



THE RECTOR AND VISITORS OF THE  
UNIVERSITY OF VIRGINIA

February 21, 2025

The Board of Visitors of the University of Virginia met as the full Board in open and closed session at 9:30 a.m. on Friday, February 21, 2025. Robert D. Hardie, Rector, presided.

Present in the meeting room were: U. Bertram Ellis Jr., The Honorable Paul C. Harris, Paul B. Manning, David O. Okonkwo, M.D., The Honorable L.F. Payne, David F. Webb, Douglas D. Wetmore, Michael J. Kennedy, faculty representative, and Lisa R. Kopelnik, student representative.

Participating by Zoom: Daniel M. Brody from Turks & Caicos, Carlos M. Brown from Puerto Rico, Marvin W. Gilliam Jr. from Washington DC, Stephen P. Long, M.D. from Richmond VA, John L. Nau III from Terlingua, TX, Amanda L. Pillion from Abingdon VA, Rachel W. Sheridan from McLean VA, and Porter N. Wilkinson from Bethesda MD. All except for Mr. Brody participated remotely for the reason that they reside more than 60 miles from the meeting location. Mr. Brody was participating from out of the country and had approval from the Rector to participate remotely.

Members absent: Robert M. Blue.

Also present were James E. Ryan, Ian B. Baucom, Jennifer Wagner Davis, K. Craig Kent, M.D., Susan G. Harris, Wendy M. Horton, Clifton Iler, John C. Jeffries Jr., Kennedy Kipps, Mark M. Luellen, David W. Martel, Margaret G. Noland, and Debra D. Rinker.

Rector Hardie called the meeting to order, and asked Mr. Webb to read the motion to go into closed session.

### **Closed Session**

At 9:32 a.m., Mr. Webb read the closed session motion reprinted below, and after approving the motion, the Visitors met in closed session. Mr. James Ryan, Mr. Ian Baucom, Ms. J.J. Davis, Dr. K. Craig Kent, Ms. Susan Harris, Mr. Clifton Iler, and Ms. Debra Rinker were present for the closed session.

“Mr. Rector, I move that the Board of Visitors go into Closed Session to consult with legal counsel and get legal advice regarding (1) the Board of Visitors’ authority to make regulations and policy concerning the University; (2) the University’s posture regarding compliance with Executive Orders and the potential impact on the business of the Medical Center; and (3) certain care/procedures performed at the UVA Medical Center and clinics, during which there will be a discussion of proprietary business related and competitively sensitive information pertaining to the operations of the Medical Center. The relevant exemptions are Code of Virginia § 2.2-3711 A(8) and (22).”

12909

At 11:45 a.m., the Board resumed in open session, and, on motion by Mr. Webb, which was duly seconded, certified that the deliberations in closed session had been conducted in accordance with the exemptions permitted by the Virginia Freedom of Information Act. Ms. Harris called the roll, and all members present voted in the affirmative: Mr. Hardie, Mr. Brody, Mr. Ellis, Mr. Gilliam, Mr. Harris, Mr. Manning, Mr. Nau, Dr. Okonkwo, Mr. Payne, Ms. Pillion, Ms. Sheridan, Mr. Webb, Mr. Wetmore, and Ms. Wilkinson. The certification motion was as follows:

“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.”

**ACTION ITEM**

-----

The following resolution was approved during open session. Ms. Harris called the roll, and the following members voted in the affirmative: Mr. Hardie (indicated reservations about the last paragraph of the resolution), Mr. Brody, Mr. Ellis, Mr. Gilliam, Mr. Harris, Dr. Long, Mr. Nau, Dr. Okonkwo, Ms. Pillion, Ms. Sheridan, Mr. Webb, Mr. Wetmore, and Ms. Wilkinson. Mr. Payne voted no.

**RESOLUTIONS ON GENDER CARE AND PROPER BOARD GOVERNANCE**

WHEREAS, following the January 28, 2025 Presidential Executive Order regarding gender affirming care for minors (as defined therein) and pursuant to legal advice set forth in the memorandum dated January 30, 2025 from the Attorney General of the Commonwealth of Virginia regarding the risks to the University attendant to the provision of such care, the leadership of the University of Virginia immediately suspended such care without consultation with the Board of Visitors; and

WHEREAS, following the issuance of a temporary stay of such Presidential Executive Order by a Federal District Court, leadership of the University of Virginia then reversed the suspension of such care on February 13, 2025, again without consultation with the Board of Visitors; and

WHEREAS, there remains significant legal uncertainty and institutional risk regarding the ability for recipients of federal funding to continue provision of the care described in such Presidential Executive Order; and

WHEREAS, the quality and stability of the care of patients by the University is of the utmost concern to the Board of Visitors; and

WHEREAS, the University receives significant federal funding each year and a loss of such federal funding would jeopardize the financial viability of the University; and

WHEREAS, the Board of Visitors is responsible for seeing to the effective and transparent government of the University, and pursuant to Virginia law, Code Section 23.1-1301, among other matters the Board of Visitors is granted the authority to make regulations and policies for the University, and this Board of Visitors intends to exercise such authority;

RESOLVED, the Board of Visitors supports compassionate and ethical care for patients currently receiving care at the University; and

RESOLVED FURTHER, the Board of Visitors supports our doctors continuing to treat their current patients at the University in a manner consistent and compliant with existing law and, if appropriate, to refer current patients as soon as practicable to alternative private providers that may be less susceptible to the significant legal and funding uncertainties facing the University and other public providers; and

RESOLVED FURTHER, new patients seeking gender-affirming care of the nature described in the Presidential Executive Order should be referred to alternate private healthcare providers until further notice, provided that nothing herein shall prevent the University's medical center providing other screening, counseling or other healthcare or mental health services; and

RESOLVED FURTHER, the Board of Visitors appoints the voting members of the Health System Board to evaluate the provision of gender affirming care services by soliciting input from our doctors and other experts in this area in order to further educate the Board of Visitors as it continues to assess the full spectrum of risks facing the University and our patients; and

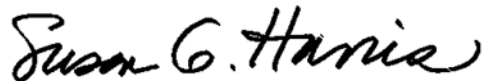
RESOLVED FURTHER, the Board of Visitors shall directly advise on compliance with any Presidential Executive Orders in consultation with its legal counsel, including any further decisions related to the aforementioned Presidential Executive Orders; and

RESOLVED FURTHER, the Board of Visitors shall be consulted prior to any consideration or announcement of any material policy changes of the University, or the creation of any task force or other committee created to formulate or evaluate any potential material policy changes, and the Board of Visitors may determine, in its discretion, the scope, objectives and final membership of any such group or the content of any such announcement.

-----

On motion, the meeting was adjourned at 11:46 a.m.

Respectfully submitted,



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>