



**DRAFT  
MEETING MINUTES  
UNIVERSITY OF MARY WASHINGTON  
BOARD OF VISITORS ELECTRONIC MEETING  
PRESIDENTIAL ASSESSMENT  
JUNE 10, 2020**

Due to the state of emergency declared by the Governor of Virginia, including a cap on gatherings and the fact that the nature of COVID-19 makes it impracticable and unsafe to assemble a quorum in a single location, an electronic meeting was conducted by the University of Mary Washington Board of Visitors on Wednesday, June 10, 2020.

Members of the Board of Visitors, President's Cabinet, and Legal Counsel participated in the meeting via Zoom. Members of the public were also able to witness a live stream of this meeting by connecting to: <https://youtu.be/79S8SP-lfa4> via PC, Mac, Linux, iOS or Android. This was an open meeting, however, no public comment was taken.

This meeting was recorded: [UMW Board of Visitors Electronic Meeting - June 10, 2020](#)

**1. WEDNESDAY, JUNE 10, 2020**

**2. 9:00 A.M., BOARD OF VISITORS ELECTRONIC MEETING**

**Board Members present:**

Heather M. Crislip '95, Rector  
Devon W. Cushman '93, Vice Rector  
Rhonda S. VanLowe, Secretary  
Martha G. Abbott '72  
Allida M. Black  
Sharon S. Bulova  
Edward (Ted) B. Hontz  
R. Edward (Edd) Houck  
Patricia G. McGinnis '69  
Leopoldo J. Martínez  
Deborah A. Santiago '90  
Deirdre Powell White '91

**Also present:** Troy D. Paino, President; Jeffrey W. McClurken '94, Chief of Staff and Clerk, Board of Visitors; Lisa D. Bowling '89, Vice President for Advancement and University Relations; Kimberley Buster-Williams, Vice President for Enrollment Management; Sabrina Johnson, Vice President for Equity and Access, CDO; Juliette Landphair, Vice President for Student Affairs; Paul C. Messplay, Vice President for Administration and Finance, CFO; Nina Mikhalevsky, Provost; Audrey Burges, Assistant Attorney General Education Section; Davis V. McCrory, Internal Auditor; Mark Simpkins, Assistant Director of Events Audio Visual; Betsy J. Chinn, Deputy Clerk, Board of Visitors; Meredith Temple, Transcriber

**A. Call to Order and Welcome**

Rector Crislip called the June 10, 2020, meeting of the Board of Visitors to order at 9:02 a.m., and welcomed all who were attending.

**B. Rector's Remarks**

Before proceeding with routine announcements, Rector Crislip paused to say that there was one important matter to bring before the Board. She explained that she would like to recognize this national moment of racial reckoning and communicate where the Board of Visitors stands in addition to the eloquent statement that President Paino shared with the University last week.

Board member Rhonda VanLowe was asked to introduce a resolution that she had written for consideration by the Board. Ms. VanLowe stated that she felt the words explain the purpose and are self-explanatory. Expressing her emotion, Ms. VanLowe read aloud the words she had crafted:

**Resolution of the Board of Visitors (as amended)**

**WHEREAS, on May 25, 2020, in Minneapolis, Minnesota, George Perry Floyd, a Black man was murdered by four Minneapolis police officers;**

**WHEREAS, one officer knelt on Mr. Floyd's neck, while the other officers either assisted in restraining Mr. Floyd or stood by failing to intervene; for approximately eight minutes and forty-six seconds the officer knelt on Mr. Floyd's neck, as Mr. Floyd called out for his life saying, "I can't breathe;"**

**WHEREAS, Black Lives Matter and across the United States, including Fredericksburg, Virginia, and around the world people from all nationalities, ethnic and racial backgrounds, and walks of life have assembled to protest, march and rally to mourn Mr. Floyd's death and express their outrage with the social injustice of systemic racism that has led to the deaths of George Perry Floyd, Ahmaud Arbery, Breonna Taylor, Eric Garner, Michael Brown and so many more;**

**RESOLVED, that the Board of Visitors of the University of Mary Washington (the "Board") sends condolences and support to the family of George Perry Floyd and stands with the thousands in our country and around the world, including members of the Mary Washington community, who have engaged in peaceful protests to affirm that Black Lives Matter, and to call for an end to the social injustice and systemic racism that permeates the fabric of our country; and**

**FURTHER RESOLVED, that the Board is dedicated to the principles of our Statement of Values that require our adherence to policies and practices that promote equity, fairness, access and an inclusive environment of mutual respect for all members of the Mary Washington community; and**

**FURTHER RESOLVED, that the Board is committed to rooting out any practice within our community that stems from implicit bias, systemic racism or is contrary to our Statement of Values.**

Following delivery of her written document, Ms. VanLowe made a motion that the Board of Visitors adopt the resolution.

Several Board members relayed their appreciation to Ms. VanLowe for making this statement a Board priority and for beautifully capturing current happenings and linking them to the UMW community.

A few suggested edits to the resolution were discussed and accepted by Ms. VanLowe.

**Action Item:**

On a motion by Ms. VanLowe, seconded by Dr. Black, the Board of Visitors unanimously approved the Resolution on George Floyd and Systemic Racism, as amended.

**Roll Call Vote:**

**Ayes:** Abbott, Black, Bulova, Crislip, Cushman, Hontz, Houck, McGinnis, Martínez, Santiago, VanLowe, Powell White

**Nays:** None

Ms. VanLowe commented that she was able to sit in on the recent virtual town hall meeting that President Paino held with the UMW students. She was moved and inspired by their passion about these current issues. She added that their questions were tough and very pointed. The resolution that she crafted not only came out of the events of the past week, but the need to honor the passion of the UMW students.

Members of the Board further discussed how best to make the resolution public in order for everyone to know that they have taken this stand. University Relations will post notices with the campus community and the media. The resolution will also be posted to a dedicated page on the Board of Visitors website. Rector Crislip encouraged Board members to use the power of their own social media networks to publicize the resolution by providing a link to the Board of Visitors webpage or to the press release.

Moving forward with other business, Rector Crislip congratulated Sharon Bulova and Ted Hontz for their reappointment to serve four additional years on the UMW Board of Visitors. She thanked each of them for their willingness to serve another four year term, and stated that it is wonderful to continue with Members who are experienced and hold institutional memory.

Rector Crislip also thanked Deirdre Powell White for her four years of service to the Board. Ms. Powell White recently moved out-of-state and will not be returning to the Board for another term. The Rector wished Ms. Powell White well in her new endeavors and commended her for her years of dedicated service to the University and perspective that she brought to the Board.

Mr. Charles S. Reed, Jr. '11 was recently appointed by the Governor to join the UMW Board of Visitors beginning July 1, 2020. Rector Crislip commented that she met Mr. Reed at the UMW 2020 James Farmer Centennial Launch in January and recently had the opportunity to communicate with him to welcome him to the Board. She stated that she is excited to have Mr. Reed join the Board of Visitors. He will bring a youthful perspective and has the experience of

being a minority student on our campus in the fairly recent past. In this era, he will be a delightful and much needed addition to this Board.

Following the May Board meeting, Rector Crislip communicated with UMW Foundation Board Chairman Ed Allison about the resolution passed on the reduction of President Paino's salary in light of the need to significantly reduce the University's budget and also have those funds allocated into an emergency fund to reserve for issues faculty, staff, or students may face as a result of budgetary cuts or health emergencies. The Foundation Board is also preparing their budget and anticipate less occupancy in student housing as well. The two entities will continue to have conversations about budgets and other issues that are intertwined.

Vice President Bowling informed the Rector that an additional gift has been received for the Board of Visitors Faculty Award for Leadership. There are still outstanding pledges to that award. The Board is eligible to make an award on July 1, 2021, as generally funds need to sit in an endowment for at least a year before anyone can begin to draw on them. Rector Crislip thanked everyone who supported the effort and especially thanked Mr. Hontz for the initial idea to provide this award. She is grateful that the University will have this fund, particularly in this year where she is certain that there are numerous faculty who have stood up in their leadership and will benefit from having the opportunity to receive this award.

In her closing remarks, Rector Crislip reiterated her gratitude to President Paino and his Cabinet for the trust that he has established that allows the Board to be effective leaders in this unprecedented time.

### **C. President's Report**

President Paino extended his congratulations to Ms. Bulova and Mr. Hontz on their reappointment and continued commitment. He looks forward to working with them for another four years.

President Paino especially wanted to thank Ms. Powell White at this time, knowing that her term is drawing to a close at the end of June. Ms. Powell White has been a great supporter of the University and of him personally during his tenure at Mary Washington. This has meant a great deal. In the Fredericksburg community, Ms. Powell White has great standing, a long history of relationships, and is well respected. Her support of President Paino's leadership has helped him tremendously in the community. He relayed to Ms. Powell White that he will miss her and hopes that she will visit on occasion.

President Paino also commented that if the University has to lose Ms. Powell White, UMW is getting a wonderful addition to the Board in Charles Reed. The president has gotten to know Charles recently through his service on the James Farmer Legacy Council. Charles is currently a manager at KPMG International Federal Advisory and is very accomplished. In 2017, Charles received the UMW College of Business Young Business Alumni Award. He was incredibly involved at Mary Washington during his time as a student. He was president of the Black Student Association, vice president of Brothers of a New Direction and treasurer of the campus finance committee, as well as having a role on UMW's Advisory Council on Diversity and

Community Values. He won the Citizenship Award for Diversity Leadership, the James Harvey Dodd Scholarship in Business Administration and the Emerging Leaders Diversity Scholarship. In 2011, Charles earned the distinct honor to represent the Commonwealth of Virginia in PBS's commemoration of the 1961 Freedom Rides. This was a very competitive process. Charles was selected from a pool of nearly 1,000 applicants. Only 40 college students were selected nationwide to earn a seat on this commemorative bus ride. President Paino remarked that Charles will add a very valuable perspective to the work of the Board of Visitors.

President Paino extended his thanks to Ms. VanLowe for creating the resolution that she presented previously. He added that this resolution was heartfelt and captured, not just our feeling at this moment in time, but also the importance of a call to action. President Paino remarked that he would like to build on the resolution that the Board just passed. He and Mrs. Paino discussed that they would like to seed a gift of \$5,000 to start a George Floyd Memorial Scholarship for black student leadership at UMW. The University will use the \$5,000 as a challenge to try to build a scholarship.

In conversations with Vice President Bowling about this endeavor, the University will probably set up a funding campaign for the James Farmer Multicultural Center. President Paino sees this scholarship as a part of a larger effort that the University has been working on. He added that Ms. VanLowe brought to his attention the challenge that came out of Mr. Floyd's memorial service in Minneapolis from the North Central University president. He would like to take that challenge on by committing the first \$5,000 to that effort to build a scholarship at UMW in George Floyd's honor.

It's been an emotional time in our country and here at the University. A virtual town hall was held with UMW students on June 4. The topic of discussion was centered around the May 31<sup>st</sup> protests held in Fredericksburg, particularly at the city police station on Cowan Boulevard and also downtown where ultimately tear gas was used to disperse protestors. Many of the protestors were UMW students who witnessed UMW police at the scene as part of that occasion. Their hurt, disappointment, and anger that grew from this event was expressed to President Paino and other UMW administrators during the town hall meeting.

In addition, President Paino received a petition signed by more than 1,700 alumni making certain demands and expressing the same hurt, anger, and disappointment to learn that the Mary Washington police were present during the time that tear gas was used during the local protest march.

In a statement to the campus, students, and alumni who signed the petition, President Paino relayed that he is in the process of forming a review board, or commission, that will be comprised of students, alumni, community members, faculty, staff, and possibly a Board of Visitors representative. The president and rector are working to determine the best path to take in terms of Board representation. In addition, President Paino would like to draw a member from the Presidential Advisory Committee on Diversity to work with this group.

President Paino sees the charge of this board/commission as being two-fold:

- 1) To review the events of May 31 for a better understanding of what happened. Before the University makes any changes or decisions, we need to have a good understanding of what happened that evening and why, and what the involvement of our police officers was.
- 2) Most importantly, what did we learn? What do we want policing to look like at Mary Washington going forward? What do we want public safety to look like at Mary Washington?

President Paino compares this to the work that is being done by the Campus Environment Committees, and that is to make sure that we are creating an environment that is welcoming and safe for all students. Knowing that they are students, because of their lived experiences, they may react differently to the presence of police on campus. What lessons are we learning and what reforms need to be made?

The creation of this board/commission is in the early stages of development, although President Paino hopes that the Board will endorse it. He feels that it is critically important for the Board of Visitors to be involved in that process by representation or a leadership role.

The Board of Visitors were given an opportunity to follow up, ask questions, or give guidance to the president in regard to his work to build this commission.

Ms. McGinnis thanked President Paino for his leadership in establishing the new scholarship. She asked if there was a timeframe in mind to build on the scholarship and how much funding would be required to reach the level where the University can give to a student. President Paino explained that a timeline has not been established as there are a lot of details yet to be worked out. The threshold for an endowed scholarship is \$25,000, however, the intent is to make this scholarship a more significant award. There is a sense of urgency to get this project underway. We have this moment to continue to act upon our fight against systemic racism. President Paino is hopeful that since UMW has already begun a campaign to support the James Farmer Multicultural Center, this endeavor adds a sense of purpose and specificity to reach the goal quickly.

Ms. McGinnis agreed with the president on the importance to work quickly to get this project off the ground sooner rather than later. She expressed her appreciation to President and Mrs. Paino for stepping up to create this scholarship and also commended him for setting up a commission where there can be an ongoing and specific discussion about these issues with a sense of getting to a point of action and following through.

Ms. Bulova added that a few years ago, in her role as Chairman of the Fairfax County Board of Supervisors, an ad hoc police practices commission was set up in response to a police-involved shooting and killing. The commission met for approximately 18 months. As a result, some powerful recommendations for changes in their police department were made. It all goes to sanctity of life. Police have to respect that and react to that. Another action taken was to provide transparency and civilian oversight. Ms. Bulova noted that Board member VanLowe is a past chair of the Civilian Review Panel and also an auditor for police-involved incidents. The scale in Fairfax is much different than that at Mary Washington, however, there may be some lessons

learned from not just Fairfax County, but other jurisdictions. Ms. Bulova will share information that she has with the president, clerk, and others involved.

President Paino thanked Ms. Bulova and Ms. VanLowe for their service to Fairfax County. The president firmly believes that UMW's philosophical policy is around the idea of community policing and, in order to fulfill that mission, you have to have community involvement right in what community policing looks like and that involvement has to be ongoing.

Ms. McGinnis followed up to ask if there is academic work or practitioner related work at UMW around policing or community policing. This could be an issue that requires attention. She further inquired, given the passion and quality of the UMW faculty, could there be an academic component along with the commission? Provost Mikhalevsky stated that there has been communication about this topic and there are several people in mind that could handle this issue.

Dr. Black addressed the Board. She stated that she and her spouse will commit to matching President and Mrs. Paino's \$5,000 donation to a scholarship. She suggested that the name of the scholarship be expanded to include all three of the people that lost their lives recently at the hands of the police. Dr. Black also recommended that the UMW police have a seat on the public body in Fredericksburg that works with public safety. The UMW police should be in sync and be a voice for rational behavior with the Fredericksburg Police Department.

President Paino stated that he is proud of the UMW police department. The officers have been committed to community policing for a long while and undergo training on a regular basis to ensure they are achieving the objectives of community policing. There is a lot of interaction between the UMW police and UMW students. University police are open and involved in student activities on campus and he is proud of the work that Chief Hall has done in all of these areas.

President Paino further explained that the controversy around the May 31 incidents was in part due to the work that UMW has done to build a close relationship with the city police and a mutual aid pact that the university entered into. A lot of work went into this collaboration, however, it was enhanced after the 2017 Charlottesville incident.

Since the May 31 incidents in Fredericksburg, President Paino has had conversations with the city manager and a follow-up meeting with the city police chief. The City expressed a desire and willingness to work with UMW on this. Mary Washington could also be a host for public forums in the community in the fall when students return to campus. UMW has a good working relationship with the City of Fredericksburg, and the UMW police also have a good working relationship with the City police department. These relationships offer an opportunity to facilitate this work, not just at the university level, but at the city level as well.

The pandemic has shifted our focus in many respects since early March. It's hard work to adapt to life during a pandemic. Throughout, President Paino has been very proud of the leadership at UMW and the entire campus for their willingness to do the hard work, and to continue the hard work to adapt the university's operations to life during a pandemic.

COVID-19 undermines our business model as a residential liberal arts campus. A liberal arts campus is built on social gathering. There are so many changes that have to be made to welcome our students back to campus in August. The task force is comprised of seven working groups, plus a super group to synthesize all of the work of these various groups into one document. Dr. Jeff McClurken and Dr. Tim O'Donnell have been leading that effort to pull this information together.

The Governor is expected to announce soon his plan to reopen higher education. This announcement has been delayed due to other events, however, we have a pretty good idea that it will be worked around public health directives through the state and CDC about social distancing, testing, and tracing. The onus will be on each individual institution to develop its own plan. Mary Washington has a draft of a plan.

One of the big issues that Mary Washington will need to address is testing. What will it look like and how are we going to fund it? There are other items that are going to cost the university a significant amount of money to adapt the university to this new reality. Rooms will need to be set aside to house students that have tested positive for the virus.

The University has held several town halls and Q&A's over the past weeks, and there is still much work to be done. President Paino will host two town halls this evening for new students and their parents and another for returning students to talk about the fall and what the university's plans are. Other events have occurred since the last Q&A was held, so we expect there will be a lot of questions.

Our planning for the fall semester move-in is to space the move-in over a longer period of time to alleviate crowding in the dorms all at one time. We plan to start classes on August 24 and, if all goes well, we plan to hold classes face-to-face for the fall. As UVA and Virginia Tech have announced, our plan is to hold classes straight through to November 20, eliminating planned days off such as Labor Day and fall break to make up for some lost time. On November 20, students will depart campus for the Thanksgiving holiday, however, they will not return for the remainder of the semester. There will be one week of remote learning and then finals will be conducted online to round out the last two weeks of the first semester.

We're trying to limit student travel by consolidating to keep students on campus until Thanksgiving to eliminate a lot of back-and-forth to various locations across the country. We are also having discussions about spring semester and will relay recommendations coming from the task force to faculty governance about a proposed "J" term, which is a three week condensed period where students will have the opportunity to take a class from a remote location in January and then return to campus around January 25 to start the spring semester. The spring semester will likely continue straight through without a spring break in order to finish on time in May. We would also do away with "dead week" between finals and commencement.

The academic calendar will be discussed with students at the Q&A this evening, then reevaluated after the Governor announces guidelines for reopening.

Dr. Black asked how students will be spaced in the dormitories and how many students will there be per bathroom. President Paino responded that this question is one that he has been wrestling with. He has been meeting two or three times a week with other presidents from Virginia public universities to approach this issue in a similar vein. The more variation in our approach, the more questions we will have to answer.

At this time, if students are pushed out to apartments and houses in the communities, we are not doing the community or campus any favors around public safety because we are pushing them to congregate elsewhere where we can't control the social distancing, hygiene guidelines, and oversight in terms of their behavior, that we would have if they live on campus. There's also an economic element in this, too. If we reduce the occupancy in the residence halls, especially at Mary Washington, that will cut our budget even further.

This has been a difficult issue that the university has grappled with again and again. We have seen the evolution. Once they have lived together, roommates can be treated much like family members. The concentration should be on the common areas. There is real concern with this. Residence halls are at the top of the list in terms of challenges.

Ms. Bulova inquired if the university will have what it needs to test students when they arrive on campus. Mary Washington has been working very closely with institutions that can produce testing, such as UVA, VCU, and Virginia Tech. These are three medical institutions that have committed to work with all state colleges and universities. These institutions have asked the state to provide them with the resources to assist all Virginia schools, public and private. To date, there has not been a response from the state that they will supply these resources.

A lot of this is dependent upon whether or not the state will support these testing institutions. Meanwhile, we are going to work on our own to develop a strategy. President Paino has reached out to Mary Washington Healthcare. They have shown a willingness to help, however, there's a possibility that the university can also issue an RFP to obtain the services of a laboratory that will do the testing as well. Another thought is to ask one of the working groups in the task force to reach out to other institutions that are similar to Mary Washington such as Longwood, Radford, CNU, ones that are not testing institutions, to ask what their plans are, or to engage in a joint setup through procurement. There are dozens of people on campus that are working through the logistics.

President Paino hopes that within the next 2-3 weeks we will have more detailed plans. It will be a combination of testing methods. There is a cost involved. If the state cannot support us, we will have to pay for it from other means.

Ms. McGinnis stated that it will be important to hear what guidelines the Governor will deliver tomorrow. The role of the state will be enormous in taking advantage of practices from certain universities that can be used across the state, making sure that resources are there for the most important items that are needed.

Ms. McGinnis noted that she read in the draft plan that Mary Washington will have a mask for every student, faculty, and staff member. She noted that cloth masks are being used on the most

part, with the exception of the health care providers that use the higher level N95 mask. The cloth masks help to reduce the spread of the virus to others, however, they are inadequate and do not offer as much protection as students, faculty, and staff would need. She asked if the state could commit to provide enough high quality masks so that everyone could feel secure and protected. President Paino indicated that expectations are low about what the state will provide in terms of guidance and commitment of resources. The university is tracking everything spent on COVID-19 related matters in hopes that the state or federal government will compensate for the expense.

Dr. McClurken added that in terms of the mask issue, Mary Washington continues to follow Center for Disease Control (CDC) and Virginia Department of Health (VDH) guidelines. They recommend that N95 masks are for healthcare personnel.

In terms of reopening, the guidelines from the VDH will be focused on minimally what is required. We suspect that our plan will exceed that plan by quite a bit. The focus from the state will be making sure that we are minimally taking care of what is needed to manage the symptoms.

Ms. McGinnis asked if once we have the Governor's plan, would that lead Mary Washington to revise or refine its plan in terms of cost. In response to this question, President Paino stated that Mary Washington will use the Governor's plan to adapt its own plan. It will be an evolutionary process once the students move in and when we're into the semester. The draft plan that was shared with the Board indicates the need for a coordinator and a COVID-19 oversight group that will continue to adapt the plan as situations change over the course of the semester. Until a vaccine is available, this plan will never be complete.

There being no further questions regarding the COVID plan, Rector Crislip thanked President Paino and Chief of Staff McClurken for the detailed information on the technicalities and logistics.

#### **D. Approval of Budget for 2020-20201**

Rector Crislip noted that the Board of Visitors has a duty to adopt a budget before July 1, 2020. President Paino had asked the Board to recognize the budget as a work in progress. The figures provided for review are not firm and may need to be taken up by the Board again in August once the administration knows what the revenue will look like. The floor was turned over to President Paino.

President Paino stated that the world changed quickly in March. Mary Washington was well on its way to putting a budget together following a great legislative session. Since that time, we've had to cut \$10.2 million. Under the circumstances, there are so many unknowns and such a fluid situation. This is a bridge budget at best and very similar to what Governor Northam is doing with the state. The previous year's budget is being rolled over until the University can get a better read on revenues.

Meanwhile, the operating budget for 2020-2021 is extending through the summer. The administration will revisit this in August when they can examine many factors, not the least of which is a reduction in enrollment. The enrollment reduction will be at 10%, and that figure is optimistic. A 10% reduction in residency is also optimistic. This is also based on a 5% (or \$1.5 million) reduction in our state appropriation.

It is unknown if the federal government will pass more relief bills that will help state and local governments, which we would assume would help our state appropriation. We also do not know what state revenues will look like by August. The University has additional costs related to COVID-19. Since this budget was sent to the Board members, a decision was made to amend the fall semester by taking students off campus for two weeks. We feel obligated to now reduce what we're charging students to live in residence halls for both their housing fees and meal plans. That cost is not accounted for in this budget, which is a cost of about \$1.2 million to the university. The budget presented today is a budget in sand and not in cement. We arrived at this \$10.2 million by reducing \$8.6 million from operations generally, and an additional \$1.6 million based on a one-time unpaid leave plan that is embedded in the budget and progressive in nature. That makes the \$10.2 million cut needed for this budget.

The fixed costs discussed at many meetings will continue to be discussed. As we well know, the university does not have a lot of liquidity. That puts us in a vulnerable position to respond to a reduction of this type. We have a lot of fixed costs, the ongoing amount of debt service, the support agreements with the Foundation, as well as the significant amount of deferred maintenance costs in the residence halls that continue to cause a drain on our operations and concern on the economic downturn. The economic downturn is here and we have to deal with the consequences. This budget is moving us toward the ultimate goal of our revenue source which President Paino believes will create a greater budget discipline into the future.

President Paino opened the floor for questions. Vice President Messplay was also in attendance to assist.

Mr. Houck asked for more specificity on the first slide of Table A on the Budget Plan in regard to grants and contracts. He indicated that the only positive number that he sees is for grants and contracts, which are estimated to grow by 5.8%

Vice President Messplay responded that grants and contracts include our federal aid programs. We are seeing growth in PELL grants.

There being no further questions from the Board of Visitors regarding the 2020-2021 Budget, Rector Crislip called for a motion to approve.

**Action Item: 2020-2021 Budget Plan and Tuition and Fees\_BOV June 10, 2020**

On a motion made by Mr. Houck, seconded by Ms. Santiago, the Board of Visitors voted unanimously to approve the 2020-2021 budget, as presented.

**Roll Call Vote:**

**Ayes:** Abbott, Black, Bulova, Crislip, Cushman, Hontz, Houck, McGinnis, Martínez, Santiago, VanLowe, Powell White

**Nays:** None

**3. PRESIDENTIAL ASSESSMENT**

**A. Closed Meeting: Presidential Assessment and President's Contract**

A motion to enter closed meeting pursuant to Code of Virginia Section 2.2-3711.A.1. to discuss personnel matters, namely assessment and evaluation of the President was made by Dr. Black and seconded by Ms. Bulova to discuss personnel matters involving presidential evaluation.

All present agreed that such a session was necessary and entered closed meeting at 10:35 a.m. All Board members present entered in the closed meeting, along with President Paino, Dr. Jeffrey McClurken, Clerk, Board of Visitors, and Ms. Audrey Burges, Assistant Attorney General, Education Section. Dr. McClurken left the closed meeting at 10:45 a.m.

At the conclusion of the discussion, Dr. Black moved to reenter open meeting. The motion was seconded by Ms. Bulova. All members present approved the motion. The Board reentered open meeting at 11:52 a.m.

The following motion to certify the closed meeting was made by Ms. Bulova and seconded by Dr. Black:

**WHEREAS**, the Board of Visitors has convened a closed meeting on this date pursuant to an affirmative recorded vote and in accordance with the provisions of the Virginia Freedom of Information Act; and

**WHEREAS**, Section 2.2-3712.D of the *Code of Virginia* requires a certification by the Board of Visitors that such closed meeting was conducted in conformity with Virginia law;

**NOW THEREFORE BE IT RESOLVED** that the Board of Visitors hereby certifies that, to the best of each member's knowledge, (i) only public business matters lawfully exempted from open meeting requirements by Virginia law were discussed in the closed meeting to which this certification resolution applies, and (ii) only such public business matters as were identified in the motion convening the closed meeting were heard, discussed or considered by the Board of Visitors.

**Roll Call Vote:**

**AYES:** Abbott, Black, Bulova, Crislip, Cushman, Hontz, Houck, Martínez, McGinnis, Santiago, VanLowe, Powell White

**NAYS:** None

**ABSENT DURING VOTE:** None

**ABSENT DURING MEETING:** None

There was no action taken by the Board of Visitors following the Closed Meeting.

Rector Crislip provided public comments regarding the Board of Visitors June 10, 2020, session:

She noted that today the Board of Visitors took up the president's annual evaluation, and the Board is tremendously pleased and has great admiration for the leadership that President Paino has displayed and the direction that he has been taking the University of Mary Washington, especially, his exceptional performance in taking on the university's long-term debt obligations and intertwined financial mechanisms with the University of Mary Washington Foundation, his exceptional performance in managing the Pandemic and for making the best possible decisions with the utmost of integrity in our moments of crisis, and also success in our government relations with the state of Virginia, and his advocacy for the University and the budget processes and other matters.

The Board is very glad to see the progress on the Capital Athletic Conference. The Board knows that President Paino utilized a lot of his great leadership skills and community building skills in implementing a solution to allow the University of Mary Washington athletics to continue. The Board also recognizes the progress we made this year on the Campus Environment Committee report.

She remarked to President Paino that she is tremendously pleased and very grateful for his leadership in that moment and knows that this is felt from every single member of the Board. President Paino secured an unprecedented perfect score in his overall rating for his leadership at the University in this moment. On behalf of the Board, the Rector thanked him and stated that the Board of Visitors are very, very grateful.

Also, because of the financial constraints on the University and the leadership he has displayed in taking these issues on with great personal sacrifice, the Board recognizes that they will not be making an adjustment in President Paino's contractual obligation with the University, nor will they be awarding a bonus in this academic year. That is not because they have any sort of doubts about his leadership or his deserving of greater recognition and greater reward for the actions that he's been able to take, but they do acknowledge the personal sacrifices that he is making in this moment, and also believe that this is a testament to his leadership in this moment. The Board expressed that they wish not to be too prescriptive for the upcoming year, and the goals and objectives that they give to him because they recognize and trust his judgement in leading the University, and they know that he has fully internalized what their values are at this institution.

The Board believes that there will need to be some rethinking of their priorities, but they did give him direction in two specific areas. One is careful stewardship of the University's finances, and that includes careful consideration and as aggressive action as possible on long-term debt obligations and the underlying support agreement with the University of Mary Washington Foundation. Secondly, more swift action and consideration of the recommendations of the Campus Environment Committee report and all of the renaming and other adaptations on the university's physical environmental to make sure that we reflect our community values and who Mary Washington is today. Publicly, the Board wants to acknowledge the direction President Paino received from the Board and that they are open for any comments that he'd like to make.

President Paino thanked the Rector and the Board for their support and also for their passion and commitment. Their dedication to Mary Washington and its students us make us better. He would like to thank them personally but, more importantly, for everything they have meant to this University. He hears the Board in terms of the hard work ahead of them and is remaining adaptable during this time of a pandemic that a lot of the priorities are going to be defined for us as we walk through this. In light of that, he thinks it does highlight the great need to get our financial house in order and to address more aggressively the issues around long-term debt. He also hears very clearly from the Board that it is time to move now on those recommendations from the Campus Environment Committee and that we will be moving to the conversations that they have had.

President Paino looks forward to a conversation this summer to think beyond the pandemic and to think about what we hope that Mary Washington will look like on the other side of this and the opportunities that may be expressed as they present for us. He is grateful to have this opportunity to do something that he is so deeply passionate about and to do it with people like the Board of Visitors that he has such respect for. President Paino gave a heartfelt thank you and stated that he is also incredibly grateful for the leadership team that he gets to work with every day. A lot of the success and accomplishments that he gets credit for is not only because of the hard work and dedication of his leadership team, but also from the faculty and staff at UMW. His cabinet has been working around the clock quite literally twenty-four-hours, seven days a week, many without having taken a day off for the last three months. He sees the strain that has been put on them to help shepherd the University through this challenging time. He couldn't be more grateful for their service.

Rector Crislip thanked President Paino and stated that she has made note that there were also comments about the quality of the people that surround him. The Board's gratitude extends to the whole team in leading this University that we love so much.

Chair of the Nominating and Governance Committee Sharon Bulova was asked to inform the Board members of the upcoming deadlines and processes for the Board officer elections.

Ms. Bulova relayed that the Nominating and Governance Committee will be bringing forward a formal slate at the Board Planning Retreat in July. Meanwhile, anyone that wishes to be reappointed or has interest in being an incumbent to serve on the Executive Committee, or to nominate someone to serve, the deadline for submission of their documents is June 14.

Two members of the Nominating and Governance Committee will join Ms. Bulova on the committee's subcommittee to select a slate of candidates. They are Ms. Santiago and Ms. Powell White. The subcommittee will meet on Friday, June 19 at 1:00 p.m. Dr. McClurken confirmed that the meeting can be held electronically as per the Governor's state of emergency ruling. The meeting will be public, streamed, and recorded.

Ms. Bulova answered logistical questions from the Board members regarding the nomination process. Board members were also encouraged to contact the Rector or Chair Bulova if they have suggestions for discussion topics at the July Planning Retreat.

In closing, Rector Crislip thanked everyone for their participation at the meeting and for their service to the Board. There being no further business to come before the Board of Visitors, Rector Crislip declared the May 10, 2020, meeting of the Board of Visitors adjourned at 12:06 p.m.

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