitors charged Mr. Erdahl with developing and implementing a comprehensive audit program. Reporting directly to the Board, Mr. Erdahl promoted effectiveness and efficiency across the university and Richard Bland College, deftly managing risk and compliance.

Mr. Erdahl has modeled superbly the value that internal audit can bring as an insightful partner to departments and units. His ethos of collaboration and his sharp eye for process glitches have improved the work of thousands of colleagues. He is welcomed and trusted wherever he goes.

Mr. Erdahl is revered for his ability to see the big picture: to understand how different tasks in a project come together towards a larger goal. Over the last decade, he has contributed to many of the university's most important strategic projects. Most recently, he has served on the Workday Implementation team to modernize William & Mary's enterprise software platform.

In 2020 and again in 2025, Mr. Erdahl worked with the Board of Visitors to update the Internal Audit Charter. The revised charter embraces the highest standards of professional practice. Mr. Erdahl crafted an impactful mission for the Office of Internal Audit "to enhance and protect organizational value by providing risk-based and objective assurance, advice, and insight."

Mr. Erdahl will retire from William & Mary this summer; however, the transformations he supported at William & Mary will endure. That William & Mary consistently putts under par is in large part thanks to Mr. Erdahl.

Although we will miss his quiet humor daily, we look forward to welcoming Mr. Erdahl, his wife, Kelly, and their two adult children to campus for homecomings and events.

And we wish him many glorious days on the links, many gentle taps in for birdie. May he always remember the words of the great Ben Hogan: "The most important shot in golf is the next one."

THEREFORE, BE IT RESOLVED, *That the Board of Visitors thanks Kent B. Erdahl for his strategic and trustworthy leadership at William & Mary these past 10 years;*

BE IT FURTHER RESOLVED, *That the Board of Visitors commends Mr. Erdahl for setting a high standard for Internal Audit through the office's revised charter;*

BE IT FURTHER RESOLVED, *That the Board of Visitors hereby extends sincerest congratulations to Mr. Erdahl and his family as they begin this new chapter;*

BE IT FINALLY RESOLVED, *That this resolution be spread upon the minutes of the Board and a copy of the same be delivered to Kent B. Erdahl '83, P '20 with best wishes from a grateful Board for a decade of dedicated service to William & Mary.*

On behalf of the Committee, Mr. Huebner moved the adoption of Resolution HC-4 and Ms. Williams seconded the motion. Mr. Erdahl received a standing ovation, and the Board unanimously approved the resolution by voice vote.

CLOSED SESSION

Ms. Williams moved the Board of Visitors convene into closed session pursuant to Virginia Code Sections:

Va. Code §2.2-3711.A.1 for consideration of the terms of appointment and the performance of the Presidents of William & Mary and Richard Bland College, the Internal Auditor and other administrative officers;

Va. Code §2.2-3711.A.1 to evaluate the performance of the following Departments or Offices at William & Mary: Athletics, Advancement, IT, Facilities, Finance & Administration, Compliance & Equity, Admissions, Campus Security, Residence Life, Facilities Management, Student Affairs, Provost's Office, Auxiliary Services and Internal Audit where such discussion will necessarily involve discussion of performance of specific individuals;

Va. Code §2.2-3711.A.7 for consultation with legal counsel and briefing by staff members regarding probable litigation;

Va. Code §2.2-3711.A.8 for consultation with legal counsel regarding legal risks and federal regulatory compliance;

Va. Code §2.2-3711.A.9 for discussion of fundraising activities to be performed by the institution

Mr. Ashton seconded the motion, which was approved by a roll call vote of 17-0 conducted by Mr. Fox. At that time, members of the Board, the President, the University Counsel, and the Senior Vice President for Advancement entered the closed session meeting at 12:24 p.m.

RECONVENED OPEN SESSION

Following the closed session, the Committee returned to the open session at 1:14 p.m. Ms. Williams 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. Only matters identified in the motion to have the closed session were discussed. The motion was seconded by Mr. Huebner and approved by roll call vote – 16-0 – conducted by Mr. Fox.

Mr. Poston moved adoption of Resolution HC-3: Resolution of the Board of Visitors for the College of William & Mary on Merit-Based Excellence, Student Opportunity and Freedom from Discrimination. The motion was seconded by Mr. Huebner and Mr. Fox conducted a roll-call vote: 14 – 2. Mr. Rathbone was not present at the time of the vote. Mr. Ashton and Mr. Saunders opposed the resolution.

Mr. Poston offered brief comments regarding the resolution, including affirming that William & Mary will continue to be a place of belonging and excellence moving forward.

Mr. Huebner moved to approve a one-time 10% of current base salary performance bonus for Mr. Kent Erdahl with an effective date no later than June 1. The motion was seconded by Mr. Norment and adopted by unanimous voice vote.

Mr. Poston reminded the Board that the Commencement ceremony for Richard Bland College will be held at 6 PM on Wednesday, May 14 and for William & Mary on Friday, May 16 at 6 PM. He thanked outgoing Board members, Ms. Johnson, Mr. Saunders, Mr. Rathbone, and Ms. Williams for their years of service to the Board and University. Ms. Williams and Mr. Rathbone are eligible for reappointment to the Board.

There being no further business, Mr. Poston adjourned the meeting at 1:19 p.m.