

WILLIAM & MARY

BOARD OF VISITORS
EXECUTIVE COMMITTEE
DRAFT MINUTES
FEBRUARY 5, 2025
ROOM 302 – BLOW MEMORIAL HALL

COMMITTEE MEMBERS PRESENT

Hon. Charles E. Poston, Chair
Ms. Barbara L. Johnson, Vice Chair
Ms. Ardine Williams, Secretary
Mr. Kendrick F. Ashton, Jr.

Mr. Stephen J. Huebner
Mr. C. Michael Petters
Mr. John P. Rathbone
Ms. Laura Keener Rigas (*via phone*)

OTHERS PRESENT

Dr. Katherine A. Rowe, President
Dr. Peggy Agouris, Provost
Ms. Carrie S. Nee, University Counsel
Dr. Carlane Pittman-Hampton, Chief of Staff
Mr. Michael J. Todd, Executive Vice President for Finance & Administration
Ms. Tawanda Johnson, Chief Human Resources Officer
Mr. Brian Mann, Director of Athletics
Mr. Richard Whitmore, Deputy Director of Athletics
Mr. Michael J. Fox, Clerk to the Board of Visitors
Dr. Taylor Brings, Chief of Staff, Business Affairs

INTRODUCTORY REMARKS

Mr. Charles E. Poston, Rector, called the Executive Committee meeting to order at 1:17 p.m.

Mr. Poston noted that Ms. Rigas had notified him that she was unable to attend the meeting of the Executive Committee due to a personal family matter. She asked to participate in the meeting electronically from Alexandria, VA. This request conforms with the Board's electronic meeting policy.

APPROVAL OF MINUTES

Recognizing that a quorum was present, Mr. Poston made a motion to approve the minutes of the November 20, 2024, meeting. The motion was seconded by Ms. Ardine Williams and approved by voice vote.

COMMITTEE REPORTS

Mr. Poston asked Mr. Michael J. Fox, Secretary to the Board of Visitors, to summarize the Board meeting schedule for the week.

Mr. Poston called on the Committee chairs to provide a brief overview of their respective committees' agenda for the February meeting.

Ms. Barbara L. Johnson provided an overview of the agenda of the Committee on Academic Affairs and reviewed three proposed resolutions: **Resolution 2: Award of Academic Tenure**, **Resolution 3: Faculty Promotions**, and **Resolution 4: Rename the Department of Kinesiology**.

Ms. Stephen J. Huebner provided an overview of the agenda for the Committee on Audit, Risk and Compliance.

Mr. C. Michael Petters provided an overview of the agenda of the Committee on Financial Affairs.

Mr. Petters provided an overview of the Subcommittee on Compensation, which met before the Executive Committee. The committee met with representatives from Mercer and received presentations from both Presidents about their organizational structure.

Mr. John P. Rathbone provided an overview of the Richard Bland College (RBC) Committee agenda. The committee will review **Resolution 1** to award an honorary degree to Belle Wheelan. Mr. Rathbone provided a brief legislative update regarding independent governance for RBC.

Ms. Laura Keehner Rigas provided an overview of the Committee of the Student Experience agenda.

CLOSED SESSION

Ms. Williams moved the Executive Committee convene into closed session pursuant to Virginia Code Sections: §2.2-3711.A.1 for consideration of the terms of appointment and the performance of the Presidents of William & Mary and Richard Bland College and certain administrative officers; §2.2-3711.A.7 for consultation with legal counsel and briefing by staff members regarding probable litigation; §2.2-3711.A.8 for consultation with legal counsel regarding litigation risks and regulatory compliance; §2.2-3711.A.9 for discussion of fundraising activities to be performed by the institution; and §2.2-3711.A.19 for discussion of specific cybersecurity vulnerabilities and briefings by staff on how to address them. The motion was seconded by Mr. Rathbone and approved by roll call vote – 8-0 – conducted by Mr. Fox.

At that time members of the Committee, President, Provost, University Counsel, Executive Vice President for Finance & Administration, Director of Athletics, Deputy Director of Athletics, and Chief of Staff entered the closed session meeting at 1:24 p.m.

RECONVENED OPEN SESSION

Following the closed session, the Committee returned to open session at 2:02 p.m. Ms. Williams moved that the Committee certify by roll call vote that, to the best of each member's knowledge, only matters lawfully exempted from the open meeting requirements under the Freedom of Information Act were discussed, and only matters identified in the motion to have the closed session were discussed. The motion was seconded by Mr. Rathbone and approved by roll call vote – 8-0 – conducted by Mr. Fox.

ADJOURNMENT

There being no further business, Mr. Poston adjourned the meeting at 2:03 p.m.