



**MEETING MINUTES
UNIVERSITY OF MARY WASHINGTON
BOARD OF VISITORS
APRIL 19-20, 2018**

All meetings were held in the Minor Board Room of the Jepson Alumni Executive Center, 1119 Hanover Street, Fredericksburg, Virginia, unless noted otherwise.

1. THURSDAY, APRIL 19, 2018

2. 12:00 P.M., RECTORS' GALLERY, OPTIONAL LUNCH

An optional lunch was held in the Rectors' Gallery at the Jepson Alumni Executive Center for Board members and other guests prior to convening of the April 2018 Board of Visitors meeting. No University business was conducted at this event.

3. 1:00 P.M., BOARD OF VISITORS MEETING

Board Members present: Fred M. Rankin III, Rector; Heather M. Crislip '95, Vice Rector; Devon W. Cushman '93, Holly T. Cuellar '89, Edward (Ted) B. Hontz, R. Edward Houck, Patricia G. McGinnis '69, Davis C. Rennolds '06 (arrived 1:25 p.m.), Rhonda S. VanLowe, Deirdre Powell White '91

Board Member absent: Sharon Bulova

Also present: Troy D. Paino, President; Jeffrey W. McClurken '94, Chief of Staff and Clerk of the Board; 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 and Chief Diversity Officer; Juliette Landphair, Vice President for Student Affairs; Nina Mikhalevsky, Provost; Lynne D. Richardson, Vice President for Administration and Finance, and CFO; Jeffrey W. Rountree '91, Chief Executive Officer, UMW Foundation; Patrick Catullo '95, Interim Director of Athletics; Scott Jones '84, Dahlgren Campus Director; Paul C. Messplay, Executive Director for Budget and Financial Analysis; John Wiltenmuth, Associate Vice President for Facilities Services; Christopher J. Whyte '94, Government Affairs Manager, Vectre Corporation; Angela Mills '01; President, UMW Alumni Board of Directors; Audrey Burges, Assistant Attorney General, Education Section; Betsy J. Chinn, Deputy Clerk, Board of Visitors; Zafeer Mobashar, Audio Visual Technician

Other faculty and staff were also present.

A. Call to Order

Rector Fred Rankin called the meeting to order at 1:05 p.m.

B. Welcome and Introductions

All individuals present introduced themselves.

C. Approval of Minutes

Rector Rankin brought forward draft meeting minutes for approval. The floor was opened for suggested edits or comment in regard to meeting minutes posted for February and March 2018. There being none, Rector Rankin called for a motion to approve the minutes as presented in a block.

Action Item:

On a motion by Mr. Hontz, seconded by Ms. VanLowe, the Board of Visitors approved meeting minutes as presented for the following:

- UMW Board of Visitors Nominating and Governance Committee, February 9, 2018
- UMW Board of Visitors Meeting, February 15-16, 2018
- UMW Board of Visitors Administration, Advancement, Finance and Facilities Committee, March 14, 2018
- UMW Board of Visitors Executive Committee, March 14, 2018

The meeting minutes presented are posted to the BoardDocs agenda: [Approval of Meeting Minutes](#).

D. Rector's Remarks

Rector Rankin highlighted agenda topics and events taking place during the Board of Visitors April 2018 session. Also noted was the Eagle Awards ceremony to be held on campus Thursday evening, April 19. The Eagle Awards are an opportunity for the University community to recognize accomplishments and milestone achievements of students, faculty, and staff. A thank you was extended to Board member Ted Hontz, a former recipient of the Fredericksburg Chamber of Commerce Prince B. Woodard Leadership Award. Mr. Hontz was instrumental in working with former recipients of the Prince B. Woodard Leadership Award to provide UMW with two endowed leadership awards named for former president Prince B. Woodard. This is the third year that the endowed awards are being presented.

As a result of feedback from the February 2018 Board of Visitors meeting, the Rector asked that, going forward, committee chairs summarize only action items during their committee reports to the full Board. If there is anything additional that the committee chair feels that the full Board needs to know, it will be entertained.

On April 4, 2018, Rector Rankin and Vice Rector Crislip participated in a conference call along with other higher education Board officers and members of the Virginia Council of Presidents to hear news from Governor Northam on Virginia's budget status.

The Rector attended the spring meeting of the UMW Foundation Board on April 6-7, 2018. The Board was informed of the untimely death of Mr. Gary Nuckols, legal counsel for the Foundation Board. Mr. Nuckols was an attorney for Hirschler Fleischer and an active community leader in Fredericksburg. Mr. Charles "Charlie" Payne has been appointed as interim general counsel.

In closing, the Rector reported that President Paino gave a concise assessment on the needs of the university to the Foundation Board at its spring meeting, including a call to action for assistance from the Board.

E. President's Report

President's Activity Report

President Paino distributed copies of his activities during the period February 15, 2018- April 18, 2018. The President's Activity Report is attached to the BoardDocs agenda: [Supporting Document 5: President's Activity Report February 15-April 18, 2018](#). Highlights of the report include:

- Regular one-on-one meetings continue with Fredericksburg City Manager, Tim Baroody.
- The president and his cabinet held a retreat with Fredericksburg City administrators on March 19. Dr. Eugene Trani (Retired President, VCU) and Mr. Jack Berry (Former Deputy City Manager, Richmond, VA) served as presenters. The University and City have agreed to forge a collaborative relationship.
- President Paino traveled to Truman State University in Kirksville, Missouri for the unveiling of the Troy D. Paino Presidential Portrait. President Paino stated that this was a very meaningful occasion for him.
- President Paino has been selected as Chair of the Capital Athletics Conference (CAC)

Introduction of Interim Athletics Director

President Paino introduced Patrick Catullo '95 as the Interim Athletics Director. Mr. Catullo has served fourteen years as head tennis coach for UMW and has been awarded Coach of the Year within the Capital Athletic Conference numerous times. President Paino stated that Mr. Catullo has the respect and trust of all in the Athletics Department and is the right person at this time in the future of Athletics.

Mr. Catullo thanked the president for his confidence in allowing him to assume the responsibilities of Athletics Director. He looks forward to the challenge.

General Assembly 2018 Session Update

President Paino introduced Mr. Chris Whyte '94. Mr. Whyte is a representative of the Vectre Corporation and serves as Mary Washington's legislative and government liaison. President Paino commented that it is a pleasure to have Mr. Whyte's assistance, particularly when visiting

with legislators in Richmond. His support on behalf of Mary Washington and reputation with legislators on both sides of the General Assembly are a real asset.

Mr. Whyte provided an update on what has occurred during the 2018 General Assembly session and the status of the state budget. He noted that the 2017 election results brought many first-time members to the House of Delegates. This has provided an opportunity for Mary Washington to engage with new legislative members to talk about UMW. There is a lot of general support for UMW's Career and Professional Development Center. Funding for this endeavor will depend on resources available. As the July 1 deadline looms, there is a great deal of uncertainty on when the budget will be adopted. The General Assembly is in special session at this.

Board members asked questions and discussed issues that included campus housing, student loan debt, public comment, dual enrollment, campus free speech, substance abuse, reforecasting of state revenue, and teacher licensure. Mr. Rennolds commented that it is rare to have an in-house person to advocate for institutions of higher education. Mary Washington is fortunate.

Board members thanked Mr. Whyte for his comprehensive report. Rector Rankin added his appreciation for the incredible work that Mr. Whyte does for the university.

UMW Dahlgren Campus

Mr. Scott Jones '84, UMW's Dahlgren Campus Director, was introduced to the Board members. President Paino noted that Mr. Jones oversees a critically important part of the operations at the Dahlgren Campus.

Mr. Jones began by pointing out that Board of Visitors member Ted Hontz was one of the leading professionals in Dahlgren responsible for the success of bringing the UMW Dahlgren Campus to the county. Board members were extended an invitation to come to the campus for a visit at any time.

A presentation was provided to inform the Board about the mission of the campus, its basic functions and variety of uses. Rental use of the facility in FY17 resulted in a revenue contribution of \$585,000 to UMW's general fund. With planned expansion to the Route 301 Potomac River Bridge, current Dahlgren Base growth, plus a steady county population growth, the Dahlgren Campus will continue to be a vital asset going forward.

Mr. Jones continued by emphasizing that the campus is a valuable resource for the military, government industry, and the surrounding community. It serves as the Northern Neck's anchor for education in the region. There are few UMW classes taught at the facility at this time, however, Ms. Kimberley Young, Executive Director for Continuing and Professional Studies, is working to bring more programs to the campus.

Provost Mikhalevsky remarked that Mr. Jones has done a tremendous job making the Dahlgren Campus a vibrant hub for King George County as well as the Dahlgren Naval Base. Mr. Hontz added that the leadership that Mr. Jones provides is an example of organizational efficiency that is "awesome."

Mr. Jones' presentation is attached to the BoardDocs agenda: [Supporting Document 4: UMW Dahlgren Campus BOV Brief April 2018](#).

Capital Projects

Mr. John Wiltenmuth, Associate Vice President for Facilities Services, gave an update on five capital projects that are currently in various stages of production and answered questions from the Board members:

- Amphitheatre Renovation – Scheduled completion for dedication ceremony is June 2, 2018
- Jepson Science Center Addition – Building progress is good. There are some unforeseen components to the existing building that may necessitate plan revisions.
- Seacobeck Renovation – Construction completion is targeted for Summer 2020.
- Willard Hall Renovation – Renovation portion will begin early fall 2018. Occupancy planned for August 2019.
- Repair of Underground Utilities – Selection of Dewberry Architectural Firm. Received only planning funds to date. Expected completion date August 2020.

Mr. Wiltenmuth's full written report is attached to the BoardDocs agenda: [Supporting Document 1: Capital Projects Update Board of Visitors April 2018](#).

Strategic Vision and Priorities Tracking

President Paino asked Board members to review the Strategic Vision and Priorities Tracking Report posted to BoardDocs: [Supporting Document 3: Strategic Vision and Priorities Tracking for April 2018 BOV](#). If agreeable with the Board, the president will continue to post the narrative to BoardDocs for reference at each meeting in order to provide progress on the goals.

Institutional Effectiveness

Dr. Debra Schlee, Associate Provost for Institutional Effectiveness and Analysis, brought the latest version of the dashboard indicator report. The next update will be posted in November 2018 once the fall enrollment numbers are available.

Dr. Schlee's report is attached to the BoardDocs agenda: [Supporting Document 2: Institutional Effectiveness Dashboard Data BOV April 2018](#).

Master Plan

The next priority is the Master Plan. A polished Plan is anticipated to be finalized at the Board of Visitors August Planning Retreat. There are questions as to whether to demolish, rebuild, or renovate certain residence halls and academic buildings. Administration has put together its own assessment of where we are with our facilities.

Two supporting documents are attached to the BoardDocs agenda: [Supporting Document 6: Facility Condition Map and Supporting Document 7: Facility Condition Index](#).

Mr. Wiltenmuth led a discussion about building conditions on the Fredericksburg campus and the challenges being faced to determine maintenance needs for them. President Paino added that he is optimistic that progress will be made on these challenges; however, it is unlikely that the

State will solve this problem for the university. We will need to address it ourselves, by focusing on what is critically important, by strengthening our position in the marketplace, and making strategic choices.

The Rector called for a recess at 3:05 p.m.

F. Presentation of Tuition and Fees

Mr. Houck, Chair of the Administration, Advancement, Finance and Facilities Committee (AAFF), called the Committee to order at 3:22 p.m. to discuss a proposal for tuition and fees for the 2018-2019 academic year.

Committee Members present:

R. Edward (Edd) Houck, Chair; Holly T. Cuellar '89, Edward (Ted) B. Hontz, Rhonda S. VanLowe, and Fred M. Rankin III, (ex-officio)

Committee Member absent:

Sharon Bulova

Other Board Members attending:

Heather M. Crislip '95, Devon W. Cushman '93, Patricia G. McGinnis '69, Davis C. Rennolds '06, Deirdre Powell White '91

Also present: Troy D. Paino, President; Jeffrey W. McClurken '94, Chief of Staff and Clerk of the 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 and Chief Diversity Officer; Juliette Landphair, Vice President for Student Affairs; Nina Mikhalevsky, Provost; Lynne D. Richardson, Vice President for Administration and Finance, and CFO; Jeffrey W. Rountree '91, Chief Executive Officer, UMW Foundation; Paul C. Messplay, Executive Director for Budget and Financial Analysis; Angela Mills '01, President, UMW Alumni Board of Directors; Betsy J. Chinn, Deputy Clerk, Board of Visitors; Zafeer Mobashar, Audio Visual Technician

President Paino explained the background for the presentation of the tuition and fees proposal. The AAFF Committee met with administration on March 14, 2018 for a very informative question and answer session regarding tuition, E&G and Auxiliary comp fees.

Recommended increases in each of these areas are:

- Tuition: 3%
- E&G Comp Fee: 3%
- Auxiliary Comp Fee: 4%

It was noted that the 4% increase in the Auxiliary Comp Fee is due to University Center project debt and increasing needs in renovation of residence halls.

The full tuition and fees proposal brought to the Board is attached to the BoardDocs agenda: [Proposed Tuition and Fees 2018-19 BOV April 2018 \(v2\)](#).

Mr. Messplay summarized uses for the increased revenue:

1. State Mandates: 6.1% increase in the employers cost for health insurance premiums.
2. Cost Increases and Prior Commitments: Currently, the university must identify funding to support a number of general operating cost increases and prior commitments. The university's goal is to eliminate or reduce an existing restriction on use of turnover and vacancy funds (so-called "churn") that has a negative impact on the university's financial flexibility to address unexpected funding needs during the year, forcing a great reliance on the use of reserves.
3. Support for a limited number of strategic priorities such as, salary adjustments for faculty and staff, accessibility-assistive technology and staffing, Career and Professional Development Center, web and mobile services, and continued technology enhancements. The budget is based on the university not receiving any state funding support for these initiatives.

For perspective in where the proposed UMW rate increases fit in comparison to other state institutions, those rates range from 2.5% to 8.1%.

The committee engaged in discussion regarding "churn" and use of a savings requirement that has a negative impact on the university's financial flexibility to address unexpected funding needs during the year.

President Paino explained that UMW is flat in net revenue. Students are paying roughly the same as past years. Much of the increased fees is going right back to institutional aid. He suggested that another approach is to go higher in tuition and fees, paired with higher levels of aid for students. Ms. McGinnis commented that this may be the best possible approach in that it can attract more students and help to market the university.

Ms. Cuellar asked that the committee consider the concept of going beyond what is being proposed.

Chair Houck suggested that the committee put this in the form of a motion to address the topic to extend the tuition and fees rate.

Mr. Hontz moved to raise the tuition rate to 3.5%. He then amended the motion to raise tuition and E&G Comp Fee rates to 3.5%. The motion was then withdrawn.

Further comments and questions were conveyed:

Ms. White indicated her favor to increase tuition and fees to 4.5%. This will improve the ability to support funding for diverse and underrepresented students.

Mr. Rankin and Ms. VanLowe agreed that removal of the "churn" restriction should be a priority so that the president and management could build the budget with more flexibility.

Ms. Cushman indicated that she is agreeable to the extent of where the president is comfortable and not putting the institution at risk.

Mr. Messplay stated that if the university were to raise the tuition rates to 4.5%, this will eliminate need for a restriction on “churn” funds.

Action Item:

Chair Houck called for a motion from the committee. On a motion made by Ms. Cuellar, seconded by Ms. VanLowe, that the Administration, Advancement, Finance, and Facilities Committee recommend to the Board of Visitors an increase of 4.5% in tuition and E&G fees for the 2018-2019 academic year as presented and discussed. All committee members present approved the motion.

Chair Houck reiterated that the recommendation is to increase the fees accordingly. He thanked the committee members for their input. The meeting of the Administration, Advancement, Finance and Facilities Committee adjourned at 4:26 p.m.

Rector Rankin brought the Board of Visitors meeting back to order as a committee of the whole at 4:26 p.m.

Ms. McGinnis commented that next year, the Board needs to discuss strategically where they want to go to have a higher revenue stream to attract students. The focus should be on financial aid and how to increase it.

Chair Houck asked to address the Board. He remarked that he often made dissenting comments about increasing the cost of a college education to protect families that cannot afford to pay the increases. He shared a personal story that fifty years ago, his father had to bring home news that his son would not be able to go to college due to the cost. This was one of the most difficult discussions that he ever had with his father.

Mr. Houck applauded President Paino for speaking to students at a public forum held to discuss the proposed tuition and fees increase. The president presented to students factually and asked for their comments. It made him proud to be a part of this endeavor. Mr. Houck further emphasized that President Paino is taking the right direction and has the ability to lead and to do things that need to be done.

Action Item:

On behalf of the Administration, Advancement, Finance and Facilities Committee, Chair Houck made a motion to the Board of Visitors to approve the recommendation made by the Committee to increase the 2018-2019 tuition and fees by 4.5% as outlined by the administration.

The motion was passed by unanimous approval of the Board of Visitors. [Approved 2018-19 Tuition and Fee Schedule as Amended April 19, 2018](#)

G. Report from Legal Counsel

The Rector requested that the Board of Visitors enter a closed meeting for discussion with legal counsel.

A motion to go into closed session pursuant to Virginia Code §2.2-3711.A(7) for consultation with legal counsel requiring the provision of legal advice pertaining to personnel and briefings about actual litigation brought by the Feminist Majority Foundation, and pursuant to §2.2-3704.A(1) to discuss non-renewal of Administrative Professional Faculty members was made by Mr. Houck and seconded by Mr. Rennolds.

All present agreed that such a session was necessary and entered closed meeting at 4:42 p.m. All Board members present remained in the closed meeting, along with President Paino, Dr. Jeffrey McClurken, Chief of Staff and Clerk of the Board of Visitors, and Ms. Audrey Burges from the Office of the Attorney General.

At the conclusion of the discussion, Mr. Rennolds moved to reenter open meeting. The motion was seconded by Ms. VanLowe. All members present approved the motion. The Board re-entered open meeting at 5:33 p.m.

The following motion to certify the closed meeting was made by Ms. Crislip and seconded by Ms. Cushman:

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: Ms. Crislip, Ms. Cuellar, Ms. Cushman, Mr. Hontz, Mr. Houck, Ms. McGinnis, Mr. Rankin, Mr. Rennolds, Ms. VanLowe, Ms. White

NAYS: None

ABSENT DURING VOTE: None

ABSENT DURING MEETING: Ms. Bulova

There was no action taken by the Board of Visitors following the closed meeting.

H. Written Informational Reports

Informational reports prepared by members of the President's Cabinet and Staff Advisory Council are attached to the BoardDocs agenda: [Written Informational Reports_BOV April 2018](#)

Rector Rankin declared the Board of Visitors meeting in recess at 5:35 p.m.

4. 5:45 P.M., KALNEN INN, DINNER WITH THE PRESIDENT

Board Members present: Fred M. Rankin III, Rector; Heather M. Crislip '95, Vice Rector; Rhonda S. VanLowe, Secretary; Holly T. Cuellar '89, Devon W. Cushman '93, 'Edward (Ted) B. Hontz, R. Edward Houck, Patricia G. McGinnis '69, Davis C. Rennolds '06, Deirdre Powell White '91

Board Member absent: Sharon Bulova

Also present: Troy D. Paino, President; and Audrey Burges, Assistant Attorney General, Education Section

Members of the Board of Visitors met with President Paino for dinner in the Kalnen Inn at the Jepson Alumni Executive Center beginning at 5:45 p.m. Board members and the President engaged in informal discussion of various University matters; however, no formal University business was conducted. The dinner meeting recessed at 7:48 p.m.

5. FRIDAY, APRIL 20, 2018

6. 8:00 A.M., RECTORS' GALLERY, BREAKFAST

Members of the Board of Visitors, President's Cabinet and invited guests gathered for breakfast prior to convening Board committee meetings. No University business was conducted at this event.

7. BOARD COMMITTEE MEETINGS COMMENCE

8. ACADEMIC AND STUDENT AFFAIRS COMMITTEE

Committee Members present: Heather M. Crislip '95, Chair; Devon W. Cushman '93, Patricia G. McGinnis '69, Davis C. Rennolds '06, and Fred M. Rankin III, ex-officio

Committee Members absent: Deirdre Powell White '91

Also present: Troy D. Paino, President; Juliette Landphair, Vice President for Student Affairs; Nina Mikhalevsky, Provost; Sabrina C. Johnson, Vice President for Equity and Access and Chief Diversity Officer; Kimberley Buster-Williams, Vice President for Enrollment Management; Scott Harris '83, Executive Director, University Museums; Jarod Kearney, Assistant Director and Curator, James Monroe Museum; Melissa Yakabouski '94, Director of Undergraduate Admissions; Christy Pack, Director of Graduate Admissions; John Morello, Associate Provost for Academic Affairs; Zafeer Mobashar, Audio Visual Technician; Betsy J. Chinn, Deputy Clerk

Chair Crislip called the committee meeting to order at 9:06 a.m., in the Minor Board Room. All present were asked to introduce themselves.

A. Historic Properties

Mr. Scott Harris, Executive Director of University Museums, and Mr. Jarod Kearney, Assistant Director and Curator of the James Monroe Museum, were welcomed. Two items were brought before the Committee for approval: [1\) Acceptance of Donation of James Monroe Portrait by William Dunfey](#), and [2\) Extension of Loan of James Monroe Artworks to City of Fredericksburg BOV April 2018](#)

- 1) Authorization to accept a donation by William Dunfey of an 1886 portrait of James Monroe by Edgar Parker (after Gilbert Stuart).

Mr. Harris brought the original 1886 portrait of James Monroe to the meeting for committee members to view. He provided a brief background about the artist and answered questions from the committee regarding the acquisition of the portrait and its market value. The Museum requests authorization from the Board of Visitors to accept the donation of the portrait.

Action Item:

On a motion by Ms. Cushman, seconded by Ms. McGinnis, that the Academic and Student Affairs Committee recommend to the Board of Visitors approval of the acquisition of an 1886 portrait of James Monroe by Edgar Parker (after Gilbert Stuart) as presented. All committee members present approved the motion.

- 2) Authorization to extend the loan of two James Monroe Museum artworks, specifically, a Keith Pitzer Portrait of James Monroe and an 1856 Lithograph of Fredericksburg, to the City of Fredericksburg for the period May 1, 2018 to April 30, 2019, with optional yearly renewal.

Mr. Harris explained to the committee that the artworks listed above were previously loaned to the City of Fredericksburg for a period of one year, ending in February 2018. At the request of the City Manager, the Museum proposes an extension of an additional one-year loan to the City for display in the City Council Chamber.

Action Item:

A motion was made by Ms. Cushman, seconded by Mr. Rennolds that the Academic and Student Affairs Committee recommend to the Board of Visitors approval of the extension of the loan of a Keith Pitzer Portrait of James Monroe and an 1856 Lithograph of Fredericksburg to the City of Fredericksburg as presented. All committee members present approved the motion.

B. Student Enrollment Report

Ms. Kimberley Buster-Williams, Vice President for Enrollment Management, shared a handout of preliminary student profile information that provides a snapshot of the types of students that are included in the 2018-2019 applicant pool. She indicated that applications will continue to be received and reviewed by the Admissions Office through the spring and summer months. The preliminary student profile information is attached to the BoardDocs agenda: [2018-19 Incoming First-Year Class \(Preliminary Profile\) BOV April 2018](#)

Fairfax County remains the top applicant producer. Other top market applicants reside in the Richmond and Tidewater areas. There are fifteen counselor advisory boards that participate at fairs around the feeder markets. It's a nice advantage to have their direct input.

Mr. Rankin inquired about the out-of-state applicant pool. The state of Maryland is the top market for out-of-state students. We hope to see good results with a Mary Washington counselor actually residing in that area.

Texas, Colorado, and California have the highest rate of high school graduates. Limited funds prevent recruitment travel to these areas. Admissions has re-adjusted their travel to include more of the New England states. There is a lot of interest in preservation from the out-of-state applicants; however, there is a cost challenge for them. Mary Washington is working with financial aid on this issue.

Ms. McGinnis inquired whether the overall student profile is better and what strategy is being used to assess and market new students. Ms. Buster-Williams indicated that the admitted student profile looks similar to last year. GPA is holding strong, particularly for the Honors students. An admitted student questionnaire is administered to students that do not matriculate. This is an on-going process and the office would like to do this on a broader scale going forward.

Dr. Paino added that he asks current students that attend Student Lottery Dinners at his home during the academic year what drew them to Mary Washington. The top three answers are size, location, and positive feeling of the campus when they visited. Other students are attracted to specific programs or they have a family member that has attended.

The committee also discussed various social media communications and other recruiting tactics that are used to target new prospects. UMW athletics and debate coaches often assist with recruiting efforts. The Alumni Ambassador programs have also been useful. Admissions hopes to expand the Ambassador program outreach to out-of-state prospects.

C. Strategic Enrollment Plan

At the February 2018 Academic and Student Affairs Committee meeting, Vice President Buster-Williams was asked to return in April with an update for the committee on revisions made to the 2016 Strategic Enrollment Plan goals/targets. Vice President Buster-Williams' presentation is attached to the BoardDocs agenda: [Strategic Enrollment Plan Presentation BOV April 2018](#).

The presentation provides comparisons for targets cited in the original 2016 version of the Strategic Enrollment Plan and the revised 2018 targets so that committee members can better understand the changes that have occurred. Rector Rankin asked that, from this point forward, there be periodic discussion to cite changes made in the Strategic Enrollment Plan.

President Paino added that the Board of Visitors only endorses the Strategic Enrollment Plan, they are not required to approve it.

Enrollment targets were discussed. First-Time In-College (FTIC) class size cannot be predicted at this time. Community college enrollment is dropping. This can affect transfer retention. There are a number of 4-year transfers, however, you can't recruit them as you can the community college students. Growth is actually slated for non-traditional degree completion for those working for employers. The Bachelor of Science in Nursing enrollment jumped considerably since last year. Completion programs are the largest unmet need.

Christy Pack, Director of Graduate Programs, reviewed statistics for the graduate programs. The graduate program has grown from year-to-year. The College of Education and other schools are also adding on-line programs. Mary Washington is looking closely at cohorts and their pricing to ensure that we can be competitive.

D. Discontinue the Masters of Science in Management Information Systems Degree

Dr. Morello, Associate Provost for Academic Affairs, addressed the committee about discontinuance of the Masters of Science in Management Information Systems degree. Over the years, enrollment has declined in this program. The University of Virginia is the only institution in the state of Virginia to have this program. There have been no students admitted to this degree program at UMW since 2014; therefore, the school has determined that there is no way to invigorate the program. The one remaining student in the program is set to graduate in May 2018. All other students have cycled through and faculty that taught in this program now teach in other programs, thus leaving no negative impact. Although the degree program is dissolving, a number of the courses persist in the MBA.

Supporting Documents for the recommendation being made to the Board of Visitors is attached to the BoardDocs agenda: [Supporting Document 1: Discontinue MSMIS Report and Document 2: Resolution to Discontinue MSMIS Degree_BOV April 2018](#)

Action Item:

A motion was made by Ms. McGinnis, seconded by Ms. Cushman, that the Academic and Student Affairs Committee recommend to the Board of Visitors to discontinue the Masters of Science in Management Information Systems degree as presented. All committee members present approved the motion.

E. Tenure and Promotion Process

Provost Mikhalevsky addressed the committee. She provided a brief history on the emergence of tenure in the 1930's in the USA.

The purpose of tenure is to protect academic freedom. Students and faculty have the right to access the truth through academic freedom. In order to sustain academic freedom there must be a mutual option for the protection of the rights of the teacher in teaching and of the student to freedom in learning.

Tenure creates a mutual obligation between the university and the faculty member. According to the *UMW Faculty Handbook*, as long as a tenured faculty member continues to do well in a position, they have job security, unless the faculty member resigns, retires, or is dismissed for cause. However, a faculty member's position can be deemed unnecessary by discontinuing or restructuring an academic program or department. Only the Rector and Visitors of the University have the ultimate authority to approve or disapprove tenure.

The promotion and tenure process starts with recruitment. Faculty are mentored consistently. All full-time, tenure-track faculty are evaluated annually by their department chair or dean.

The annual performance reviews shall include:

- Teaching
- Scholarship and Professional Activity
- Service on all university-wide committees, group, activities, etc., participated in

Two years prior to applying for tenure, faculty members are submit as part of their "Third Year Review." This review is more comprehensive than the annual reviews and should provide guidance to the faculty member about progress made toward their tenure and promotion. Each college has specific requirements.

At the end of the faculty member's fifth year, they submit a letter to request consideration for tenure and promotion. A tenure and promotion file is prepared by the candidate and the final stages of the tenure process are set in place. Should all recommendations be denied and all appeals exhausted, the President and Board of Visitors will have the final decision.

In closing, Rector Rankin expressed concern that the Board of Visitors may not have the expertise to make the final decision and wished to recommend consideration of a change to the process.

Provost Mikhalevsky's presentation is attached to the BoardDocs agenda: [Tenure and Promotion BOV April 2018](#).

F. Approval of Faculty Handbook Changes

Requested changes to the *University Faculty Handbook* effective August 2018 are attached to the BoardDocs agenda: [University Faculty Handbook Changes BOV April 2018.](#)

Associate Provost for Academic Affairs, John Morello, brought before the committee a request for approval of changes to the *University Faculty Handbook*. He stated that these changes are routine in nature and explained their purpose.

Rector Rankin inquired whether the *Handbook* is viewed as a contract. Dr. Morello remarked that the document is not a contract as it provides regulations and establishes policies for conditions of employment.

Action Item:

A motion was made by Ms. McGinnis, seconded by Ms. Cushman, that the Academic and Student Affairs Committee recommend to the Board of Visitors approval of the *University Faculty Handbook* as presented. All committee members present approved the motion.

G. Personnel Docket

The Personnel Docket for Teaching and Instructional Faculty was brought before the committee for comment. Rector Rankin requested clarification regarding the tenure process. Provost Mikhalevsky confirmed that each stage of the process was positive. There were no cases overturned.

Action Item:

A motion was made by Mr. Rennolds, seconded by Ms. Cushman, that the Academic and Student Affairs Committee recommend to the Board of Visitors approval of the Personnel Docket, as presented. All committee members present approved the motion.

There being no further business to come before the committee, Chair Crislip adjourned the Academic and Student Affairs Committee meeting at 11:00 a.m.

**9. 9:00 A.M., RAPPAHANNOCK BALLROOM,
ADMINISTRATION, ADVANCEMENT, FINANCE AND FACILITIES COMMITTEE**

Committee Members present: Edward R. (Edd) Houck, Chair; Holly T. Cuellar '89, Edward (Ted) B. Hontz, Rhonda S. VanLowe; Lisa Bowling '89, Vice President of Advancement and University Relations; Lynne Richardson, Vice President for Administration and Finance & CFO

Committee Member absent: Sharon Bulova

Also present: Jeffrey McClurken '94, Chief of Staff and Clerk of the Board; Jeff Rountree, CEO of UMW Foundation '91; Anna Billingsley, Associate Vice President University Relations; Audrey Burges, Assistant Attorney General; Caitlin Finlayson, Assistant Professor of Geography; Steve Greenlaw, Professor of Economics; Zachary Hatcher, Senior Director of Corporate, Foundation, and Individual Giving; Beth Hunsinger, Director of Annual Giving; Tera

Kovanes, Director of Internal Audit; Paul Messplay, Executive Director for Budget and Financial Analysis; Angela Mills '01, President Alumni Association; Kathy Sandor, Director of Business Services; Catherine Sellers, Assistant Vice President of Advancement Relations & Operations; Mark Simpson, Assistant Director of Events & AV; Ken Steen, Associate Vice President University Advancement for Alumni Relations; Jeremy Vaughn, Associate Director Alumni Programs/Director of Arts Advancement; John Wiltenmuth, Associate Vice President for Facilities Services; Erin Wysong, References and Sciences Librarian; Paula Zero, Executive Office Manager, Office of the President

Chair Houck called the meeting to order at 9:02 a.m. in the Rappahannock Ballroom at the Jepson Alumni Executive Center.

Chair Houck confirmed that the committee had a quorum to hold the meeting. He asked all those in attendance to introduce themselves. Chair Houck requested a moment of silent reflection to remember those who lost their lives in the Columbine High School tragedy that occurred on April 20, 1999, as well as former First Lady Barbara Bush who passed away on April 17, 2018.

Chair Houck stated that the agenda items would be reorganized, including discussing agenda item "C," Resolutions for Donor Terms of Agreement, prior to agenda item "B," Advancement Report.

A. Discussion of Open Educational Resources

Chair Houck welcomed the three guest presenters, Dr. Finlayson, Dr. Greenlaw, and Ms. Wysong.

Ms. Wysong stated that Open Educational Resources (OER) are free and openly licensed materials available for teaching and learning that can be shared and adapted. They offer affordability and accessibility especially during a time of significant increases in college tuition and textbook costs.

Dr. Finlayson reported that she has written a book entitled, *World Regional Geography*, which has been downloaded approximately 4,000 times in nearly 40 countries. Open access to this resource supports diversity and inclusion efforts and student survey results indicate better learning outcomes in her class using this resource.

Dr. Greenlaw stated that, over the past six years, he has written several Economics books with different digital companies that have been adopted by more than 150 schools and thousands of students across the country. He also serves as a subject matter expert for adaptive learning platforms for Lumen Learning Waymaker. OER have embedded quizzes that must be passed before progressing, ensuring students master content appropriately. Students have an option to purchase the OER with a quiz for \$25 or with no quiz for free. Quiz data also identify weak content areas that must be improved for enhanced learning outcomes. Based on statistical analysis samples in his own classes, Dr. Greenlaw has found that students using Waymaker do as well as those who do not and, the weaker the student, the greater the impact of the digital resource.

Dr. Greenlaw stated that Virginia House Bill 454 was passed by Virginia legislators. It states that “The governing board of each public institution of higher education shall implement policies, procedures, and guidelines that encourage the adoption and use of low-cost and no-cost open educational resources in courses offered at such institution. Such guidelines may include provisions for low-cost commercially published materials.” Dr. Greenlaw reported that the UMW University Faculty Council has charged the University Academic Affairs Committee with responding to the bill. They will present their proposal to the UFC at the end of the Fall 2018 semester.

Ms. VanLowe thanked the presenters for their initiative in pushing this tremendously important option forward for students and families.

Ms. Cuellar asked what challenges some academic disciplines may face using OER.

Dr. Greenlaw stated that it is a misnomer that OER are low quality materials only appropriate for a select few disciplines. Accounting, for example, is an excellent example in which OER can make a significant impact in learning outcomes. The largest hurdle is making faculty aware of and familiar with OER.

Mr. Hontz stated that he requested via Chair Houck that this topic be brought before the committee. He asked about the magnitude of the effort amongst faculty at UMW to this point. He suggested that it may be necessary to create a sub-committee to work with UMW faculty and staff to pursue this charge.

Dr. Finlayson commented that approximately ten UMW professors are using OER at this time.

Chair Houck stated that it was important to initially assess the status of the current use of OER to date. He requested that Dr. McClurken work with the Rector to establish an ad hoc committee comprised of representatives from the Administration, Advancement, Finance, and Facilities Committee and the Academic Affairs Committee. Recommendations of the sub-committee should be brought before the full Board.

Chair Houck complimented the presenters for their proactive efforts which may lead the way in significantly impacting students and families.

The report is included in the BoardDocs agenda. [Discussion of Open Educational Resources_BOV April 2018](#)

C. Resolutions for Donor Terms of Agreement

Lisa Bowling presented seven (7) resolutions for approval. Each resolution was funded by an initial gift of \$25,000 or more and will be permanently endowed in the UMW Foundation. The criteria for each endowment is specified in individual “terms of agreement.” The resolutions include the Susan and George Colby Philharmonic Scholarship; the Karrie Nelson Ferguson '83 Scholarship; the Susan J. Horan '59 Scholarship; the John J. Iacunato and Susan B. Worrell

Endowment for Community Outreach and Resources; A. Haskin Jackson and Edith Nunnally Jackson Scholarship; the Patricia Boise Kemp '69 Scholarship; and the Louis A. '94 and Jill Marmo Scholarship.

Action Item:

On a motion made by Ted Hontz, seconded by Ms. VanLowe, that the Administration, Advancement, Finance and Facilities Committee recommend to the Board of Visitors approval of the seven resolutions for donor terms of agreement, as presented. All committee members present approved the motion.

The report is included in the BoardDocs agenda. [Resolutions for Donor Terms of Agreement BOV April 2018](#)

B. Advancement Report

Ms. Bowling reported that the three core overlapping areas within Advancement include University Relations, Alumni Relations, and Advancement.

Ms. Bowling stated that one significant change over the past several years is the expected immediate response time within the area of media relations. A Crisis Communications Committee has been formed to handle appropriate, timely responses to situations, as well as to proactively develop strategies for handling probable future situations. In addition, several “Can We Talk” student forums have been held to promote open communication with administration. The forums have been favorably received.

Ms. Bowling reported that UMW has 39,313 alumni globally, living in all 50 states and 23 countries. In fiscal year 2017, 68% of giving dollars was provided by the alumni constituency. A total of 46% of Mary Washington alumni graduated in the year 2000 or after. Ms. Bowling explained that UMW does not have leadership donors pledging \$5 million or more. As a result, their office is working on developing a solid prospect pool. President Paino has also charged Advancement with assessing the capabilities, budget, and purpose of each of the three core areas in order to create a more cohesive and strategic plan for generating revenue.

Ms. Hunsinger reported that the 2018 Mary Wash Giving Day held on March 20, 2018 resulted in a total of 2,987 gifts and gift commitments (145% increase compared to 2017 figures) valued at \$449,631 (107% increase compared to 2017 figures), including \$122,845 in unrestricted dollars (52% increase compared to 2017 figures). Giving by first-time donors increased by 159% followed by young alumni (Classes of 2008-2017) by 157%. The highest percentage of dollars raised by designation included 27% for the Fund for Mary Washington, followed by 23% for Athletics. Sixty matches and challenges inspired new and increased giving from specific constituencies, increasing matches and challenge gifts by 160% compared to 2017. UMW's results compared favorably versus other Virginia public schools.

Ms. Cuellar commended Ms. Hunsinger and the staff for their hard work and great campaign results. She also inquired about the longevity of this specific higher education giving model especially due to possible donor fatigue.

Ms. Hunsinger stated that this model likely has a three- to five-year life span which has not yet been reached.

Ms. VanLowe asked if the cost for the giving day event was tracked.

Ms. Hunsinger reported that the cost for a Giving Day donor was 9 cents per \$1 raised.

Ms. VanLowe asked what the future plans are for fundraising based on anticipated decreasing donation levels.

Ms. Bowling stated that more schools are implementing mega campaigns which focus on individual estate planning options. This is different than UMW's approach which focuses on developing personal relationships with individuals. Ms. Bowling stated that UMW is not at a saturation point with the current model, but does need to be mindful of the impact of changing trends.

Chair Houck thanked Ms. Bowling and Ms. Hunsinger for their presentation. He suggested that it may be advantageous for the various areas within the three areas to present in-depth reports to the Board to better understand their roles.

The report is included in the BoardDocs agenda. [Advancement Report BOV April 2018](#)

Chair Houck called for a meeting break at 10:03 a.m. Chair Houck resumed the meeting at 10:08 a.m.

D. UMW Bookstore and Update on RFP

Ms. Sandor stated that the rising cost of textbooks is an ongoing challenge for UMW students and families. The UMW Bookstore offers a variety of options for students to obtain textbooks at lower prices, including renting books, using a comparison shopping tool, participating in a textbook swapping program with fellow UMW students, utilizing the Inclusive Access program, etc.

Ms. Sandor reported that a Request for Proposal (RFP) has been initiated for outsourcing the bookstore and several responses have been received for consideration. She anticipated that an award would be made in July with implementation in March 2019. Ms. Sandor was unable to disclose additional information due to the limitations of the RFP process.

Chair Houck asked for clarification of who makes the final decision in the RFP process. Dr. McClurken stated that the final decision is made following the process employed by UMW Procurement Services.

Dr. Richardson commented that although UMW is not committed to outsourcing, creative options need to be considered for minimizing the steady decrease of bookstore revenue.

Mr. Hontz asked if the option to move the bookstore to a public location, such as Eagle Village, had been considered.

Ms. Sandor stated that this option has been considered. At this point, a central location on campus has been determined to be the best option. Increased public presence has been gained via the bookstore's website; however, licensing and branding limitations have been an obstacle.

Ms. Cuellar asked what students purchase most frequently in the bookstore.

Ms. Sandor reported that apparel is the largest item, followed by electronics and sundries.

Chair Houck indicated he would follow up with Dr. McClurken and Ms. Burges to learn more about the decision process that will be used to select a finalist.

The report is included in the BoardDocs agenda. [Bookstore Revenues and Expenditures BOV April 2018](#)

E. March 31, 2018 Quarterly Budget Performance Report

Mr. Messplay reported that UMW's revenues and expenditures continue to track consistently with budget assumptions as of the end of the third quarter. Mr. Messplay provided the Committee with highlights from the report, including the status of revenue collections by major source - state general funds, tuition and fees, housing, dining, bookstore, and other miscellaneous sources. He also reviewed actual expenditures to the budget as of March 31, 2018 by key expense categories, including salaries, wages, and fringe benefits for faculty, staff, and students; debt service; Board plans; financial aid; utilities; tuition and fee waivers; equipment; leases; and miscellaneous other expenses.

Mr. Hontz expressed concern about prices extended by Sodexo to students at year-end as students spend down balances in their dining program flex accounts.

Chair Houck asked that a more detailed discussion of the Sodexo contract and pricing be included as an agenda item at a future meeting of the Administration, Advancement, Finance, and Facilities Committee.

Ms. VanLowe stated that the committee members take their fiduciary responsibilities very seriously. It is important to maintain total transparency with budget matters so that they can achieve their committee obligations, identify trends and potential problems, develop solid strategies, ask informed questions, etc.

Chair Houck emphasized the Board's need to be knowledgeable about processes without micromanaging.

Mr. Hontz requested that Mr. Messplay consider presenting the revenue and expenses of each business entity, such as housing, dining, etc., separately to more easily assess the bottom line for each. The report is included in the BoardDocs agenda. [March 31, 2018 Quarterly Budget Performance Report BOV April 2018](#)

F. Surplus Property

Mr. Messplay presented the status of a surplus property located at 915 Monroe Street in the City of Fredericksburg, Virginia, referred to as Cornell House, which was conveyed to the Rector and Visitors of the University of Virginia on November 27, 1968, by William and Lillian Biscoe for the sum of \$10.00. The property conveyed to Mary Washington College on July 1, 1972, when it achieved independent status.

The property consists of two lots totaling 0.23 acres and a single-family house. The existing house was constructed in 1959 and totals 1,018 square feet and includes a kitchen, dining area, living room, bedroom and 1.5 baths.

The University has used the property for student housing, as the original home for the Center for Historic Preservation, University meeting space and as temporary housing for visiting faculty, guest artists and speakers, and for newly hired faculty and staff. The house has been used only sporadically in recent years and has been vacant since September 2016 after the house fell into disrepair following a storm.

The University had the house professionally appraised by Rebel A. Powell on November 28, 2017, with an estimated market value of \$230,000.

The Virginia Department of Historic Resources has reviewed the property and, in a letter dated March 12, 2018, noted that the transfer of the property will have no effect on any known architectural resources or archeological sites listed in, or eligible for, the Virginia Landmarks Register or the National Register of Historic Places.

The property will be offered for sale using a licensed broker. The terms of the sale will be brought to the Board for approval prior to closing.

Action Item:

On a motion made by Ms. VanLowe, seconded by Mr. Hontz, that the Administration, Advancement, Finance and Facilities Committee recommended the following resolution: RESOLVED by The Rector and Visitors of the University of Mary Washington that the property located at 915 Monroe Street in the City of Fredericksburg, Virginia is declared surplus property. The Rector and Visitors give the President and his designee authorization to conduct the sale of this property. All committee members present approved the motion.

The report is included in the BoardDocs agenda. [Surplus Property BOV April 2018](#)

Chair Houck thanked Mr. Messplay for his presentation and all the committee members for their participation. He encouraged committee members to share with him ideas for ensuring meetings are conducted in an expeditious manner that allows appropriate deliberations.

Chair Houck adjourned the meeting at 11:02 a.m.

10. 11:00 A.M., MINOR BOARD ROOM, DIVERSITY AD HOC COMMITTEE

Committee Members present: Rhonda S. VanLowe, Chair; Holly T. Cuellar '89, Edward B. (Ted) Hontz, Patricia G. McGinnis '69, Deirdre Powell White '91, and Fred M. Rankin III, ex-officio

Committee Members absent: None

Other Board Members present: Heather M. Crislip '95, Davis C. Rennolds '06

Also present: Troy D. Paino, President; Jeffrey W. McClurken '94, Chief of Staff and Clerk of the Board of Visitors; Lisa D. Bowling '89, Vice President for Advancement and University Relations; Juliette Landphair, Vice President for Student Affairs; Nina Mikhalevsky, Provost; Sabrina C. Johnson, Vice President for Equity and Access and Chief Diversity Officer; Kimberley Buster-Williams, Vice President for Enrollment Management; Debra Schleef, Interim Assistant Provost for Institutional Effectiveness and Analysis; Anand Rao, Professor of Communication and Co-Chair, Committee to Review Community Values, Cedric Rucker, Associate Vice President and Dean of Student Life and Co-Chair, Committee to Review Community Values; Janet Asper, Associate Professor of Chemistry, Committee to Review Community Values; Alda White, PCACD Member, and Committee to Review Community Values; Angela Mills '01, President, UMW Alumni Board of Directors; Audrey Burges, Assistant Attorney General, Education Section; Zafeer Mobashar, Audio Visual Technician; Betsy J. Chinn, Deputy Clerk

Chair VanLowe called the meeting of the Diversity Ad Hoc Committee to order at 11:09 a.m. Attendees were asked to introduce themselves.

A. Statement of Community Values Update

Members of the Committee to Review Community Values are:

- Cedric Rucker (Dean of Student Life), co-chair
- Anand Rao (Professor of Communication), co-chair
- Janet Asper (Associate Professor of Chemistry)
- Bianca Hightower (Staff Advisory Council Representative)
- Ekta Kapoor (student representative)
- Marion Sanford (Director of Multicultural Affairs)
- Holly Schiffrin (Professor of Psychology)
- Alda White (community representative)

Dr. Anand Rao, Co-Chair of the Committee to Review Community Values, presented a PowerPoint that summarized the ambitious timeline that led to the completion of the final drafts of the Statement of Community Values and Statement of Guiding Principles on Diversity and

Inclusion. In formulating the drafts, it was important to have the right constituencies to bring the appropriate voices in and to be in touch with activities on campus.

The process of engagement and feedback involved open forums and outreach. The committee met with constituency groups in November 2017 and February 2018 to get a sense of what they were working on and also to inform the constituency groups about this process. It was important to form conversations across campus both in person and online. Once a sense of what the values should be, the group could plan forward in terms of developing a draft. The campus should ideally have a conversation of what the Statement will do.

As a result of the March Forum, multiple drafts were prepared to spark further discussion. By putting the drafts out there, this allowed individuals to see and to get a sense of what mattered to the community. There was a flood of on-line feedback.

In early April, meetings were held to incorporate the voices that were heard. Three important constituency groups stood out:

1. President's Leadership Committee
2. University Faculty Council
3. Staff Advisory Council

The Stafford and Dahlgren campuses responded via on-line. The College of Business and College of Education were also brought into the process. Three drafts were formulated and publicized widely to ensure everyone had access. Dozens of detailed and meaningful comments were received. This process drove the decision making.

Dr. Rao distributed copies of the proposed Statement of Community Values and Statement of Guiding Principles on Diversity and Inclusion. Also included was an Implementation Plan. The Implementation Plan will show us how to integrate into the life of the institution. The committee wishes to make sure these Statements are not just documents to be hung on a wall, but the touchstone for everything that the University does.

Dr. Rao read the proposed Statements aloud. Ms. VanLowe gave accolades to the Committee and congratulated them on a great job. Ms. McGinnis was impressed with the process and commented that the Statements build ownership. She did, however, wish to suggest a change to the wording. A recommendation was made to change the word "citizens" (stated in both documents) to something else.

Provost Mikhalevsky added that both Statements are consistent with the University's mission as a public university and the strategic vision is already embraced. She further indicated that the Statements expand to drive the community. They bring thinking of community together to be cohesive and will drive ways that we operate. Very authentic. Grew out of what we are.

As a point of clarification, Vice President Johnson stated that "citizens" will be changed to "members" on both documents.

Action Item:

A motion was made by Ms. VanLowe, seconded by Mr. Hontz, to recommend to the Board of Visitors approval of the Statement of Community Values and Statement of Guiding Principles on Diversity and Inclusion, as presented and amended. All committee members present approved the motion.

The Statement of Community Values and Statement of Guiding Principles on Diversity and Inclusion as amended are attached to the BoardDocs agenda: [Statement of Community Values Update BOV April 2018](#).

Dr. Rao shared that the Committee has also reached out to campus entities to discuss ways in which to make the Statements come alive on campus. Suggested opportunities include:

- Using them as a classroom assignment
- Speaker series
- Eagle Gathering
- New employee orientation

B. Bias Incident Reporting

Note: Bias Incident Reporting is included in Agenda Item C.

C. Update on Diversity and Inclusion Recommendations

Vice President Johnson announced that she and Provost Mikhalevsky partnered with the Deans and a few committees to update the Diversity and Inclusion recommendations. There are many completions to share and she will come back to them at another time. The current status report is attached to the BoardDocs agenda: [Diversity and Inclusion Recommendations Status Report BOV April 2018](#)

Provost Mikhalevsky made an announcement regarding faculty recruitment. A comprehensive training session was held on complicit bias with all search committees. There was need to improve the applicant pool for all faculty searches. Provost Mikhalevsky was proud to state that there were eight searches completed this year, six of them full-time positions with a tenure track. Four of the hires were from underrepresented populations. Dean of Arts and Sciences Mellinger was key in this process. The Provost asked that everyone be aware to develop a strategic plan for resources so that it can be done in an ongoing way.

Vice President Johnson said she will work this summer to put together a structure that will move them forward. She extended appreciation for all of the support and inspiration that the Board of Visitors has given her on this endeavor.

In closing, Rector Rankin stated his view that it is time for the Diversity Ad Hoc Committee to declare victory and close. The work of the committee should now be embedded in the day-to-day work of the organization.

Ms. Cuellar applauded Ms. VanLowe for her commitment to the work of the Diversity Ad Hoc Committee. She learned a lot personally and professionally from their work. She added that this committee will be part of Ms. VanLowe's legacy on the Board of Visitors to make us a better university.

There being no further business to come before the Diversity Ad Hoc Committee, Ms. VanLowe adjourned the meeting at 12:03 p.m.

11. 12:00 P.M., RAPPAHANNOCK BALLROOM

A. Student Leadership Luncheon

Elected student leaders of the SGA Executive Cabinet for 2017-18 and 2018-19 were invited to lunch with the Board of Visitors and President's Cabinet. Rector Rankin recognized the outgoing leadership by presenting them with Board resolutions commending each for their valuable service to the University.

The following students were recognized for their individual contributions in 2017-18:

- Sarah A. Karwowski: Student Government Association President
- Theodosius G. Zotos: Student Government Association Vice President and Student Senate President
- Natalie M. LeMay: Honor Council President, Fredericksburg Campus (spring semester)
- Lindsey A. Kowaki: Academic Affairs Chair (fall semester)
- Jordan M. Seurattan: Academic Affairs Chair (spring semester)
- Shannon E. Finney: Class Council President
- Amanda L. Short: Off-Campus Student Association President
- Mariam S. Ansari: Diversity and Unity Coordinating Committee Chair
- Alyssa C. Ruhlen: Finance Committee Chair
- Katherine F. Barry: Inter-Club Association President
- Rachel M. Ayers: Student Conduct Review Board President
- Ekta Kapoor: Legislative Action Committee Chair
- Tekirah I. Britton: Association of Residence Halls President

COMMITTEE MEETINGS RECONVENE

12. AUDIT

Committee Members present: Rhonda S. VanLowe, Chair; Heather M. Crislip '95, Devon W. Cushman '93

Committee Member absent: Sharon Bulova

Also present: 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 and Chief Diversity Officer; Nina Mikhalevsky, Provost; Tera Kovaness, Internal Auditor, Allyson Moerman, Associate Vice President for Finance; Julie Smith, Assistant Vice President for Finance and Controller, Eric Sandridge, Audit Director for Higher Education, Auditor of Public Accounts; Deborah Stafford '85, Audit Supervisor, Auditor of

Public Accounts; Marcel Rotter, Associate Professor, Modern Languages and Literatures, and Chair of the University Faculty Council; Zafeer Mobashar, Audio Visual Technician; Betsy Chinn, Deputy Clerk

Chair VanLowe called the Audit Committee meeting to order at 1:10 p.m. in the Minor Board Room.

A. Auditor of Public Accounts Report

Chair VanLowe thanked the auditors from the Auditor of Public Accounts Office for completing the Mary Washington Audit before the end of the academic year and for their availability to share the results of the FY17 audit.

Mr. Eric Sandridge from the Office of the Auditor of Public Accounts presented results of the financial audit for fiscal year 2017. A copy of the final report is attached to the BoardDocs agenda: [Auditor of Public Accounts Report on Audit Year Ended June 30, 2017_BOV April 2018.](#)

Based on the audit by the Office of the Auditor of Public Accounts and the report of another auditor, the financial statements present fairly, in all material respects, the financial position of the business-type activities of the University. There were no identifiable matters of material weaknesses and no significant deficiencies. Corrective action has been taken by the University with respect to audit findings reported in the prior year. The committee members engaged in discussion and asked questions.

The Auditors thanked Associate Vice President for Finance Allyson Moerman and Assistant Vice President for Finance and Controller Julie Smith for working with them on a smooth audit. The Auditors indicated that their goal is to complete the final fiscal year 2018 audit by early April 2019.

B. Human Resources Update

Ms. Kovanis reported that there is still work to complete on the Human Resources audit. Information gathering and survey mapping to state policies is complete. There are a few additional steps to be taken with this process. She anticipates that the report will be complete by June 2018.

C. Audit Plan FY19

The Audit Plan is designed to govern the Internal Auditor's activities for the fiscal year. Annual Audit Plans include audits of critical systems within key areas of the University. Ms. Kovanis gave a brief overview of specific auditing issues within Information Technologies that the Auditor of Public Accounts noted and is working with staff to complete a comprehensive review of databases and firewalls.

The committee members discussed the scope of audit and components to be addressed. Chair VanLowe requested that the Internal Auditor prepare for the committee a spreadsheet that highlights what is to be done and a timeline for completion.

Ms. Kovanes reported that she will attend the State Auditors Conference May 6-9, 2018.

There being no further business to come before the committee, Chair VanLowe adjourned the Audit Committee meeting at 2:03 p.m.

13. NOMINATING AND GOVERNANCE COMMITTEE MEETING

Committee Members present:

Holly T. Cuellar '89– Chair; Edward (Ted) B. Hontz, Edward R. (Edd) Houck, Patricia G. McGinnis '69, Davis C. Rennolds '06, Fred M. Rankin III, Rector (ex-officio)

Also Present: Jeffrey McClurken '94, Chief of Staff and Clerk of the Board; Audrey Burges, Assistant Attorney General, Office of the Attorney General; Pam Lowery, Director of Technology in Professional Development & Human Resources Consultant, President, Staff Advisory Council; Mark Simpkins, Assistant Director of Events & Audio Visual; Paula Zero, Executive Office Manager, Office of the President

Chair Cuellar called the meeting to order at 1:08 p.m. in the Rappahannock Ballroom at the Jepson Alumni Executive Center.

Chair Cuellar asked everyone to introduce themselves. She informed the committee that the order of the agenda would be rearranged and they would discuss item “B,” the Staff Advisory Council Recommendation, first, then proceed through items “A, C, D, and E.”

B. Staff Advisory Council Recommendation

Chair Cuellar explained that the BOV Executive Committee asked the Nominating and Governance Committee to make a recommendation whether or not the UMW Staff Advisory Council (SAC) should have regular representation at the Board meetings. She asked Pam Lowery, President, SAC, to provide a brief overview of SAC’s responsibilities and role so that the committee has a better understanding of its purpose.

Ms. Lowery reported that there are twenty three members of SAC, including wage, classified, and A/P faculty employees, in addition to one administrative liaison who serves in an ex-officio capacity as an advisor for the group. The employees are elected by their peers in November to serve a three-year term. More than half of the members have served more than one term out of commitment to the group’s initiatives. There are four standing committees, including Activities Committee, Communications Committee, Elections Committee, and Recognition Committee. The group serves as a bridge of communication with faculty, staff, students, and administration. SAC was thrilled to know that they may have the opportunity for regular representation at Board meetings. They believe it is an appropriate recognition of their significant contributions to the University.

Mr. Rennolds inquired about the number of total employees on campus.

Ms. Lowery reported that, during the academic year, there are nearly 1,000 employees, including faculty. In the summer months, there are approximately 800 employees.

Mr. Houck asked for confirmation that all employee groups would be represented if SAC attended Board meetings.

Ms. Lowery confirmed that all employees, except faculty, would be represented by SAC. She noted that faculty have a separate group representation structure. SAC would be willing to provide announcements, reports, presentations, etc. at Board meetings based on what the Board requested.

Chair Cuellar commented that other institutions offer groups similar to SAC the opportunity to attend Board meetings. The by-laws could be amended to permanently include SAC representation on a non-voting basis the same way that faculty and students are.

Rector Rankin commented on the success of the lunch with the SAC representatives at the February BOV meeting. He noted that adding SAC would add a missing piece, the staff, of the University's total body of constituencies.

Mr. Houck asked for clarification if President Paino supports adding SAC representation to the Board meetings.

Dr. McClurken confirmed that President Paino supports this recommendation.

Action Item:

On a motion made by Mr. Hontz, seconded by Mr. Rennolds, that the Nominating and Governance Committee recommend to the Board of Visitors Executive Committee that they allow Staff Advisory Council (SAC) representation at the Board meetings. All committee members present approved the motion.

Chair Cuellar thanked Ms. Lowery for all of the work completed by Staff Advisory Council on behalf of the University.

A. By-Law Revisions

Chair Cuellar reported that the current by-laws are somewhat unclear and changing them is a long, involved process. Ms. Burges has begun to review the by-laws to ensure the language contained within them is clear. Chair Cuellar requested initial feedback from Ms. Burges's recommendations. Ms. Burges stated that if no legal advice is needed from her, the review by the committee can be public. If the committee needs legal advice, the committee should convene a closed session in order to preserve the attorney-client privilege.

Chair Cuellar asked if the committee preferred to review the by-law recommendations at this meeting or wait until the Board meeting in June to do so. If they are reviewed in June, the new

committee leadership can make a recommendation to the Board at the August retreat because Chair Cuellar's term on the Board will have expired.

Rector Rankin requested the committee discuss the other agenda items first and then return to discuss the by-laws as needed at the end of the meeting.

C. Rector Directed Annual Planning Retreat Topics

Chair Cuellar stated that the annual planning retreat will be held August 3 through 5, 2018 in Williamsburg, Virginia. She has received a list of proposed retreat topics from President Paino.

Rector Rankin commented that he had asked President Paino to start considering issues that he wanted to address at the retreat. President Paino also discussed retreat topic ideas with his Cabinet.

Chair Cuellar listed several topics that are being considered, including:

- Master plan report that includes a five- to ten-year projection for campus facilities/projects, including maintenance, renovations, and new construction
- Public and private partnerships offering creative and optional sources of funding for projects
- A plan to strengthen UMW's position in the marketplace

Ms. McGinnis stated that reviewing our multiple strategic plans from a marketing/student enrollment perspective is critically important especially based on reported future demographic changes that predict fewer high school graduates attending college by 2026. She stated that having students rank UMW as their first choice is the definition of success as we move forward.

Rector Rankin suggested that it is critical that the University strengthen its position in the market place within the next three to five years to be prepared to handle this enrollment prediction. He suggested this be considered the theme for the August retreat.

Dr. McClurken said that this underscores the importance of working with the Board to address concerns quickly and efficiently, coupled with analyzing solid data.

Mr. Houck stated that it is important to be frugal. It may be necessary to identify the core strengths of the University and continue to fund the programs that support them and discontinue those that do not. He stated that it would be beneficial to strategically plan for the future rather than be reactive to needs that arise, which will strengthen our place in the marketplace and provide a clearer vision for the future.

Mr. Hontz suggested that it may be advantageous to form an ad hoc committee to begin the evaluation process.

Ms. McGinnis commented that, at the time of the retreat, President Paino will have completed two years as President of the University. It is an ideal time to discuss UMW's identity, future

path, strategies for making choices, etc. based on his perspective gathered over the past two years.

Mr. Hontz suggested that time should be given at the retreat for discussing Board member concerns about transparency and communication obstacles regarding financial information in an effort to decrease frustration, increase understanding, and promote positive problem solving and team building.

Mr. Houck suggested the committee suggest a short list of topics to discuss at the retreat because time is very limited.

Rector Rankin agreed with Mr. Houck's suggestion, stating that it would allow the Board to more thoroughly cover topics in greater depth.

D. Preliminary Discussion of Election Process

Chair Cuellar stated that all of the Executive Committee positions will be open in August 2018. The Nominating and Governance Committee typically recommends a slate of candidates for each position. Time will be allocated for this process at the June 15 Board meeting when President Paino's evaluation will be conducted.

Ms. McGinnis suggested placing the Board meeting dates on BoardDocs in a consistent and permanent location so that they are easily accessible. Dr. McClurken will follow up on this request. [Note: The calendar can be found on the home page of UMW's BoardDocs after members sign in.]

Chair Cuellar reported that she received positive feedback on the previously used nominating process. Rector Rankin sent an initial email notice to all Board members informing them of the open positions and requesting a written statement of interest if applicable. If a member of the Nominating and Governance Committee was interested in a position, that person would reclude themselves from the discussion regarding the specific position. The committee created the slate of candidates and submitted it to the Board for a vote.

Rector Rankin stated that it is important that the nominating process be transparent, emphasizing open and honest communication. He also noted that Governor Ralph Northam may have made his appointments by June 2018.

Chair Cuellar commented that everyone else on the Board is eligible to be nominated for a leadership position, although her term on the board will expire at the end of June 2018. She stated that it is very likely that multiple candidates may be nominated for positions. She suggested that Rector Rankin send his initial email notice to the Board members in early May.

Mr. Houck suggested that it is important that all candidates follow the same nominating process – a two-tier process would not be equitable.

The committee members discussed the role of the Nominating and Governance Committee in the situation where more than one person is interested in a position. The committee could serve as

gatekeeper to the Board by suggesting a slate of candidates or could recommend a single candidate for each position. Both processes would allow self-nominations, and neither would prevent a candidate from being nominated from the floor at the full Board meeting where the election would take place.

Rector Rankin commented that, during the last eight to ten years, the Nominating and Governance Committee provided a slate of candidates to the Board for a vote. Occasionally, an additional candidate was added to the slate from the floor.

E. Public Comment

Chair Cuellar offered Mr. Houck an opportunity to update the committee on his recommendation to discuss offering public comment at BOV meetings.

Mr. Houck stated that he is passionate about this topic and would like to keep it on the agenda for future discussions. He stated that it would be important for the BOV members to determine best operating practices for how they conduct their meetings.

Mr. Houck requested that Ms. Burges begin to research and collect information on the ongoing status of public comment, as well as the new Freedom of Information Act (FOIA) legislation, and offer legal counsel as necessary.

Chair Cuellar thanked Mr. Houck for his dedication and passion to this topic.

Chair Cuellar adjourned the meeting at 2:15 p.m.

14. BOARD OF VISITORS MEETING RECONVENES

Board Members present: Fred M. Rankin III, Rector; Heather M. Crislip '95, Vice Rector; Devon W. Cushman '94, Patricia G. McGinnis '69, Edward (Ted) B. Hontz, R. Edward (Edd) Houck, Davis C. Rennolds '06, Rhonda S. VanLowe, and Deirdre Powell White '91

Board Members absent: Sharon Bulova, Holly T. Cuellar '89 (departed meeting at 2:20 p.m.)

Also present: Troy D. Paino, President; Jeffrey W. McClurken '94, Chief of Staff and Clerk of the Board of Visitors; Lisa D. Bowling '89, Vice President for Advancement and University Relations; Kimberley Buster-Williams, Vice President for Enrollment Management; Sabrina V. Johnson, Vice President for Equity and Access and Chief Diversity Officer; Juliette Landphair, Vice President for Student Affairs; Nina Mikhalevsky, Provost; Lynne D. Richardson, Vice President for Administration and Finance and CFO; Jeffrey W. Rountree '91, Chief Executive Officer, University Foundation; Paul C. Messplay, Executive Director of Budget and Financial Analysis; Anna Billingsley, Associate Vice President for University Relations; Marcel Rotter, Associate Professor, Modern Languages and Literatures, and Chair, University Faculty Council; Jackie Gallagher, Associate Professor and Chair, Geography, and Vice Chair, University Faculty Council; Sarah Karwowski, Student Government Association President; Natalie LeMay, Acting Honor Council President; Kathleen Mehfoud '70, Chairman, UMW Foundation Board; Audrey Burges, Assistant Attorney General, Education Section; Betsy J. Chinn, Deputy Clerk, Board of Visitors; Zafeer Mobashar, Audio Visual Technician

Other faculty, staff, and students were present.

Rector Fred Rankin reconvened the meeting of the Board of Visitors at 2:24 p.m. He asked everyone present to introduce themselves.

15. COMMITTEE REPORTS AND BOARD ACTIONS

A. Academic and Student Affairs

I. Report from Chair Crislip

Ms. Crislip, committee chair, summarized topics discussed during the Academic and Student Affairs Committee meeting. Highlights of the meeting included:

- Student Enrollment Report – Preliminary profile of first-year class
- Discussion of Strategic Enrollment Plan
- Promotion and Tenure Presentation – Not for action, however, the chair recommends that the committee continue to discuss the process, perhaps with the full Board.

The following action items came forward from the committee:

II. Approval of Historic Properties Acquisition

On behalf of the committee, Ms. Crislip made a motion to approve authorization for the James Monroe Museum to accept a donation by William Dunfey of an 1866 portrait of James Monroe as presented.

The motion was passed by unanimous vote of the Board.

III. Approval of Historic Properties Loan Extension

On behalf of the committee, Ms. Crislip made a motion to approve authorization to extend the loan of James Monroe Museum artworks to the City of Fredericksburg for the period May 1, 2018 through April 30, 2019 as presented.

The motion was passed by unanimous vote of the Board.

IV. Approval to Discontinue MSMIS Degree

On behalf of the committee, Ms. Crislip made a motion to approve to discontinue the Masters of Science in Management Information Systems as presented.

The motion was passed by unanimous vote of the Board.

V. Approval of Faculty Handbook Changes

On behalf of the committee, Ms. Crislip made a motion to approve the Faculty Handbook changes effective August 2018 as presented.

The motion was passed by unanimous vote of the Board.

VI. Approval of the Personnel Docket for Teaching and Instructional Faculty

On behalf of the committee, Ms. Crislip made a motion for approval of the teaching and instructional faculty docket, as presented.

The motion was passed by unanimous vote of the Board.

VII. Approval of Special Recognition

On behalf of the committee, Ms. Crislip made a motion to approve a recommendation for Faculty & Administrative Emeritus Status as presented.

The motion was passed by unanimous vote of the Board.

B. Administration, Advancement, Finance and Facilities

I. Report from Chair Houck

Mr. Houck, committee chair, summarized highlights of the committee meeting:

- Faculty presentation on Open Educational Resources
- Giving Day Presentation – Overwhelming success
- Bookstore Update – Review of operations
- Quarterly Budget Performance Report – Positive news on expenditures and revenues

The following action items came forward from the committee for approval:

II. Approval of Donor Resolutions

On behalf of the committee, Mr. Houck made a motion to approve the following donor terms of agreement as presented in a block:

- Susan and George Colby Philharmonic Scholarship
- Karrie Nelson Ferguson '83 Scholarship
- Susan J. Horan '59 Scholarship
- John J. Iacunato and Susan B. Worrell Endowment for Community Outreach and Resources
- A. Haskin Jackson and Edith Nunnally Jackson Scholarship
- Patricia Boise Kemp '69 Scholarship

- Louis A. '94 and Jill Marmo Scholarship

The motion was passed by unanimous vote of the Board.

III. Approval of Sale of Surplus Property

On behalf of the committee, Mr. Houck made a motion to approve authorization to the President or his designee to proceed with a sale of surplus property as presented.

The motion was passed by unanimous vote of the Board.

C. Diversity Ad Hoc

I. Report from Chair VanLowe

Ms. VanLowe, committee chair, summarized topics presented during the Diversity Ad Hoc Committee meeting. She noted the great work that was accomplished on the Statement of Community Values and the Statement of Guiding Principles of Diversity and Inclusion. An implementation plan has also been developed. Other topics discussed were:

- Bias Incident Reporting
- Update on Diversity and Inclusion Recommendations

The following action items came forward from the committee for approval:

II. Approval of Statement of Community Values

On behalf of the committee, Ms. VanLowe made a motion to approve the Statement of Community Values as presented and amended.

The motion was passed by unanimous vote of the Board.

III. Approval of the Statement for Guiding Principles on Diversity and Inclusion

On behalf of the committee, Ms. VanLowe made a motion to approve the Statement of Guiding Principles on Diversity and Inclusion as presented and amended.

The motion was passed by unanimous vote of the Board.

D. Audit

I. Report from Chair VanLowe

Ms. VanLowe, committee chair, reported on the activities of the Audit Committee. The following agenda items were discussed:

- Auditor of Public Accounts Report – a plan is in place going forward to resolve issues that were found
- Discussion of Human Resources Audit
- Discussion of the Audit Plan for FY19

There were no action items to bring before the Board of Visitors from the Audit Committee.

E. Nominating and Governance

I. Report from Committee Chair Cuellar

Mr. Rennolds spoke on behalf of the committee chair about the agenda items discussed:

- Bylaws – will continue discussion at June meeting
- Staff Advisory Council Representative – Committee will bring recommendation to the Executive Committee
- Board of Visitors Planning Retreat – discussion of agenda topics
- Election of Officers – invitation for nominations will go out in May
- Public Comment – waiting for General Assembly decision

There were no action items to bring before the Board of Visitors from the Nominating and Governance Committee.

15. FACULTY, STAFF, AND STUDENT REPORTS

A. Faculty Representative Report

Dr. Marcel Rotter presented the University Faculty Council Report. The written report is attached to the BoardDocs agenda: [University Faculty Council Chair Report to the Board of Visitors April 2018](#). The report addresses several curricular changes, SCHEV assessment goals, and motions geared towards higher retention rates.

Dr. Rotter reported that Dr. Jackie Gallagher, Chair and Associate Professor of Geography, will be his successor as the University Council Chair in the next academic year.

Board members were encouraged to attend the Ridderhof Martin Gallery's exhibition of Lost Stories, Found Images: Portraits of Jews in Wartime Amsterdam by Annemie Wolff. The exhibit can be viewed through June 28. Dr. Rotter indicated that different departments on campus developed programming around this exceptional exhibit.

Board members discussed and asked questions about the SCHEV assessment and learning outcomes for students.

Rector Rankin thanked Dr. Rotter for all of the time and work that he and his colleagues do on behalf of the student body.

B. Staff Advisory Committee Report

Ms. Pamela Lowery, President of the Staff Advisory Council, was introduced. Ms. Lowery thanked the Board for the opportunity to have the Staff Advisory Council represented at their meetings.

Ms. Lowery provided some history about the Council. The Council is composed of 23 elected representatives that represent wage, classified, and administrative staff. The Council supports four standing committees: Activities, Communications, Elections, and Recognition. Numerous events are sponsored by the Council throughout the year. This spring, the Council will partner with the Human Resources Office to recognize employees during Public Service Week.

A written report was submitted on behalf of the Council and is included on the BoardDocs agenda: [Staff Advisory Council Report to the Board of Visitors April 2018](#)

C. Student Government Association Report

The Student Government Association Report is attached to the BoardDocs agenda: [Student Government Association Representative Report BOV April 2018](#).

SGA President Sarah Karwowski introduced Matt Good, SGA President-Elect. Matt gave a presentation to review key points associated with the new changes to the SGA Constitution. There were significant changes in the structure of the Executive Branch and the way in which bills are passed. The SGA is pleased with the changes made and feel that the new structure will aid in making the organization more effective.

Vice President Landphair commented that student voting has been low. The new process should help to educate students in how the system should be run and to create more interest in their student government.

Ms. Karwowski commented that the SGA partnered with the President's Office for the recent "Can We Talk" forum on tuition and fees. These forums are a great learning tool for students to be aware of what's happening on campus and how to be safe.

Ms. Karwowski thanked the Board for her great experience representing the student body at the Board meetings. Mr. Rankin thanked Ms. Karwowski on behalf of the Board of Visitors for advocating for the students.

D. Honor Council Report

Ms. Natlaie LeMay, Honor Council president, addressed the Board of Visitors. Attached to the BoardDocs agenda is the April 2018 Honor Council Report listing pending and completed cases: [UMW Honor Council Report BOV April 2018](#).

E. Approval of Revisions to the Honor Constitution

Ms. LeMay stated that there are eleven major constitutional changes that were passed by the student body. The changes are being presented to the Board of Visitors for approval. It is the Board of Visitors responsibility to adopt and accept these recommendations. Dr. David Rettinger, Advisor to the Honor Council, explained some of the steps taken in developing the changes to the constitution this year. The Honor Council sought assistance from UMW's legal counsel, Ms. Audrey Burges, from the beginning of the process. Pending approval from the Board of Visitors, there will be one Honor Council next year. The Stafford and Fredericksburg campuses will unite as one.

Revisions to the UMW Honor Council Constitution are attached to the BoardDocs agenda: [UMW Honor Council Constitution Revisions BOV April 2018](#)

Dr. Rettinger and Ms. LeMay answered questions from the Board members. The Board found that there was need to go into closed session for discussion with legal counsel.

A motion to enter closed meeting as permitted by Code of Virginia Sections 2.2-3711 (A)(7) for consultation with legal counsel requiring the provision of legal advice pertaining to revisions of the Honor Council and the Honor Constitution was made by Ms. White and seconded by Ms. Crislip.

All present agreed that such a session was necessary and entered closed meeting at 3:43 p.m. All Board members present remained in the closed meeting, along with President Paino, Dr. Jeffrey McClurken, Chief of Staff and Clerk of the Board of Visitors, and Ms. Audrey Burges from the Office of the Attorney General.

At the conclusion of the discussion, Mr. Hontz moved to reenter open meeting. The motion was seconded by Ms. White. All members present approved the motion. The Board re-entered open meeting at 3:59 p.m.

The following motion to certify the closed meeting was made by Ms. VanLowe and seconded by Mr. Rennolds:

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: Ms. Crislip, Ms. Cushman, Mr. Hontz, Mr. Houck, Ms. McGinnis, Mr. Rankin, Mr. Rennolds, Ms. VanLowe, Ms. White

NAYS: None

ABSENT DURING VOTE: None

ABSENT DURING MEETING: Ms. Bulova, Ms. Cuellar

Action Item:

On a motion made by Mr. Rennolds, seconded by Ms. VanLowe, that the Board of Visitors approve the UMW Honor Council Constitution changes as presented.

The motion was passed by unanimous approval of the Board of Visitors.

17. UMW FOUNDATION

A. Report from the UMW Foundation

Ms. Kathy Mehfoud '70, Chairman of the UMW Foundation Board, was welcomed.

Ms. Mehfoud remarked that there is good communication between the Board of Visitors and the Foundation Board. She and the Rector talk on a regular basis.

She thanked Dr. Paino for his service and stated that the University is very fortunate to have him. President Paino hosted the Foundation Board at Brompton in early April.

After nine years as Chairman of the Foundation Board, Ms. Mehfoud is stepping down. New Foundation Board officers will be inducted on July 1. They are:

- Ed Allyson – Chairman
- Dori Eglevsky – Vice Chairman
- Bob Berry – Secretary
- Greg Branner – CFO and Treasurer

The Executive Committee will consist of Dr. Paino, Mr. Allyson, Ms. Eglevsky, Mr. Cerami, and Mr. Grzeika. Others joining the Board are Donna Gladys, UMW Alumni Board President-elect, (succeeding Angela Mills), Lisa Bowling, and the new Board of Visitors Rector, when elected.

Ms. Mehfoud reported on new construction that the Foundation Board has currently been involved with:

- The Hillel House construction project

- Parking for the Hillel House
- Jointly working with the University to address housing
- Study to address goals and needs for SOAR at Eagle Lake in Stafford

The Hyatt Place Hotel at Eagle Village currently holds a ranking of 11th worldwide and is listed as #1 on Trip Advisor for the Fredericksburg area.

All revenues and expenses of the Foundation are on target and performing very well from budget projections. The Foundation established a student managed investment fund. A class was set up for a hands-on investment experience. Vice President Lynne Richardson and Provost Nina Mikhalevsky were thanked for helping with this project.

Additionally, at the request of the President, an employee reimbursement for staff taking classes has been established. This is an important endeavor to raise morale on campus.

Divestment is within all recommended ranges. The UMWF is 98% carbon-free in Foundation investments.

Ms. Mehfoud emphasized that the Foundation exists for the University and they have the students' interests at heart. She stated that it has been a privilege to be Chairman of the Foundation Board for the past nine years. The Foundation has good advisors and a great staff and are very fortunate that Mr. Rountree is at the helm.

Rector Rankin, President Paino, and each Board member were thanked for all that they have done to make good decisions for the university and its students.

President Paino remarked that Ms. Mefoud's commitment to her alma mater is amazing. He thanked her for addressing the Board and for her service to the Foundation.

18. ADJOURNMENT

Rector Rankin thanked everyone for their support. There being no further business to come before the Board, the April 2018 Board of Visitors meeting was declared adjourned at 4:43 p.m.

19. 5:30 P.M., JOINT DINNER WITH UMW ALUMNI BOARD OF DIRECTORS, RAPPAHANNOCK BALLROOM

**MEETING MINUTES APPROVED AS AMENDED
UNIVERSITY OF MARY WASHINGTON
BOARD OF VISITORS
MAY 11, 2018**