

MEETING OF THE BOARD OF VISITORS

Wednesday, September 11, 2024

5:00 – 6:00 p.m.

Friday, September 13, 2024

1:30 – 3:00 p.m.

Board Room, The Rotunda

AGENDA

WEDNESDAY, SEPTEMBER 11, 2024

A. **ATHLETICS DISCUSSION** (The Rector)

FRIDAY, SEPTEMBER 13, 2024

B. **APPROVAL OF THE MINUTES OF THE JUNE 6-7, 2024 AND AUGUST 22, 2024 MEETINGS OF THE BOARD OF VISITORS** (The Rector)

C. **CONSENT AGENDA** (The Rector)

1. Reappointment of Victoria D. Harker to the Health System Board
2. Setting the Date of the 2025 Annual Meeting of the Board
3. Resolution for Exclusion of Certain Directors and Officers – September 2024
4. Policy for Electronic Board of Visitors Meetings

D. **ACTION ITEMS**

1. Election of the Executive Committee
2. Memorial Resolution for William Lee Lyons Brown Jr.
3. Memorial Resolution for Benjamin Pollard Alsop Warthen
4. Commending Resolution for Mark T. Bowles
5. Commending Resolution for Elizabeth M. Cranwell
6. Commending Resolution for Thomas A. DePasquale
7. Commending Resolution for Babur B. Lateef, M.D.
8. Commending Resolution for James B. Murray Jr.

E. **NCAA ORIENTATION** (The Rector to introduce Mr. Jason Baum; Mr. Baum to conduct the orientation)

F. **ACC CERTIFICATION** (The Rector)

G. **REMARKS/REPORTS**

1. Remarks by the Rector
2. Remarks by the Chair of the Faculty Senate (Mr. James Lambert)
3. Remarks by the Student Representative (Ms. Lisa Kopelnik)
4. Gifts and Grants Report (Written Report)

H. **DISCUSSION WITH UNIVERSITY LEADERSHIP** (Mr. Ryan)

1. President's Priorities for 2024-2025
2. Institutional Statements

RESOLUTIONS

B. MINUTES

APPROVAL OF THE MINUTES OF THE JUNE 6-7, 2024 AND AUGUST 22, 2024 MEETINGS OF THE BOARD OF VISITORS

RESOLVED, the Board of Visitors approves the minutes of the June 6-7, 2024 and August 22, 2024 meetings of the Board of Visitors.

C. CONSENT AGENDA

C.1. REAPPOINTMENT OF VICTORIA D. HARKER TO THE HEALTH SYSTEM BOARD

WHEREAS, the Board of Visitors may appoint up to six non-voting public members to the Health System Board with terms not to exceed four years;

RESOLVED, Victoria D. Harker of McLean, VA is reappointed as a public member of the Health System Board. Ms. Harker's term is for four years, commencing July 1, 2024 and ending June 30, 2028.

C.2. DATE OF THE 2025 ANNUAL MEETING OF THE BOARD

RESOLVED, the first regular meeting of the Board of Visitors in the fall of 2025 shall be designated the 2025 Annual Meeting of the Board.

C.3. RESOLUTION FOR EXCLUSION OF CERTAIN DIRECTORS AND OFFICERS — SEPTEMBER 2024

WHEREAS, current Department of Defense Regulations contain a provision making it mandatory that the Chair of the Board, a Senior Management Official, and a Facility Security Officer meet the requirements for eligibility for access to classified information established for a contractor facility security clearance; and

WHEREAS, said Department of Defense Regulations permit the exclusion from the personnel of the requirements for access to classified information of certain members of the Board of Directors and other officers, provided that this action is recorded in the public Minutes;

RESOLVED, the Rector as Chair of the Board, Senior Management Official, and Facility Security Officer at the present time do possess, or will be processed for, the required eligibility for access to classified information; and

RESOLVED FURTHER, in the future, when any individual enters upon any duties as Rector of the Board, Senior Management Official, and Facility Security Officer, such individual shall immediately make application for the required eligibility for access to classified information; and

RESOLVED FURTHER, the following members of the Board of Visitors and other officers shall not require, shall not have, and can be effectively and formally excluded from access to all *CLASSIFIED* information disclosed to the University and shall not affect adversely Board and University policies or practices in the performance of classified contracts for the Department of Defense or the Government contracting activities (User Agencies) of the National Industrial Security Program.

Robert M. Blue	Member, University of Virginia Board of Visitors
Carlos M. Brown	Member, University of Virginia Board of Visitors
Daniel M. Brody	Member, University of Virginia Board of Visitors
U. Bertram Ellis Jr.	Member, University of Virginia Board of Visitors
Marvin W. Gilliam Jr.	Member, University of Virginia Board of Visitors
Paul C. Harris	Member, University of Virginia Board of Visitors
Stephen P. Long, M.D.	Member, University of Virginia Board of Visitors
Paul B. Manning	Member, University of Virginia Board of Visitors
John L. Nau III	Member, University of Virginia Board of Visitors
David O. Okonkwo, M.D.	Member, University of Virginia Board of Visitors
Lewis F. Payne	Member, University of Virginia Board of Visitors
Amanda L. Pillion	Member, University of Virginia Board of Visitors
Rachel W. Sheridan	Member, University of Virginia Board of Visitors
David F. Webb	Member, University of Virginia Board of Visitors
Douglas D. Wetmore	Member, University of Virginia Board of Visitors
Porter N. Wilkinson	Member, University of Virginia Board of Visitors
Clifton M. Iler	University Counsel to the University of Virginia
Susan G. Harris	Special Assistant to the President and Secretary to the BOV
Ian B. Baucom	Executive Vice President and Provost
Jennifer Wagner Davis	Executive Vice President and Chief Operating Officer
K. Craig Kent, M.D.	Executive Vice President for Health Affairs and CEO for the Medical Center

C.4. POLICY FOR PARTICIPATION OF BOARD OF VISITORS MEMBERS IN MEETINGS BY ELECTRONIC MEANS OF COMMUNICATION (policy is located at Appendix A)

WHEREAS, Chapter 597 of the Virginia Acts of Assembly – 2022 Session expanded and clarified the circumstances under which boards of visitors may conduct meetings by electronic communication means; and

WHEREAS, this legislation permits certain public bodies, including governing boards of public education institutions, to hold all-virtual meetings in which all members participate remotely when there is not a declared state of emergency, provided electronic access is made available to the public and certain conditions are met; and

WHEREAS, in 2024, legislation was enacted that modified the provisions for meetings held by electronic communication means, including all-virtual meetings, and required public bodies to annually adopt a policy on participation of the members of the public body in meetings by electronic communication means;

RESOLVED, the Board of Visitors approves University Policy BOV-009, “Policy for Participation in Board of Visitors Meetings by Electronic Means of Communication”, as amended; and

RESOLVED FURTHER, the effective date of the amended policy is September 1, 2024; and

RESOLVED FURTHER, this policy shall be applied strictly and uniformly, without exception, to the entire membership and without regard to the identity of the member requesting remote participation or the matters that will be considered or voted on at the meeting.

D. ACTION ITEMS

D.1 ELECTION OF THE EXECUTIVE COMMITTEE FOR 2024-2025

RESOLVED, in addition to the Rector and the Vice Rector, Robert M. Blue, Paul B. Manning, John L. Nau III, Amanda L. Pillion, and Rachel W. Sheridan are elected to the Executive Committee for the 2024-2025 year.

D.2. MEMORIAL RESOLUTION FOR WILLIAM LEE LYONS BROWN JR.

WHEREAS, William Lee Lyons Brown Jr., a native of Prospect, Kentucky, took a bachelor’s degree in history, with distinction, from the College of Arts & Sciences in 1958, and a B.S. in foreign trade from the American Graduate School of International Management in 1960; and

WHEREAS, “Lee” Brown was a member of the Raven Society and a resident of the Lawn in his fourth year; and

WHEREAS, Mr. Brown had an extraordinary career in public service: he was the U.S. Ambassador to Austria under George W. Bush, a member of the President’s Advisory Committee for Trade Policy and Negotiations under Presidents Reagan, George H.W. Bush, and Clinton, and he received the Chevalier de L’Ordre du Merit Agricole from the French Government in 1974 and was appointed Honorary Consul of France for fifteen years, from 1975 to 1990. He served in the U.S. Army Reserves from 1964-1966; and

WHEREAS, Ambassador Brown served as director, President, CEO and Chairman of the Board at Brown-Forman Corporation, a consumer products company founded by his great grandfather; and

WHEREAS, Ambassador Brown served as chair of the board of several arts and business organizations, including the World Monuments Fund, Winterthur Museum and Gardens, the J.B. Speed Art Museum in Louisville, and the American Business Conference. He was a member of the boards of numerous corporations and non-profit organizations, including the Thomas Jefferson Foundation, which owns and operates Monticello, and the Trustees Council of the National Gallery of Art; and

WHEREAS, Ambassador Brown was an engaged alumnus and friend of the University, giving generously of his time and treasure. He served as president of the Alumni Association and was active in the University's capital campaign including providing a family gift to endow the first residential college; and

WHEREAS, Ambassador Brown was appointed to the Board of Visitors by Governor Baliles. He served from 1988 to 1995, and chaired the Student Affairs and Athletics Committee; and

WHEREAS, William Lee Lyons Brown Jr. passed away on June 9, 2024;

RESOLVED, the members of the Board of Visitors commend the life and devoted service of Ambassador William Lee Lyons Brown Jr., mourn his passing, and express their deepest condolences to his wife Alice Cary Farmer, his sister Ina Bond, his three children and their families, and his many friends.

D.3. MEMORIAL RESOLUTION FOR BENJAMIN POLLARD ALSOP WARTHEN

WHEREAS, Benjamin P.A. Warthen, a native of Richmond, Virginia, took a bachelor's degree in history and a J.D. from the School of Law as well as a degree from the London School of Economics; and

WHEREAS, Mr. Warthen was a member of Phi Kappa Psi, where he was actively engaged all of his adult life, including as a member of the board and as a mentor to students; and

WHEREAS, Mr. Warthen served in the U.S. Army as a Company Commander; and

WHEREAS, over his career, Mr. Warthen was a partner in several law firms including Benedetti, Gilmore, Warthen and Dalton, and was the founder and publisher of Richmond State News. He was honored this year for fifty years of service in the Virginia State Bar Association; and

WHEREAS, Mr. Warthen served on Richmond City Council from 1992 to 1994, and was active on a number of civic boards and committees in Richmond; and

WHEREAS, with a deep knowledge and interest in the history of Virginia, Mr. Warthen lent his expertise to his community as a member of the Virginia Historical Society and the board of the Poe Museum, as well as other organizations dedicated to studying and preserving Virginia history; and

WHEREAS, Mr. Warthen also was fond of the outdoors and restoring antique cars and old houses, and enjoyed spending time on his mountaintop property in Albemarle County; and

WHEREAS, Mr. Warthen was appointed to the Board of Visitors by Governor Gilmore, serving from 1998 to 2002; and

WHEREAS, Benjamin P.A. Warthen passed away on July 3, 2024;

RESOLVED, the members of the Board of Visitors commend the life and devoted service of Benjamin Pollard Alsop Warthen, mourn his passing, and express their deepest condolences to his wife Terry, his son Thomas, his family and many friends.

D.4. COMMENDING RESOLUTION FOR MARK T. BOWLES

WHEREAS, Mark T. Bowles took a bachelor of arts degree from James Madison University in 1986 and a J.D. from the University of Richmond Law School in 1989; and

WHEREAS, Mr. Bowles is the chairman of McGuireWoods Consulting and a partner with McGuireWoods LLP. McGuire Woods Consulting is one of the largest public affairs firms in the U.S. His practice provides strategic counsel and policy advice to businesses and organizations before state legislatures and regulatory agencies, and he has advised on issues related to healthcare, energy, technology, gaming, higher education, and environmental law. He has led state, regional, and national public policy initiatives on behalf of clients; and

WHEREAS, prior to joining McGuireWoods, Mr. Bowles served as chief of staff to Representative L.F. Payne (D-VA) and was counsel to a multi-state utility. He served as assistant attorney general in Virginia where he worked on legal and policy matters, including serving as staff counsel for the Attorney General's Task Force on Domestic Violence; and

WHEREAS, Mr. Bowles has been active in Virginia politics, managing legislative, statewide, and congressional campaigns and serving in the McAuliffe and Northam administrations as well as the Virginia Democratic Party; and

WHEREAS, Mr. Bowles serves on the advisory boards of the UVA Center for Politics and the Batten School of Leadership and Public Policy; and

WHEREAS, Mr. Bowles was appointed to the Board of Visitors by Governor McAuliffe in 2015, and reappointed by Governor Northam in 2020, serving a total of nine years; and

WHEREAS, Mr. Bowles chaired the Committee on the University of Virginia's College at Wise and was an important resource to University leadership and the Board on legislative and regulatory matters;

RESOLVED, the members of the Board of Visitors thank Mark T. Bowles for his exemplary service to the Board and to the University, consider him a friend and valued colleague, and hope and expect that he will continue to be engaged in the work of the University; and

RESOLVED FURTHER, his colleagues on the Board wish Mark and Kathy Bowles and their family continued success and happiness in all of their future endeavors.

D.5. COMMENDING RESOLUTION FOR ELIZABETH M. CRANWELL

WHEREAS, Elizabeth M. Cranwell took a bachelor of arts degree in American Government and Spanish from the University of Virginia in 1986 and a master of arts in Public Communications from American University in 1996; and

WHEREAS, Ms. Cranwell is a real estate professional with MKB REALTORS, the largest locally owned real estate agency in the Roanoke Valley; and

WHEREAS, Ms. Cranwell served as the publicist for the Virginia Festival of American Film, as Press Secretary for former Congressman Rick Boucher, and Communications Director for former Congresswoman Leslie Byrne. She also provided private sector consulting in public relations and worked in several political campaigns; and

WHEREAS, Ms. Cranwell's statewide and community service has been substantial, including serving as President of the Arlington Community Temporary Shelter, Inc. (now Doorways for Women and Families), as a Commissioner on the Roanoke Valley Greenway Commission, and as a board member for the Science Museum of Western Virginia. In addition, Ms. Cranwell was President of New Vista Montessori School, a school she co-founded; President of the North Cross School Parents Association; a Trustee of the North Cross School Board of Trustees; and a Commissioner on Governor Tim Kaine's Start Strong Council, which worked to expand pre-kindergarten education in the Commonwealth; and

WHEREAS, Ms. Cranwell is a member of the Board of Directors of Virginia CARES (Community Action Re-entry System, Inc.) which works toward the successful reentry and de-institutionalization of felons in the Commonwealth of Virginia; and

WHEREAS, Ms. Cranwell was appointed to the Board of Visitors by Governor McAuliffe in 2016 and reappointed by Governor Northam in 2020, for a total of eight years of service; and

WHEREAS, Ms. Cranwell was chair of the Committee on The University of Virginia's College at Wise and later the Academic and Student Life Committee, and was an active member of several other standing and special committees; and

WHEREAS, Ms. Cranwell's focus as a Visitor on the education and well-being of College at Wise and UVA students led her to work to improve student advising and to strengthen the support networks for students;

RESOLVED, the members of the Board of Visitors thank Elizabeth Matheny Cranwell for her exemplary service to the Board and to the University, consider her a friend and valued colleague, and hope and expect that she will continue to be engaged in the work of the University; and

RESOLVED FURTHER, her colleagues on the Board wish Elizabeth and Richard Cranwell and their family continued success and happiness in all of their future endeavors.

D.6. COMMENDING RESOLUTION FOR THOMAS A. DEPASQUALE

WHEREAS, Thomas A. DePasquale took a bachelor's degree in Commerce with a concentration in Accounting from the University of Virginia in 1982 and lived on the Lawn; and

WHEREAS, Mr. DePasquale is a visionary entrepreneur and investor; and

WHEREAS, Mr. DePasquale has launched several startup companies over his career; he currently serves as the chairman of the board of Cerium Pharmaceuticals, a clinical stage biopharmaceuticals company he co-founded; and

WHEREAS, Mr. DePasquale was appointed to the Board of Visitors by Governor McAuliffe in 2016 and reappointed by Governor Northam in 2020, for a total of eight years of service; and

WHEREAS, Mr. DePasquale served as vice chair of the Committee on The University of Virginia's College at Wise and vice chair and chair of the Audit, Compliance, and Risk Committee; and

WHEREAS, Mr. DePasquale challenged the Board to look at issues from different perspectives. He was a champion of the College at Wise and helped create an emergency fund to keep students in school at the College. He received the Crockett Award from Chancellor Henry, who said that she appreciated his "diligent prodding to ensure that there's no time for me to rest on my laurels;"

RESOLVED, the members of the Board of Visitors thank Thomas Anthony DePasquale for his exemplary service to the Board and to the University, consider him a friend and valued colleague, and hope and expect that he will continue to be engaged in the work of the University; and

RESOLVED FURTHER, his colleagues on the Board wish Tom and Rafik Djida and their family continued success and happiness in all of their future endeavors.

D.7. COMMENDING RESOLUTION FOR BABUR B. LATEEF, M.D.

WHEREAS, Babur B. Lateef took a bachelor's degree in Combined Science from Youngstown University, graduating magna cum laude, and a medical degree from Northeast Ohio Universities College of Medicine; and

WHEREAS, Dr. Lateef is a comprehensive ophthalmologist for Advanced Ophthalmology Inc., and

WHEREAS, Dr. Lateef has been recognized as Top Doctor in Washingtonian Magazine for more than a decade; and

WHEREAS, Dr. Lateef serves as chair of the Prince William County School Board, has been an active member of the Board of Directors of the SPARK Foundation and an assistant professor at George Washington University School of Medicine. He is currently pursuing a

doctorate in the UVA School of Education and Human Development and is a member of the Raven Society; and

WHEREAS, Dr. Lateef was appointed to the Board of Visitors by Governor McAuliffe in 2016 and reappointed by Governor Northam in 2020, for a total of eight years of service; and

WHEREAS, Dr. Lateef chaired both the Audit, Compliance and Risk Committee and the Health System Board, and served on a number of standing and special committees as well as representing the Board of Visitors on the board of the University Physicians Group; and

WHEREAS, characterizing Dr. Lateef's service on the Board, and in his other endeavors, he has been a tireless advocate for the ideals he holds most dear: providing access to high quality educational opportunities, to exceptional student experiences including scholastic and career advising, and to outstanding patient care;

RESOLVED, the members of the Board of Visitors thank Dr. Babur Bari Lateef for his exemplary service to the Board and to the University, consider him a friend and valued colleague, and hope and expect that he will continue to be engaged in the work of the University; and

RESOLVED FURTHER, his colleagues on the Board wish Babur and Tarannum Lateef and their family continued success and happiness in all of their future endeavors.

D.8. COMMENDING RESOLUTION FOR JAMES B. MURRAY JR.

WHEREAS, James B. Murray Jr. took a bachelor's degree from the University of Virginia, a juris doctor from the Marshall-Wythe School of Law at the College of William and Mary, and an honorary doctor of laws degree from the College of William and Mary; and

WHEREAS, Mr. Murray is the founder and board chair of the Presidential Precinct, President of Murray Enterprises, and former managing general partner at Court Square Ventures; and

WHEREAS, Mr. Murray served as a director of over three dozen technology companies and is the former chair of the Advisory Board of the Export-Import Bank of the United States. He also served on the American Board of the Smurfit Graduate School of Business Administration, University College, Dublin, Ireland; and

WHEREAS, Mr. Murray has been a guest lecturer at Harvard Business School; the Darden School of Business; the McIntire School of Commerce; the Mason Business School at the College of William and Mary; the Smurfit Graduate Business School in Dublin; and Piedmont Virginia Community College; and

WHEREAS, Mr. Murray is a former rector and member of the Board of Visitors of the College of William and Mary, former chair of the President's Monroe Commission, the Charlottesville – Albemarle Community Foundation, and the Virginia Governor's Commission on Higher Education Board Appointments; and

WHEREAS, Mr. Murray was appointed to the Board of Visitors by Governor McAuliffe in 2016 and reappointed by Governor Northam in 2020, for a total of eight years of service; and

WHEREAS, Mr. Murray served as vice rector from 2017-2019 and Rector of the University from 2019-2021. He was also chair of the Finance and Executive Committees, and participated on a number of other standing and special committees; and

WHEREAS, Mr. Murray led the Board with skill and perseverance through challenging times, particularly the COVID-19 pandemic, which caused the suspension of in-person activities that affected every aspect of University life including the work of the Board of Visitors; and

WHEREAS, Mr. Murray's financial acumen was, and is, a valuable resource for University leadership and the Board. He participated in a University debt offering that resulted in historically low rates, devised the "Murray Metrics"—an at-a-glance dashboard of major institutional metrics—and he currently serves on the University of Virginia Investment Management Company board as the Board's representative.

RESOLVED, the members of the Board of Visitors thank James Brady Murray Jr. for his exemplary service to the Board and to the University, consider him a friend and valued colleague, and hope and expect that he will continue to be engaged in the work of the University; and

RESOLVED FURTHER, his colleagues on the Board wish Jim and Bruce Murray and their family continued success and happiness in all of their future endeavors.

F. **ACC CERTIFICATION**



*Governing Board Certification Form
Academic Year 2024-25*

As Chair of the Governing Board at University of Virginia,
(institution name)

I attest that:

- 1) Responsibility for the administration of the athletics program has been delegated to the CEO of the Member.
- 2) The chief executive officer has the mandate and support of the board to operate a program of integrity in full compliance with NCAA, Conference and all other relevant rules and regulations.
- 3) The chief executive officer, in consultation with the faculty athletics representative and the athletics director, determines how the institutional vote shall be cast on issues of athletics policy presented to the NCAA and the Conference.

Date Presented to the Governing Board: September 13, 2024

Signed: _____
(Chair of the Governing Board)

Signed: _____
(CEO/President/Chancellor of Member Institution)

Please email a copy of your completed form by October 11, 2024 to:

*Tracey Haith
thaith@theacc.org*

G.3. GIFTS & GRANTS REPORT

Summary of Fiscal Year 2024 through June 30, 2024:

Total fundraising progress for the University of Virginia and its related foundations was **\$617,991,567** through June 30, 2024. Gifts and commitments to the Darden School of Business, Athletics, School of Law, McIntire School of Commerce, University Libraries, School of Engineering and Applied Science, Jefferson Scholars Foundation, UVA Fund, Alumni Association, University of Virginia's College at Wise, Fralin Museum of Art, Miller Center, Jeffersonian Grounds, Virginia Humanities, Women's Center, and School of Continuing and Professional Studies saw increases over the previous fiscal year.

Significant Gifts Received Since the Last Meeting:

- Philip F. Dupont Trust gifts totaling \$5,475,071 to the University for unrestricted endowment support.
- Karsh Family Foundation pledge payments totaling \$5,300,000 to the University for the Karsh Institute of Democracy.
- Anonymous gift of \$3,100,000 to the Alumni Association for the Rare Book School Endowment.
- Hunter R. Hughes III deferred gifts totaling \$2,002,175 to the School of Law.
- The Kapnick Foundation pledge payments totaling \$2,000,000 to the College of Arts and Sciences for the Kapnick Foundation Professorships in Creative Writing Fund.
- PTJ Operations LLC pledge payments totaling \$1,967,170 to the University for the Contemplative Sciences Center and the Contemplative Commons.
- Martha Ann Colombini and Carlo E. Colombini realized bequest of \$1,600,000 to the School of Medicine for the Nephrology Department.
- Andrew J. Still and Delores R. Still deferred gift of \$1,500,000 to The University of Virginia's College at Wise.
- John L. Nau III pledge payments totaling \$1,438,024 to the College of Arts and Sciences for the John L. Nau III Center for Civil War History and John L. Nau III Fund for the Program of Constitutionalism and Democracy; and to the University for the Center for Politics Building Expansion.
- Peter W. Low and Carol R. Low deferred gifts totaling \$1,422,122 to the School of Law.
- Estate of Roderick H. Cushman realized bequest of \$1,000,000 to the College of Arts and Sciences for the R. H. Cushman Bicentennial Scholars Fund.

- Anonymous pledge payment of \$1,000,000 to the School of Law for the Education Rights Institute.
- Community Foundation of Greater Birmingham gift of \$1,000,000 at the recommendation of Kenneth B. Botsford, M.D. and Nina J. Botsford to the School of Medicine for the Nina and Ken Botsford Bicentennial Professorship in Neurology.
- Community Foundation of Greater Richmond gift of \$1,000,000 at the recommendation of Anthony F. Markel to the Athletics Department for the Tony Markel Family Men's Golf Head Coach.
- The William Stamps Farish Fund pledge payment of \$1,000,000 to the McIntire School of Commerce for the William S. Farish Bicentennial Scholarship Fund.
- Estate of Francis B. Blakemore realized bequest of \$815,000 to The University of Virginia's College at Wise for unrestricted support.
- Anonymous pledge payment of \$750,000 to the Darden School Of Business for the Darden Fund for Public and Societal Infrastructure for the Institute for Business in Society.
- Drew Parker and Kate E. Parker gifts totaling \$750,000 to the Athletics Department for the Athletics Direct Excellence Fund and General Athletics Facilities.
- Lettie Pate Whitehead Foundation gifts totaling \$701,409 to the School of Nursing for the Lettie Pate Whitehead School of Nursing Scholarship; and to the Alumni Association for the Whitehead Foundation Scholarship.
- John Eagle Delashmutt Jr. Charitable Trust realized bequests totaling \$675,000 to the University for Scholarship for Access UVA; and to the McIntire School of Commerce for the Next Century Building Fund.
- Daniel W. Mason III and Cynthia Paganini deferred gift of \$661,918 to the School of Medicine.
- Richard A. Mayo and Sara P. Mayo gifts totaling \$580,754 to the Darden School of Business.
- Fidelity Charitable Gift Fund gift of \$500,000 at the recommendation of Donna G. Tadler and Richard D. Tadler to the Batten School of Leadership and Public Policy for the Tadler Program in Impact Investing in Appalachia.
- The Community Foundation of Louisville gift of \$500,000 at the recommendation of A. Cary Brown and Steven E. Epstein to the University for the Performing Arts Center Construction.

- Thompson Dean Family Foundation pledge payment of \$500,000 to the College of Arts and Sciences for the Thompson Dean Family Foundation Endowed Graduate Fellowships.
- TFP Investments LP gift of \$441,270 at the recommendation of Christopher A. Todd and Sharon K. Todd to the McIntire School of Commerce for the James W. Todd Bicentennial Professorship in Real Estate Fund.
- Anonymous pledge payment of \$404,064 to the University Hospital for the Ehlers-Danlos Syndrome Program.
- David L. Mulliken and Noreen G. Mulliken deferred gift of \$350,000 to the School of Law for the David I. and Noreen G. Mulliken Charitable Remainder Unitrust.
- Ariana C. Williams and Greyson P. Williams pledge payment of \$333,334 to the School of Medicine for the Department of Psychiatry and Neurobehavioral Medicine.
- Simons Foundation International Ltd. private grant of \$314,250 to the School of Medicine for research support of Redemann-Spindles and Cell Division-Renewal.
- Bank of America Charitable Gift Fund gift of \$300,000 at the recommendation of Diane H. Naughton and Timothy J. Naughton to the University for the Contemplative Commons.
- Charlottesville Area Community Foundation gift of \$300,000 at the recommendation of Merrill S. Woodruff to the School of Education and Human Development for the Tomorrow's Teachers Fund.
- Nicole Lynch and William J. Lynch pledge payment of \$300,000 to the Department of Athletics for the Master Plan.
- Walker Family Foundation pledge payment of \$300,000 to the McIntire School of Commerce for the Walker Family Foundation Bicentennial Scholars Fund.
- J. P. Morgan Charitable Giving Fund gift of \$275,000 at the recommendation of Elizabeth G. Eckert and Thomas D. Eckert to the School of Education and Human Development for the Lindsay Eckert Henry Scholarship for Elementary Education.
- Ayco Charitable Foundation gift of \$266,666 at the recommendation of Theodore A. Mathas to the School of Law for the William J. Stuntz Public Service Scholarship.
- Lawrence D. Howell II gift of \$250,000 to the School of Law for the Lawrence D. Howell II '79 Unrestricted Endowment.
- Vanguard Charitable Endowment Program gift of \$250,000 at the recommendation of Daniel D. O'Neill to the Jefferson Scholars Foundation for the Glynn D. Key Jefferson Scholarship.

- Fidelity Charitable Gift Fund gift of \$250,000 at the recommendation of Jane B. Rudolph and Sidney F. Rudolph to the School of Engineering and Applied Science for the Whitehead Road Building.
- Ashley E. Widger-Kaplow pledge payment of \$250,000 to the Department of Athletics for the Women's Lacrosse Sport Enhancement Funds.
- Kimberly D. Guthrie and Michael J. Guthrie pledge payment of \$250,000 to the College of Arts and Sciences for the Michael J. and Kimberly D. Guthrie Bicentennial Scholars Fund.

Significant Pledges Received Since the Last Meeting:

- Beth F. J. Stephenson and Scott G. Stephenson pledge of \$10,000,000 to the School of Data Science for the Stephenson Data Science Bicentennial Scholars Fund.
- Anonymous pledge of \$7,500,000 to the College of Arts and Sciences.
- Manning Family Foundation pledges totaling \$5,250,000 to the School of Medicine for the LaunchPad for Diabetes Innovations and for the Dean's Office Unrestricted Fund.
- Louis F. Ryan pledge of \$2,000,000 to the School of Law for the Louis F. Ryan '73 Research Professorship.
- Timothy Q. O'Neil pledges totaling \$1,000,000 the Department of Athletics for the Kevin Sauer Fund for Excellence in Men's Rowing and the Kevin Sauer Fund for Excellence in Women's Rowing.
- Gaillee M. Fitzpatrick and Neil Fitzpatrick pledge of \$500,000 to the University for the Basic Needs Support Fund.
- Anonymous pledge of \$500,000 to the School of Engineering for the Whitehead Road Building.
- Eugene H. Lockhart Jr. and Terry J. Lockhart pledge of \$500,000 to the Department of Athletics for the Gene and Terry Lockhart Bicentennial Scholars Fund.
- Michael M. Matthews and Wendy W. Matthews pledge of \$500,000 to the Jefferson Scholars Foundation for the Matthews Sisters Family Walentas Scholarship.
- Deborah K. Smith and Stephen R. Smith pledge of \$500,000 to the School of Education and Human Development for the Patsy Ed Smith Bicentennial Scholars Fund.
- Jennifer G. Nisi and John T. Nisi pledge of \$350,000 to the School of Engineering and Applied Science for the Nisi Graduate Fellowship Fund.

- Anonymous pledge of \$350,000 to the Department of Athletics for the Athletics Director Excellence Fund.
- McKinsey & Company pledge of \$350,000 to the Miller Center for Non-Annual Miller Center Programs, as well as a pledge payment of \$250,000 towards this pledge.
- Mary E. Barret and Felipe M. Rodriguez pledge of \$300,000 to the University for the Center for Global Inquiry and Innovation.
- Michael S. Augins pledge of \$275,000 to the Darden School of Business for the Michael S. Augins Bicentennial Scholars Fund.
- Charles G. Duffy pledge of \$275,000 to the Darden School of Business for the Hotel at Darden and Lifelong Learning Conference Center.
- Cheryl T. Byron and Robert G. Byron pledge of \$250,000 to the School of Medicine.
- Paul H. Farrier pledge of \$250,000 to the School of Medicine for the Paul and Evelyn Farrier Scholarship.
- Jacqueline Kruse and Jordon L. Kruse pledge of \$250,000 to the College of Arts and Sciences for the Kruse Family Bicentennial Scholarship.
- Penelope W. Kyle and Charles L. Menges pledge of \$250,000 to the Department of Athletics for the Penelope W. Kyle Bicentennial Scholars Fund.
- Todd R. Wagner pledge of \$250,000 to the University for the Wagner Family Fund.

H. DISCUSSION WITH UNIVERSITY LEADERSHIP

H.2. Institutional Statements

Background: In February 2024, President Ryan formed the Committee on Institutional Statements to consider whether, when, and how the University as an institution should weigh in on national or global events that do not directly affect its mission or operations.

Chaired by John Owen, the Ambassador Henry J. Taylor and Mrs. Marion R. Taylor Professor of Politics, the committee was charged with developing a set of principles to guide decisions on this topic. The formation of the committee followed a discussion during the December 2023 Board of Visitors meeting about the University's role in addressing – or declining to address – national and global political and social issues that do not directly impact the mission of the University. The Board discussion took place within the context of the Hamas attack on Israel and the ensuing war in the Middle East, and noted the challenge that university leaders across the nation face in deciding whether their institutions should issue statements about the conflict. In August 2024, the committee delivered to President Ryan a set of guiding principles intended to inform University leaders' decision-making on

this issue, entitled “On Institutional Statements”. The guiding principles document is attached to these materials as Appendix B.

BOARD OF VISITORS SUPPORT FOR GUIDING PRINCIPLES ON INSTITUTIONAL STATEMENTS.

WHEREAS, University leaders across the nation are grappling with the question of when it is appropriate for their respective institutions to issue public statements about national and global social and political questions that do not directly affect their mission or operations; and

WHEREAS, the University’s Committee on Institutional Statements developed guidelines for issuing institutional statements, which are detailed in their August 12, 2024 report entitled “On Institutional Statements”;

RESOLVED, the Board of Visitors supports the Committee on Institutional Statements’ guiding principles set forth in the August 12, 2024, report entitled “On Institutional Statements”.

APPENDICES

POLICY FOR PARTICIPATION OF BOARD OF VISITORS MEMBERS IN MEETINGS BY ELECTRONIC MEANS OF COMMUNICATION

Participation by members of the Board of Visitors in meetings through electronic means of communication may occur in the following ways:

- A. The Board and any of its committees separately may conduct all-virtual public meetings in which all who participate do so remotely, provided that the following requirements are met:
1. Designation of an all-virtual meeting and the electronic communication means by which members of the public may access the meeting are disclosed in the public notice of the meeting, as well as a statement that the method by which the Board or committee of the Board chooses to meet shall not be changed unless the Board or committee of the Board provides a new meeting notice that complies with the provisions of Va. Code § 2.2-3707.
 2. The electronic communication means used for an all-virtual meeting must allow the public to hear all members of the Board or committee participating in the meeting and, when audio-visual technology is available, to see the members of the Board or committee as well.
 3. Any interruption of audio or video in the means of electronic communication shall result in a suspension of action at the meeting until repairs are made and public access is restored. The public notice of the meeting shall include a telephone number or other live contact information to alert the Board or committee if the audio or video transmission fails.
 4. A copy of the proposed agenda and all agenda packets and, unless exempt, all materials furnished to members of a public body for a meeting shall be made available to the public in electronic format at the same time that such materials are provided to members of the public body.
 5. If the all-virtual meeting is a meeting in which public comments are customarily received, the public must be afforded the opportunity to comment through electronic means, including by way of written comments.
 6. The minutes of an all-virtual meeting specify that the meeting was held by electronic communication means and the type of electronic communication means by which the meeting was held.
 7. No more than two members of the Board or committee may be together in one remote location unless that remote location is open to the public to physically access it.

The Board or any individual committee may not convene an all-virtual meeting i) more than two times per calendar year or 50% of the meetings held per calendar year

rounded up to the next whole number, whichever is greater; or ii) consecutively with an all-virtual meeting.

B. Additionally, and subject to the requirements below and in Section C, an individual member may participate in a Board or committee meeting by electronic communication means if in advance of the meeting the member notifies the Rector or respective committee chair and the Secretary to the Board that he or she is unable to attend the meeting due to i) the member's own disability or medical condition, or the member's need to care for a family member due to the family member's medical condition; or ii) the member's principal residence is located more than 60 miles from the meeting location; or iii) a personal matter.

1. The Board or committee member's location need not be open to the public; however, when requesting remote participation, the member must identify with specificity the reason for not attending in person and the remote location for participation.
2. The Rector or committee chair must approve the request to participate by electronic communication means.
3. The Board or committee shall record in its minutes the reason for not attending the meeting in person and the remote location from which the member participated. The location may be described in the minutes in general terms. If participation is approved pursuant to a medical condition or to take care of a person with a disability, the Board or committee shall also include in the meeting minutes the fact that the member participated through electronic communication means due to a (i) temporary or permanent disability or other medical condition that prevented the member's physical attendance, or (ii) family member's medical condition that required the member to provide care for such family member, thereby preventing the member's physical attendance. If participation is approved because of distance from the meeting location, the Board or committee shall include in the meeting minutes the fact that the member participated through electronic communication means due to the distance between the member's principal residence and the meeting location. If participation is approved because of a personal matter, the minutes shall specify the nature of the personal matter cited by the member. If the request to participate by electronic communication means is disapproved by the Rector or relevant committee chair, such disapproval shall be recorded in the minutes with specificity. Remote participation by a member for a personal matter shall be limited each calendar year to two meetings or 25% of the meetings held per calendar year, rounded up to the next whole number, whichever is greater.

These provisions regarding remote participation of individual Board members apply to meetings of the full Board and to each of its committees separately.

- C. Participation by a member of the Board of Visitors under Section B shall be authorized only under the following conditions:
1. A quorum of the Board is physically assembled at the primary or central meeting location. For purposes of determining whether a quorum is physically assembled, an individual member who is a person with a disability as defined in Va. Code § 51.5-40.1 or is a “caregiver” as defined in Va. Code §2.2-3701 who must provide care for a person with a disability at the time the public meeting is being held and uses remote participation, counts toward the quorum as if the individual was physically present; and
 2. The Board has made arrangements for the voices of the remote participants to be heard by all persons at the primary or central meeting location.

On Institutional Statements

August 12, 2024

The modern university exists to serve the society of which it is a part. The University of Virginia is deeply aware of its role within American democracy, its complex history, and its [ongoing mission](#) to develop “responsible citizen leaders and professionals.” In recent years, many universities have construed their public role to include issuing official statements on questions that are of great moment to society but are external to their own operations. Pronouncing as an institution on external issues, however, can divert the university from its mission by compromising academic freedom and damaging the university’s public legitimacy.

For these reasons, the University of Virginia should express no opinions about social and political questions except as those questions directly affect its mission or operations.

At its core a university is a place of study, where knowledge is discovered, developed, improved, and disseminated without fear or favor. As an institution, a university is not an expert on the great issues of the day, but is rather a setting where expertise is earned, exercised, and challenged. Over the centuries universities have contributed to democratic society by being arenas of robust debate, by submitting even the most settled ideas to testing, and by practicing both intellectual humility about how much we know and confidence about how much we can know.

Institutional statements on issues that do not directly affect the university can be harmful in two ways. First, such statements can compromise the academic freedom that is essential to the university’s mission. The University of Virginia’s [Statement on Free Expression and Free Inquiry](#) (2021) declares, “All views, beliefs, and perspectives deserve to be articulated and heard free from interference.” That is “not because every idea is equally good,” but so that each “may be subjected to the rigorous scrutiny necessary to advance knowledge.” Any person, institution, or practice that can intimidate people into holding one opinion over another may threaten academic freedom. Such threats may come from the state, donors, or social pressure. They also may come from the university’s own leadership. The extent to which institutional statements jeopardize academic freedom may vary according to circumstance, but the principle is straightforward: the university has leverage over its members and could chill dissent.

Second, statements about external issues can weaken the public’s trust by making the university appear politically biased on issues about which there is broad disagreement in society. If it is to contribute to society, a university must enjoy the confidence not only of its own members and alumni but also of those whose lives and communities it affects, of their elected representatives, and of other institutions. A university that is educating its students well and producing pathbreaking research, but is not trusted, is falling short of its mission.

Refraining from official statements does not imply indifference or detachment from the wider world. The university’s leaders ought to express empathy or sympathy for those in our community who are affected by external events and direct them to resources that can help them.

Leaders should also publicize educational opportunities for those interested in learning more about particular external events.

Neither does refraining from official statements amount to partisanship concerning external questions or events – for example, favoring the more powerful actor in a conflict. Followed consistently over time, the principle of refraining from official statements will mitigate suspicions of bias.

Avoiding institutional pronouncements does not compromise the freedom of individuals or groups within the university to make public statements about external events. Indeed, such statements are essential to academic freedom and to the university’s mission in society. University leaders who speak for themselves publicly on external issues should take care to distinguish such speech from official institutional pronouncements.

When the university does issue statements about its mission or operations, dissenters should not be punished so long as they continue to meet their responsibilities as employees or students.

The same problems that attend statements by the university attend statements by its official units, including schools, departments, centers, institutes, and programs. Pronouncements by a dean, department chair, or coach could likewise be taken by some to represent the unit as a whole. They also could potentially chill the speech or actions of faculty, students, or staff. Those who lead these units should consider adopting the principles enunciated here.

On critical issues of the day, it can be difficult for leaders to refrain from making statements on behalf of the university. But avoiding such statements is vital – not so that universities can be aloof from society, but precisely so that they might serve society as only they can.

Institutional Statements Committee

John Owen (chair), Amb. Henry J. and Mrs. Marion R. Taylor Professor of Politics

Melody Barnes, Executive Director, Karsh Institute of Democracy

Kevin Gaines, Julian Bond Professor of Civil Rights and Social Justice; Professor of African-American History

John Griffin, McIntire School of Commerce Class of 1985; former Member, Board of Visitors; Founder and President, Blue Ridge Capital

Michael Kennedy, Professor of Special Education; Chair, University Faculty Senate

Jeanne Liedtke, United Technologies Corporation Professor Emerita of Business Administration

Paul Manning, Member, Board of Visitors; Chairman and CEO, PBM Capital

Lillian Rojas, Batten School of Leadership and Public Policy Class of 2024; former Student Member, Board of Visitors

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