

FULL BOARD MEETING
MINUTES – NOVEMBER 28-30, 2012

MINUTES
Meeting of the Board of Visitors
The College of William and Mary in Virginia

November 28-30, 2012

The Board of Visitors of The College of William and Mary in Virginia met on the William and Mary campus in Williamsburg on Wednesday, Thursday and Friday, November 28-30, 2012, and on the Richard Bland College campus in Petersburg on Thursday, November 29, 2012.

On Wednesday, November 28, the Committee on Audit and Compliance met in the Board Conference Room from 3:30 to 5:00 p.m., the Committee on Athletics met in the Board Room from 4:04 to 5:00 p.m. and the Executive Committee met from 5:00 to 6:15 p.m. in the Rector's Office. That evening the full Board convened for dinner in Plumeri House at 119 Chandler Court.

Those present on Wednesday were:

Kendrick F. Ashton, Jr.	Robert E. Scott
Ann Green Baise	Peter A. Snyder
Charles A. Banks III	Michael Tang
Thomas R. Frantz	John C. Thomas
Dennis H. Liberson	Jeffrey B. Trammell, Rector
Leigh A. Pence	

Absent: Keith S. Fimian	L. Clifford Schroeder, Sr.
Edward E. Flippen	Todd A. Stottlemyer
John E. Littel	

Also present was William and Mary President W. Taylor Reveley III.

At 8:15 p.m. the Rector convened the full Board at Plumeri House, and asked for a motion that, pursuant to Section 2.2-3711.A.1., of the Code of Virginia, the meeting be closed for the purpose of discussing personnel matters pertaining to the evaluation of a specific executive employee. Motion was made by Mr. Liberson, seconded by Mr. Trammell and approved by voice vote. The observers were asked to leave the room and the Board went into closed session at 8:15 p.m.

The Board reconvened in open session at 9:00 p.m. Mr. Trammell reviewed the topic discussed during closed session, then asked for a motion to adopt the **Resolution** certifying that the closed session was held in compliance with the Freedom of Information Act. Motion was made by Mr. Liberson, seconded by Mr. Trammell and approved by roll call vote of the Committee members conducted by Secretary of the Board Dennis Liberson. (Certification **Resolution** is appended.)

There being no further business, the Board adjourned at 9:00 p.m.

Board of Visitors
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On Thursday morning, November 29, the Richard Bland College Committee met as a committee of the whole from 10:00 a.m. to 12:20 p.m. in Room 104 of James B. McNeer Hall on the campus of Richard Bland College in Petersburg.

That afternoon, the Board members returned to Williamsburg and the Committee on Academic Affairs, Committee on Student Affairs and Committee on Development met in the Board Room in Blow Memorial Hall on the William and Mary campus

Those present on Thursday afternoon were:

Kendrick F. Ashton, Jr.	Robert E. Scott
Ann Green Baise	Peter A. Snyder
Charles A. Banks III	Todd A. Stottlemyer
Thomas R. Frantz	Michael Tang
Dennis H. Liberson	John C. Thomas
John E. Littel	Jeffrey B. Trammell, Rector
Leigh A. Pence	Faculty representative: William J. Hausman
L. Clifford Schroeder, Sr.	Student representative: Curtis A. Mills

Absent: Keith S. Fimian
Edward E. Flippen

Others present were:

W. Taylor Reveley III	Kiersten L. Boyce
Michael R. Halleran	Karen R. Cottrell
Virginia M. Ambler	Michael J. Fox
James R. Golden	Fanchon Glover
Earl T. Granger, III	Brian W. Whitson
Samuel E. Jones	Sandra J. Wilms
Anna B. Martin	

Also in attendance were University Counsel Deborah Love, Staff Liaison Lydia C. Whitaker, Dean of University Libraries Carrie Cooper, Dean Katharine Conley, Dean Davison Douglas, Dean John T. Wells, members of the William and Mary Faculty and Student Liaison Committees, and other administrative staff.

At 2:54 p.m., following the conclusion of the Committee on Academic Affairs meeting, the Rector convened the Board for the Provost Report and Faculty Presentation. Mr. Scott called on Provost Michael Halleran who reported on the recent grant by the U.S. Agency for International Development (USAID) to create the AidData Center for Development Policy. A brief discussion ensued.

Faculty Liaison Committee Chair Suzanne Raitt introduced Associate Professor of English and Education Anne Charity Hudley and Professor of Biology Dan Cristol, who discussed their

respective research in linguistics and mercury in the Shenandoah Valley. A brief discussion ensued.

Provost Halleran introduced the Director of the Washington DC Office, Adam Anthony, and Assistant Director Roxane Adler. Mr. Anthony provided an overview of the opportunities available for students and faculty; Ms. Adler discussed the three academic programs offered – W&M in Washington Program, D.C. Summer Institutes and the W&M DC Summer Session. Mr. Anthony provided background information regarding student housing and other opportunities and internships available through the Washington Office. A brief discussion ensued.

At 3:44 p.m., the Board convened as a committee of the whole for the **Committee on Student Affairs**. Ms. Pence presided as chair and introduced Vice President for Student Affairs Virginia Ambler. Ms. Ambler reported on key initiatives underway this year, including the receipt of a federal grant funded through the Substance Abuse and Mental Health Services Administration (SAMHSA) to promote mental health; student leadership development and plans for a business boot camp through the Cohen Career Center. She provided a brief update on the fraternity housing project and the conversion of the units to a freshman village. Ms. Ambler introduced Jodi Fisler, Assistant to the Vice President and Director of Student Affairs Planning and Assessment. Ms. Fisler reported on how assessment data is used to improve and inform decisions. A brief discussion ensued.

Student liaisons Kylee Ponder and Drew Chlan reviewed past, current and future student events with the Committee. Following a brief discussion, and there being no further business, the Committee adjourned at 4:38 p.m.

The Committee on Development met from 4:40 to 5:35 p.m., at which time the Board recessed until Friday morning.

On Friday, November 30, the Committee on Administration, Buildings and Grounds met from 8:07 to 8:47 a.m. and the Committee on Financial Affairs met from 8:47 to 9:58 a.m. in the Board Room, prior to the full Board meeting.

Those present were:

Kendrick F. Ashton, Jr.
Ann Green Baise
Charles A. Banks III
Keith S. Fimian
Thomas R. Frantz
Dennis H. Liberson
John E. Littel
Leigh A. Pence
Robert E. Scott

Peter A. Snyder
Todd A. Stottlemyer
Michael Tang
John C. Thomas
Jeffrey B. Trammell, Rector
Faculty representative: William J. Hausman
Barbara M. Morgan
Student representative: Curtis A. Mills
Jessica C. Salazar

Absent: Edward E. Flippen
L. Clifford Schroeder, Sr.

Others present were:

W. Taylor Reveley III
Michael R. Halleran
Virginia M. Ambler
Edward C. Driscoll, Jr.
James R. Golden
Earl T. Granger, III
Samuel E. Jones
Anna B. Martin

Kiersten L. Boyce
Karen R. Cottrell
Michael J. Fox
Fanchon Glover
Michael L. Stump
Brian W. Whitson
Sandra J. Wilms

Also in attendance were University Counsel Deborah Love, Staff Liaison Lydia C. Whitaker, Dean Katharine Conley, Dean Davison Douglas, Dean Virginia L. McLaughlin, Dean John T. Wells, Richard Bland College President Debbie L. Sydow, members of the William and Mary Faculty and Student Liaison Committees and other William and Mary and Richard Bland administrative staff.

The Rector convened the Board as a committee of the whole at 10:07 a.m. for the **Committee on Strategic Initiatives and New Ventures**. Michael Tang presided as chair and briefly reviewed the agenda.

Vice President Jim Golden provided a communications update, noting the improving quality and quantity of national media coverage, discussed the changes undertaken in internal communications with the William and Mary web, and reviewed the new Alumni-Communications-Development (ACD) initiatives.

Provost Michael Halleran and Vice President Golden presented a PowerPoint presentation that provided a discussion of the five-year review process and the strategic framework, including implementation steps to date and major achievements as well as continuing strategic priorities. A brief discussion ensued.

The new ventures overview focused on the EVMS proposal review and included a brief status report. A brief discussion ensued.

Mr. Tang moved that the Committee on Strategic Initiative and New Ventures of the convene in closed session for the purpose of discussion or consideration of the acquisition of real property for a public purpose where discussion in an open meeting would adversely affect the bargaining position or negotiating strategy of the public body, and consultation with legal counsel employed or retained by a public body regarding specific legal matters requiring the provision of legal advice by such counsel, as provided for in Section 2.2-3711.A.3. and 7., of the Code of Virginia. Motion was seconded by Mr. Stottlemeyer and approved by voice vote. The observers were asked to leave the room and the Committee went into closed session at 10:54 a.m.

The Committee reconvened in open session at 11:39 a.m. Mr. Tang reviewed the topics discussed during closed session, then moved to adopt the **Resolution** certifying that the closed session was held in compliance with the Freedom of Information Act. Motion was seconded by

Mr. Banks and approved by roll call vote of the Committee members conducted by Secretary to the Board Michael Fox (Certification **Resolution** is appended).

There being no further business, the Committee adjourned at 11:40 a.m.

Following a short break, the Rector convened the full Board at 11:47 a.m.

Recognizing that a quorum was present, the Rector asked for a motion to adopt the minutes of the meeting of September 19-21, 2012. Motion was made by Mr. Scott, seconded by Mr. Thomas and approved by voice vote.

In his opening remarks, Mr. Trammell welcomed the members of the Richard Bland College administrative staff and thanked the members of the Board who traveled to Richard Bland College for the meetings on Thursday. Mr. Trammell announced that the remembrance service for former Provost of the College Gillian T. C ell would be held this afternoon (Friday, November 30) at 2:30 p.m. in the Wren Chapel.

President Reveley had no opening remarks.

Mr. Trammell moved that the Board of Visitors of the College of William and Mary convene in closed session for the purpose of discussing personnel actions pertaining to the appointment, promotion, tenure and leaves of specific instructional and professional faculty; consultation with legal counsel employed or retained by a public body regarding specific legal matters requiring the provision of legal advice; discussing specific recommendations related to fundraising strategies as well as current development activities; discussion of matters pertaining to the consideration of honorary degrees for Charter Day and Commencement 2013; and discussion of reports or plans related to security of any College facility, building or structure, as provided for in Section 2.2-3711.A.1., 7., 8., 10., and 19., of the Code of Virginia. Motion was seconded by Mr. Thomas and approved by voice vote. The observers were asked to leave the room and the Board convened in closed session at 11:50 a.m.

The Board reconvened in open Session at 11:56 a.m. Mr. Trammell reviewed the topics discussed during closed session, then moved to adopt the **Resolution** certifying that the closed session was held in compliance with the Freedom of Information Act. Motion was seconded by Mr. Scott and approved by roll call vote of the Board members conducted by Secretary to the Board Michael Fox (Certification **Resolution** is appended).

The Rector asked Mr. Scott to report for the **Committee on Academic Affairs**.

Mr. Scott advised that the Committee had reviewed **Resolution 7**, Appointments to Fill Vacancies in the Instructional Faculty; **Resolution 8**, Appointments to Fill Vacancies in the Professionals and Professional Faculty; **Resolution 9**, Award of Academic Tenure, and **Resolution 10**, Faculty Leave of Absence and moved adoption of these resolutions as a block. Motion was seconded by Mr. Littel and approved by voice vote.

Mr. Scott presented the following resolution, hereby designated **Resolution 17**, and moved its adoption:

Whereas, the Board of Visitors has approved the College's 6-year plan submitted to the State in October of this year; and

Whereas, the Board of Visitors is committed to meeting the SCHEV goal of having average faculty salaries reaching the 60th percentile of the College's SCHEV-defined peer group;

THEREFORE, BE IT RESOLVED, That the Board of Visitors will take action to achieve these goals no later than at its April 2013 meeting.

Motion was seconded by Mr. Tang and approved by voice vote.

Mr. Thomas reported for the **Committee on Audit and Compliance**, and briefly reviewed the committee agenda.

Mr. Thomas moved adoption of **Resolution 5**, Approval of 2013 Internal Audit Work Plan. Motion was seconded by Mr. Scott and approved by voice vote.

Mr. Thomas moved adoption of **Resolution 6**, Repeal of the Code of Conduct Governing Student Loan Practices. Motion was seconded by Mr. Ashton and approved by voice vote.

Mr. Snyder reported for the **Committee on Athletics**, and briefly reviewed the committee agenda. There were no action items.

Mr. Liberson reported for the **Richard Bland College Committee**, briefly reviewed the committee agenda and called on President Debbie Sydow.

In her remarks, President Sydow expressed her appreciation to the members of the Board who came to campus and engaged in the dialogue with the members of the faculty and administrative team about strategic planning and the future direction of the College. The President commented on the continued implementation of the shared governance system, one component of which is the new Faculty Senate. President Sydow expressed her thanks for the Board's continued support of Richard Bland College.

Mr. Liberson asked for a motion to adopt as a block **Resolution 1**, 2012-2018 Six-Year Plan (Update), **Resolution 2**, Resolution to Approve the Establishment of the Richard Bland College Faculty Senate and Bylaws of the Organization; **Resolution 3**, Retirement of Dr. Russell E. Whitaker, Jr., Vice President of Administration and Finance; **Resolution 4**, Retirement of Frances S. Scarbrough, Human Resources Director; and **Resolution 14**, Receipt of the Consolidated Financial Report of The College of William and Mary in Virginia and Richard Bland College for the Fiscal Year Ended June 30, 2012, which was presented jointly with William and Mary. Motion was made by Ms. Baise; seconded by Mr. Thomas and approved by voice vote.

Mr. Banks reported for the **Committee on Administration, Buildings and Grounds**, and briefly reviewed the agenda.

Mr. Banks moved adoption as a block of **Resolution 11**, Resolution to Approve Purchase of Properties: 427 Scotland Street & 406 Jamestown Road; **Resolution 12**, Resolution to Approve the Inter-Agency Transfer Agreement of Longhill Connector Land to Eastern State; and **Resolution 13**, Resolution to Approve Closure of Landfill and Recordation of Deed. Motion was seconded by Mr. Snyder and approved by voice vote.

Mr. Stottlemeyer reported for the Committee on Financial Affairs, briefly reviewed the agenda, and moved the adoption of **Resolution 14**, Receipt of the Consolidated Financial Report of The College of William and Mary in Virginia and Richard Bland College for the Fiscal Year Ended June 30, 2012, presented jointly with Richard Bland College; and **Resolution 15**, Receipt of the Financial Report of the Intercollegiate Athletic Department for the Fiscal Year Ended June 30, 2012. Motion was seconded by Mr. Ashton and approved by voice vote.

There was no report for the **Executive Committee**.

Mr. Tang reported for the **Committee on Strategic Initiatives**, briefly reviewed the agenda, and moved adoption of **Resolution 18**, Request for Appropriation From the 2013 Virginia General Assembly, which was distributed in Committee. Motion was seconded by Mr. Snyder and approved by voice vote (**Resolution 18** is appended).

Under Old Business, Mr. Trammell asked University Counsel Deb Love to report on **Resolution 16**: Revisions to the *Bylaws* of the Board of Visitors of the College of William and Mary.

Ms. Love provided a brief review of the suggested Bylaws changes and stated that a recommendation to amend Article VII, Section 3, Richard Bland College Committee, was received following the required 30-day advance notice for any changes to the *Bylaws*. Therefore, Resolution 16 will need to be revised to amend the third sentence in Article I, Section 5: Richard Bland College Committee (on page 6 of 20). Mr. Liberson explained the amendment and asked for a motion to amend page 6. Motion was made by Ms. Baise, seconded by Mr. Tang and approved by voice vote.

Mr. Trammell then asked for a motion to approve **Resolution 16 as revised**. Motion was made by Mr. Littel, seconded by Mr. Ashton and approved by voice vote. (**Revised paragraph on page 6 of 20 of Resolution 16 (R)** is appended).

Under New Business, Mr. Trammell announced that the Richard Bland College Committee will meet at Richard Bland College on April 25, 2013, to discuss the Strategic Plan, and President Debbie Sydow's inauguration will be held at Richard Bland on April 26, 2013. The Rector encouraged all Board members to be there for both events.

Mr. Trammell moved that the Board of Visitors convene in Executive Session for the purpose of discussing personnel matters pertaining to performance evaluations of a specific executive

employee; discussion of disciplinary matters that would involve the disclosure of information concerning any student of any Virginia public institution of higher education; as well as consultation with legal counsel regarding specific legal matters, as provided for in Section 2.2-3711.A.1., 2., and 7., of the Code of Virginia. Motion was seconded by Mr. Banks and approved by voice vote. The observers were asked to leave the room and the Board went into Executive Session at 12:20 p.m.

The Board reconvened in open session at 1:00 p.m. Mr. Trammell reviewed the topics discussed during closed session, then moved to adopt the **Resolution** certifying that the closed session was held in compliance with the Freedom of Information Act. Motion was seconded by Ms. Baise and approved by roll call vote of the Board members conducted by Secretary to the Board Michael Fox (Certification **Resolution** is appended).

There being no further business, the Board adjourned at 1:00 p.m.

Board of Visitors

November 28, 2012

CERTIFICATION OF CLOSED SESSION

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

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

NOW, THEREFORE, BE IT RESOLVED, That the Board of Visitors, reconvening in open session, 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 session to which this certification applies, and (ii) only such public business matters as were identified in the motion convening the closed session were heard, discussed or considered by the Board of Visitors.

VOTE

AYES: 11

NAYS: 0

ABSENT DURING CLOSED SESSION:


Jeffrey B. Trammell
Rector of the College

November 30, 2012

CERTIFICATION OF CLOSED SESSION

WHEREAS, the Board of Visitors Committee on Strategic Initiatives and New Ventures has convened a closed session on this date pursuant to an affirmative recorded vote and in accordance with the provisions of The Virginia Freedom of Information Act; and

WHEREAS, §2.2-3712.D. of the Code of Virginia requires a certification by this Committee that such closed session was conducted in conformity with Virginia law;

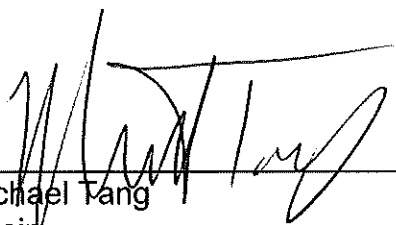
NOW, THEREFORE, BE IT RESOLVED, That the Committee on Strategic Initiatives and New Ventures, reconvening in open session, hereby certifies that, to the best of each member's knowledge, (i) only public business matters lawfully exempted from open meeting requirements by Virginia law were discussed in the closed session to which this certification applies, and (ii) only such public business matters as were identified in the motion convening the closed session were heard, discussed or considered by the Committee on Financial Affairs.

VOTE

AYES: 14

NAYS: 0

ABSENT DURING CLOSED SESSION:



Michael Tang
Chair
Committee on Strategic Initiatives and
New Ventures

Board of Visitors

November 30, 2012

CERTIFICATION OF CLOSED SESSION

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

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


NOW, THEREFORE, BE IT RESOLVED, That the Board of Visitors, reconvening in open session, 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 session to which this certification applies, and (ii) only such public business matters as were identified in the motion convening the closed session were heard, discussed or considered by the Board of Visitors.

VOTE

AYES: 14

NAYS: 0

ABSENT DURING CLOSED SESSION:


Jeffrey B. Trammell
Rector of the College

COLLEGE OF WILLIAM & MARY
REQUEST FOR APPROPRIATION FROM THE
2013 VIRGINIA GENERAL ASSEMBLY

WHEREAS, William & Mary (W&M) has been engaged in due diligence on possibly forging a substantial affiliation with Eastern Virginia Medical School (EVMS); and,

WHEREAS, the due diligence committee and its EVMS counterpart have identified possible valuable areas of partnership between the two schools;

NOW THEREFORE, BE IT RESOLVED, that the Board of Visitors directs W&M's senior administration to work with the senior leadership at EVMS and submit to the Governor and the General Assembly the following language for consideration in the 2013 General Assembly session:

The Virginia General Assembly hereby appropriates \$1,000,000 to W&M and EVMS to allow the Boards of Visitors to explore possible increased collaboration and development of integrated academic programs. The two institutions shall address and evaluate options for the appropriate relationship between the two institutions and the clinical affiliates of EVMS to improve the health of the citizens of Greater Hampton Roads and the Commonwealth and to meet the region's healthcare workforce needs.

Board of Visitors
November 28-30, 2012

Resolution 16
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Section 5. RICHARD BLAND COLLEGE COMMITTEE

The Richard Bland College Committee shall be composed of no fewer than five Board members. It shall consider and make recommendations concerning the financial and academic affairs of Richard Bland College, review the submission and approval of any and all budgets and the administration of the academic and financial policies and procedures of Richard Bland College. The Committee shall ~~serve as the Board contact with faculty and student liaison committees and~~ make recommendations on resolutions submitted by Richard Bland College for consideration by the Board of Visitors. The non-voting, advisory student and faculty representatives from Richard Bland College shall also serve as members of this Committee.

Section 6. COMMITTEE ON FINANCIAL AFFAIRS

The Committee on Financial Affairs shall consider and make recommendations concerning the general direction and control of the financial affairs of the College, and the Virginia Institute of Marine Science, concerning the submission and approval of any and all budgets; and concerning the administration of the financial policies and procedures established by the Board. It shall have power and authority, subject to the guidelines set by the Board of Visitors, to invest and reinvest all funds held by the Board as an endowment or in trust for the uses and purposes of the College, of Richard Bland College and of the Virginia Institute of Marine Science, and with the assistance of the President of the College and the President of Richard Bland College shall direct and control the handling of investments by an investment counsel or depository agent at any time employed by the Board of Visitors.

Section 7. COMMITTEE ON ADMINISTRATION, BUILDINGS AND GROUNDS

The Committee on Administration, Buildings and Grounds shall consider and make recommendations on all matters relating to: the buildings and grounds of the College, including the naming of College buildings; ~~referred to it by the Rector, the President of the College, or the Board;~~ the administrative operations of the College, including human resources policy in regard to classified employees, university employees and other non-instructional faculty members employed by the College; information technology; procurement; and any other matters referred to it by the Rector or the President of the College, particularly in relationship to the Authorities granted under The Restructured Higher Education Financial and Administrative Operations Act.

Section 8. COMMITTEE ON ACADEMIC AFFAIRS

The Committee on Academic Affairs shall consider and make recommendations on matters affecting educational policies, faculty affairs and appointments, and academic organization of the College, and shall advise the President of the College on matters of personnel policy in regard to members of the faculty, classified personnel and others employed by the College. The Committee shall meet on a regular basis with representatives of the faculties of the College.

Board of Visitors

November 30, 2012

CERTIFICATION OF CLOSED SESSION

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

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


NOW, THEREFORE, BE IT RESOLVED, That the Board of Visitors, reconvening in open session, 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 session to which this certification applies, and (ii) only such public business matters as were identified in the motion convening the closed session were heard, discussed or considered by the Board of Visitors.

VOTE

AYES: 14

NAYS: 0

ABSENT DURING CLOSED SESSION:


Jeffrey B. Trammell
Rector of the College