



THE RECTOR AND VISITORS OF THE  
UNIVERSITY OF VIRGINIA

August 27-28, 2021

### **Friday, August 27**

Members of the Board of Visitors of the University of Virginia met in retreat in open session on August 27, 2021, from 12:00 p.m. to 4:35 p.m. in the Athletic Dining Room of the John Paul Jones Arena. Rector Whittington W. Clement presided. Present were Robert D. Hardie, Robert M. Blue, L.D. Britt, M.D., Carlos M. Brown, Frank M. Conner III, Elizabeth M. Cranwell, Thomas A. DePasquale, Barbara J. Fried, Louis S. Haddad, Angela H. Mangano, James B. Murray Jr., L.F. Payne, C. Evans Poston Jr., James V. Reyes, Joel W. Hockensmith, and Sarita Mehta.

Mark T. Bowles and Babur B. Lateef, M.D. were absent.

Also participating in some or all sessions were James E. Ryan, Jennifer Wagner Davis, K. Craig Kent, M.D., M. Elizabeth Magill, Melody S. Bianchetto, Michael J. Citro, Margaret S. Grundy, Susan G. Harris, Timothy J. Heaphy, Megan K. Lowe, Clark L. Murray, David W. Martel, Steve Pritzker, Colette Sheehy, Debra D. Rinker, and Jasmine Yoon.

Presenters included Stephen M. Farmer, Todd DeSorbo, Bronco Mendenhall, and Carla G. Williams.

### **Comments from the Rector**

Mr. Clement welcomed the participants and suggested Board members utilize the Board Basics book provided in their materials which contains a great deal of information about the University. He introduced new members Carlos Brown and L.F. Payne, and he recognized the new faculty representative Joel Hockensmith. Finally, he reviewed the Retreat agenda in brief and invited President Ryan to make remarks.

### **Comments from the President**

Mr. Ryan provided a brief update on events at the University. He said the semester started in a strong position because of the high COVID-19 vaccination rates of students, faculty, and staff, and there is a palpable sense of joy on Grounds. He thanked those in leadership positions who went the extra mile to make the Grounds safe, welcoming, and spirited for the students' return. There were two move-in days with a full calendar of events including concerts, games, and events including the "4<sup>th</sup> Side" event at Scott Stadium with the marching band, a DJ, fireworks, and Coach Mendenhall.

President Ryan said there were two Honor convocations for the Class of 2024 and the Class of 2025. The first Run with Jim included over 300 first years at 8am Sunday morning.

On the faculty and research side, there is an exciting group of new faculty and new deans including Jennifer West (Engineering) and Malo Hutson (Architecture), with Melina Kibbe (Medicine) starting in September, and the dean of the School of Education, Robert Pianta, announced that he is stepping down. They are about to kick off a search for the next dean as well as a new Nursing School dean.

He announced that Alex Hernandez, dean of the School of Continuing and Professional Studies, has assumed a part-time administrative appointment as Vice Provost for Online Learning. He will lead efforts to develop a thriving portfolio of online programs that expands access to UVA, serves students throughout their lives, and opens pathways to residential programs.

On the research side, they are about to announce recipients of the STEM Targeted Initiatives Fund, and the Grand Challenge research investments this year will be in Environmental Resiliency and Sustainability and the Brain and Neuroscience.

He spoke in detail about the members of the Institute of Democracy advisory board chaired by Professor Sabato and Dean Risa Goluboff.

The *Campaign for the Future* is making progress: the fundraising target was \$500M for FY21 and we surpassed it with \$507M. Philanthropic cash flow surpassed \$428M; it is the first time they have reached \$400M in a year. President Ryan will be doing campaign road shows beginning in October and he is looking forward to getting back on the road and engaging with alumni and friends.

The in-person fall semester is all possible because of high vaccination rates: 96% for students, including 98% of students living on Grounds, and more than 93% for staff. Mr. Ryan said he was grateful for the advice and counsel of UVA's medical experts and he introduced Dr. Mitch Rosner, who is the Henry Mulholland Professor of Medicine and Chair of the Department of Medicine. Dr. Rosner explained their approach to the fall semester, with vaccination being the most important tool in their risk mitigation toolchest. The Delta variant poses unique challenges, but vaccination is effective at preventing severe disease. Hospitalized patients who are vaccinated are at 0.009% in Virginia. Other risk mitigation measures include an indoor mask mandate and HEPA filters in classrooms. Those who are not vaccinated must undergo surveillance testing. They are also doing outbreak-based testing of those exposed to others with COVID-19.

Dr. Rosner answered questions from members of the Board. He said one of the reasons a vaccinated person could get the virus is the vaccine does not provide mucosal immunity so a person might have cold-like symptoms in their nasal passages. This is much less severe than the respiratory illness experienced primarily by unvaccinated people. The single most important thing a state or country can do is to get people vaccinated.

## **Enrollment Management**

Vice Provost for Enrollment Stephen Farmer presented. Following some introductory remarks about himself, what he hoped to cover, and a couple of anecdotes about students who began at the University this fall, he explained that his portfolio includes Student Financial Services, Undergraduate Admission, and the University Registrar's office.

Student Financial Services sends and collects 70,000 student bills every year and administers more than \$160M in student financial aid. Undergraduate Admission works with about 150,000 prospective students every year, welcomes 75,000 guests to Grounds, and reads the applications of more than 50,000 candidates. The University Registrar maintains the records of more than a half a million individuals and manages an inventory of 13,000 courses as well as other responsibilities. The three offices depend on each other. They work together to explain financial aid and help students apply, for example. It makes sense to work closely together. They did a great job through the pandemic: nimble, creative, resilient. They want to be accountable for results, and that students feel in their bones that the University really cares about them. He showed some charts of rankings including four-year graduation rate, percent change in applications, and Black student as percent of the class where UVA is above the average. UVA is fourth among peers in four-year graduation rate, for example. Enrollment of Black students is above the average and above many of the top universities nationwide, in line with the University of Pennsylvania and Brown University.

First-year yield is also above average, ninth among the 36 AAU public universities. In head-to-head with other Virginia publics, nine out of ten who are accepted at more than one school have chosen UVA. Of the top schools where students who turned UVA down enrolled, for Virginians the top three are other Virginia publics. For non-Virginians, the top schools are some of the best public and private universities in the country including the University of Pennsylvania, Michigan, Duke, and Vanderbilt. Takeaways from the data include that UVA is playing in a fast league, and we are competing primarily with a small number of key competitors. The top 20 turndown schools for out of state students comprise over 60% of all the schools where students enrolled after turning down UVA. Two-thirds of Virginians enrolled in one of 20 schools.

Mr. Farmer spoke about needing to develop some new "muscles" in year two of his tenure, including a shared culture of organizing around caring for students and competing for talented students from all walks of life. Part of this is more intelligence—need more information/data to be effective. Collaborating with and listening to colleagues on Grounds, current students, alumni, and friends, are part of the process of developing a shared culture. He said we need to defend our home field and focus first and foremost on Virginians. Enrollment strategy is part of this: how big should we be? What paths to and through UVA should we offer? What kind of experience will our students want? How can we secure and sustain the resources necessary to provide this experience while making sure we can advance the University's mission in other areas?

In year ten, he believes there are four themes in higher education (not just UVA): 1. transform how we recruit, admit, aid, and enroll our students; 2. deepen our service to students, schools, and communities across the Commonwealth; 3. strengthen our success by strengthening our diversity; and 4. helping our students seek and see goodness—in themselves and in their classmates. Every step should have a purpose, and no step should make anyone stumble. We should be humble and not be too proud to learn new steps. Every step should get students closer to the places they need to be.

Mr. Farmer spoke about the importance of diversity: students want to study alongside talented classmates from all walks of life. As we strengthen diversity, we make UVA more attractive to the prospective students we want to enroll. U.S. News is looking at diversity as a factor in their rankings, particularly social mobility as exemplified by percentage of Pell grant recipients and graduation rates.

In answer to questions, Mr. Farmer spoke about his support for understanding prospective students' relationship with UVA, including family members who attended UVA, as part of the application process, and as far as financial aid to attract the best and the brightest, many of the top low-income students can go anywhere and often for less money than UVA. Many private institutions can offer better financial, including merit, packages than UVA can offer.

### **NCAA/Athletics Report**

Vice President and Director of Intercollegiate Athletics Carla Williams led the presentation and discussion. Coaches Bronco Mendenhall and Todd De Sorbo also participated. She started with a highlight video of the past year in review. She then showed several pictures of events last year, including a picture of Tony Bennett coaching alone because the rest of his staff was out due to COVID19. UVA, miraculously, managed to finish 11<sup>th</sup> in the Directors Cup, including national championships in Women's Swimming and Diving and Men's Lacrosse, plus several individual national titles. UVA has won 29 national titles, four in the last three years. There have also been significant ACC titles. UVA had 18 Olympians at the Tokyo Olympics.

Ms. Williams explained the "name, image, and likeness" (NIL) issue. Student athletes could not capitalize on their NIL until July 2021, but there are parameters in Virginia including that the university cannot advise student athletes or facilitate agreements. For UVA, top earners are in football, men's basketball, women's swimming and diving, men's and women's soccer, and volleyball. The top earner is a volleyball athlete.

She spoke about *NCAA v. Alston* decided by the U.S. Supreme Court. The Court allowed an increase in how college athletes can be compensation for education purposes, which UVA has determined will cost \$5,980 per NCAA student-athlete per year. Future legislation may remove the cap.

Ms. Williams spoke about conference realignment and showed where each conference operates. The SEC just added two universities, and the ACC, PAC-12, and Big Ten, 41 institutions, formed an alliance on interconference scheduling and the future evolution of intercollegiate athletics. The future structure of the NCAA will be the topic of an upcoming convention. Revenue from football drives the payments to conference members, which in turn supports all the other intercollegiate sports. To ensure competing in Olympic sports into the future hinges on investing in football. Facilities are important, and football needs a new operations building including locker room, nutrition area, offices, team meeting room, etc. We have those for basketball now, but not for football.

Both Football Coach Bronco Mendenhall and Men's and Women's Swimming and Diving Coach Todd DeSorbo spoke about the importance of improving facilities first for football and then for the other sports. Ms. Williams said Athletics is not where it needs to be from a fundraising standpoint.

In answer to a question about what college athletics will look like in ten years, Ms. Williams said universities will have to decide what they want in their athletics programs. Universities must invest in the one sport that can support the rest of an athletics department and that is football. She said she hoped that the alliance messages that academics are important, and student athletes who would not have gone to college and received an education without sports, that is important.

Coach Mendenhall said he came to UVA for more than football including the academic standing of UVA and the alignment of UVA's and his values. His passion is the development of young people through championship football. He wants everything for the kids he coaches, and grades and career placement are important while UVA plays in the Orange Bowl. He believes what UVA offers academically—faculty, courses, student life -- should attract student athletes for their long-term benefit. Ms. Williams said we are so close; UVA is not that far away from where we need to be. UVA went toe-to-toe with Florida in the Orange Bowl even though we don't have what Florida has.

Coach DeSorbo said his swimming and diving program will thrive if they have the opportunity to survive (through revenue to athletics.) Last year the women on his team were on a mission to win. Their discipline and focus are at a very high level. UVA attracts great student-athletes.

Ms. Williams said the Board can help by messaging the need to focus on the importance of football. If UVA does not invest in a football operations building, that answers the question of where UVA athletics will be in the future.

### **Legal Issues Relevant to Board Service**

Mr. Heaphy reviewed laws affecting members of the Board and focused first on sovereign immunity and protection against tort claims for actions taken within the scope of their responsibilities as members of the Board. He said the Office of University Counsel will represent members of the Board if they are sued for actions taken in good faith that are within the scope of their duties. He said intentional torts, gross negligence, and willful and wanton misconduct are all outside the scope of sovereign immunity protection. Mr. Heaphy also reviewed applicable provisions of the State and Local Government Conflict of Interests Act and the Virginia Freedom of Information Act and the public nature of documents and meetings of the governing board. He elaborated on the points in the comprehensive memo he provided to the Board in advance of the meeting.

The meetings concluded for the day at 4:35 p.m.

### **Reception and Dinner**

At 6:00 p.m., the Board of Visitors held a reception and dinner in the Dome Room of The Rotunda. John Grisham and Carla Williams discussed Mr. Grisham's novel about a college basketball player from South Sudan, *Sooley*.

### **Saturday, August 28**

At 9:00 a.m., the Retreat resumed in the Athletic Dining Room of the John Paul Jones Arena; all members of the Board were present except Mark T. Bowles and Babur B. Lateef, M.D.. Rector

Whittington W. Clement presided. Also joining the Board were public members of the Health System Board: Kenneth Botsford, M.D. (via Zoom), William G. Crutchfield Jr., and Victoria D. Harker. Ex-officio members, other than the senior leadership of the University, included Pamela M. Cipriano, Wendy M. Horton, and Scott A. Syverud, M.D.

Also present were James E. Ryan, Jennifer Wagner Davis, K. Craig Kent, M.D., M. Elizabeth Magill, Melody S. Bianchetto, Thomas A. Scully, Susan G. Harris, Timothy J. Heaphy, Clark L. Murray, David W. Martel, Colette Sheehy, Debra D. Rinker, and Jasmine Yoon.

Presenters included Robert I. Grossman, M.D. (via Zoom), Jason Lineen, Brenda Pawlak, and Tom Enders (via Zoom).

Following introductory remarks from Rector Clement, Dr. Britt, and Dr. Kent, the Board proceeded in closed session.

### **Overview of UVA Health and Strategy Discussion**

#### **Closed Session**

After adopting the following motion made by Mr. Brown, the members present plus Kenneth Botsford, M.D. (via Zoom), William G. Crutchfield Jr., Victoria D. Harker, Pamela M. Cipriano, Wendy M. Horton, Scott A. Syverud, M.D., James E. Ryan, Jennifer Wagner Davis, K. Craig Kent, M.D., M. Elizabeth Magill, Melody S. Bianchetto, Thomas A. Scully, Susan G. Harris, Timothy J. Heaphy, Clark L. Murray, David W. Martel, Colette Sheehy, Debra D. Rinker, and Jasmine Yoon met in a closed session at 9:15 a.m.:

I move the Board of Visitors into closed meeting to discuss proprietary, business-related information about the operations of UVA Health where disclosure at this time would adversely affect the competitive position of the Medical Center, the School of Medicine, or the School of Nursing. The specific topics to be discussed are strategic planning; personnel recruitment and retention; financial, investment, and facility needs; market considerations; growth initiatives; partnerships and other resource considerations and efforts; and quality and safety; all of which further the strategic initiatives of the Medical Center, the School of Medicine, and the School of Nursing, and include employee performance and other proprietary metrics. The relevant exemptions to the Virginia Freedom of Information Act authorizing the discussion and consultation described above are provided for in Sections 2.2-3711(A)(1), (6), and (22) of the Code of Virginia. The meeting of the Board of Visitors is further privileged under Section 8.01-581.17 of the Code of Virginia.

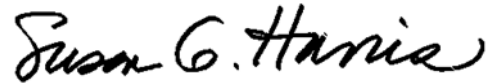
At 12:00 p.m., the Board concluded the closed session and approved the following motion unanimously by roll call vote. Voting in the affirmative: Mr. Clement, Mr. Hardie, Mr. Blue, Dr. Britt, Mr. Brown, Mr. Conner, Ms. Cranwell, Mr. DePasquale, Ms. Fried, Mr. Haddad, Ms. Mangano, Mr. Murray, Mr. Payne, Mr. Poston, Mr. Reyes, Mr. Hockensmith, and Ms. Mehta.

I move that we vote on and record our certification that, to the best of each member's knowledge, only public business matters lawfully exempted from open meeting requirements and which were identified in the motion authorizing the closed session, were heard, discussed or considered in closed session.

**Open Session**

The Rector thanked everyone for attending. On motion, the meeting was adjourned at 12:00 p.m.

Respectfully Submitted,

A handwritten signature in black ink that reads "Susan G. Harris". The signature is written in a cursive style with a large, prominent "S" at the beginning.

Susan G. Harris  
Secretary

SGH:ddr

These minutes have been posted to the University of Virginia's Board of Visitors website.  
<http://bov.virginia.edu/public-minutes>