

DRAFT

VIRGINIA MILITARY INSTITUTE
Lexington, Virginia
Minutes
BOARD OF VISITORS MEETING
28-30 April 2022

A meeting of the VMI Board of Visitors was held in Lexington, Virginia beginning 28 April 2022 pursuant to notice.

Present: Mr. Thomas R. Watjen '76, President
Mrs. Lara T. Chambers '03
Lieutenant General Charles E. Dominy, USA (Ret)
Mr. Hugh M. Fain III '80
Mr. J. Conrad Garcia
Mr. Conrad M. Hall '65
Mr. Richard K. Hines V '66
Mr. Lester Johnson, Jr. '95
Mr. E. Sean Lanier '94
Mrs. Gussie A. Lord '01*
Mr. Scot W. Marsh '81
Mr. David L. Miller '70
Honorable Joseph R. Reeder
Mr. Eugene Scott, Jr. '80
Mr. A. Damon Williams '90*
Major General Timothy P. Williams, VAARNG

Absent: Mr. Michael L. Hamlar

Friday, 29 April 2022 – 0805

1. Mr. Watjen presided and called the meeting to order. Also present was Major General Cedric T. Wins '85, VMI Superintendent, and Mr. Patrick O'Leary, VMI legal counsel, Office of the Attorney General. Lieutenant Colonel Kevin Ryan '01, Secretary to the Board of Visitors, recorded the minutes. *Mrs. Lord and Mr. Williams participated via teleconference for personal reasons in accordance with requirements stated within the Code of Virginia.
2. Mr. Watjen welcomed everyone, thanked them for their attendance, and facilitated an overview of scheduled events. Commencing with meeting affairs, he directed the board's attention to the Approval of BOV Resolutions material, recognized retiring Institute personnel, and expressed the board's appreciation for their distinguished service to the corps of cadets. *A motion was made by LTD Dominy, seconded by Mr. Hines, to approve the Board of Visitors Resolutions for individuals retiring from the Institute.* The motion passed unanimously. The resolutions are filed with the minutes of this meeting as **Appendix I**.

3. Mr. Watjen acknowledged the previous evening's dinner, in particular, the portion honoring board members reaching the end of their second term (Mr. Hall, Mr. Hines, and Mr. Reeder). He emphasized on behalf of the board tremendous appreciation for their distinguished tenure and made a motion, seconded by Mr. Scott, to approve the resolutions honoring the service of Mr. Conrad Hall '65, Mr. Richard Hines, V '66, and the Honorable Joseph Reeder on the VMI Board of Visitors from 2014 to 2022. The motion passed unanimously. The resolutions will be filed with the minutes of this meeting as **Appendix II**.
4. Mr. Watjen apprised the full board of 25 April 2022 Executive Committee meeting details, which, among additional recognition aspects, included the board's designation of *Superintendent Emeritus* status for GEN Peay '62, and board resolution naming the Center for Leadership and Ethics, Phase II facility Peay Hall (with corresponding board approval that an appropriate ceremony be held marking its dedication). Forthcoming consideration of an appropriate Institute award for GEN Peay was also mentioned. Mr. Watjen and Major General Wins referenced their attendance at the 26 April 2022 VMI Class of 1962 reunion dinner, whereupon formal announcement of official recognition events for GEN and Mrs. Peay was provided by Major General Wins.
5. Mr. Watjen deferred to Major General Wins, who addressed the board and welcomed members back to post. Major General Wins noted in commemoration the upcoming retirement of Mrs. Lori Parrent, long serving Administrative Assistant to the Superintendent, commending Mrs. Parrent for her tremendous and distinguished service to the Institute and her exemplary professionalism in supportive facilitation of VMI executive office functioning throughout the tenures of three superintendents. The Superintendent's sentiment was affirmed and emphasized by Mr. Watjen on behalf of the board. Major General Wins proceeded by briefing the board on recent alumni reunion activity, his involvement, and VMI Chief Diversity Office efforts, in particular, training status; i.e. completion of cadet diversity and inclusion training (a total of one hour for upper class cadets and two hours for the fourth class over the academic year) and the underway employee trainings (a single one and a half hour timeslot). VMI employee training material was provided in coordination with the Governor's Office. Additional remarks included interim athletic director assessment of VMI's athletic department, newly implemented cadet laptop computer issuance based upon cadet need to ensure computing accessibility, and budgetary projections inclusive of updated admissions projections (the expected incoming class size, strength, and expanded admissions efforts going forward).

Major General Wins continued his remarks by speaking to presentation material, beginning with an update on renewed strategic planning efforts, the foundational influence of Vision 2039, interrelation with the One Corps – One VMI: A Unifying Action Plan, the VMI Inclusive Excellence document, and the Superintendent's Initial Planning Guidance. Further dialogue included retention rates, academic success and enrichment, research funding availability, "compete to win" emphasis (i.e. continued athletic facilities modernization, recruitment efforts, and coaching compensation competitiveness), immutable single-sanction honor code enforcement, ROTC commissioning, Coast Guard and Federal agency interests, revenue considerations, and optimal corps of cadet sizing. The Superintendent noted a recent

meeting for Virginia public college and university presidents hosted by the Governor and the Secretary of Education, the Governor's areas of focus for higher education, and the expected frequency of such meetings going forward. Major General Wins concluded by emphasizing his expectation that the Institute's strategic planning process (now underway) will be transparent, inclusive, collaborative and comprehensive, and was accompanied by Institute leadership presentation as follows:

- a. Brigadier General Robert Moreschi, Deputy Superintendent and Dean of the Faculty presented to the board detailed admissions data also publicly available via respective website disclosure, enrollment trends inclusive of state residency and gender, retention depiction (measurement criteria and attrition impacts), and historical graduation rate outcomes (per four and six-year measures). Discussion culminated with review of commissioning outcomes per respective commissioning branch between 2003 and 2021, and Summer Transition Program (STP) participation and retention correlation.
- b. Brigadier General Dallas Clark '99, Deputy Superintendent for Finance, Administration and Support, provided an overview of the Institute's proposed 2023 operating budget, corresponding budgetary assumptions, uncertainties, and imbedded fiscal conservatism in its development, status of the Commonwealth's budget adoption, historical fall enrollment and current projections, and detailed tuition and fee comparison between 2022 and 2023. Additional discussion encompassed highlights of the General Assembly Session, recent election impacts, COL Kim Parker's time and activities while stationed in Richmond, and targeted Superintendent legislative engagement.
- c. Colonel Adrian Bogart '81, Commandant, briefed the board on recent corps activities, corps leadership transitioning, new leader demographics and a talent management approach to development, upcoming cadre training, corps support of "compete to win" athletically, academically, and in military endeavors, "professionalism" as a point of emphasis for academic year 2022-2023, corps Field Training Exercise (FTX) outings which included local community engagement and a Smith Mountain Lake based Coast Guard excursion, cadet activity center conceptualization, and presentation of the Code of a Cadet, recently revised and incorporating board adopted diversity and inclusion objectives.
- d. Mr. Jim Miller, Interim Athletic Director, expressed his appreciation to Major General Wins for the opportunity to serve as VMI's interim athletic director and to the Institute's senior leaders for their support throughout his time in role. He provided an update on the new basketball coach, Andrew Wilson and specifically credited Lenny Brown, Haley Shotwell, Emily Fulton and Lance Fujiwara for their continued effectiveness in managing respective athletic department affairs. Mr. Miller noted reinvigorated interaction and collaboration with the VMI Keydet Club, and proceeded with an update on his assessment of athletics and its relation to the strategic planning process, operating budget objectives and conference comparatives,

fundraising development efforts, athletic facility conditions and impacts on recruiting, and the imperative of retention and unique Institute challenges thereof.

- e. Colonel Neil Whitmore '90, Interim Director of Admissions, briefed the board on the Class of 2026 profile, COVID-19 persistent impacts, Superintendent supported emphasis on cadet success (from inquiry to applicant to graduate), admissions office strategy (present and expected), and technological advancements intended to enhance connections with high school counselors and prospective cadets.
- f. Major General Wins provided closing remarks and, to ensure appropriate allotment of time, posed shifting the Virginia Freedom of Information Act brief by Mr. Patrick O'Leary to Saturday morning. The board agreed and this portion of the day's meetings concluded.

A copy of associated briefing slides will be appended to the archived minutes as **Appendix III**.

The board adjourned its morning session at 1005 and transitioned to subcommittee meetings. During a working lunch, members heard from COL James Coale, VMI Physical Education Department Head, and proceeded with Academic Department tours. Following afternoon committee meetings, the board reconvened 30 April 2022 to discuss remaining agenda topics and receive individual committee reports.

Saturday, 30 April 2022 – 0805

6. Mr. Watjen opened the meeting, again welcomed those in attendance, and provided introductory remarks regarding the day's agenda. He commended Major General Wins, VMI staff, and the cadet Commanders led by COL John Brodie for the preceding evening's dinner and entertainment. He declared the meeting open for public comment in accordance with advanced notice provided. Four individuals registered in advance and provided remarks to the board as follows: Ms. Jacqueline Hart, Mr. Ray Brooks '76, Ms. Camille Swain, and Ms. Nancy Harvey. No additional requests to address the board were made at the meeting. Corresponding public comment material was either disseminated to the full board in advance of the meeting or distributed at meeting commencement depending upon timing of receipt. A copy of submitted material will be appended to the minutes as **Appendix IV**.
7. *A motion was made by Mr. Fain, seconded by Mr. Hines, to approve the minutes of the 27-29 January 2022 meeting of the Board of Visitors.* The motion passed unanimously.
8. Mr. Watjen welcomed and complimented cadet leaders in attendance and deferred to Major General Wins for further introduction. Major General Wins commended First Captain Kasey Meredith, Regimental Commander, John Delaney, Honor Court President and Noah Kirk, GC President, for their leadership and guidance throughout a challenging year of transition

from preceding pandemic impacts. The graduating cadet leaders expressed appreciation to the board, offered year-end remarks, and introduced the second class leaders succeeding them in their roles. Mr. Watjen restated appreciation to the first class team on behalf of the board and acknowledged the evident emphasis on a smooth leadership transition.

9. The Board of Visitors welcomed and received a report from outgoing VMI Parent's Council Co-President Mr. Rob Diamond. Mr. Diamond introduced himself, relayed the regrets of Mrs. Vivian Diamond, Co-President who was unable to attend, and provided an overview of Parent's Council initiatives and activities for the year. Mr. Watjen expressed the board's appreciation to Mr. and Mrs. Diamond and the Parent's Council for great service to the corps of cadets, reiterating board availability in terms of continued engagement and support.
10. Mr. Watjen welcomed Mr. David Prasnicky, VMI Alumni Agencies Chief Executive Officer. Mr. Prasnicky provided an update on the composition and structure of the VMI Alumni Agencies, and introduced Mr. Thom Brashears '95, VMI Alumni Association Chief Operating Officer, and Mrs. Amy Goetz, VMI Alumni Agencies Chief Communications Officer, for further comment. Mr. Brashears discussed heightened reunion activity due to pandemic disruptions, the tangible benefit of alumni returning to post, the number of active alumni chapters (nationally and internationally), engagement with VMI admissions and alumni career support, and the upcoming celebration of the 25th anniversary of coeducation. Mrs. Goetz discussed the positivity and portrayal of "VMI's story", beneficial engagement with COL Bill Wyatt, VMI Director of Communications & Marketing, the number of typical publications and distribution platforms utilized, the involvement and support of Major General Wins, and the recently released "Just the Facts" pieces. Mr. Prasnicky resumed his presentation and conveyed positive fundraising status, Peay Endowment for Academic Excellence activity, endowment performance and investment manager assessment, the twelve-quarter average spending rate importance, and the upcoming VMI Keydet Club Scholarship Banquet with keynote speaker Mr. Ron Carter '78.
11. Mr. Patrick O'Leary, legal counsel, Office of the Attorney General, provided the annual Freedom of Information Act (the Act) training, which included the purpose behind the Act, its applicability, violation penalties, board meeting stipulations (including closed meetings) and public record constitution, retention, and disclosure. Mr. O'Leary affirmed his availability to the board should there be any further questions. The referenced training material will be filed with the minutes of this meeting as **Appendix V**.
12. Mr. Fain, Chair of Academic Affairs, reported on the meeting of his committee and provided pertinent details with respect to the following:
 - a. Mr. Fain discussed changes in VMI faculty and staff, and made the following motion, seconded by Mr. Watjen: The Academic Affairs Committee has considered the Changes in Faculty and Staff list dated 13 April 2022, and recommends that the Board of Visitors approve these changes. The motion passed unanimously. These changes will be filed with the minutes of this meeting as **Appendix VI**.

- b. Mr. Fain made the following motion, seconded by Mr. Scott: The Academic Affairs Committee has considered the Graduation List dated 13 April 2022 for May 2022 graduates. The Committee recommends the Board of Visitors approve this preliminary list of graduates. The Board of Visitors grants to the Deputy Superintendent for Academics and Dean of the Faculty the authority to delete the names of cadets who do not meet the requirements for graduation. The motion passed unanimously. The final list of graduates will be filed with the minutes of this meeting as **Appendix VII**.
- c. Acknowledging its transformative impact, Mr. Fain made the following motion, seconded by Mr. Miller: The Academic Affairs Committee has considered the proposals approved for funding by the Jackson-Hope Board of Overseers at its 12 APRIL 2022 meeting, and recommends that the Board of Visitors approve these appropriations. The motion passed unanimously.
- d. Mr. Fain discussed the rationale for and made the following motion, seconded by Mr. Watjen: The Academic Affairs Committee has considered the proposed revision to the Faculty Handbook, which now shall be entitled the Faculty Handbook, April 2022. The Committee recommends that the Board of Visitors approve the Faculty Handbook – April 2022 and that it be made part of the minutes. The motion passed unanimously. The changes to the handbook are filed with the minutes of this meeting as **Appendix VIII**.
- e. Mr. Fain made the following motion, seconded by Mr. Watjen: The Academic Affairs Committee has considered the recommended Curricular Changes dated 13 April 2022. The Committee recommends that the Board of Visitors approve these Curricular Changes and that they be made part of the minutes. The motion passed unanimously. These changes will be filed with the minutes of this meeting as **Appendix IX**.

Mr. Fain concluded by relaying updates on the current Peay Merit Scholar recipient, Peay Fellows funding, Herndon Foundation annual gift impacts (\$1 million in perpetuity), continued faculty governance review, and 7 September 2022 convocation particulars.

13. Mr. Scott, Co-Chair of the Diversity, Equity and Inclusion Committee, reported on the meeting of his committee, emphasizing ongoing collaboration and coordination between Institute leadership and the Governor's Office on diversity and inclusion related matters (i.e. VMI employee training material coordination with the Commonwealth), Governor's Office staffing updates, the recently formed Inclusive Excellence Training Review Subcommittee, and the extent of related cadet trainings conducted during the current academic year (one hour total for upper class cadets and two one hour sessions for the fourth class).
14. Prior to Mr. Hall, Chair of the Audit, Finance and Planning Committee, reporting on the meeting of his committee, Mr. Hines commended him on behalf of the board for his many years of effective chairmanship and oversight of VMI audit, finance, and related matters. Mr. Hall proceeded with his brief, noting Auditor of Public Accounts participation, overall positive audit results for fiscal year 2021, the continued virtual nature of audit review, and three motions items brought forth to the full board for review.

- a. A motion was made by Mr. Hall, seconded by Mr. Scott, that the Board of Visitors approve the proposed Fiscal Year 2023 VMI Operating Budget, which includes an increase in tuition of 3% for both in-state and out-of-state cadets and other fee increases. The motion passed unanimously. The memorandum to the board will be filed with the minutes of this meeting as **Appendix X**.
- b. Mr. Hall discussed the Purple Heart College Designation, other colleges so designated, and proceeded with a motion, seconded by Mr. Hines, that, at the invitation of the Military Order of the Purple Heart and in honor of VMI Alumni Purple Heart recipients, the Board of Visitors so designates and recognizes the Virginia Military Institute as a Purple Heart College. The motion passed unanimously and the resolution will be filed with the minutes of this meeting as **Appendix XI**.
- c. The resolution to extend Restructured Higher Education Financial and Administrative Operations Act authorities afforded to the Institute was discussed, and Mr. Hall made a motion, seconded by Mr. Hines, that the Board of Visitors approve the resolution extending VMI's delegated operational authorities until 30 June 2027. The motion passed unanimously and the resolution is on file with the Office of the Deputy Superintendent for Finance, Administration and Support.

Mr. Hall's concluding remarks encompassed COL Wes Robinson's Information Technology update (in particular, recent cybersecurity efforts), committee post security responsibilities and forthcoming security enhancements, reaccreditation of the Cadet Counseling Center, and gratitude for the increasing prominence of VMI Foundation gifts and contributions to the Institute in support of operations.

15. Mrs. Chambers, Chair of the Athletics Committee, reported on the meeting of her Committee, referring the board to committee material and providing an overview of committee discussions, which included new coach introductions, recent coach transitions, first year athletic attrition, lacrosse conference conversion to the Metro Atlantic Athletic Conference, Ms. Emily Fulton's new athletic department assignment as Assistant Athletic Director for Business Operations, interim athletic director budgetary philosophy oriented towards "competing to win", the status of interim athletic director departmental assessment, athletic department operating budget conference comparisons, collaborative development efforts with the VMI Keydet Club, Superintendent level support for the wellbeing and success of the track team, and the need for continued modernization of athletic facilities. MG Wins reiterated his belief that VMI should remain (and can "compete to win" in) NCAA Division I athletics, and that further analysis in support of such outcomes will be a key component of the forthcoming strategic planning process.
16. Mr. Marsh, Chair of the Cadet/Military Affairs Committee, reported on the meeting of his Committee and thanked Major General Timothy Williams, Adjutant General of Virginia and ex officio board member, for his participation and military service on behalf of the Commonwealth and Nation. Key points of Mr. Marsh's brief included ROTC departmental reviews, highlights thereof and commissioning percentages, summer and field training preparations, continued pandemic disruption impacts, and cadet captain led corps focus and

influence discussion update. COL Bogart noted, for commissioning cadets, the importance of cadetship activity and ROTC engagement as being foundational for future military success and promotability. Mr. Fain noted the competitive importance of offering room and board fee financial offset (or some portion thereof) in addition to ROTC scholarship tuition coverage.

17. Mr. Scott, Chair of the External Relations Committee, reported on the meeting of his Committee, with key points encompassing a McGuireWoods organizational update, the Engagement with McGuireWoods Consulting Report, recent legislative activity with potential impact to the Institute, the Six Year Plan process, growth in VMI Museum System engagement, and the Communications and Marketing overview, particularly, year over year comparison of social media activity and significant growth in Freedom of Information Act requests. Further discussion included The Cadet Newspaper and its detrimental coverage of the Cadet Counseling Center.

Mr. Scott made a motion, seconded by Mrs. Chambers, that the Board of Visitors institute a New Market Award Selection Committee, led by the Chair of the External Relations Committee, to identify and award a recipient who displays the qualities of leadership, loyalty and determination as exemplified by the Corps of Cadets at New Market with the New Market Medal in accordance with the New Market Award Policy. The motion passed unanimously.

18. LTG Dominy, Chair of the Nominating and Governance Committee, reported on the meeting of his committee, noting full attendance, approval of previous meeting minutes, standard Nominating and Governance Committee charter review as incorporated with the board's By-Laws, discussion of impending 2022 board appointments, and the submittal of the nominee slate to the Secretary of the Commonwealth on behalf of the VMI Alumni Association (in accordance with enabling Code of Virginia legislation). LTG Dominy apprised the board of 2023 appointments, continued board By-Law appropriateness, and unanimous committee recommendation of continued Executive Committee composition.

A motion was made by LTG Dominy, seconded by Mr. Marsh, to approve the existing list of Officers for service to the Executive Committee beginning 1 July 2022. The motion passed unanimously.

19. Mr. Hines, Chair of the Commemorations and Memorials and Naming and Review Committee, noted the length of his committee's existence heretofore (nineteen months), committee accomplishments, and read into the record the following summation of committee member participation and contribution (in alphabetical order): Cadet Parker Davis '21, Regimental S-5 Captain, insights and perspective of the Corps of Cadets; Mr. Hugh Fain, advice and counsel; COL Keith Gibson '77, the "conscience of VMI"; Cadet Dane Hamilton '22, mature analysis and thought, LTC Catharine Ingersoll, art historian and academic professor; Dr. Caroline Janney, University of Virginia professor and historian on monuments; Mr. Lester Johnson, frankness; Mr. Anthony Moore '78, steadfast relationship with the VMI Alumni Agencies; COL Kim Parker, government relations and personal

perspective; Mr. Waite Rawls '70, twenty plus year museum experience, remarkable historian in his own right; Mr. Gene Scott '80, candor and thoughtfulness.

Mr. Hines then affirmed the perspective with which the committee assessed the suitability of each item reviewed, with the overarching goal of fostering a welcoming and inspirational post landscape appropriately representative of the Institute's historical background. He referred to, and discussed, the Status of Confederate Iconography on Post document, previous and current committee assessment of the Charge of the New Market Cadets painting and deferred to COL Keith Gibson to further apprise the board on the independent New Market Cadets mural movement feasibility study (the Conservation Assessment) and anticipated mural contextualization. COL Gibson prefaced his remarks by paying tribute to Mr. Hines for his demonstrated wisdom, discernment, leadership, and effectiveness as Commemorations and Memorials Naming and Review Committee Chair during a critical period, the sentiment of which was endorsed by the board.

Mr. Hines expanded upon committee consideration with respect to retention of the Charge of the New Market Cadets painting, noting representative encapsulation of committee rationale within the 2022 Bullet (such language being influenced by COL Gibson); in particular, the dissolution of individuality, unity of purpose, and the summoning of strength and conviction to overcome personal challenges one will face in life.

- a. *A motion was made by Mr. Hines, seconded by Mr. Reeder, that, guided by the Criteria document, considering the cost and risks of moving the Charge of the New Market Cadets painting as identified in the Conservation Assessment, and given the contextualization opportunities available with modern interactive interpretive displays, the Committee recommends that VMI retains the mural in situ with added contextualization in the Memorial Hall lobby. The VMI Museum staff, in consultation with the Deputy Superintendent for Finance, Administration, and Support, shall be responsible for providing the contextualization information.* The motion passed unanimously.
- b. *A motion was made by Mr. Hines, seconded by Mr. Miller, that the names of the following buildings be retained but contextualizing information for the building's name be made available in each building: Smith Hall, Maury-Brook Hall, Scott Shipp Hall, Richardson Hall, Preston Library, and Crozet Hall. The VMI Museum staff, in consultation with the Deputy Superintendent for Finance, Administration, and Support, shall be responsible for providing the contextualizing information.* The motion passed unanimously.
- c. *A motion was made by Mr. Hines, seconded by Mr. Scott, that the following items be retained by VMI but be explained thoroughly with contextualizing information and/or text: Statue of Smith by Legnaioli, Painting of Smith by Hubard, Painting of Smith by Weyl, Plaster cast of Maury statue, Maury Plaque, Scott Shipp Plaque, Painting of Shipp by Andrews, Richardson Plaque, Brooke Plaque, Painting of the Virginia and the Monitor, 1848 Cadet Battery, Little Sorrel Grave Marker, Tredegar Cannon, and Virginia Historical Markers. The VMI Museum Staff, in consultation with the Deputy*

- Superintendent for Finance, Administration, and Support, shall be responsible for providing contextualizing information and/or text. The motion passed unanimously.
- d. A motion was made by Mr. Hines, seconded by Mr. Watjen, that the name of the Jackson-Hope Medal and the corresponding monument be retained but the imagery on the obverse of the Medal, which is also depicted on the monument, be removed and replaced with new imagery provided by the VMI Museum staff in consultation with the Dean of the Faculty and the Deputy Superintendent for Finance, Administration, and Support. The motion passed unanimously.
- e. A motion was made by Mr. Hines, seconded by Mr. Miller, that the VMI Museum staff request the US Army Institute of Heraldry issue an edit to the description of the official VMI Crest and specifically the description for the broken gold chevron in the black upper left canton to remove the current language and provide in lieu thereof: "... is an augmentation of honor; it commemorates all former cadets who have died in wars and military conflicts from 1839 to the present day." The motion passed unanimously.
- f. A motion was made by Mr. Hines, seconded by Mr. Scott, that the placard to the VMI cadets to Harpers Ferry in 1861 be removed from its current location on the wall of Coker Hall and relocated to the museum at New Market. The motion passed unanimously.
- g. A motion was made by Mr. Hines, seconded by Mr. Watjen, that the items following within be retained in situ with no further information or contextualization presently necessary: the quotation in the Smith Hall lobby, parapet wall inscription, Crozet gravesite and headstone, the New Market Cadet graves, the Alpha Tau Omega monument, and the statue of George Washington. The motion passed unanimously.
- h. Mr. Lester and Mr. Hall reasserted appreciation for the committee's substantial and imperative work accomplished under the leadership of Mr. Hines. MG Wins affirmed corresponding sentiment and that the undertaken iconography and veneration assessment must continue objectively and indefinitely (for that which is in place and that which should be in place). A motion was therefore made by Mr. Hall, seconded by Mr. Reeder, that the Board of Visitors hereby expresses its sincere and deepest gratitude to the members of the Commemorations and Memorials Naming and Review Committee, as enabled by Mr. Richard Hines, V '66 and COL Keith Gibson '77, for fostering a welcoming and inspirational landscape on post.
- i. A motion was made by Mr. Hines, seconded by Mr. Scott, that the Commemorations and Memorials Naming and Review Committee, upon substantial completion of chartered responsibilities, dissolve, with residual duties and oversight transitioning to the Memorials and Commemorations Committee with oversight provided by the External Relations Committee, where appropriate. The motion passed unanimously.

20. Mr. Miller, Chair of the Appeals Committee, reported on the meeting of his committee, referencing an Honor Court update by COL Merce Brookes '94, Superintendent Representative to the Honor Court, the implementation status of Honor Court Standard Operating Procedures (SOP) revisions, discussion of appeal packet contents, Honor Court cadet briefing items (i.e. the extent of education and introduction of new Honor Court leadership), summer 2022 Honor Court facility renovations, and the committee's charge to rising Honor Court corps leaders of continued educational emphasis to the corps.
21. Mr. Scott, Chair of the Recommendations Review Committee, reported on the meeting of his committee, referencing the 2nd Quarterly Report on the Commonwealth's Equity Audit, recommendations response status, committee culmination with subsequent reporting and oversight transition to the Diversity, Equity and Inclusion committee.
- a. A motion was made by Mr. Watjen, seconded by Mr. Scott, that the Board of Visitors approve the 2nd Quarterly Report dated December 16, 2021 – April 16, 2022. The motion passed unanimously and the report will be filed with the minutes of this meeting as **Appendix XII**.
 - b. A motion was made by Mr. Scott, seconded by Mr. Marsh, that the Recommendations Review Committee, upon substantial completion of chartered responsibilities, dissolve, with residual duties and oversight transitioning to the Diversity, Equity, and Inclusion committee. The motion passed unanimously.

Mr. Watjen acknowledged and expressed appreciation for the critical role committee members filled in conducting the work of the committee in response to the Commonwealth's equity audit, reinforcing the expectation of continued board oversight of related matters moving through the now consolidated committee structure.

22. **Entered Closed Session:** A motion was made by Mr. Watjen, seconded by Mr. Miller, to enter into Closed Session. The motion passed unanimously and the board entered into Closed Session at 1155 hours to discuss:
1. Disciplinary and other matters that would involve disclosure of information contained in the scholastic records of specific cadets, pursuant to Va. Code Section 2.2-3711 (A) (2), relating to discipline, sexual assault, and Honor Court cases.
 2. Matters related to the employment, assignment, appointment, or performance of specific public officers, appointees, or employees of the public body, and evaluation of performance of departments or schools of public institutions of higher education pursuant to Va. Code Section 2.2-3711 (A) (1), relating to review of the Superintendent's performance objectives.
 3. Consultation with legal counsel regarding specific legal matters requiring the provision of legal advice by such counsel pursuant to Va. Code Section 2.2-3711 (A) (7), pertaining to actual or probable litigation of the Institute.

4. Consultation with legal counsel regarding specific legal matters requiring the provision of legal advice by such counsel pursuant to Va. Code Section 2.2-3711 (A) (8).
23. **Return to Open Meeting:** *At 1313 hours, a motion was made by Mr. Hines, seconded by Mr. Hall, certifying the Closed Meeting.* A 'Roll Call' vote was taken, and the motion passed unanimously. The board returned to open session at 1314 hours.
24. There being no further business to come before the board, the meeting was adjourned at 1315 hours.

LTC KEVIN A. RYAN
Secretary, VMI Board of Visitors