

**WILLIAM & MARY BOARD OF VISITORS
SEPTEMBER 23-25, 2026 MEETING MINUTES**

DRAFT

The William & Mary Board of Visitors ("the Board") met from Wednesday, September 23, 2026, through Friday, September 25, 2026, in Williamsburg, Virginia, in Blow Memorial Hall, 262 Richmond Road.

WEDNESDAY, September 23, 2026

The Subcommittee on Compensation met from 3:30 to 4:30 p.m., and the Executive Committee met from 4:45 to 6:00 p.m., both in Room 302 of Blow Memorial Hall. That evening, the Board gathered for dinner at the Alumni House. The dinner was a social occasion, and the Board did not discuss business.

Board members present for Wednesday's Dinner: Ardine Williams, John Brownlee, AnnaMaria DeSalva, Tommy Norment, Charles Poston, John Rathbone, Melissa Ballenger, Cynthia Hudson, Jeff Bourne, Oz Parvaiz, Rob Estes, Jill Vogel, Jen Mackesy

Absent: Hillary Waldron, Courtney Malveaux, Jennifer Davis, Taylor Franklin

Others Present: Katherine Rowe

THURSDAY, September 24, 2026

The Board convened at 7:30 a.m. in the Great Hall of the Wren Building for breakfast and the annual Board photograph. At 8:00 a.m., members moved to the Blue Room for the annual pinning ceremony and reading of the Board pledge. The Board then proceeded to Blow Memorial Hall for the morning committee meetings.

At 12:30 p.m., the Board went to the Alumni House for lunch with the President's Cabinet and returned to Blow Memorial Hall at 1:30 p.m. for the afternoon committee meetings.

From 5:00 to 6:00 p.m., the Board attended the "DoG Street to Wall Street" keynote address by Joe Plumeri in the Glenn Close Theatre at Phi Beta Kappa Memorial Hall. From 6:30 to 7:00 p.m., Board members attended a reception honoring retired Board members in the Wren Building Portico. Dinner followed in the Great Hall from 7:00 to 9:00 p.m.

Board members present for Thursday: Ardine Williams, John Brownlee, AnnaMaria DeSalva, Tommy Norment, Charles Poston, John Rathbone, Melissa Ballenger, Cynthia Hudson, Jeff Bourne, Oz Parvaiz, Jennifer Davis, Hillary Waldron, Courtney Malveaux, Rob Estes, Jill Vogel, Jennifer Mackesy

Absent: Taylor Franklin

FRIDAY, September 25, 2026

Full Board Meeting

I. Call to Order

Rector Ardine Williams called the meeting to order in the Grimsley Boardroom of Blow Memorial Hall at 9:45 a.m. and welcomed those present and those joining virtually by livestream.

Board Members Present

Ms. Ardine Williams, Rector
Mr. John L. Brownlee, Vice Rector
Ms. AnnaMaria DeSalva, Secretary
Ms. Melissa Ballenger
Mr. Charles Poston
Mr. Courtney M. Malveaux
Mr. John Rathbone
Ms. Hillary Waldron
Ms. Jennifer Davis
Ms. Cynthia Hudson
Mr. Taylor Franklin
Mr. Rob Estes
Mr. Jeff Bourne
Mr. Tommy Norment
Dr. Jack Martin, Faculty Representative
Ms. Sophie Kennedy, Student Representative
Ms. Colleen Prosser, Staff Liaison

Others Present

Dr. Katherine Rowe, President
Mr. Mike Todd, EVP/COO
Dr. Peggy Agouris, Provost
Mr. Michael Fox, Clerk to the Board of Visitors
Ms. Lisa Keegan, Vice Provost for Enrollment Strategy
Dr. Matthew T. Lambert, SVP for University Advancement
Mr. Brian Mann, Director of Athletics
Ms. Carrie Nee, University Counsel
Mr. Sean Hughes, Chief Business Officer
Mr. Sean Galloway, Chief Financial Officer
Mr. Brian Whitson, Chief Communications Officer
Dr. Dane Pascoe, Deputy Clerk to the Board of Visitors
Dr. Chon Glover, Senior Advisor to the President
Dr. Ginger Ambler, SVP for Student Affairs & Public Safety
Dr. Carlane Pittman-Hampton, Chief of Staff
Ms. Anne Roemer, Chief Human Resources Officer
Courtney Will, Associate Director of Leadership & Internal Communications, Presidential Leadership Fellow
Heather Golden, Chief Marketing Officer
Alyson Wilson, Vice Provost for Research

II. Introductory Remarks

Rector Ardine Williams

RECTOR'S REMARKS

Rector Williams noted that William & Mary has lost many friends over the past year, and reported that the university learned yesterday of the death of former First Lady Zoe Ann Wasson Graves, wife of Thomas A. Graves, Jr., the twenty-third president of William & Mary. The Board observed a moment of silence in her memory.

Rector Williams thanked President Rowe and her team, the Committee chairs, and the staff who supported the meeting, and reflected on the previous evening's gathering at the Wren Building honoring retiring colleagues.

She welcomed Cortney Will, Associate Director of Leadership and Internal Communications in the Office of University Content and Strategy, participating through the Presidential Leadership Fellows Program, and recognized Cliff Everton, Associate Vice President for Public Safety, and Don Butler, Chief of Police, for their work protecting the campus community.

Turning to the start of the year, the Rector reflected on the Board's July retreat at Wintergreen, which provided time for strategic conversation and relationship-building among members and with senior leadership. She noted that the academic year opened with Convocation and thanked members who attended.

The Rector welcomed the Board's newest members — Cynthia Hudson, Oz Parvaiz, Jeff Bourne, and Jennifer Davis — noting that each has spent time on campus, built early relationships with Board staff, and expanded their knowledge of higher education and the university's strategic priorities. She also welcomed Jack Martin, Nico Giro-Martin, and Colleen Prosser, the representatives to faculty, students, and staff, respectively.

She reported that she has spoken with every Board member individually since assuming the role of Rector in July, and that this input has helped shape the Board's perspectives and focus areas. She noted that she remains in frequent contact with President Rowe.

The Rector observed that the common thread across Convocation, the retreat, the arrival of new members, and her conversations with the Board is relationships. She expressed optimism about the working relationships among the officers, across the Board, and with the campus, noting that collegiality will be essential in a year that will bring complex and challenging issues at a difficult time for higher education. She said the Board's ability to meet those challenges rests in no small part on the trust, candor, and collaboration it cultivates, and closed by looking ahead to the work of the Board committees in the year ahead.

President Katherine A. Rowe

President Rowe opened with gratitude to the Board and its leadership, noting the many transitions of the past summer — the election of the third woman Rector in William & Mary's history, a new slate of Board officers, and new chairs for all but one committee. She thanked the Board for keeping pace alongside the Executive Leadership Team and recognized the Rector in particular for paving a smooth transition and charting a path for future excellence.

Turning to the start of the academic year, the President reflected on Convocation, which opened the university's 334th year and welcomed a strong entering class. She noted that current and former Board members joined the campus community to hear from former Rector Michael Powell, who spoke on human flourishing — eudaimonia, Aristotle's ultimate good — describing it not as a passing feeling or a prize conferred by professional success, but as the lifelong work of becoming fully human.

The President offered several developments from the first weeks of the year as illustrations of what flourishing means for a nationally preeminent public university: the third annual Professional Development Days in August, investing in the growth of faculty and staff; Tribe Football's season opener, which drew 4.5 million views on SportsCenter; career outcomes for the Class of 2025, with a response rate of 88% to the Next Destination Survey, 92% reporting positive outcomes, and 96% of those employed reporting that their jobs aligned with their career interests; and U.S. News & World Report's ranking of William & Mary seventh nationally and second among publics for undergraduate teaching.

She also acknowledged areas requiring continued improvement, noting that students arrived at a dining experience that fell short of expectations, and credited Mike Todd, Sean Hughes, and the Business Affairs team for leading with transparency and working to improve the student experience — consistent with the university's value of service.

Looking ahead, the President said the year will explore in a sustained way what it means to flourish at William & Mary. This is the final year of strategic planning, and the university will play back what it has heard over the past six months in order to invite the community into the work of advancing William & Mary's national preeminence through 2050 and beyond.

III. Approval of Minutes

The Rector asked for any corrections or changes to the minutes of the April 22–24, 2026, and July 28–30, 2026, Board meetings. Mr. Michael Fox, Clerk to the Board, noted an error in the April 2026 minutes. Ms. Melissa Ballenger participated remotely during the public hearing on tuition. No changes were proposed to the July 2026 minutes. Rector Williams called for a motion to approve the April 2026 minutes as amended and the July 2026 minutes as presented. Mr. Rathbone moved approval, and Mr. Estes seconded. The minutes were approved unanimously by voice vote.

IV. Reports of Standing Committees

a. Committee on Academic Affairs — Ms. AnnaMaria DeSalva

Ms. DeSalva reported that Lisa Keegan, Vice Provost for Enrollment Strategy, presented her report, including a review of the entering class profile and a recap of key performance indicators from Dr. Iria Giuffrida, and that the Provost led the Committee through a review of the tenure process. She noted that the Committee reviewed and approved both action items and recommended both to the Board.

- **Resolution 1 — Award of Tenure**
Adopted unanimously by voice vote conducted by the Rector.
- **Resolution 2 — Approval of the MS in Cybersecurity Risk Management**
Adopted unanimously by voice vote conducted by the Rector.

b. Committee on Administration, Buildings, and Grounds — Mr. John Brownlee

Mr. Brownlee reported that the Committee received the Executive Vice President/Chief Operating Officer's report from Mr. Mike Todd and an update from Chief Business Officer Sean Hughes covering interim dining operations, the W&M major capital plan, and a proposed real estate transaction. He noted that Dr. Derek Aday provided updates on VIMS and Batten School projects,

that Dr. Ed Aractingi briefed the Committee on ERP readiness, and that Chief Human Resources Officer Anne Roemer presented University Human Resources updates, including the DHRM Agency Workforce Plan and the Retirement Plan Committee Charter.

The Committee reviewed and approved both **Resolution 3** and **Resolution 4**, recommending both to the Board.

- **Resolution 3 — Authority to Exchange Land**
- **Resolution 4 — Approve Retirement Plan Committee Charter**

Adopted unanimously as a block by voice vote conducted by the Rector.

c. Committee on Athletics — Ms. Jill Holtzman Vogel

Ms. Vogel reported that Director of Athletics Brian Mann presented Athletics updates, including a review of key performance indicators, a department update, a discussion of NCAA and national landscape developments, and an overview of sports analytics.

d. Committee on Audit, Risk, and Compliance — Mr. Courtney Malveaux

Mr. Malveaux reported that the Committee received reports from Director of Internal Audit Christopher Crawford and Chief Compliance Officer Pamela Mason, and that Chief Information Officer Ed Aractingi, joined by representatives from Baker Tilly, provided an overview of Workday Student readiness.

e. Committee on Financial Affairs — Mr. John Rathbone

Mr. Rathbone reported that the Committee received the Executive Vice President/Chief Operating Officer's report from Mr. Mike Todd and the Chief Financial Officer's report from Mr. Sean Galloway, covering FY26 unaudited results, FY27 rebudgeting and variance analysis, a sources and uses review, and an update on reserve status. The Rector noted that the Committee commended the clarity and quality of the six-year plan submissions. The Committee reviewed and approved both **Resolution 5** and **Resolution 6**, recommending both to the Board.

- **Resolution 5 — Approve W&M Six-Year Plan**
- **Resolution 6 — Approve VIMS Six-Year Plan**

Adopted unanimously as a block by voice vote conducted by the Rector.

f. Subcommittee on Compensation — Mr. Rathbone

Mr. Rathbone reported that the Subcommittee spent its time discussing university succession planning and met in closed session to discuss compensation issues.

g. Committee on Institutional Advancement— Ms. Jennifer Mackesy

Ms. Mackesy reported that Senior Vice President for University Advancement Matthew Lambert led a review of key performance indicators and provided an overview of University Advancement. She noted that Chief of Staff Carlane Pittman-Hampton and Provost Peggy Agouris presented an update on the new strategic plan, and that the Committee met in closed session to discuss fundraising.

h. Committee on Student Success— Ms. Hillary Waldron

Ms. Waldron reported that she framed the Committee's work for the year ahead, and that Provost Peggy Agouris presented on the distinctive value of a William & Mary education, with Ms. Lisa Keegan addressing how that value is delivered through admission, student success, and outcomes. She noted that the Committee heard from a student panel on why students choose William & Mary.

Rector Williams thanked the Committee Chairs for their reports and noted the detailed work that takes place during Committee meetings. She pointed to the ongoing communication and leadership provided by Committee chairs between Board meetings as vital to the Board.

V. General Reports

The Rector then invited Mr. Giro-Martin, President of the Student Assembly; Dr. Jack Martin, Faculty Assembly Representative; and Ms. Colleen Prosser, Staff Liaison to the Board, to provide comments highlighting their respective written reports.

a. Student Representative Report — Nico Giro-Martin

Mr. Giro-Martin reported on student concern about AI surveillance technology on campus, including Flock cameras and ZeroEyes, which university offices are working to address. He described the effects of the West Woods Dining delay and the conversion of Sadler Dining Hall to retail space. He reported on Student Assembly's engagement with the City of Williamsburg, including voter registration and participation in the Comprehensive Plan process, and highlighted fall programming tied to the Year of Civic Leadership.

b. Faculty Representative Report — Jack B. Martin

Dr. Martin described the structure of the Faculty Assembly and its role in shared governance, under which faculty develop standards for hiring and evaluation and administrators retain veto authority. He reported that this year's priorities include completing the faculty survey and amending the Faculty Handbook to reflect the renaming of VIMS and Arts & Sciences, incorporate the new school, and better include non-tenure-eligible faculty.

c. Staff Liaison Report — Colleen Prosser

Ms. Prosser reported on behalf of the Professional and Professional Faculty Assembly and the Staff Assembly, expressing appreciation for staff inclusion in Board meetings and strategic planning. She reported that recruitment and retention remain recurring concerns, with surveys citing compensation and workload, and characterized staff conversations as largely constructive. She asked the Board to consider how implementation planning for Workday, remote work, pay, benefits, and parking can account for differences among units.

VI. Old Business

No old business was brought forward.

VII. New Business

Amendments to the Bylaws of the Board of Visitors

Mr. Michael Fox, Clerk to the Board, reviewed amendments sent to the Board 30 days before the meeting, as required by the Board bylaws. Proposed updates revised a university leadership title, renamed a standing committee with a charter, and clarified the process for nominating Board officers. Ms. Vogel moved approval of **Resolution 7** as presented to the Board. The motion was seconded by Mr. Bourne and adopted unanimously by voice vote.

The Rector asked if any members had questions. Hearing none, Ms. Vogel moved approval of **Resolution 7** as presented to the Board. The motion was seconded by Mr. Bourne and adopted unanimously by voice vote.

Policy on Remote Participation

Ms. Carrie Nee, University Counsel, presented the university's policy on remote participation in Board meetings, noting that the policy is unchanged but requires annual approval by the Board. The Rector asked if any members had questions. Hearing none, Mr. Norment moved approval of the policy. The motion was seconded by Mr. Malveaux and adopted unanimously by voice vote.

Resolution HC1 — Naming of the Watkins Family Boardroom

Mr. Michael Fox, Clerk to the Board, and Dr. Matthew Lambert, Senior Vice President for University Advancement, presented a hand-carry resolution introduced at the request of the President and Rector naming Room 302 of Blow Memorial Hall the Watkins Family Boardroom, recognizing the service of Hays T. Watkins Jr., LL.D. '82, Rector from 1987 to 1993, at whose suggestion and with whose support the Board's use of the room began; of his son, H. Thomas Watkins '74, Vice Rector from 2015 to 2018; and of the family's continuing engagement across three generations.

Mr. Estes moved approval of the resolution. The motion was seconded by Mr. Brownlee and adopted unanimously by voice vote.

Closed Session

The Rector called on Secretary DeSalva to read the closed session motion:

Ms. DeSalva moved that the Board of Visitors convene in closed session pursuant to:

- Va. Code §2.2-3711.A.1 for consideration of the terms of appointment and the performance of the President, the Internal Auditor and the promotion of certain faculty;
- Va. Code §2.2-3711.A.7 for consultation with legal counsel regarding probable litigation;
- Va. Code §2.2-3711.A.8 for consultation with legal counsel regarding legal and compliance risks and federal regulatory compliance

Mr. Poston seconded the motion. A roll call vote of the Board was conducted by Mr. Michael J. Fox, Clerk to the Board, and the motion was approved 17-0. Everyone except voting members of the

Board, the President, and University Counsel was excused, and the Board went into closed session at 10:54 a.m.

Open Session

The Board returned to open session at 11:50 a.m.

Ms. DeSalva moved that members of the Board confirm 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 a closed session were discussed.

Mr. Rathbone seconded the motion, and it was approved by a roll call vote of 16-0 conducted by the Clerk.

Mr. Rathbone moved on behalf of the Subcommittee on Compensation that effective July 1, 2026, President Rowe's base salary be increased commensurate with the salary increase provided to non-classified university employees and that she be awarded a one-time incentive compensation payment as provided in the terms of her contract.

The motion was seconded by Mr. Brownlee and approved by voice vote.

The Rector closed the meeting with announcements regarding Homecoming in October and the November meeting of the Board of Visitors.

VIII. Adjournment

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