

**ANNUAL REPORT TO THE**

**VIRGINIA GENERAL ASSEMBLY**

**OF THE**

**VIRGINIA MILITARY INSTITUTE**

**BOARD OF VISITORS**

**FOR**

**2020**



## **Executive Summary**

This Report for Calendar Year 2020 constitutes the annual report for the Virginia Military Institute's Board of Visitors. It is submitted to the Virginia General Assembly and the Governor in accordance with § 23.1-1303 of the Code of Virginia. It provides an overview of the Board's activities and is an annual requirement. The Board is comprised of sixteen members nominated by the Governor of the Commonwealth along with The Adjutant General of Virginia, who is an ex officio member.

During this past year, the Board considered and addressed a wide variety of issues to include diversity, equity, and inclusion issues, the COVID-19 pandemic challenges, fiscal and budgetary issues, personnel matters, academic affairs, and athletic matters. VMI, like all public colleges and universities in the Commonwealth, continued to work through the ongoing COVID-19 pandemic and the continuing difficult fiscal climate that exists. The Board spent considerable time and attention on matters of DE&I, COVID-19 and budgetary constraints. Actions were also taken to ensure that VMI met all state legislative requirements.

Following each meeting of the Board, detailed written minutes were prepared in accordance with Va. Code § 2.2-3707 and posted as required by Va. Code § 2.2-3707. Further details beyond this Report may be obtained from those minutes, which are located on the VMI website. All meetings were conducted pursuant to notice, as required by Va. Code § 2.2-3707 (C). Our legal counsel from the Virginia Office of the Attorney General attended and was a full participant in all Board matters, on invitation pursuant to Va. Code § 23.1-1303 (B).

By the authority vested to me by the VMI Board, this Report is tendered pursuant to § 23.1-1303 (B) of the Code of Virginia.



Mr. J. William Boland  
President, VMI Board of Visitors

## Report of the VMI Board of Visitors

2020

1. The following constitutes the Board's report. It is presented by subject matter with an appropriate heading. A summary of the major Board actions as well as Committee activities will be included in this report.

2. **Board Membership:** Pursuant to the Code of Virginia, the Board is composed of eight alumni from the Commonwealth, four non-alumni from the Commonwealth, and four out-of-state alumni. The Adjutant General serves on the Board, ex officio. Additionally, the cadet serving as President of the First (senior) Class serves as the student representative to the Board. In January of 2020, the members were as follows:

Mr. John W. Boland '73, President  
Mrs. Lara T. Chambers '03  
Mr. George J. Collins '62  
Lieutenant General Charles E. Dominy, USA (Ret)  
Mr. Hugh M. Fain III '80  
Mr. Thomas E. Gottwald '83  
Mr. Conrad M. Hall '65  
Mr. Michael L. Hamlar  
Mr. Richard K. Hines V '66  
Mr. David L. Miller '70  
Mr. Scot W. Marsh '81  
Honorable Joseph R. Reeder  
Mr. Eugene Scott, Jr. '80  
Lieutenant General Carl A. Strock '70, USA (Ret)  
Mr. Thomas R. Watjen '76  
Major General Timothy P. Williams, VAARNG  
Lieutenant General Frances C. Wilson, USMC (Ret)

Legal Counsel for VMI is provided by the Office of the Attorney General for the Commonwealth. Ms. Cynthia Norwood from that Office serves as VMI's and the Board's Counsel. She was present at all meetings of the Board and worked closely with the Board officers, committee chairmen, and VMI staff on Board actions.

In June 2020, the terms of Mr. George Collins '62, Mr. Scot Marsh '81, LTG Carl Strock '70, LTG Charles E. Dominy ended. Governor Northam reappointed Mr. Marsh, and LTG Dominy, and appointed Mr. Grover Outland III '81 and Mr. Lester Johnson '95 as the newest Board members.

Mr. John W. Boland was reelected by the Board to serve as President for the term beginning 1 July. The Board also elected Mr. Hall, Mr. Watjen, and Mr. Miller to serve as Vice-Presidents; LTG Fran Wilson was elected as the non-alumni member of the Executive Committee and Lieutenant Colonel Sean Harrington was appointed to serve as the Secretary to the Board.

In October 2020, Mr. Boland accepted the resignations of Mr. Grover Outland III '81 and Mr. Thomas Gottwald '83. Governor Northam appointed Mr. E Sean Lanier '94 to replace one of the two vacancies. One vacancy still remained (out-of-state alumnus).

**3. Board Member Orientations and Training:** Each summer, new appointees to the VMI Board receive a full day of orientation and training. This occurred on two separate events due to COVID-19 restrictions for both Mr. Johnson (in-person) and Mr. Outland (VTC). Participating in the briefings and orientation were the President, Mr. Boland, the Superintendent, General J.H. Binford Peay III, the Chief of Staff, Colonel James P. Inman, the Secretary to the Board, Lt Col Sean P. Harrington, and Ms. Cynthia Norwood, VMI's counsel from the Office of the Attorney General. This Orientation provided a series of briefings on the Institute along with Freedom of Information Act and Conflict of Interests Act training from counsel. A full array of briefings was provided as well by the VMI senior staff. In addition to orientation at VMI, Mr. Outland and Mr. Johnson attended the State Council of Higher Education for Virginia (SCHEV) training via VTC, as mandated by Va. Code § 23.1-1304(A).

In concert with the continuing education of Board members, legal counsel provided electronic training as well as printed materials highlighting legal issues, particularly the requirements of FOIA, for Board members in accordance with Va. Code § 23.1-1306.

**4. Board Meetings:** The VMI Board meets as a body three times per year for their regular meetings. Due to COVID-19 restrictions, those regular meetings occurred in January, June (VTC), and September of 2020. The Board had four additional special meetings in 2020 to address ongoing Diversity, Equity, and Inclusion efforts and mandates. Those meetings occurred in October, November, and December respectively. All Board meetings were conducted pursuant to notice, as required by Va. Code § 2.2-3707 (C). A majority of Board members were present at each meeting.

At each regular Board meeting, the Board received extensive briefings from the Superintendent, Dean of the Faculty, Deputy Superintendent for Finance, Administration and Support, Athletic Director, Commandant of Cadets, and other senior staff members. Additionally, the President and CEO of the VMI Alumni Agencies presented updates to the Board. In order to obtain information directly from the Corps of Cadets, the First Class President, President of the Honor Court, and Regimental Commander also presented

briefings to the Board at the meetings when possible. Due to COVID-19 restrictions, the regular June meeting met via VTC in accordance with Virginia Code requirements.

5. **Board Actions for 2020:** An overview of the significant Board actions for Calendar Year 2020 is detailed below.

a. The Board approved all changes in faculty and staff appointments, to include hiring, promotion, and retirement actions.

b. The Board approved the Graduation Lists for all cadets graduating from VMI.

c. The Board approved the financial statements from the preceding fiscal year at its January meeting. In June, the Board approved the proposed operating budget for FY 2020/21.

d. The Board additionally performed annual reviews and approved a number of strategic and operational plans for VMI. These included the SWaM Plan for small, women-owned and minority-owned businesses; the Post Facilities Master Plan which outlined the physical infrastructure and capital needs for the Institute; the Six Year Plan; and the Institute's Strategic Plan Update.

e. For the potential appointment recommendation of outgoing Board members, the Board, Alumni Association, and Superintendent conferred to nominate candidates for these positions. This coordination occurred during the November-January timeframe with the Alumni Association providing the Institute's nominations in accordance with the Code of Virginia.

f. At the January Board meeting, the Board received a detailed report on the initiatives supporting Vision 2039, which is the Superintendent's overarching strategic plan for the Institute. This plan has fourteen principal objectives with a total of 181 specific action items supporting them in various states of completion.

g. The Board at its June meeting received an update on COVID-19 impacts and reviewed the Superintendent's Management by Objective (MBO) Report for 2019-20. The Board also approved the Superintendent's proposed new MBOs for 2020-21.

h. At the September Board meeting, the Board received an update on COVID-19 planning and impacts for the current academic year, reviewed the FY21 Operational Budget, and reviewed the SACSCOC Distance Education Prospectus.

i. On 19 October 2020, the Board received a letter from Governor Northam, Lieutenant Governor Fairfax, Attorney General Herring, Delegate Filler-Corn (Speaker of the House), Senator Louise Lucas (Senate President), Delegate Lamont Bagby (Chair, Legislative Black Caucus), Senator Janet Howell (Chair, Senate Finance & Appropriations Committee), and Delegate Luke Torian (Chair, House Appropriations Committee) expressing “deep concerns about the clear and appalling culture of ongoing structural racism at the Virginia Military Institute.” This was in response to a Washington Post article alleging a culture of hostility and insensitivity toward Black cadets at VMI. The Governor directed an independent, third party review of VMI’s culture, policies, practices, and equity in disciplinary procedures. Additionally, VMI was directed to meet with the Commonwealth’s Secretary of Education and Chief Diversity Officer on no fewer than three separate occasions by end of the calendar year to review best practices around campus culture, funding implications, and support on the development of a diversity plan that goes beyond the Vision 2039 framework. These meetings occurred on 23 November, 8 December, and 15 December with members of the full board.

j. On 26 October 2020, the Board received and accepted the resignation of General J.H. Binford Peay III due to a loss of confidence in his leadership by the Governor and Virginia legislature. The Board immediately turned its attention to the search for a new Superintendent.

k. At the 29 October 2020 special meeting of the Board, the Board implemented the position of VMI Chief Diversity Officer, voted to remove the statue of Stonewall Jackson away from Post, implemented the Diversity, Equity and Inclusion Committee and the Commemorations and Memorials Naming and Review Committee, committed to providing greater focus on gender equality, implemented guidance for a new diversity hiring plan initiative, and established a Past President’s Advisory Council.

l. On 13 November 2020, the Board of Visitors appointed Major General Cedric T. Wins, VMI Class of 1985, as Interim Superintendent of the Institute.

6. **Committees:** The VMI Board structure contains ten committees with each comprised of a chairperson and 5-8 total members. The Board added the Diversity, Equity, and Inclusion Committee and the Commemorations and Memorials Naming and Review Committee in 2020. These committees have staff liaisons assigned and at each of established meetings, individual committee agendas were developed with meeting minutes taken to record the activities. The BOV Committees are as follows:

*Audit, Finance, and Planning:* financial, budgetary, and fiscal matters; Strategic Plan; Information Technology; and compensation issues

*Academic Affairs:* all academic matters; curricula changes; undergraduate research; international programs; career services; admissions; and accreditation

*Cadet/Military Affairs:* all cadet activities; barracks operations; Regimental and Class Systems; ROTC activities; commissioning; club and intramural sports; and cadet welfare activities

*Athletics:* all matters involving NCAA sports at VMI; review of academic progress reports; NCAA compliance matters; and NCAA certification

*External Relations:* governmental relations; strategic communications and marketing; VMI Museum Program activities; and BOV Awards (New Market Medal and Jonathan Daniels Humanitarian Award)

*Nominating and Governance:* individual board appointments and officers; responsible for matters relating to the governance of the Board including the by-laws

*Appeals:* responsible for hearing the appeals of any cadet dismissed following an Honor Court trial or, in rare circumstances, an appeal of a cadet dismissed for disciplinary reasons by the Superintendent

*Diversity, Equity, and Inclusion:* responsible for the oversight of all matters relating to the Institute's excellence in diversity across all programs and departments.

*Commemorations and Memorials Naming and Review:* responsible for oversight of all policies and practices related to the naming of buildings and places on Post as well as the existence of statues, commemorations, and memorials on Post

*Executive:* elected members of the board including the President, three Vice-Presidents, and one non-alumnus. In addition to the duties specific to VMI's Executive Committee, the Executive Committee organizes the working processes of the Board, recommends best practices for Board governance, and coordinates the other responsibilities required by Va. Code § 23.1-1306.

**7. Committee Activities:** The various committees are comprised of members with considerable expertise in the areas of responsibility for that committee. The Audit, Finance, and Planning Committee, for example, reviews all fiscal matters, to include the annual operating budget, and presented these matters to the full Board at a Plenary Session. That Committee has resident experience in financial and business matters.

In accordance with standard procedures, the entire Board was provided reports, proposals, and other documents a week in advance of the meeting to review. Committee chairs continued to work with their assigned staff liaisons throughout the year to ensure the various issues were prepared for Board action. The majority of the Board actions in 2020 were reviewed extensively by a particular Committee and briefed to the full Board prior to a vote being taken.

8. **Conclusion:** As noted previously, further details on the activities of the VMI Board of Visitors are contained in the minutes of those meetings and are available on the Board of Visitor section of the VMI website. Following each meeting, draft minutes and approved minutes were posted on both the Board's website and Commonwealth Calendar website approved minutes. If there are any questions or if further information is needed, the Secretary to the Board, Lieutenant Colonel Harrington, may be contacted at (540) 464-7132.