



**MEETING MINUTES
UNIVERSITY OF MARY WASHINGTON
BOARD OF VISITORS
EXECUTIVE COMMITTEE
WEDNESDAY, JANUARY 18, 2017**

Executive Committee Members Present:

Fred M. Rankin III, Rector

Kenneth J. Lopez '92, Vice Rector

Heather M. Crislip '95, Secretary

Holly T. Cuellar '89, At-Large (departed meeting at 3:40 p.m.)

Carlos Del Toro, At-Large

Other Board Members Present and Participating:

Lisa D. Taylor '85

Rhonda S. VanLowe

Also Present:

Troy D. Paino, President

Martin A. Wilder, Jr., Chief of Staff

Nina Mikhalevsky, Interim Provost

Carrie S. Nee, Senior Assistant Attorney General, Education Section

Betsy J. Chinn, Deputy Clerk of the Board

A. Call to Order

Rector Fred Rankin called the meeting to order at 2:18 p.m. All present introduced themselves.

B. President's Report

President Troy Paino reported that the General Assembly session is underway and that he is meeting with legislators and key staff in Richmond. The University is pursuing three priorities: faculty and staff salary increases; trying to reduce the five percent state budget reduction in the Governor's proposed budget; and seeking a budget amendment to provide funding for expanded graduate and continuing studies programs at UMW.

President Paino also talked about the upcoming January 19 All-University Assembly. He outlined the three major themes of the address he will deliver: outlining and explaining various leadership changes at UMW; the financial situation leading into the FY18 budget development; and developing and articulating a shared vision for the future of UMW.

C. Rector's Report

Mr. Rankin shared some reflections on the November Board of Visitors meeting and invited comments from other Board members. He noted that, in future meetings, the faculty and student reports would be delivered to the full Board, rather than at the committee level. In addition, it has been suggested that the Staff Advisory Council (SAC) leadership be invited to address the Board on an annual basis.

Rector Rankin noted that he has met twice with the Chairman of the UMW Foundation Board and noted the importance of a strong working relationship with the Foundation. The Chairman will be invited to report to the Board of Visitors at its February meeting. In addition, Mr. Rankin and Mr. Lopez from the Board of Visitors have met with Ms. Mehfoud and Mr. Allison from the UMW Foundation Board to discuss the regular review and revision of the Memorandum of Understanding (MOU) and, together with President Paino and CEO Rountree, will meet to begin developing any recommended changes in the MOU.

Mr. Hontz and Ms. White will represent the Board of Visitors at the annual Association of Governing Boards (AGB) conference in April in Dallas, Texas.

Mr. Rankin noted that the Board should begin to consider ideas and themes for the annual Board strategic planning retreat in August. Board members are encouraged to send their ideas to Mr. Del Toro, chair of the Nominating and Governance Committee, which will be working on the retreat planning.

Rector Rankin asked Ms. Cuellar to report on the planning for President Paino's inauguration. Ms. Cuellar is representing the Board of Visitors on the inauguration steering committee. She noted that over 500 responses have been received from those wishing to receive digital invitations. She also reviewed some of the activities that are being planned for inauguration week.

Finally, the Rector discussed some of the ideas that have been suggested by Board members for topical presentations to the Board and for potential fundraising and partnership opportunities for consideration.

D. Awards and Special Recognition

Action Item:

On a motion by Mr. Del Toro, seconded by Mr. Lopez, the Executive Committee and all other Board members present unanimously approved a resolution commending Dr. Leah Cox and thanking her for her service to UMW. The resolution will be presented to Dr. Cox at the All-University Assembly on January 19 by Rector Rankin.

Action Item:

On a motion by Mr. Lopez, seconded by Ms. Crislip, the Executive Committee and all other Board members present unanimously approved citations for former Board of Visitors members who completed terms of service on the Board in 2016. These citations will be presented to Ms. Tara Corrigan '82, Dr. Theresa Crawley '77, and Mr. Mark Ingrao '81 at the Simpson Circle event on February 16, 2017.

E. Committee Reports

1. Audit Committee

Ms. Taylor reported that the annual Auditor of Public Accounts (APA) audit is underway and the resulting report is expected by September. The Audit Committee is undertaking a required independent audit of the University's internal auditor. A risk assessment rubric is being prepared by the internal auditor and will be reviewed at the February Board of Visitors meeting. Ms. Taylor will share with Board Members a presentation by Peter Blake, Director of the State Council of Higher Education, on the role of the internal auditor.

2. Nominating and Governance Committee

Mr. Del Toro briefly recapped the meeting of the Nominating and Governance Committee that was held earlier in the day. He noted that the committee had worked on necessary changes to the Board's bylaws. These changes were largely the result of the recent change in Board committee structure. The review of the bylaws also resulted in several minor changes recommended by legal counsel as updates and clarifications. In accordance with the bylaws, the recommended revisions were opened to the Executive Committee to solicit its views. The Executive Committee concurred with the revisions, which will be presented to the Board of Visitors for approval at its February meeting.

The Executive Committee also engaged in discussion of the Board self-evaluation process, noting that 2017 would be the time for the next such evaluation. The Nominating and Governance Committee will review a potential survey instrument with the goal of conducting the Board self-evaluation for discussion at the summer retreat.

3. Diversity Ad Hoc Committee

The committee did not meet on January 18 as originally proposed, due to the recent resignation of Dr. Leah Cox. With Dr. Cox's impending departure, Nina Mikhalevsky and Sabrina Johnson have been appointed as the new co-chairs of the President's Task Force on Diversity and Inclusion. Ms. Van Lowe reported that she met with Dr. Cox, Dr. Mikhalevsky, and Ms. Johnson to map out next steps and to develop a timeline for the work of the task force, with the goal of producing a draft strategic plan for diversity and inclusion for presentation to the president by May. The Board's Diversity Ad Hoc Committee will remain engaged with the task force through the process and the plan will be presented to the Board by the president.

F. February 2017 Board of Visitors Meeting

Rector Rankin led the Executive Committee through discussion of the draft agenda for the February 16-17, 2017 Board of Visitors Meeting. Through the discussion, the committee made a number of changes to the proposed agenda and arrived at consensus agreement on a revised agenda.

G. Other Business

Mr. Rankin commended Ms. Heather Crislip '95, Secretary of the Board, for having recently received the Richmond YWCA Outstanding Woman Award for her tireless commitment to ending systemic discrimination and segregation throughout Richmond and the Commonwealth of Virginia through fair housing enforcement, education and advocacy.

H. Adjournment

There being no further business to come before the Executive Committee, Rector Rankin adjourned the meeting at 4:35 p.m.

**MEETING MINUTES APPROVED
UNIVERSITY OF MARY WASHINGTON
BOARD OF VISITORS
FEBRUARY 16, 2017**