

# VIRGINIA MILITARY INSTITUTE

LEXINGTON, VIRGINIA 24450-0304

Board of Visitors  
Meeting Minutes  
September 16 – 18, 2024

A meeting of the VMI Board of Visitors was held in Lexington, Virginia beginning on September 16, 2024, pursuant to public notice.

Board of Visitors members present:

John Adams '96	Jim Joustra '76
Ernie Edgar '87	Terry McKnight '78
Quintin Elliott '85	Meaghan Mobbs
Hugh Fain '80	Nancy Phillips
Clifford Foster '93	Kate Todd
Conrad Garcia	Tom Watjen '76
Teddy Gottwald '83	Damon Williams '90
Bill Janis '94	

Board of Visitors members participating virtually:

Jamie Inman '86 (from Germany)

Board of Visitors members not present:

Maj. Gen. James Ring '88 (excused)

Cadet representative to the board present:

Noah Chapman '25

Tuesday, September 17, 2024

1. John Adams presided and called the meeting to order at 8:03 a.m. Also present were Maj. Gen. Cedric Wins '85, VMI superintendent, Patrick O'Leary '90, VMI legal counsel and senior assistant attorney general. Col. Bill Wyatt, board secretary, recorded the minutes.

The meeting was streamed live and is archived on the VMI Board of Visitor's YouTube page: <https://www.youtube.com/live/qzDo0YEqmzE?si=vHrLTb9QCR0mX59a>.

Supporting documentation for motions made and other meeting materials are archived at <https://www.vmi.edu/BOVmaterials>.

2. Adams welcomed everyone and recognized the new members of the Board of Visitors: Quintin Elliott, Clifford Foster, and Bill Janis. He also congratulated Kate Todd on her reappointment. Adams recognized Cadet Noah Chapman who was elected to serve as the cadet representative to the board.



The board president noted a change in the board schedule including several committees that met before the full board meeting. He also noted the use of a consent calendar during the board's business meeting. The goal of the consent calendar is to provide more time for substantive issues. If a board member would rather be able to debate a consent calendar item, they may request to pull it off the consent calendar.

3. Maj. Gen. Wins gave the board an update on Institute activities and initiatives since the board last met. He discussed summer activities including a JROTC camp held on post, the superintendent's visit to Taiwan, a cadet trip to Poland, a new summer entrepreneurship program, and the cadet research conducted over the summer. Wins talked about the busy Institute calendar for the year and provided a recap of the more than 200 speakers who came to post during the 2023-24 academic year. The superintendent gave an overview of the matriculating statistics including 498 matriculants including 86 women. Wins told the board he is emphasizing this year the spirit of VMI, conduct and discipline, the VMI brand, and the rat / dyke relationship.

The superintendent provided an overview of the current organization chart and highlighted new leaders in key positions including: Col. Ley Havird '90, commandant; Jamal Walton '07, athletic director; Lt. Col. Shannon Eskam, assistant superintendent for Strategic Enrollment Management; Lt. Col. Sherry Wallace, director of Communication and Marketing; and Col. Andrew Luna, director of Institutional Research, Assessment, and Analytics.

Finally, Maj. Gen. Wins talked about changes to VMI general orders requested by the Attorney General's office regarding protests on posts.

Lt. Col. Joe Hagy gave a final update on the 2023-24 admissions recruiting process. Hagy said every metric of the admissions funnel exceeded the previous year including a 31% increase in inquiries and a 74% increase in submitted applications. Hagy highlighted the average GPA for incoming cadets was 3.6, an increase from the year before. He told the board 38% of new cadets attended the Summer Transition Program due in large part to a grant that helped pay for matriculants to attend.

Lt. Col. Shannon Eskam gave the board an update on financial aid. She said the Institute is expecting much of the same problems with the FAFSA process than was experienced last year. She also provided an update on the Call to Duty Scholarships.

Brig. Gen. Bob Moreschi provide an academic update. He shared data on average cumulative GPA data for the Corps by class. The data showed each class's GPA has increased since the 2019-20 academic year. He highlighted changes in key faculty positions. Moreschi briefed the board on the Cadet Academic Recovery Program in which every cadet on academic probation must participate. He told the board about progress being made to accommodate 5<sup>th</sup> year cadets in the academic program and provided an update on efforts to develop a policy on artificial intelligence. Finally, he



gave the board an overview of the upcoming accreditation process.

Brig. Gen. Dallas Clark told the board about the fiscal 2024 E&G budget closed out with a \$2.16 million surplus versus a previously projected deficit of \$1.1 million. He provided an overview of fiscal 2025 budget impact items including actual enrollment, VMSDEP funding, and the General Assembly's Pell Initiative.

Col. Ley Havird discussed with the board the 2023-24 year end demerit totals. Notable metrics include 96.9% of the Corps finished with less than 75 demerits and only 1.6% of the Corps finishing with more than 100 demerits. Mr. Gottwald expressed concern about the number of cadets with more than 100 demerits. Havird also talked about how cadets are spending their time throughout the year. The commandant also discussed efforts to address concerns from local residents about cadets parking and behavior off post.

Jamaal Walton gave the board an update on athletics. He pointed out 30% of the Corps of Cadets are NCAA athletes. He showed data on how cadet-athletes perform just as well in the classroom as the rest of the Corps. Walton highlighted the number of cadet-athletes who achieved academic honors during the spring semester. He also talked about new, successful efforts to attract corporate sponsorship to the VMI athletic program

Finally, Maj. Gen. Wins gave an update on the strategic plan. He said the Institute is planning a formal rollout of the strategic plan on Founders Day in November. The rollout will include events with key constituents including faculty and staff as well as a website to track the progress of the plan.

4. The board recessed at 11:52 a.m.

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*The afternoon included a number of board committee meetings. Following the committee meetings, the board reconvened on Sept. 18, 2024, for the board's business meeting.*

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Wednesday, Sept. 18, 2024

5. John Adams opened the meeting and provided introductory remarks.
6. Maj. Gen. Wins introduced the cadet leaders who each made brief remarks. The cadet leaders included Regimental Commander Brian Pritchard from Thornton, Colorado, first class president Cadet Noah Chapman from Virginia Beach, and Honor Court president Cadet Elijah Alberti of Chancellorsville, Virginia.
7. VMI Parents Council co-presidents, Sam and Wendy Chapman, gave an updated on the Parents Council activities including new efforts to organize the council and the council's



contributions at Matriculation Day.

8. David Prasnicky, CEO of the VMI Alumni Agencies, briefed the board on the performance of the Agencies' assets, highlighted the total contributions made to VMI (\$29.9 million), and gave an overview of key activities for the fall semester. Prasnicky also shared with the board their preliminary plans for transitioning to a new alumni center.
9. A motion was made to adopt the consent calendar by Ernie Edgar and seconded by Hugh Fain. The motion passed unanimously. The consent calendar included the following items:
  - a. Approval of May 2024 board minutes
  - b. Approval of June 2024 board minutes
  - c. Approval of May 2024 graduation list
  - d. Approval of changes in the faculty
  - e. Approval of changes to the faculty handbook
  - f. Approval of the fiscal year 2025 SWaM plan
  - g. Approval of the Jonathan Myrick Daniels '61 Humanitarian Award Committee
10. Jamie Inman, chair of the Academic Affairs Committee, provided a report on the committee meeting. He said for the February 2025 meeting, the dean will provide a recommendation to the board on whether to require standardized tests from applicants and the committee will provide the board with admissions standards for approval in accordance with the bylaws.

Inman said the committee heard about the tremendous progress made to increase teaching and research faculty salaries on average by 60% over the past eight years. He reported there is still work to do on administrative and professional faculty salaries.

11. Teddy Gottwald, chair of the Audit, Finance, and Planning Committee, made a motion to adopt VMI's six-year plan which is required by the commonwealth and includes the Institute's requests for funding from the General Assembly. The motion was seconded by Hugh Fain. There was some discussion about a different process for approving the funding requests in a manner that is more deliberative. The motion passed unanimously.

Gottwald said the Audit, Finance, and Planning committee heard from the Institute's public safety and emergency management staff. He said the school is lucky to have a team with such experience and resources. The team is well-trained and practiced to handle the tasks assigned.

The committee chair also said they heard about an audit from the Auditor for Public Accounts that showed six findings including one material weakness. He said all the issues have since been addressed.



12. Damon Williams, chair of the Athletics Committee, said the committee received an overview of the athletic budget and the increased revenues from football and basketball ticket sales. He said the committee received an update on the potential House v. NCAA settlement and its impact on VMI. Williams said VMI cadet-athletes did very well academically during the spring 2024 semester.
13. Ernie Edgar, chair of the Corps and Military Affairs Committee, said his committee's priority is to support the goal of VMI being the senior military college of choice for young people seeking to commission. The committee received reports from each of the ROTC unit heads. He said the committee heard from cadets involved in the Cadet Equity Association, the Officer of the Guard Association, the S3 (operations) staff, S9 (athletics) staff, and the Rat Discipline Committee. Edgar also said the committee heard about the commandant's initial assessment including a need for better definition of leader development and physical fitness standards need to be synchronized.
14. Meaghan Mobbs, chair of the Corps and Personnel Affairs Committee, explained the purpose of the new committee which is to provide oversight on issues including the well-being of cadets, faculty, and staff. She said the committee heard from the inspector general / Title IX coordinator, chaplain, chief diversity officer, counseling center, and chief of staff. She said the committee will focus on trends over time to see how things are changing.
15. Nancy Phillips, chair of the External Relations Committee, reported on the committee's meeting held on Monday, Sept. 16, 2024. She said they received a report from the S5 (public affairs) captain who talked about the S5 staff's work on the admissions open houses. Phillips introduced VMI's new director of Communications and Marketing, Sherry Wallace. The committee heard about efforts in communications and marketing. Phillips expressed confidence in the C&M team. The committee also got an update from the VMI Museum System. The local government update included details on the Rt. 11 bike path project by the city and the government relations update included discussion of the Institute's funding requests. Finally, the committee discussed the process for selecting a nominee for the Jonathan Myrick Daniels '61 Humanitarian Award.

John Adams encouraged members of the External Relations Committee to try to monitor the information put out by the Institute or to monitor the school's social media channels.

16. Conrad Garcia, chair of the Nominations and Governance Committee, said the committee discussed the process for providing nominations to the board to the governor. Such nominations are provided to the governor by the alumni association. Garcia said the committee wants the board to be more involved in providing names to be considered for those nominations. Garcia said the committee also discussed the process by which board officers are nominated.

There was a board discussion about the proposed bylaw changes specifically related to



the language used to describe the purpose of the Cadet and Personnel Affairs Committee. Tom Watjen asked the board to consider including language related to the diversity and inclusion principles adopted by the board in July 2021. He feels excluding such language signals a lack of commitment to diversity and inclusion.

A motion was made by Conrad Garcia to accept the proposed bylaw changes as recommended by the Nominations and Governance Committee. An amendment was offered to include, “and inclusion”, in Section 6, part 8 after the word diversity. The amendment was adopted. The proposed bylaw changes with the amendment were adopted.

17. John Adams explained the governor has asked boards of visitors to build relationships with local law enforcement in their school’s area. Maj. Gen. Wins introduced Chief Angela Green, chief of the Lexington City Police Department. Chief Green expressed her gratitude for the partnership with the VMI Police and looks forward to a continued relationship to help protect VMI and the surrounding community.
18. Hugh Fain, chair of the Appeals Committee, provided an update on the Appeals Committee meeting. The committee met in the Honor Court courtroom. They heard from the Honor Court president, Cadet Elijah Alberti. Alberti said they are trying to navigate artificial intelligence. Fain said there’s been one drum out already this year.
19. Enter closed session. A motion was made by Ernie Edgar and seconded by Nancy Phillips to enter closed session. The motion passed unanimously, and the board entered closed session at 10:26 a.m. to discuss:
  - a. 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 the evaluation of the Superintendent’s performance and/or discussion of individual personnel matters.
  - b. 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.
  - c. 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.
  - d. 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).
20. Return to open session. A motion was made by Mr. Fain and seconded by Mr. Garcia to certify the closed session. A roll call vote of the members present was taken. The motion



passed and the board returned to open session at 2:19 p.m.

21. There being no further business, the meeting was adjourned at 2:21 p.m.

