

**GEORGE MASON UNIVERSITY
BOARD OF VISITORS MEETING**

ANNUAL MEETING

July 28, 2023

**Hazel Conference Room
Merten Hall 1201**

AGENDA

8:00 a.m. **Continental Breakfast**

8:30 a.m. **Executive Committee Meeting**

BOARD OF VISITORS MEETING AGENDA

9:00 a.m. **I. Call to Order**

II. Approval of Minutes

A. Full Board Meeting Minutes for May 4, 2023 (**ACTION ITEM**)

III. Election of Officers and Committee Appointments

A. Election of Vice Rector (**ACTION ITEM**)

B. Election of Secretary (**ACTION ITEM**)

C. Election of Members-at-Large to the Executive Committee (2) (**ACTION ITEM**)

D. Appointment of Board Liaisons

E. Committee Appointments

F. Committee Chair and Vice Chair Appointments (**ACTION ITEM**)

9:15 a.m. **IV. Rector's Report**

9:25 a.m. **V. Annual President's Report**

A. Presentation of FY 2024 Goals – Dr. Washington (**ACTION ITEM**)

9:55 a.m. **VI. Board Orientation**

A. Legal Overview

1. FOIA and COIA for BOV Members

B. Code of Ethics – Annual Review and Certification

C. Student Referrals/Admissions

VII. New Business

10:15 a.m. A. Renaming the Donald G. Costello School of Business to the Donald G. Costello
College of Business (**ACTION ITEM**)

10:25 a.m. B. Academic Programs, Diversity, and University Community
1. Faculty Actions

a. Election of New Tenured Faculty (**ACTION ITEM**)

10:30 a.m. C. Classified Information Access (**ACTION ITEM**)

10:35 a.m. D. Documents and Records Request Policy (**ACTION ITEM**)

- 10:40 a.m. E. Finance and Land Use
1. Financial Matters
a. Deficit Authorization Annual Notice
- 10:45 a.m. **VIII. Closed Session**
A. Personnel Matter (Code of VA: §2.2-3711.A.1)
B. Consultation with Legal Counsel pertaining to actual or probable litigation (Code of VA: §2.2-3711.A.7)
C. Consultation with Legal Counsel regarding specific legal matters requiring the provision of legal advice (Code of VA: §2.2-3711.A.8)
- 12:00 p.m. **IX. Public Comments**
- 12:20 p.m. **X. Adjournment**
- 12:20 p.m. **Lunch**

The July 28, 2023 Annual Meeting of the Board of Visitors will be in-person. Members of the public are welcome to observe in-person or may view the meeting live at the following link: <https://bov.gmu.edu/live/>. Overflow gallery seating in Merten 1204.

Twenty minutes will be allotted for oral public comments. Both written and oral comments will be entered into the public record. To register to provide oral public comment in-person, or to submit a written public comment, please complete the form at the following link: <https://forms.office.com/r/DfnkztHjKX>.

Please be aware that the full board agenda timing is for planning purposes only, the formal meeting could conclude prior to the time noted so participants should plan accordingly. A time limit of two minutes for each oral comment registrant has been established at the discretion of the Rector. Speakers are also encouraged to submit their comments in writing at the time of registration, in the event time constraints do not allow all registrants the opportunity to speak. Registration for oral comments will be accepted until 9:30 a.m. on July 24, 2023, and written comments will be accepted until the full board meeting adjourns on July 28, 2023.

**GEORGE MASON UNIVERSITY
BOARD OF VISITORS
Executive Committee Meeting
Friday, July 28, 2023
Merten Hall, Hazel Conference Room (1201)**

AGENDA

- I. Call to Order**
- II. Approval of Minutes**
 - A. Executive Committee Meeting Minutes for February 23, 2023
(ACTION ITEM)**
- III. Rector's Comments**
- IV. President's Comments**
- V. Closed Session**
 - A. Personnel Matter (Code of VA: §2.2-3711.A.1)**
 - B. Consultation with Legal Counsel pertaining to actual or probable litigation (Code of VA: §2.2-3711.A.7)**
 - C. Consultation with Legal Counsel regarding specific legal matters requiring the provision of legal advice (Code of VA: §2.2-3711.A.8)**
- VI. Adjournment**

**EXECUTIVE COMMITTEE OF THE BOARD OF VISITORS
GEORGE MASON UNIVERSITY**

**Meeting of
Thursday, February 23, 2023
Merten Hall, Hazel Conference Room (1201)**

MINUTES

PRESENT: Rector Horace Blackman, Vice Rector Simmi Bhuller, Secretary Jon Peterson and Visitor Carolyn Moss.

ABSENT: Visitor Wendy Marquez.

ALSO, PRESENT: Visitors Reginald Brown, Lindsey Burke and Michael Meese; Erin Rogers, Staff Liaison; Sophia Nguyen, Undergraduate Student Representative, Ayondela McDole, Graduate Student Representative; Gregory Washington, President; Ken Walsh, Executive Vice President of Strategic Initiatives & Chief of Staff; Mark Ginsberg, Provost and Executive Vice President; Deb Dickenson, Executive Vice President for Finance and Administration; Trishana Bowden, Vice President of Advancement and Alumni Relations; Anne Gentry, University Counsel and Sarah Hanbury, Secretary pro tem.

I. Call to Order

Rector Blackman called the meeting to order at 8:01 a.m.

II. Approval of Minutes

- A. Executive Committee Meeting Minutes of September 29, 2022 (**ACTION ITEM**)
- B. Executive Committee Meeting Minutes of December 1, 2022 (**ACTION ITEM**)

Rector Blackman called for any corrections to the minutes for the Executive Committee Meetings for September 29, 2022 and December 1, 2022. Hearing none, the **MINUTES STOOD APPROVED AS WRITTEN**.

III. Rector's Comments

Rector Blackman provided the following comments:

- Informed the committee that University Life is hosting a two-day Spring Career Fair in the Johnson Center on February 22-23, 2023. The event provides Mason students and alumni from all degree programs an opportunity to meet with local and national organizations. Golf carts were available to transport Board of Visitor Members to the fair beginning at noon, with the last shuttle returning from the Johnson Center to Merten Hall at 1:15 p.m.
- The board self-assessment results will be provided in the full board meeting that afternoon.
- Informed the committee that an AGB representative is slated to provide an opportunity to meet SCHEV's continuing education requirement on April 4, 2023, following the Board's Public Comment session that day. Further details will be provided once they are finalized.

IV. President's Comments

Dr. Washington stated he would provide his formal report at the full board meeting. Dr. Washington congratulated the women's basketball team on winning their game the previous evening and for concluding their season with a winning record.

V. Closed Session

- A. Public Contract (Code of VA: §2.2-3711.A.29)
- B. Acquisition of Real Property (Code of VA: §2.2-3711.A.3)
- C. Gifts, Bequests, and Fundraising Activities (Code of VA: §2.2-3711.A.9)
- D. Honorary Degrees and Special Awards (Code of VA: §2.2-3711.A.11)
- E. Consultation with Legal Counsel pertaining to actual or probable litigation (Code of VA: §2.2-3711.A.7)
- F. Consultation with Legal Counsel regarding specific legal matters requiring the provision of legal advice (Code of VA: §2.2-3711.A.8)

Secretary Bhuller **MOVED** that the Executive Committee go into closed session under the provisions of Section 2.2-3711.A.29, to discuss a Public Contract related to the Arlington Initiative and a Public Contract related to Fairfax Housing; Section 2.2-3711.A.3, to discussion the Acquisition of Real Property related to the Arlington Initiative; Section 2.2-3711.A.9, for Honorary Degrees and Special Awards; under the provisions of Section 2.2-3711.A.7, for Consultation with legal counsel pertaining to actual or probable litigation including briefings on:

Agrawal v. GMU
Amison v. GMU
Auerswald v. GMU
Ganley and Surber v. GMU et al.
Jeong v. GMU
Kashdan v. GMU
Kinuani v. GMU
Mahmud v GMU
Morrison v. GMU et al.
Rourke v. Rowan et al.
Ukor v. GMU

and Section 2.2-3711.A.8 for Consultation with Legal Counsel regarding specific legal matters requiring the provision of legal advice concerning the aforementioned items. The motion was **SECONDED** by Secretary Peterson. **MOTION CARRIED UNANIMOUSLY BY VOICE VOTE.**

Following closed session, Secretary Bhuller **MOVED** that the Executive Committee go back into public session and further moved that by roll call vote the committee certify that only public business matters lawfully exempted from open meeting requirements and only such public business matters as were identified in the motion by which the closed meeting was convened were heard, discussed or considered in the meeting by the committee. Any member of the committee who believes that there was a departure from the requirements as stated above, shall so state prior to the roll call, indicating the substance of the departure that, in his or her judgment, has taken place.

ALL COMMITTEE MEMBERS PRESENT RESPONDED IN THE AFFIRMATIVE BY ROLL CALL.

VI. Adjournment

Rector Blackman called for any additional business to come before the Executive Committee. Hearing none, he adjourned the meeting at 8:13 a.m.

Prepared by:

Sarah Hanbury
Secretary pro tem

**BOARD OF VISITORS
GEORGE MASON UNIVERSITY**

**Meeting of
Thursday, May 4, 2023
Merten Hall, Hazel Conference Room (1201)**

MINUTES

PRESENT: Vice Rector Simmi Bhuller, Secretary Jon Peterson, Visitors Reginald Brown, Lindsey Burke, Anjan Chimaladinne, James Hazel, Juan Carlos Iturregui, Mehmood Kazmi, Wendy Marquez, Michael Meese, Carolyn Moss, Dolly Oberoi, Robert Pence, Nancy Prowitt and Robert Witeck.

ABSENT: Rector Horace Blackman.

ALSO, PRESENT: Melissa Broeckelman-Post, Faculty Representative; Erin Rogers, Staff Liaison; Sophia Nguyen, Undergraduate Student Representative, Ayondela McDole, Graduate Student Representative; Gregory Washington, President; Ken Walsh, Executive Vice President of Strategic Initiatives & Chief of Staff; Mark Ginsberg, Provost and Executive Vice President; Deb Dickenson, Executive Vice President for Finance and Administration; Anne Gentry, University Counsel and Sarah Hanbury, Secretary pro tem.

I. Call to Order

Vice Rector Bhuller called the meeting to order at 1:54 p.m.

Vice Rector Bhuller stated that the board is accepting public comments at this session and that registration for making oral comments was open until 9:30 a.m. on Monday, May 1 through the form on the Board of Visitors website. No registrations for oral comments were received. Written public comments that were received will be made a part of the public record of this meeting. In addition, written comments will be accepted on the same form until the full board meeting adjourns this afternoon.

Vice Rector Buller relayed that she was filling in for Rector Blackman who had a work conflict.

II. Recognitions

A. Appreciation Plaque Presentation to Outgoing Student Representatives

Vice Rector Bhuller recognized the 2022-2023 student representatives to the board, Sophia Nguyen and Ayondela McDole. She offered for Sophia Nguyen to provide remarks and introduce her successor. Ms. Nguyen wished everyone a happy Asian American, Native Hawaiian, and Pacific Islander (AA and NHPI) Heritage Month. Ms. Nguyen stated that it has been an honor and a privilege to serve as Mason's Student Body President and thanked Rose Pascarell, Vice President of University Life for her mentorship. Ms. Nguyen advised accepting the students' needs above all else. Ms. Nguyen relayed that her plans include interning for IBI Global Insights, volunteering for the Red Cross as part of the disaster action team and will begin her graduate studies this fall at Mason. Ms. Nguyen then introduced Paul Wyche, her successor as student body president who is working toward an undergraduate degree in cybersecurity engineering. Ms. Nguyen noted that during Mr. Wyche's time at Mason, he has given tours of the Fairfax Campus as a Mason Ambassador, is a Head Lifeguard and Swim Meet Administrator at the Mason Aquatic and Fitness Center, is a former Student Senator, is a former Chair of the Government Community Relations Committee and is a former Speaker of the Student Senate.

Vice Rector Bhuller offered for Ayondela McDole to provide remarks and introduce her successor. Ms. McDole thanked the Board for their leadership and for the connectivity that allowed her to have a seat at the table. Ms. McDole noted that the Board thinks of the students a lot and that she can relay this information without fear of contradiction. Ms. McDole introduced Vikas Velagpudi, her successor as the President of the Graduate and Professional Student

Association (GAPSA). Ms. McDole stated that Mr. Velagpudi is a first-year master's student in computer science and is new to Mason.

Vice Rector Bhuller presented Ms. Nguyen and Ms. McDole with their own plaque of appreciation for their contributions to the Board during the past year.

B. Recognition of Critical Language Scholarship Spark Award, Goldwater Scholar and Smithsonian Guggenheim Fellow

Vice Rector Bhuller introduced Dr. Megan Bruening, Director of the Office of Fellowships to present this year's student scholars. Dr. Bruening highlighted the following items:

- The Office of Fellowships advises Mason students and alumni as they apply to external, nationally competitive awards that support scholarship, research and professional development.
- The Fellowships Office aims to raise the academic profile of Mason through competitive awards.
- Three student scholars were recognized in the following awards:
 - Goldwater Scholarship:
 - Lina Alkarmi is Mason's 12th Goldwater Scholar. The Goldwater Scholarship is a nationally competitive award given to STEM undergraduates who have demonstrated potential to become leaders in their field of research.
 - Critical Language Scholar:
 - Nina Avedissian is the recipient of the Arabic Critical Language Scholarship Spark Award. The Critical Language Scholarship sponsored by the Department of the State, is a nationally competitive award supporting the study of languages critical to American security and success.
 - Florence and Daniel Guggenheim Fellow:
 - Anne Dobberteen is Mason's first recipient of this fellowship. The Florence and Daniel Guggenheim Fellowship is a nationally competitive award for pre- and post-doctoral research on the topics of American aviation and aerial history.

All three student scholars were in attendance and recognized with applause.

C. Recognition of Early Identification Program (EIP) Graduating Students

Vice Rector Bhuller reported that the names of the graduates and the history of EIP were provided in the board materials for this meeting. Vice Rector Bhuller introduced Mr. Khaseem Davis, Director of EIP who highlighted the following items:

- EIP serves as the college preparatory program of Mason and provides access to educational resources for middle and high school students who will be the first in their families to attend a college or university.
- All of this year's EIP graduates have been connected to Mason since the age of 13.
- Currently, more than 750 middle and high school students are enrolled in EIP.
- Mr. Davis then introduced Noel Quezada as this year's student speaker:
 - Mr. Quezada stated that it is an honor to be representing the EIP graduating class of 2023; he is graduating with a Bachelor of Science in Criminology with a double minor in General and Forensic Psychology from the Honors College.
 - In addition to graduating, he will also be commissioned as a second lieutenant in the US Army through Mason's ROTC program.
 - In high school, EIP taught him that dreams can turn into reality. It was inspiring to see college students who looked like him and had similar stories.

- He has served in various roles within EIP such as participating in the first online summer academy during the pandemic, mentoring at his former high school and taking part in panels for Spanish-speaking parents who wanted to understand EIP.

The Board and members of the gallery recognized the graduates with a standing ovation.

D. Jack Wood Awards Presentation

Vice Rector Bhuller reported that stories for each Jack Wood Award recipient in their respective categories were provided in the board materials. Vice Rector Buller then introduced Traci Kendall, Executive Director, Community and Local Government Relations to present this year's Jack Wood Awards. Ms. Kendall relayed that the Jack Wood Awards is celebrating its ten-year anniversary, which represents goal number three of Mason's strategic plan. Ms. Kendall provided the history of the Jack Wood Award along with information regarding the design of the award itself. Ms. Kendall provided congratulatory remarks for the following recipients of the seven awarded categories:

- Faculty/Staff Category:
 - Dr. Christy Esposito-Smythers, Professor, Psychology is this year's recipient. Keith Renshaw, Department Chair/Professor of Psychology at Mason nominated Dr. Esposito-Smythers and accepted the award on her behalf.
- Community Member Category:
 - Jennifer Disano, Board Chair for Fall for the Book is this year's recipient and was in attendance to accept her award.
- Business/Nonprofit Category:
 - Northern Virginia Food Rescue is this year's recipient. Jim Kraut, Board Member of the Northern Virginia Food Rescue accepted the award on behalf of his company.
- Partnership Category:
 - "Made in Arlington" Market Pop-Ups at Mason Square is this year's recipient. Susan Soroko, Director of Creative Economy, accepted the award on behalf of Arlington Economic Development and Melissa Thierry, Director, Regional Campuses, University Life, accepted the award on behalf of the Mason Team. All members of the Mason Team who were in attendance were invited to take the floor.
- Innovation Category:
 - George Mason University's Safety, Emergency, & Enterprise Risk Management (SEERM) team is this year's recipient. Julie Zobel, Associate Vice President, Safety, Emergency, and Enterprise Risk Management was in attendance and accepted the award on behalf of her team. All present members of the SEERM Team were invited to take the floor.
- Elected Official/Government Staff Category:
 - David L. Meyer is this year's recipient and was in attendance to accept his award.
- Legacy Award:
 - Delegate Kenneth R. "Ken" Plum is this year's recipient and was in attendance to accept his award.

On behalf of the board, Vice Rector Bhuller congratulated and extended appreciation to all the award recipients for their leadership in fostering mutually beneficial relations between Mason and the community. Visitor Hazel commented that Jack Wood's name only appears at this University at the top of the Mason Board of Visitors Rectors panel located in the James W. Hazel Conference Room (Merten Hall, 1201). Visitor Hazel relayed that Jack Wood was the founder of Mason and that he would like to see an appropriate naming to recognize his legacy on the Fairfax campus. Visitor Hazel further clarified that the naming could be inside or outside. Lastly, Visitor Hazel stated that Mayor Meyers' son is graduating from Mason in a couple of weeks. His son was in attendance and applause ensued.

III. Approval of Minutes

- A. Full Board Meeting on February 23, 2023 (ACTION ITEM)**
- B. Special Board Meeting on March 29, 2023 (ACTION ITEM)**

- C. Full Board Meeting on April 4, 2023 (**ACTION ITEM**)
- D. Continuing Education Session on April 4, 2023 (**ACTION ITEM**)

Vice Rector Bhuller called for any corrections to the minutes for the full board meeting on February 23, 2023, the special full board meeting on March 29, 2023, the full board meeting on April 4, 2022, and the continuing education session on April 4, 2023, that was provided in the board meeting materials. Hearing no corrections, the **MINUTES STOOD APPROVED AS WRITTEN**.

IV. Rector's Report

Vice Rector Bhuller highlighted the following survey information:

- Reminder that Commencement is on Thursday, May 18, 2023.
- In preparation for Board elections during the annual meeting on July 28, 2023, Rector Blackman appointed a Nominations Committee. Visitor Prowitt and Rector Blackman agreed to serve on the committee.
- Following the review of the Self-Assessment Survey Results at the February 23, 2023 meeting, there were some questions about the revised Electronic Participation Policy that the Board adopted during the September 29, 2022 meeting. An overview of the policy was provided with the full policy included in the meeting materials. The revised policy allows the BOV to take advantage of the changes that FOIA made last year regarding electronic participation in meetings:
 - The revised policy permits two all-virtual meetings per calendar year which cannot be consecutive. This applies to both full board and committee meetings.
 - For individual remote participation, a board member must meet one of the four allowable reasons, which they identify with specificity and also obtain the Rector's approval in advance of the meeting. A quorum of the Board must be physically assembled at the primary meeting location. An individual remote participant does not count toward the in-person quorum nor does the Rector for committee meetings.
 - The first allowable reason for individual remote participation is due to a personal matter. Remote participation due to a personal matter cannot occur more than twice per calendar year.
 - The other three individual remote participation reasons are temporary or permanent disability, a medical condition of a family member requiring the Board member to provide care, the member's principal residence is more than 60 miles away from the meeting location. A numerical attendance limitation is not placed on these three individual remote participation reasons.

This concluded the Rector's Report.

V. President's Report

Dr. Washington provided the following highlights:

- In regards to the EIP speaker, it is good to have a reminder of what is important and why we are here.
- Update
 - Enrollment
 - Going to have a significant enrollment increase this year which is coming at a time when other state institutions are on a decline.
 - Rankings
 - Mason has 10 programs in the top 30 among public universities.
 - Research
 - Research expenditures were up during the previous fiscal year and are down a little this year. However, because awards have increased so significantly over time it will balance out.
 - Regional Impact

- Mason's impact on the region is the highest it has ever been. Mason Enterprise recently had an audited impact of about \$3.6 billion.
- A high percentage of Mason graduates are in the DMV metro area.
- Challenges Ahead
 - Cost Inflation
 - Uncertainty of Support
 - Increasing bureaucracy relative to increasing reporting and operations nationally and statewide.
 - Uncertain Economy
 - National enrollment cliff is coming and has started in many states already. The net effect of the enrollment cliff on the entire country will be seen in 2025.
 - Student Mental Wellness
 - Students are under tremendous stress. The development of creative ways to address this concern is needed moving forward.
- 2022-23 Presidential Metrics
 - Please refer to the slide provided in the meeting materials for specifics.
 - A green status means good, red means not so good and yellow means okay.
 - The one area that will not likely be met this year is to improve the U.S. News & World Report (USNWR) public ranking to 62 or better for the whole campus but many of Mason's individual programs have increased.
- Funding Challenges Ahead
 - Highlighted the state support given to Mason over the past four years.
 - The increased state support given has gone to catch Mason up to where its peers were previously. It was not meant to be an offset for tuition.
 - Mason's state support on a per-student basis is significantly less than Virginia Tech, UVA and VCU.
 - Mason is growing at the rate of state inflation which includes the state money.
 - State support has increased and costs have increased more.
 - Mason's tuition and fees are growing but relatively flat and lower than inflation. Tuition and fee rates are increased to the minimum amount needed to survive. The recommended tuition and fee rate for FY24 is far less than the amount of resources that are needed. Mason has to become more efficient to make up the difference.
 - Of the in-state peer institutions that are raising their tuition, none of them are lower than Mason's increase.
- Our Plan for Success
 - Implementing a critical hiring pause.
 - Engaging the Unengaged
 - The Mason Virginia Promise is a pathway towards an advanced degree or owning your own business for everyone Virginian who wants it.
 - Spanish language engagements.
 - Piloting a direct entry program into Mason.
 - Enhanced student mental health support by hiring more staff and implementing Timely MD, which is a virtual mental health and well-being service for students to receive care.

Dr. Washington concluded his President's Report by stating Mason's future and direction are positive. Vice Rector Bhuller opened the floor for discussion. Significant discussion ensued, please refer to the video for specifics: <https://vimeo.com/showcase/8557205/video/824774362>.

VI. Public Comments

No registrations for oral or written public comments were received.

VII. Committee Reports

A. Research Committee

Visitor Prowitt briefed the board on the topics presented and discussed during the Research Committee meeting, which included:

- Vice President for Research, Innovation, and Economic Impact, Andre Marshall, reported the economic impact of Mason Enterprise was \$3.36 Billion, achieved through 40,000 hours of 1:1 counseling to 10,000 small businesses, 1,600 training programs for 30,000 attendees, and 550 companies incubated. 61% of businesses served were woman-owned, 46% were minority-owned, and 15% were veteran-owned. He provided highlights for programs, partnerships, and initiatives across the university. These included IDIA's Public-Private-Partnership (P3) Faculty Fellows Program, the launch of Mason's Living Laboratory program on the Fairfax Campus, and the outfitting of Mason's GoVA-funded nanofabrication facility on the Prince William Campus with \$8.5M of equipment.
- Edward Maibach, a distinguished Mason Professor in the College of Humanities and Social Science and Director of Mason's Center for Climate Change Communication (Mason 4C), and Ph.D. student Eryn Campbell, provided an overview of Mason 4C research and public communication programming—including Ms. Campbell's successfully defended dissertation research. A "think and do tank," Mason 4C faculty, students, and professional staff conduct communication research in service of climate change solutions and leverage research insights into effective public communication initiatives.

There were no action items from the committee to bring before the full board.

B. Audit, Risk, and Compliance Committee

Visitor Kazmi briefed the board on the topics presented and discussed during the Audit, Risk and Compliance Committee meeting, which included:

- Received the report of the Auditor of Public Accounts' examination of Mason's financial statements for the year ended June 30, 2022. The Auditor issued an unmodified opinion concluding the statements present fairly, in all material respects, Mason's financial position and results of operations.
- The Auditor also issued a separate Internal Controls and Compliance Report covering internal controls over financial reporting and, for the first time in memory, the Auditors' procedures did not identify any significant deficiencies requiring communication to the Board.
- Deb Dickenson reviewed with the Committee the resumption of Mason's enterprise risk management function as an integral component of the Finance and Administration organization. The structure, which was in place prior to the pandemic, will result in a close alignment of the enterprise risk management function with senior leaders and organizations involved in strategic and financial decision-analysis and decision-making. Accordingly, the charter was adjusted for the audit and compliance office to reflect this change.
- Received a briefing on the status of research integrity and assurance programs at Mason. A new technology suite is being introduced to automate outdated and non-integrated systems and processes to create a better experience for faculty in dealing with administrative burdens; more efficient and automated processing; and better reporting. The Office of Research Integrity and Assurance supports researchers comprehensively in addressing their compliance needs; as the research portfolio continues to grow, particularly towards increased secure and applied research, clinical research, and research involving various animal species, and as the regulatory landscape continues to evolve in reaction to perceived national security threats, compliance demands to protect Mason and Mason's researchers are likely to grow.
- The Committee reviewed the reports covering audit, compliance, and management's program to strengthen the IT control infrastructure included in the meeting materials.

There were no action items from the committee to bring before the full board.

Visitor Kazmi noted that due to his term concluding this is likely his final BOV meeting. He added how much he has enjoyed his time on the Board. He proceeded to thank Ed Dittmeier and Mason faculty and staff.

C. Academic Programs, Diversity and University Community Committee

Visitor Moss briefed the board on the topics presented and discussed during the Academic Programs, Diversity and University Community Committee meeting, which included:

- Provost Mark Ginsberg provided an overview of notable events that happened during the Spring Semester as well as providing a preview of Spring Commencement, Summer and Fall enrollment trends, and the Fall 2023 schedule. He shared details of the Class of 2022 Career Planning Survey, and highlighted Mason's current graduate rankings from U.S. News and World Report. He also shared multiple teaching awards and faculty honors. He concluded with a detailed overview of the recent review of the Promotion and Tenure process.
- Provost Ginsberg and Ali Andalibi, Senior Associate Dean of the College of Science, delivered an overview of the university's efforts towards the formation of a Mason School of Medicine. He contextualized Mason's position within the larger landscape of medical education both nationally and within Virginia. In addition, he elaborated on the three partnership models presently being considered by the university. The inherent challenges in establishing a medical school were examined and the subsequent steps in this ongoing initiative were outlined.
- Melissa Broeckelman-Post, Faculty Senate President, presented a report on the Faculty Senate which included: Updated academic policies; the Task Force on Reimagining faculty roles and rewards; the Faculty Annual Evaluation Work Group; and Mason Core Enhancements.

Visitor Moss **MOVED** to approve the following seven (7) actions items, en bloc, as provided in the meeting materials:

1. New Business
 - a. Proposed Revisions to the Faculty Handbook
2. Program Actions
 - a. Closed Degree Programs
 - i. Information Security and Assurance MS (**ACTION ITEM**)
 - ii. Astronomy BA (**ACTION ITEM**)
3. Faculty Actions
 - a. Promotion and/or Tenure (**ACTION ITEM**)
 - b. Conferral of Emeritus/Emerita Status (**ACTION ITEM**)
 - c. Elections of New Tenured Faculty (**ACTION ITEM**)
 - d. Special Rank Change (**ACTION ITEM**)

The motion was **SECONDED** by Visitor Kazmi. Vice Rector Bhuller opened the floor for discussion. There was none. **MOTION CARRIED UNANIMOUSLY BY VOICE VOTE.**

D. Finance and Land Use Committee

Visitor Iturregui briefed the board on the topics presented and discussed during the Finance and Land Use Committee meeting, which included two (2) actions items that require full Board approval:

4. The Committee voted to approve Mason's Six-Year Capital Plan, which includes \$249M in auxiliary reserves for real estate acquisitions, energy efficiency investments, and other projects that are ineligible for Commonwealth funding. For the annual capital request, Mason's submission will include building projects and critical deferred maintenance for which funding was not previously allocated.

5. The Committee voted to approve the proposed FY24 budget ranges, including tuition, fee, and room and board rates. This includes a proposed \$300 increase for undergraduate and graduate tuition with a 3% in the mandatory student fee. The annual housing increase is 2% with a 4.5% dining increase. Since the General Assembly has not yet finalized the FY24 State budget, three budget scenarios for FY24 are being recommended. Each scenario incorporates different assumptions for State General Fund Appropriations, State authorized salary increases and variations on the \$300 tuition increase. The FY24 Operating Budget will be balanced within a range of \$1.35-\$1.39B. Once the General Assembly passes the FY24 State Budget, an amended FY24 Operating Budget will be presented for approval.

Visitor Iturregui **MOVED** to approve the following two actions items, en bloc, as provided in the meeting materials:

1. Financial Matters
 - a. FY 2024 University Operating Budget, Tuition and Fees (**ACTION ITEM**)
2. Capital Matters
 - a. Six-Year Capital Plan (**ACTION ITEM**)

The motion was **SECONDED** by Visitor Hazel. Vice Rector Bhuller opened the floor for discussion. Visitor Brown requested that the two action items be taken out of the bloc.

Visitor Iturregui **MOVED** to approve the Six-Year Capital Plan. The motion was **SECONDED** by Visitor Hazel. Vice Rector Bhuller opened the floor for discussion. There was none. **MOTION CARRIED UNANIMOUSLY BY VOICE VOTE.**

Visitor Iturregui **MOVED** to approve the FY 2024 University Operating Budget including tuition and fee rates. The motion was **SECONDED** by Visitor Hazel. Vice Rector Bhuller opened the floor for discussion. Visitor Brown stated that he is not able to vote in favor of the tuition and fee rates at this time. The Secretary of the Commonwealth has agreed to meet with Rector Blackman to see if there's a way to close the gap between the State's expectations and Mason's, and to discuss the State allowing Mason to manage its own funds. It was his preference to abstain from voting until he has the conversation with Secretary Guidera. Further Discussion ensued, please refer to the meeting's video record for specifics: <https://vimeo.com/showcase/8557205/video/824774362>. **MOTION CARRIED BY MAJORITY ROLL CALL VOTE.**

Yes – 11

Abstain – 3 – Visitors Brown, Burke and Pence

Absent – 2 – Rector Blackman and Visitor Oberoi

Visitor Iturregui noted that it has been a pleasure to serve on the Board and thanked everyone.

E. Development Committee

Visitor Chimaladinne briefed the board on the topics presented and discussed during the Development Committee meeting, which included:

- Board of Trustees (BOT) – Michael E. Stievater, Foundation Chair
 - The BOT will begin its Spring Board cycle next week and will conclude on June 15.
- Advancement and Alumni Relations – Ms. Trishana Bowden, Vice President, Advancement and Alumni Relations/President
 - On April 20, Mason held a gala campaign event to launch the historic billion-dollar campaign for Mason's future.
 - At the gala the news of a foundational gift to Mason's School of Business--\$50 million dollar planned gift from the Costello estate, renaming it the Donald G. Costello School of Business was shared. Recent gifts and expanded partnerships were mentioned, with CACI, Dominion Energy, Truist Bank,

Sentara Healthcare, the Morris and Gwendolyn Foundation, Accenture and General Dynamics and the Hispanic Association of Colleges and Universities.

- This year, Mason Vision Day focused on Food Insecurity and raised \$80,000 from 369 donors, including a generous gift of \$30,000 from Capital Area Food Bank. Overall, Mason Vision Day 2023 raised a remarkable \$290,000 from 918 donors.
- Mason Now: Power the Possible will require Visitor engagement, volunteering, and expertise from all respective professions which can significantly bolster Advancement's efforts. Individual engagement plans, similar to the Board of Trustees, will be developed to ensure involvement is strategic and meaningful.
- Campaign Planning Report – Penelepe Hunt, Principal & Senior Consultant – Marts & Lundy
 - Ms. Penelepe Hunt shared the internal preparation components of the study process undertaken when universities are considering a campaign. Ms. Hunt advised the role that members of the senior leadership will play during the campaign and reviewed the working campaign timeline.
- Salon Events – Ms. Eileen Kennedy, Associate Vice President of Alumni Relations, Central & Units
 - Ms. Eileen Kennedy introduced tips and techniques to the Visitors for the ingredients for a successful Salon Event in their homes or clubs. She discussed their purpose and introduced the names of the current members of the Board of Trustees Advancement & University Priorities Committee who will shepherd and strengthen Board engagement with the salon event efforts.

There were no action items from the committee to bring before the full board.

VIII. Closed Session

- A. Personnel Matter (Code of VA: §2.2-3711.A.1)
- B. Public Contract (Code of VA: §2.2-3711.A.29)
- C. Acquisition of Real Property (Code of VA: §2.2-3711.A.3)
- D. Consultation with Legal Counsel pertaining to actual or probable litigation (Code of VA: §2.2-3711.A.7)
- E. Consultation with Legal Counsel regarding specific legal matters requiring the provision of legal advice (Code of VA: §2.2-3711.A.8)

Secretary Peterson **MOVED** that the Board go into Closed Session under the provisions of Section 2.2-3711.A.1 for the following Personnel Matter: to discuss a pending University investigation and an employment contract; under the provisions of Section 2.2-3711.A.29, to discuss a Public Contract related to the Arlington Initiative; under the provisions of Section 2.2-3711.A.3, to discuss the Acquisition of Real Property related to the Arlington Initiative; under the provisions of Section 2.2-3711.A.7, for Consultation with legal counsel pertaining to actual or probable litigation including briefings on:

Agrawal v. GMU
Amison v. GMU
Auerswald v. GMU – settled
Ganley and Surber v. GMU et al.
Jeong v. GMU
Kashdan v. GMU
Kinuani v. GMU
Mahmud v GMU
Morrison v. GMU et al.
Rourke v. Rowan et al.
Ukor v. GMU

and Section 2.2-3711.A.8 for Consultation with Legal Counsel regarding specific legal matters requiring the provision of legal advice concerning the aforementioned items. The motion was **SECONDED** by Visitor Kazmi. **MOTION CARRIED.**

Following closed session, Secretary Peterson **MOVED** that the board go back into public session and further moved that by roll call vote the board affirm that only public business matters lawfully exempted from the open meeting requirements under the Freedom of Information Act were heard, discussed or considered in the closed meeting, and that only such business matters that were identified in the motion to go into a closed meeting were heard, discussed or considered in the closed meeting. Any member of the board who believes that there was a departure from the requirements as stated, shall so state prior to taking the roll call, indicating the substance of the departure that, in his or her judgment, has taken place. **ALL PRESENT BOARD MEMBERS RESPONDED IN THE AFFIRMATIVE BY ROLL CALL.** Secretary Peterson responded in the affirmative for the closed session items he was in attendance for.

IX. Adjournment

Vice Rector Bhuller called for any additional business to come before the board. On behalf of the Board and as the previous rector, Visitor Hazel thanked Visitors Simmi Bhuller, Carolyn Moss, Juan Carlos Iturregui and Mehmood Kazmi for their four years of service to the Board as their terms expire this year. Applause ensued. Vice Rector Bhuller conveyed that serving has been an honor for them and adjourned the meeting at 4:38 p.m.

Prepared by:

Sarah Hanbury
Secretary pro tem

**Per the request of the Rector, the
2023-2024 committee assignments
will be determined and voted on at the
BOV Annual Meeting on July 28, 2023.**

AY 2023-2024 Goals George Mason University

Note: These goals were approved at the Annual Board Meeting on July 28, 2023 with the caveat that the 2023-24 Goals will be reviewed again in closed session at the September 28, 2023 full board meeting.

As you know, we completed the strategic plan this year. In accordance with the major priorities of this plan, we established the goals for this academic year. The overall goals listed throughout this document are components of the five general priorities of the strategic plan. It begins with a table highlighting our accomplishments relative to the metrics that we defined in last year's Goals

Key Performance Metrics 2023- 2024

Priority	Metric	Status	Performance
Deliver a distinctive and inclusive student experience that fosters lifelong engagement.	<i>Manage cost growth by executing on core components of the Critical Vacancy Plan</i>		
	<i>Grow undergrad enrollment by 1.5%</i>		
	<i>Grow graduate and Law School enrollment by 1.5%</i>		
Expand the impact of Mason's research, scholarship, and creative enterprise.	<i>Grow Mason Korea Enrollment by 1.5%</i>		
	<i>Grow research awards and/or expenditures by 5% (15% stretch goal) each year</i>		
Expand partnerships for economic and social impact.	<i>Grow corporate support by 5% each year</i>		
	<i>Maintain or Improve Rankings</i>		
	<i>Maintain gifts and fundraising at \$100M</i>		
Exemplify a university culture of diversity, equity, and inclusion	<i>Completion of Recommendations outlined the ARIE Initiative</i>		
	<i>Maintain designation as a Minority-Serving Institution</i>		
Invest in faculty and staff success.	<i>Implement FY24 Mason's portion of the State Government Compensation increase</i>		

- 1. Deliver a distinctive and inclusive student experience that fosters lifelong engagement.**
Cultivate a high-quality experience that embodies the Mason values and promotes student success, well-being, collaboration, and a lasting connection.
- 2. Expand the impact of Mason’s research, scholarship, and creative enterprise.**
Bolster the infrastructure and systems that support research and collaboration.
- 3. Expand Partnerships for Economic and Social Impact.**
Strengthen partnerships, alumni relations, and community building and engagement informed by Mason’s research, creative arts and pedagogical expertise.
- 4. Exemplify a university culture of diversity, equity, and inclusion.**
Live a culture of belonging and inclusion and address disparities that support the values of access, diversity, equity, and inclusion at Mason.
- 5. Invest in faculty and staff success.**
Ensure appropriate resources, processes, and technologies are in place that better support the faculty and staff experience.

1. Deliver a distinctive and inclusive student experience that fosters lifelong engagement.

As it relates to the student experience, Mason effectively has managed the three initial crises emanating from the pandemic. These include the health crisis caused by a lingering pandemic, a racial inequity crisis exacerbated by the death of George Floyd and a fiscal crisis. Two new crises have emerged over the last year, these are a mental health crisis and challenges related to inflation to include increased labor cost and retention of key faculty and staff.

The following goals are necessary towards achieving that outcome

- a. Develop and successfully implement a fiscal management plan that supports the campus through the 2023-2024 academic year. This must include the development of structural mechanisms (i.e., innovative financial distribution and expenditure strategies, maintenance and expansion of state support, and fundraising) to avoid significant budget disruptions and/or the implementation of significant reductions that are not debilitating to the university (*Provost, EVP/COO, VP Government and Community Relations, VP Advancement and Alumni Relations*)
 - a. Continued implementation and development of a plan to gain additional federal and state resources through earmarks, funded partnerships and proposals (*VP Government and Community Relations*).
 - b. Develop comprehensive plans to invest in consequential projects of high impact in a constrained environment. (*Provost, EVP/COO, Chief of Staff*)
 - i. Reduce our Educational and General (E&G) deficit by at least \$10M by implementing the budget reduction exercise established this year

- ii. For institutional priorities and innovative projects, identify potential reallocation of budget funds or new revenue sources to provide for strategic/innovative projects.
- b. Create infrastructure improvements that allow institutional efficiency and effectiveness (*EVP/COO, Provost, Vice Provost, VP Enrollment Management*):
 - a. Implement updated 6-year plan in accordance with the needs of the campus and the directions of the Commonwealth administration's revised 6-year planning model.
 - b. Outline and implement multi-year service roadmap of efficiency initiatives building on the redesigned Chart of Accounts and Banner functionality capabilities
 - c. Upgrade and establish interim university budget model to bridge the institution to a new and improved university budget model in FY25
 - d. Prioritize delivery of automation and efficiency initiatives that enable achievement of enrollment management goals
 - e. Establish task force to present exemplars for shared services pilot for academic unit in the areas of Research Administration, Data Analytics, Marketing & Communication and Information Technology.
 - f. Pilot shared HR services at Mason Square between Carter School, SCHAR School and Antonin Scalia Law School.
 - g. Onboard Senior Vice President for Operations and Business Services to strengthen infrastructure, foster efficiencies and support regional campus operations growth.
 - h. Successfully hire a permanent Vice President of Human Resources to partner with the President, EVP and other university leaders in managing the HR enterprise of the institution.
- c. Review and implement high-priority elements of an updated strategic plan for the support of graduate education through the newly established Graduate Division in the Office of the Provost. (*Provost/VP Research, Innovation and Economic Impact*)
- d. Develop an implementation plan for professional education programs that will support workforce needs in the region and Commonwealth (*Provost, Pres. Spec Advisor (PSA)*).
- e. Establish a plan for upgrading and improving the athletic and entertainment experience for students and student athletes (*Athletic Director*).
- f. Develop and/or revise at least two online graduate/professional education programs (*Provost*).
- g. Continued enhancement of student success initiatives (*VP University Life/Provost/VP Research, Innovation, and Economic Impact*).
 - a. Partner with the state government along with non-profit and other organizations to grow the scope and capacity of behavioral health and associated human services in support of Mason's students
 - b. Categorize and expand experiential learning opportunities, inclusive of internships, co-op experiences, entrepreneurship, service learning, community

engagement, study abroad, and research apprenticeship opportunities for students that apply their knowledge, skills and competencies in and beyond the classroom.

- h. Continued implementation of the Strategic Plan to include the evolution of the living document plan. (*Chief of Staff/VP Branding*)
- i. Continue to review and invest in energy efficiency and sustainability initiatives, building upon the results of phase one of the campus Climate Action Plan (*EVP/COO*).

2. Expand the impact of Mason's research, scholarship, and creative enterprise

Last year we continued to expand our research enterprise which was exemplified through the growth of research expenditures over the last two years. Our efforts this year will center on the expansion and development of research infrastructure support (*VP Research, Innovation and Economic Impact*).

- a. Continue the restructure of the Office of Research Innovation and Economic Impact to include implementation of shared services.
- b. Develop and implement a plan to restructure support for research faculty. This includes plans to:
 - a. foster scholarly research,
 - b. enhance research collaboration,
 - c. manage faculty research space, and
 - d. increase licensing and technology transfer.
- c. Demonstrate leveraged investments in initiatives like seed grant programs and investment in the Institutes to grow research awards and expenditures.
- d. Establish three new public/private research partnerships with the public or private sectors
- e. Establish two new research partnerships with peer and aspirant Universities.

3. Expand partnerships for economic and social impact.

Mason's location and proximity to the federal government provides ripe opportunities for the University to accelerate impact to the local community. Our three campuses in Virginia are surrounded by organizations that not only serve the federal government but are also many of the largest employers in the Commonwealth and surrounding region. Our goal is to continue to leverage this advantage in the upcoming year.

- a. Build upon a successful campaign launch to grow the resources and partnerships needed for our university (*VP Advancement and Alumni Relations, President*).
 - a. *Maintain gifts at \$100M.*
 - b. *Establish a Campaign Committee focused on key families who will lead the campaign.*

- c. *Develop a plan to expand Advancement and Alumni Relations to meet long term objectives of the campaign.*
 - d. *Develop a funding plan to structure our Advancement and Alumni Relations Enterprise to achieve consistent success in the current campaign*
 - b. Grow the *Mason Virginia Promise* (a pathway towards an advanced degree or your own business for every Virginian who wants it) via adding two additional community college partners (*Provost, EVP/COO, VP Research, Innovation and Economic Impact, PSA*).
 - a. Expansion of the availability of financial aid to provide more students with 100% of total financial need
 - c. Execute on the plan for Mason Korea to become a hub to expand Mason’s global presence in Asia and beyond (*Provost, EVP/COO*).
 - d. Establish a Public, Private Partnership Conference focused on focused on impactful, strategic partnerships that meet shared goals of innovation, talent and positive societal outcomes. (*PSA*)
 - e. Continue to upgrade and expand health sciences partnerships, funding opportunities, and capabilities (*Provost, VP Research, Innovation and Economic Impact, PSA*).
 - f. Complete the final proposal to the Board of Visitors (BoV) leading to a formal vote on establishing a comprehensive Health Sciences strategy that includes medical education (*Provost, President*)
 - g. Launch online bachelor’s programs that support degree completion for working adults (*Provost, PSA*)
 - h. Maintain and leverage Mason Enterprise to create a top-ranked entrepreneurial culture at Mason that catalyzes, supports, and scales small tech businesses throughout the state. (*VP Research, Innovation and Economic Impact*)
 - i. Execute plan for the monetization of key Mason assets (Shirley Gate property, West Campus, SciTech Campus, Parking, Power Generation, etc.). The use of these funds will be to drive and support the academic mission of the university (*President/Chief of Staff/EVP/COO*).
 - j. Develop opportunities for the Authority to realize monetization of key Mason assets (such as Shirley Gate property, SciTech Campus, Parking, Power Generation, etc.
 - k. Launch an initiative to increase University rankings leading to the classification of Mason as a top 100 University (*President/Chief of Staff*).
 - a. Produce updated plan with metrics outlining performance to date.
 - l. Continue the institutional brand renewal effort that coincided with the 50th anniversary (*VP University Branding*).
 - a. Develop a plan to streamline Mason’s brand infrastructure (communications, marketing, digital strategy, events, trademarks/licensing) to maximize enterprise efficiency and impact. (Efficiency = productivity for cost; impact = growth of brand.)
 - m. Continue to position Mason as one of the best positioned universities nationally to establish and grow public/private partnerships (*VP Research/AVP Innovation and Economic Impact*).

- a. Continue to meet enrollment and graduation targets established for the Commonwealth's Tech Talent Investment Program (TTIP) (*Provost/ VP Research, Innovation and Economic Impact*).
- b. Expand Innovation Ecosystem for campus and local entrepreneurs with GMU as a hub and convener. Continue construction of FUSE at Mason Square in Arlington and expand governance committees to support the identification of tenant partners in the building and bringing FUSE online (*Chief of Staff/VP Research, Innovation and Economic Impact, EVP/COO*).
- c. Establish public private partnerships with at least 3 area corporations and expand our corporate based coalition to support our Arlington Innovation Campus (*President, Chief of Staff, PSA*).
- d. Acquisition of Vernon Smith Hall to expand the footprint of the Arlington Mason Square Campus and secure critical infrastructure for campus operation and growth in auxiliary revenues (parking/leasing). *EVP/COO*

4. Exemplify a university culture of diversity, equity, and inclusion.

Mason embraces the opportunity to expand our leadership as the most diverse public university in Virginia and become an exemplar for inclusive excellence at the state, regional, and national levels. Towards that end, the following goals are identified:

- a. Continued implementation of the recommendations from the university's Anti-Racism and Inclusive Excellence Initiative (*CDO, All Units*).
- b. Execute the evaluation of inclusive excellence plans and develop a plan to reward those units who are successfully implementing their plans and support those who are having difficulties. (*CDO, Provost, EVP/COO*)
- c. Continued execution on a comprehensive recruitment and retention plan that addresses inequities for faculty, staff, and students. (*CDO, Provost, EVP/COO*)
- d. Improve access and affordability through expanded financial assistance and partnerships within the Mason Virginia Promise (*CDO, Provost, EVP/COO*)
- e. Expand Mason's commitment to furthering the DEI mission into our brand (*VP University Branding*)

5. Invest in faculty and staff success.

The Pandemic not only created unprecedented stressors for our campus, it also created unprecedented opportunities. We will be afforded a unique opportunity to reexamine who we are, what we stand for, and what kind of institution we will be in the future. The possibilities for reimagining and recreating ourselves are significant. GMU is an institution known for its drive, innovation and creativity. My goal is to focus this innovation towards reexamination and reinvention. Towards that end, the following goals are identified (*Provost, EVP/COO*):

- a. Expand formal faculty and staff support and retention programs aimed at improving the environment and working conditions for faculty and staff. These include formal honorifics and awards programs (*Provost*).
- b. Complete updated climate assessment for faculty and staff (*Provost, EVP/COO*).
- c. Develop targeting reorganization and retirement incentives and manage critical vacancy hiring initiative focused on reducing Educational and General (E&G) spending.
- d. Continue market assessments of faculty and staff salaries relative to compression, inversion, equity, and cost of living.
- e. Complete a review of key faculty and staff benefits, including the possible formulation of a “university employee” position category and possible funding for a tuition remission benefit for dependents (*Provost*).



COMMONWEALTH of VIRGINIA

Office of the Attorney General

Education Section

August 2022

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What Every Board Member Absolutely *has* to Know about FOIA

Do not underestimate the importance of Virginia's Freedom of Information Act ("FOIA"). This is very serious business. These are laws -- not just corporate bylaws or operating protocols that can be disregarded. Violations risk invalidation of board decisions and expose the institution and you personally to embarrassment, litigation, and civil penalties of up to \$5,000.¹ The greatest loss, however, is the resulting damage to public confidence in you and the institution. In fact, the Governor could publicly request your resignation.

The idea behind FOIA (which was first enacted in 1968) is that the Government's business is the people's business. FOIA ensures that citizens have the right to inspect and copy public records and to attend public meetings.²

FOIA governs many aspects of the operation of boards, and has wide application to the conduct of members, even when they are not at meetings. All members must be aware of the basic requirements of FOIA.

This Synopsis and FAQs are designed to give the Board of Visitors ("BOV" or "Board") a basic understanding of their personal responsibilities under FOIA and to ensure that you are aware that FOIA compliance is your responsibility. It is not comprehensive. It does not cover all aspects of FOIA. Whenever you have any concerns, questions, or uncertainties about FOIA or its application, you should contact your FOIA Officer or University Counsel.

¹ § 2.2-3714.

² § 2.2-3700.

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VIRGINIA'S FREEDOM OF INFORMATION ACT: SYNOPSIS

Documents and Email

- FOIA broadly guarantees public access to public records, including your notes and correspondence concerning University business. This includes e-mail, text messages, voice mail message, digital documents, and even preliminary drafts of documents.³ There are numerous exemptions, which are all fact-specific.⁴ Always be sensitive to the potential for public disclosure of your written communications. Any request by the press or any person to inspect your public records should be brought immediately to the University's attention to ensure a timely and proper reply. Oral and informal requests to you are considered legitimate FOIA requests. Any request for public records, regardless of the request, is a FOIA request.

Meetings

- Unlike the private sector, the public (including employees of the institution) and press have a right to be present at your board and committee meetings.⁵
- All meetings of the Board, including its committees and subcommittees, in addition to any other group or entity appointed by the Board to advise it or exercise delegated power, must be conducted in an open meeting with at least three working days advance public notice of meeting time and location.⁶ It does not matter that a meeting involves no actual voting or transaction of business, such as, for example, retreats.⁷ A meeting exists in the eyes of the law whenever three or more Board members meet and discuss any University matter.⁸ Voting on any University action must always be conducted in open session.⁹ Voting by secret ballot or proxy is prohibited.¹⁰
- Once properly convened and in open session, discussions regarding certain limited topics can be held in closed session.¹¹ The justification for closed session does not depend on whether a subject may be very sensitive or political, or that a confidential setting might encourage more candid exchanges. Closed sessions must be specifically authorized by FOIA.¹²
- Also, to go into closed session, certain specific procedural steps must be taken, including:¹³
 - Advance public notice for the meeting must have been given.

³ § 2.2-3700.

⁴ See § 2.2-3705.1-3705.8.

⁵ § 2.2-3700.

⁶ § 2.2-3707.

⁷ § 2.2-3701.

⁸ § 2.2-3701.

⁹ § 2.2-3711(B).

¹⁰ § 2.2-3710.

¹¹ § 2.2-3711.

¹² § 2.2-3711.

¹³ For "closed session" procedures, see § 2.2-3712.

- During the meeting in open session, the Board must vote on a motion authorizing a closed session. This public motion must reasonably identify both the purpose for the closed session and the subject for discussion.
 - While in closed session, the discussion must be related only to the topic identified in the public motion. Take care not to digress into any unrelated areas or other subjects, even if those topics would be eligible for closed session with a proper motion. It is your responsibility both as a matter of law and common sense that you stick to the subject matter described in the motion authorizing the closed session.
 - Any action the Board wishes to take as a result of discussions in closed session must be voted on in open session.
 - When discussion in closed session is adjourned, the chair of the meeting should immediately direct the opening of doors and inviting public/staff into the room for open session.
 - Once back in open session, each member of the body will then be required to certify publicly that his or her discussion in closed session was proper and related to the permitted subject set forth in the motion convening the closed session.
 - The law requires you to invite your University Counsel to all BOV and committee meetings, including all closed sessions. This also protects the Board in the event the discussion in closed session is questioned.
- There are two ways the Board can meet by electronic communications means (such as by telephone or video conference):
 - First, if the Governor has declared a state of emergency (or the Board's locality has declared a local state of emergency), and the catastrophic nature of the declared emergency makes it impracticable or unsafe to assemble a quorum in a single location, the Board can meet by electronic communication means as long as the purpose of the meeting is to provide for the continuity of operations of the public body or the discharge of its lawful purposes, duties, and responsibilities. The public must be given notice of such a meeting at the same time as Board members, using the best available method given the nature of the emergency. The Board must also make arrangements for public access to such meeting through electronic communication means used by the public body.¹⁴
 - Second, the Board may hold an "all-virtual" electronic meeting provided that (1) the all-virtual nature of the meeting and the means for public electronic access to the meeting are disclosed in the public notice of the meeting;¹⁵ (2) the electronic communication means used for the 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) the Board staff monitor the electronic communication means during the meeting and ensure that any interruption of audio or video results in a suspension of action at the meeting until repairs are made and public access is restored; and (4) the proposed agenda and all agenda packets (including, unless exempt, all materials furnished to members for the meeting) are made available to the public

¹⁴ § 2.2-3708.2 (effective September 1, 2022).

¹⁵ Once public notice has been given, the electronic communication means for the meeting cannot be changed without issuance of a new meeting notice.

in electronic format at the same time that such materials are provided to Board.¹⁶ There are two important caveats to the all-virtual meeting rule:

- During all-virtual meetings, 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 25% 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.
- An individual Board member may participate in a Board or committee meeting by electronic communication means is if before or on the day of the meeting, a board member notifies the chair that (1) the member (or a family member in the Board member's care) has a temporary or permanent medical condition that prevents the Board members' physical attendance; (2) that the Board member's principal residence is more than 60 miles from the meeting location identified in the public notice for such meeting; (3) that the Board member is unable to attend the meeting due to a personal matter (which must be specifically identified). However, a Board member may not use remote participation due to personal matters more than two meetings per calendar year or 25 percent of the meetings held per calendar year rounded up to the next whole number, whichever is greater.¹⁷ In addition:
 - The Board must have: adopted a written policy allowing for and governing participation of its members by electronic communication means, including an approval process for such participation, which must be applied strictly and uniformly, without exception, to the entire membership and without regard to the identity of the member making the request or the matters to be considered or voted on during the meeting;
 - There must be a quorum of the Board or committee physically assembled at the primary meeting location; and
 - The Board must makes arrangements for the voice of the remote participant to be heard by all persons at the primary meeting location.

Whenever a member wants to participate by telephone (or other means of electronic communication), please consult with University Counsel.

¹⁶ § 2.2-3708.3(C) (effective September 1, 2022).

¹⁷ § 2.2-3708.3(B) (effective September 1, 2022).

Frequently Asked Questions

FOIA GENERALLY

What does FOIA do?

In general terms, FOIA defines what a meeting is and requires that all meetings be open to the public.¹⁸ It also prohibits discussion of public business among members outside of meetings.¹⁹ There are, however, exceptions to these general meeting requirements that each member should be familiar with.²⁰

FOIA also requires that all public records (with some limited exceptions) be made available upon request to members of the public for inspection and copying.²¹

All public records and meetings are *presumed* open, and the Board and the institution have the burden always of being prepared to prove that there was a legitimate reason for closing meetings or withholding records.²²

FOIA also requires that its open government provisions be liberally construed, and its exemptions be narrowly construed. This means that you should always err on the side of leaving meetings open rather than closing them, and releasing documents rather than withholding them.²³

Whenever you have specific questions about FOIA or its requirements, please do not hesitate to contact counsel.

FOIA requires that some records be withheld and some meetings be closed, right?

Wrong. The exemptions to disclosure of records and for closed sessions are discretionary, not mandatory. There is no penalty for *releasing* records that *could* be withheld under a FOIA exemption (though other provisions of federal and state law, such as FERPA, may prohibit disclosure). There is also nothing that says a meeting *must* be closed just because it *could* be closed under a meetings exemption under FOIA. Please contact counsel if you have concerns about federal or state law that might prohibit release of information.

Who does FOIA apply to?

FOIA applies to all public bodies. In the context of public institutions of higher education, that means that FOIA applies to the institution and all of its officers (including members of the Board) and employees.²⁴ It also applies to the operations of the Board itself together with all of its

¹⁸ § 2.2-3700.

¹⁹ § 2.2-3707.

²⁰ §§ 2.2-3707.01 and 2.2-3711.

²¹ § 2.2-3704.

²² § 2.2-3700(B).

²³ § 2.2-3700(B).

²⁴ § 2.2-3700.

committees and subcommittees, and any other groups or entities appointed by the Board to advise the Board or exercise delegated functions.

MEETINGS

Meetings Generally

Can we meet without telling anyone?²⁵

FOIA requires that all meetings of the Board or any committee or subcommittee be advertised to the public for at least three working days. The notice requirements of FOIA are very specific. The secretary to the Board will handle the details of complying with these. Members of the Board, however, should be aware that any meeting called must be far enough in advance that the secretary has time to prepare the notice properly and advertise the meeting for three working days in the various ways required by FOIA. Any materials the institution supplies to Board members before the meeting also must be supplied to the public at the same time, with the exception of documents that are specifically exempt under FOIA from disclosure.²⁶ This includes any materials one Board member sends to all other members.

If your bylaws call for more notice for meetings than FOIA does, you must comply with the stricter provisions of the bylaws.

Can less than a quorum of the Board – say three or four members – get together informally to discuss affairs of the institution?

No. A gathering of three or more members of the Board where business is discussed is illegal, unless the gathering has been properly advertised for at least three working days as a meeting. It does not matter that a quorum was not present.²⁷ If more than two Board members serve on an institution-related foundation's board, FOIA will likely be violated.

This prohibition is generally against *three or more* members discussing public business. *Two* members may discuss public business in person, on the phone, or otherwise, with one notable exception. If those two members constitute either the entirety or a quorum of a committee or subcommittee, or other group that has been designated by the Board or Board Chair to advise the Board or has been delegated some responsibility by the Board, then any discussions between them must be properly advertised as a meeting. Otherwise, the gathering is an illegal “meeting” under FOIA.²⁸

Can't I even go to a cocktail party or dinner with two (or more) other Board members?

Yes, of course you can. While there, you may even discuss business with *one* other member at a time.

²⁵ For details see § 2.2-3707.

²⁶ § 2.2-3707(F).

²⁷ § 2.2-3707.

²⁸ § 2.2-3701.

Three members, however, may not discuss public business together, and a third member may not listen to the conversation of the other two.

Please keep in mind that this prohibition applies at *all* times and in *all* places – including, for example, lunches, dinners, and social occasions held in conjunction with Board meetings or at annual professional conferences. For example, if a Board holds a luncheon between the morning and afternoon sessions of a meeting, the Board must advertise the luncheon as a meeting and have the luncheon open to members of the public, or ensure that Board members do not discuss any public business during the luncheon. That’s a difficult task, but a mandatory one.²⁹

The Board wants to take a bus tour of campus and our new facilities during a break at our Board meeting. Any problem with this?

No, provided that arrangements are made also for members of the press and public to be present whenever any institutional business is discussed. That means you might need a big bus if any discussions will take place on the bus. (This was a real-life problem at another institution.)³⁰

Our Board members routinely serve on ad hoc committees or task forces. Must the institution advertise these meetings?

If three or more Board members are on a committee, the meetings must be noticed. You can avoid noticing all of these meetings by having only one or two board members on the committee or task force.

We hold an annual retreat. This is a very informal work/training session. No business is conducted and no action is taken. Do we have to advertise this meeting and allow the press and members of the public to attend?

Absolutely. Any get-together of three or more members at which the business or operations of the institution are discussed is a “meeting” under FOIA. Retreats and work sessions are no exception. They must be properly advertised, and must be open unless an exemption applies to a specific matter under discussion.³¹

Who can come to our meetings?

Anybody who wants to may attend your meetings. All meetings must be open to the public. Any member of the public (including, of course, press, employees, and students) has a right to attend, listen, and make a video or audio recording of any meeting. The Board can put reasonable restrictions on recording to ensure that actions of the press or public do not disrupt the meeting.

You will, at times, have outside consultants present at your meetings. They will not be familiar with FOIA and may expect or request confidentiality that FOIA does not permit. The Board and staff should provide these consultants with information that will reduce the conflict between their expectations and what FOIA permits.

²⁹ § 2.2-3701.

³⁰ § 2.2-3700.

³¹ § 2.2-3701.

Do we have to tape record our meetings?

No. Recording meetings is not required. However, proper minutes must be taken. Draft minutes and final minutes must be posted to the institution's website and the Commonwealth Calendar within seven working days of final approval.³² The secretary to the Board will ordinarily have this responsibility.

Do we have to take minutes?

Yes. FOIA requires that minutes be taken of every meeting, including retreats or work sessions. Minutes must include (a) the date, time, and location of the meeting; (b) the members of the public body recorded as present and absent; and (c) a summary of the discussion on matters proposed, deliberated or decided, and a record of any votes taken.³³ Also, minutes, including draft minutes that fairly reflect actions taken, must be posted on the website and the Commonwealth Calendar within 10 days following the meeting.³⁴

Closed Meetings

What are the exceptions to open meetings? When can we hold a closed session?³⁵

FOIA has 54 exceptions to the open meetings requirement, not all of which will apply to every public body. The exceptions most likely to be utilized by Boards to justify closed sessions are:

- (1) *the personnel exception*: discussion, consideration, or interviewing of prospective candidates for employment; or the discussion of assignment, appointment, promotion, performance, demotion, salaries, discipline, or resignation of *specific* employees. This exception does not apply to discussion of members of the Board themselves. It is also inapplicable to discussions of general policy or operations – for example, reorganization – that would refer to reassignment or laying off of employees – unless the discussion centers upon *specific* employee(s).
- (2) *the scholastic record exception*: discussions or consideration of admission or disciplinary matters, or other matters that would involve disclosure of information in scholastic records (as defined in FOIA) of specific student(s). Generally speaking, however, the student or his lawyer is entitled to attend those closed sessions.
- (3) *the real property exception*: discussion or consideration of the acquisition or disposition of real property where open discussion would adversely affect the bargaining position or negotiating strategy of the institution. This exception does not apply once the real property has been acquired or disposed of, and does not include potential use of real property.
- (4) *the investment exception*: discussion or consideration of the investment of public funds where competition or bargaining is involved, where, if made public initially, the financial interest of the

³² § 2.2-3707.1.

³³ § 2.2-3707.

³⁴ § 2.2-3707.1.

³⁵ For full list of exceptions, see § 2.2-3711(A). The statute does refer to the exemptions for "closed meetings" but as will be discussed, a more accurate description is that they are a "closed session" within a meeting. The term "closed session" will be used in these FAQs.

institution would be adversely affected. This exception might occasionally be invoked during discussion of endowment funds investment.

(5) *the legal advice and work product exceptions*: consultation with legal counsel for legal advice on specific matters requiring legal advice, and consultation with counsel and briefings by staff members or consultants pertaining to actual or probable litigation, where such consultation or briefing in open meeting would adversely affect the negotiating or litigating posture of the public body.

(6) *the development exception*: discussion or consideration of matters related to gifts, bequests, and fund-raising activities, and grants and contracts for services or work to be performed by the institution.

(7) *the honorary degree exception*: discussion or consideration of honorary degrees or special awards.

(8) *the terrorism or cybersecurity exception*: discussions related to plans to protect public safety as it relates to terrorist activity and the response to that activity. This exception also includes discussion of specific cybersecurity threats and vulnerabilities.

(9) *the contract exception*: the discussion of the award of a public contract involving the expenditure of public funds, where discussion in open session would adversely affect the bargaining position or negotiating strategy of the institution.

You should always consult with University Counsel well in advance of going into any closed session. The above are brief descriptions of exceptions for going into closed sessions – the “basics”. In each case, there are additional, specific legal criteria or requirements to be considered.

When are we required to go into closed session?

You are never required by law to go into closed session. FOIA gives the Board the option of doing so when the topic of discussion falls within a FOIA open meeting exception.

What must we do to go into closed session?

First, all meetings must have been properly noticed. FOIA does not permit a "closed meeting." All meetings are open, but for limited purposes, you may go into a "closed session." This is so even if the only reason the Board is having the meeting is to go into closed session. A closed session may be held as a small part of a larger open meeting, or a meeting may be called and noticed specifically for the purpose of having a closed session. But in any event, all meetings must first be convened as an open meeting, and then proper procedures must be followed to go into closed session. Closed sessions must be followed by an open session certification that the closed session was proper.

A detailed motion must be made to go into closed session. That motion, which must be included in the open meeting's minutes, must identify: (1) the closed session's subject matter; (2) the closed session's purpose, i.e., what you are talking about and why; and (3) the specific exemption under § 2.2-3711(A) that applies. General references to FOIA or to the subject matter of the meeting do not suffice.³⁶

³⁶ § 2.2-3712.

Your counsel can provide a “script” to use in going into closed session.

What if we are in open session with only the BOV and President are present, and we want to discuss something that we would ordinarily discuss in closed session. Can’t we do that without going through the formalities?

You certainly may hold the discussion without going into closed session, but there are some shortcomings to that approach, including that minutes would have to be taken, whereas minutes would not be required in a closed session.³⁷

What can we discuss in closed sessions?

Once the Board properly goes into closed session, you can discuss only those specific matters identified in the motion to go into closed session. For example, if the Board went into closed session to discuss “personnel matters – specifically the salary of the president,” the Board could not discuss any other matter, not even a different personnel matter, even if that other matter might have been the proper subject of a closed session had it been included in the motion.³⁸

It’s easy to stray from the topic identified in the motion for closed session. One responsibility of your counsel is to watch closely and call any deviation to your attention.

Who is permitted to go into a closed session with the Board?

Just because the Board goes into closed session, it does not mean that everyone other than Board members must be excluded. The Board can allow anyone to attend that the Board believes is necessary to the discussion. That said, it is best to allow *only* those persons deemed necessary to the discussion.

Governing boards are required by law to invite and include legal counsel in all meetings, including closed sessions.³⁹ The Board is focused on conducting its business, and not focused on making sure it discusses only matters for which it went into closed session. It is very easy to stray from the central discussion, and the lawyer can focus attention on keeping the Board within legal bounds. This is important in that each individual Board member must certify upon leaving closed session that nothing was discussed other than the matter(s) mentioned in the motion to go into closed session.⁴⁰ Your counsel can also identify that legal advice may be needed when Board members are unaware that legal issues are implicated.

Who decides when closed session is appropriate?

The Board as a whole is responsible for deciding whether to go into closed session and who should be included and excluded. The Board decides to go into closed session through passage of the motion to do so. As a matter of governance, the Board as a whole also should

³⁷ § 2.2-3712(I).

³⁸ § 2.2-3712.

³⁹ § 23.1-1303.

⁴⁰ § 2.2-3712(D).

decide who should stay and not rely solely on the Chair, the secretary to the Board, or the President to make that call.⁴¹

Barring unusual circumstances, for practical reasons, the President should remain in most closed meetings.

Can we vote in closed session?

Well, yes and no. The Board can take non-binding votes – straw-polls, of sorts – to get a sense of how a public vote will go. No “official” vote, however, may be taken. Any action that is required as a result of discussions in closed session must be taken after going back into the open meeting.⁴² Members are not legally bound to vote in the open meeting as they indicated they would in closed session.

What do we do when we have finished our closed session discussions?

The Board must reconvene, by motion, in open session following a closed session, even if they have no more business to conduct. After the room is opened and visitors are informed that the meeting is now open, each member of the body must affirm by roll call or recorded vote that only those matters lawfully exempted and identified in the motion to close the meeting were heard or discussed. Any member who believes matters outside the scope of the motion were discussed must say so prior to the vote. A statement that describes the substance of the departure must be included in the minutes.⁴³

Board members must take the certification process seriously. Failure to certify that the closed session was held properly does not affect the validity or confidentiality of matters discussed in the closed session or action taken on those matters later in the open meeting.⁴⁴ However, a deviation from the proper subject of the closed session and the failure of a unanimous certification vote could subject the Board to public criticism. Furthermore, if a court finds that a public body voted to certify a closed session it should not have certified, a court may impose a penalty on the public body of up to \$1,000.⁴⁵

May Board members talk with other people about matters that were discussed in closed session?

There is no *legal* prohibition against Board members revealing discussions held in closed sessions and the Board itself may not prohibit such. Board members are officers of the Commonwealth, and within legal parameters, each must decide how to best execute their responsibilities to the Commonwealth and the institution. Common sense, professional norms, and individual consciences must dictate Board members’ actions. One notable exception from Federal law: FERPA generally prohibits all school officials, including Board members, from revealing information obtained from student records. Other privacy requirements outside of FOIA may exist under federal and state law. Please consult counsel if you have questions.

⁴¹ § 2.2-3712(F).

⁴² § 2.2-3711(B).

⁴³ § 2.2-3712(D).

⁴⁴ § 2.2-3712(E).

⁴⁵ § 2.2-3714(C).

Should minutes be taken in closed session?

Not necessarily. There is no requirement that minutes be taken in closed session.⁴⁶ Any minutes that are taken need not be disclosed. They *may* be released, however, in the Board's discretion. In general, a Board may prefer not to take minutes because there would not be any documents that could be released inadvertently.

What is an executive session?

The term executive session no longer has any legal significance. Under FOIA, there is a meeting and you are either in open session or closed session. For that reason, we strongly suggest that Boards abandon using the terminology "executive session." Further, it is common for Board members and others to confuse "executive session" and "executive committee."

Meetings Using Electronic Communication Means⁴⁷

May we hold a meeting by telephone or video?

Sometimes. Under FOIA, meetings to discuss or transact public business *generally* may not be conducted by telephone, video, or other electronic communication means. Instead, members must be physically assembled in one place. However, a Board may conduct a meeting through such electronic means, provided that it strictly complies with the special FOIA provisions governing such "all-virtual" meetings. Electronic communication meetings, excluding emergency meetings, are referred to as "all-virtual meetings" throughout these FAQs.

Must all-virtual meetings be open to the public?

Yes. The public is entitled to attend open all-virtual meetings, and the electronic communication means used 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. 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. Members of the public must be provided with the agenda, agenda packets, and all other materials provided to the Board, unless the information is prepared for a closed session, or otherwise exempt.

How much notice must be given of all-virtual meetings?

The notice required for all-virtual meetings is three (3) working days - the same as for other meetings. As with other meetings, the secretary to the Board ordinarily will handle posting the proper notice. Again, if Board bylaws require more than 3 working days' notice, the longer notice period must be met.

There are very specific requirements regarding the notice that require many details about the meeting to be known in advance. For example, the notice must specify the electronic communication means by which members of the public may listen to or observe the meeting. It is a good idea to consult with counsel prior to issuing a notice for an all-virtual meeting.

⁴⁶ § 2.2-3712(I).

⁴⁷ All rules regarding all-virtual meeting can be found in: § 2.2-3708.3.

May members of the board call in from different locations?

Yes, but there are some limitations. 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.

May a member call in from wherever he or she happens to be at the time of the meeting?

Yes, unless the remote location includes the presence of more than two Board or committee members, in which case it must have been identified in the notice.

If a remote location that is open to the public is noticed, then the member decides to attend at another location, may we then omit the original location?

No. Once a location is noticed as a remote location, public access must be provided at that location unless the entire meeting is cancelled and re-noticed for at least 3 working days later.

If something comes up after the three working days' notice that prevents a board member's physical attendance at a meeting, can a board member still participate?

Yes, but only under certain conditions. A member may participate by electronic communications means (including telephone or videoconference) if on or before the day of the meeting, a member notifies the chair that (1) he or she (or a family member in the member's care) has a temporary or permanent medical condition that prevents the Board member's physical attendance, (2) the Board member's lives more than 60 miles from the meeting location identified in the public notice for such meeting, (3) or that the Board member is unable to attend the meeting due to a personal matter (which must be specifically identified)..⁴⁸ The Board must have a written policy that allows for such participation and the chair must approve the board member's participation. There are several other requirements and limitations, so please consult with counsel if this issue arises.

May we hold all of our meetings as all-virtual meetings?

No. The Board or any individual committee may not convene an all-virtual meeting i) more than two times per calendar year or 25% 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.

Must the all-virtual meeting be recorded or minutes kept?

There is no requirement that the meeting be recorded. However, minutes must be kept just as with physical meetings.

What if a phone or video goes out or there is some other problem with communication during the meeting?

If during the meeting there is any interruption in the audio or video communication, the meeting must be suspended immediately and may not be resumed until repairs are made. The notice of the meeting must include a phone number to notify the Board of any interruption.

⁴⁸ § 2.2-3708.3(B) (effective September 1, 2022).

May a member call in on the telephone and participate in discussion at a meeting so long as the member does not vote?

If the institution cannot satisfy all statutory requirements to conduct an all-virtual meeting, and the member cannot satisfy the statutory requirements for remote participation, a member may call in from a location, provided that the member *only listens*, and does not otherwise participate in any manner. However, the more conservative and safer approach would be to avoid this scenario.

What types of meetings may be held as all-virtual meetings?

Any otherwise-permitted meeting of the Board, including closed sessions and emergency meetings, may be held as an all-virtual meeting. Meetings of committees or subcommittees of the Board also may be held as all-virtual meetings, but must comply with the same requirements as all-virtual meetings of the entire Board.

May we use email to communicate between meetings?

The nature of the email use is an important factor in determining whether its use is proper.

There is nothing improper or illegal about using email in and of itself. Email provides a fast, efficient means of communication for you in your public service life, just as it does for you in your personal and professional life. Nothing prohibits the use of standard email for general communication between or among members. This type of communication is analogous to mailing copies of a letter or mass distribution by fax, and is not specifically governed by the meeting provisions of FOIA.

It is important to note, however, that the *nature of e-mail use* will determine the legality of its use. No *lawful* meeting may be held by email. That is to say, if three or more members of a public body (or a quorum if less than three) communicate by instant e-mail or texts, or if members are present at computers to receive and send e-mail simultaneously, that may well constitute an *illegal* meeting.

When the use of e-mail more resembles communication through ordinary mail, with significant delay between receipt and response, there is no "meeting" under FOIA. In contrast, when the exchange of e-mails resembles an assemblage of members of a public body, in that e-mails are being sent and responded to in quick fashion, such that there is a feature of simultaneity, then such an exchange may be a "meeting" under FOIA, albeit an unlawful meeting.

Board members should exercise extreme caution in the use of email. Use of distribution lists could set the stage for an illegal meeting. Consider, for example, that a Board member sends an email to all members of the Board, and two of those members happen to be sitting at their computers - not an unlikely situation. If those two members respond to the message using function "reply all" within a short timeframe, we have an *illegal meeting*, subjecting the members to public criticism and the monetary penalties of FOIA. Please avoid sending a reply to all Board members at the same time.

Also, keep in mind that emails that discuss the transaction of public business are "public records" under FOIA and must be produced in response to a request. (See below under "Records.") Be careful what you write.

Emergency Meetings

What if the University or Board has an emergency? Can we meet without three days' notice?

Yes, but only if the Governor has declared a state of emergency (or the Board's locality has declared a local state of emergency), and the catastrophic nature of the declared emergency makes it impracticable or unsafe to assemble a quorum in a single location, If that is the case, then the Board can meet by electronic communication means as long as the purpose of the meeting is to provide for the continuity of operations of the public body or the discharge of its lawful purposes, duties, and responsibilities.⁴⁹ . The public body must give notice that is "reasonable under the circumstances." In an emergency, notice must be given to the public and to Board members at the same time.⁵⁰ If the emergency meeting is held using electronic communication means, then the Board must also make arrangements for public access to such meeting through those same electronic communication means.

May we hold an emergency meeting without 3 days' notice?

Yes. If an emergency meeting is called, reasonable notice under the circumstances must be provided to the public. Generally, that would mean providing notice to the same persons as in a non-emergency by the most expedient method possible. Notice must be given to the public contemporaneously with that given members of the Board.⁵¹

If an emergency meeting is held, must public access be provided?

Public access to an emergency meeting is required, but may be offered through communication means, including videoconferencing if already used by the Board. The Board must meet all other meeting requirements; for example, minutes must be kept. Furthermore, the minutes of the meeting must state the nature of the emergency.⁵²

RECORDS

What does FOIA require regarding public records?

In general, FOIA requires that unless an exception applies, all records in the possession of a public employee or officer (including Board members) that relate to public business must be made available to Virginia citizens and members of the media upon request. They are entitled to read and inspect the document and to make copies. (Generally, institutions find it easier to provide requestors with copies rather than requiring the requestor to make the copies.) We generally refer to a request for public records as a "FOIA request."⁵³

What is a "public record"?

Public records are basically anything the institution and its officials and employees use to transact public business and record data, whether produced by them or others. Records include

⁴⁹ § 2.2-3708.2 (effective September 1, 2022).

⁵⁰ § 2.2-3707(D).

⁵¹ § 2.2-3708.2(D)(2).

⁵² § 2.2-3708.2(D)(7).

⁵³ § 2.2-3704.

(among other things) paper documents such as copies of letters, contracts, memos, etc. Also included are video tapes and audio tapes; digital documents on computer hard drives and servers; and text messages on cell phones – in short, anything that records or documents public business is a public record.⁵⁴ If it is about public business, it's a public record. This includes anything in a member of the Board's home or work computer or otherwise in his or her possession.

Do FOIA requests have to be in writing?

Absolutely not. Any request made for records is a FOIA request, whether made orally, by letter, or by email. Additionally, the person requesting records need not use any magic words, such as “records,” or “FOIA.”⁵⁵ The requestor is not required to tell you why he or she is asking for the records or what they intend to do with them and you should not ask.

Whenever anyone asks you for anything related in *any way* to the business of your institution, you should report it immediately to the institution's FOIA officer – even if you do not have any records you believe to be responsive to the request. Others within the institution may have responsive records, and the institution is under a very tight time frame within which to produce the records or object to production.⁵⁶

Are there exceptions to the requirement that we produce requested records?

Yes. In fact, there are well over a hundred exceptions. Your responsibility as a Board member is to report any request for records to your institution's FOIA officer or counsel. They will help you and others determine what exemptions might apply and how best to respond to the request.⁵⁷ The role of the FOIA officer is to assist in document collection to be responsive. Legal questions should be directed to legal counsel.

How long do I have to produce records in response to a FOIA request?

The institution has only 5 working days to respond initially, thus the importance of reporting any request immediately to the institution's FOIA officer. The FOIA officer will assist you and others in gathering documents and properly responding to the request. Even if the institution invokes the permitted extension of time, the initial response still must be made within 5 working days, and a final response must be made within 12 working days of the initial request, unless other arrangements are worked out between the FOIA officer and the requestor.

Never attempt to respond to a FOIA request on your own without consulting your FOIA Officer or counsel.

Would a FOIA request require me to give an account of some event I witnessed, for example, write a description of a discussion I had with another Board member?

No. FOIA only requires the production of already-existing public records. It never requires that a record be created. (Please note that pulling data from an existing database or other structured collection of data is not creating a record.) At times, an institution may find it

⁵⁴ § 2.2-3701.

⁵⁵ § 2.2-3704(B).

⁵⁶ § 2.2-3704.

⁵⁷ To view the exclusions, *see* §§ 2.2-3705.1-2.2-3705.8 and § 2.2-3706(B).

preferable for any number of reasons to create a new document rather than producing the existing documents that were requested. That's fine, as long as the requester agrees.

What about my personal documents, including for example, handwritten notes such as those from meetings or discussions with alumni, email at home on my personal computer, etc.?

First, please understand that *any* record (letter, memo, scribbled note, email, audio recording, or any other) that in any way relates to the business of the institution is *not* a personal document or record, it is a *public record*. This is the case no matter where it is located. Therefore, if the institution, officers, or employees receives a FOIA request, records would have to be produced if responsive to the request.⁵⁸

PENALTIES⁵⁹

So what if we violate FOIA? What's the big deal?

First, members of the Board are entrusted with the public confidence, and a FOIA violation is breach of that trust. The General Assembly has determined that, with specific exceptions, the public's right to open government is not to be violated. Extreme embarrassment to the University and you personally can result from FOIA violations.

Beyond that, any citizen can file a complaint in court if he believes that the institution has violated FOIA. It is up to the officer or employee to prove that an exception to FOIA was cited appropriately. Anyone may rely in good faith on Virginia FOIA Council opinions.⁶⁰ However, if not successful, the offending officer or employee can be fined personally up to \$2000 for the first occurrence and up to \$5000 for additional occurrences. In addition to these penalties, any officer or employee that alters or destroys requested records with the intent to avoid complying with a FOIA request can be fined personally up to \$100 per record altered or destroyed.⁶¹

⁵⁸ § 2.2-3701.

⁵⁹ For violations and penalties, *see* § 2.2-3714.

⁶⁰ § 2.2-3715.

⁶¹ As mentioned previously, a public body also may be fined up to \$1,000 if it votes to certify a closed session that was not held in accordance with FOIA.

COIA QUICK GUIDE

The State and Local Government Conflict of Interests Act (“Act”), Virginia Code §2.2-3100, *et seq.*, is applicable to you as a Board member (“Officer”). The Act governs 1) Contracts 2) Transactions and 3) General Prohibitions. You are also required to file an annual Statement of Economic Interests.

Contracts and Transactions

Prohibited conduct for Contracts and Transactions generally requires that **you** have a **personal interest** in the contract or transaction (transaction is normally a vote you cast on the Board or in a committee). **YOU** means you personally, your spouse, and dependents. **PERSONAL INTEREST** means salary or other compensation (or any legal consideration) exceeding \$5,000 per year, or ownership in a business exceeding 3% of its total equity.

You cannot have any contract with the University in which you have a personal interest unless a statutory exception applies. You cannot participate in any transaction with the University in which you have a personal interest without statutory public disclosures. There are exceptions, but exceptions must be exercised **prior** to entering into a prohibited contract or transaction.

General Prohibitions

These prohibitions do not require a personal interest. You **are prohibited** from accepting or soliciting money or anything of value, regardless of the amount, **for**:

- 1) Performing your official duties (remuneration for actual expenses excepted).
- 2) Obtaining employment, appointment or promotion for any person with the University.
- 3) Obtaining a contract for any person or business.
- 4) Using confidential information.
- 5) Accepting any money, loan, gift favor, service or business or professional opportunity reasonably tending to influence you in the performance of your duties.
- 6) Accepting gifts from any person whose interests may be substantially affected by the Board, or from accepting gifts on such a frequent basis as to create an appearance of private gain.

Statement of Economic Interests

You will be required to annually file a Statement of Economic Interests with the Secretary of the Commonwealth. This is a public document. While the form is not a model of clarity, the general guidance is that when in doubt, disclose.

Training

You are required to take an orientation course on COIA within two months of appointment and biannually thereafter. This course is online at <http://ethics.dls.virginia.gov> by scrolling down to “Online Conflict of Interest Training” and clicking the link. Your role is “State Officer and Employee.”

WARNING

The Act has **criminal sanctions**. As Assistant Attorneys General, your University lawyers must report suspected violations. Concerns regarding your conduct and the Act should first be directed to the Chief of Staff.

George Mason University
Board of Visitors
Code of Ethics

It is important that members of the Board of Visitors of George Mason University and all George Mason University employees conduct themselves with the highest degree of honor and integrity and understand that public service is a public trust. Ethical conduct in our relationships with each other, members of the public, our students, other state agencies, and private entities is of critical importance during service to the public through serving George Mason University.

1. The Board will uphold the University's Mission, Vision, and Values and will always act in the best interests of the University.

2. The Board shall adhere to all applicable state and federal laws and regulations and Board Policies and Bylaws.

(a) The Board shall comply with the Commonwealth of Virginia's State and Local Government Conflict of Interests Act, Virginia Code §2.2-3100 *et.seq.*, avoiding conflicts of interest as defined by law, and shall report promptly to the Rector any potential conflicts. This includes the timely filing of the annual financial disclosure statement and any other required documents.

i. Visitors shall not have a personal interest in a contract or transaction with the University which would appear to influence the performance of their official duties. A personal interest includes an interest of an immediate family member. Visitors shall not request special consideration or personal prerogative for admissions, employment, or contracts for business.

ii. Visitors shall not seek or accept gifts or business or professional opportunities which would appear to influence the performance of their official duties.

(b) The Board shall adhere to the requirements of the Virginia Freedom of Information Act.

(c) Visitors have a duty to report their own potential or actual violations of the Code of Ethics or those of other Visitors to the Rector immediately upon realization or discovery. If the Rector is personally faced with such a conflict, he or she shall report it to the Vice Rector, who will act in his or her place.

(d) Visitors shall participate in all training required by law.

3. Visitors shall certify that they have read and understand this Code of Ethics by signing the Code annually. Potential or actual violations of the Board Code of Ethics shall be reviewed in the following manner:

(a) The Rector will consult with the Visitor in question and attempt to resolve the potential or actual noncompliance. If that consultation fails to resolve the matter, then

(b) The Rector shall convene the Executive Committee to meet with the Visitor in question and attempt to resolve the potential or actual noncompliance. If that consultation fails to resolve the matter, then

(c) The Rector shall convene the full Board to determine corrective action, as appropriate. The Executive Committee shall report to the Governor in writing any instances of breach of ethical conduct, and the corrective action the Board has elected to take. Upon sufficient cause, the Board may determine by majority vote of the membership to recommend to the Governor that a member be removed as provided for in § 2.2-108 of the Code of Virginia.

Approved May 7, 2014

I certify that I have read and understand this Code of Ethics.

Signature: _____ Printed Name: _____ Date: _____

MEMORANDUM

Office of the President
4400 University Drive, MS 3A1, Fairfax, Virginia 22030
Phone: 703-993-8704; Fax: 703-993-8880

To: Board of Visitors
From: Gregory Washington, President
Date: July 28, 2023
Subject: Requests for Admissions Assistance

We understand that with your position as a George Mason University Board of Visitor member you will probably be approached by colleagues, friends, etc., seeking assistance. One of the most common requests is for admissions assistance. The following are some guidelines and background to help you manage these requests.

We welcome Board of Visitor members to offer the following assistance to potential applicants:

- Write letters of recommendation to the Dean of Admissions on the behalf of a specific applicant.
- Request a visit/campus tour for family/friends that are interested in Mason.
- Refer a prospective student/applicant to the Office of Admissions for personal follow up with a counselor.

Also, we ask that you refrain from the following:

- Requesting/obtaining specific information on applicants such as admissions decisions.
- Requesting that an admission decision be made on any specific applicant.
- Making any promises to an applicant regarding admissions or special treatment.

Your service to and representation of George Mason University is appreciated, and we look forward to another successful and productive year of collaboration to move the university forward.

Thank you.

ITEM NUMBER VII.A:

**RENAMING THE DONALD G. COSTELLO
SCHOOL OF BUSINESS TO THE DONALD G.
COSTELLO COLLEGE OF BUSINESS**

PURPOSE OF ITEM:

The purpose of the agenda item is to approve a name change to George Mason University's School of Business. The School of Business would be renamed the Donald G. Costello College of Business.

BRIEF NARRATIVE:

The request to change the name of the School of Business is proposed to recognize the deferred gift of trust assets as established under The Second 2011 Restatement of the Donald G. Costello Declaration of Trust. The proposed name change will acknowledge this gift and perpetuate the business legacy of Mr. Costello. The proposed name change would identify the academic unit as a college instead of a school. The School of Business is the third largest academic unit in terms of student enrollment. Including the term "college" in the proposed name would accurately align the School of Business with the larger academic units at the university. The proposed name change would not alter George Masons University's alignment with peer institutions in Virginia and nationally that have academic units in business.

STAFF RECOMMENDATION:

Staff recommends Board approval.

WHEREAS, Mr. Donald G. Costello was a renowned businessman in Northern Virginia who supported the ideals of personal entrepreneurship and free market capitalism died in July 2017 naming Mr. Joseph J. Contrucci, renowned businessman and friend of George Mason University and Mr. Costello’s business partner, as his Executor and Trustee; and

WHEREAS, pursuant to a gift agreement with the George Mason University Foundation, Inc. (the “Foundation”), Mr. Contrucci initiated a proceeding in the Circuit Court of Prince William County, Virginia and naming the Foundation as the remainder beneficiary of the trusts in the place of the Donald G. Costello Foundation; and

WHEREAS, the George Mason University Board of Visitors approved renaming George Mason University's School of Business the Donald G. Costello School of Business for recognition of Mr. Costello’s legacy and generosity to supporting students attending the University’s School of Business effective following and contingent upon the approval of the designation of the Foundation as the remainder beneficiary of the two trusts by the Circuit Court of Prince William County; and

WHEREAS, on April 13, 2023, the Circuit Court of Prince William County, Virginia, entered an order naming the Foundation as the remainder beneficiary of the two trusts; and

WHEREAS, the proceeds received by the Foundation after the death of the current beneficiary will establish the Donald G. Costello Scholarship Endowment for students at the School of Business of George Mason University;

WHEREAS, George Mason University has ten academic units, with six being colleges and four being schools. The School of Business is the third largest academic unit in terms of student enrollment at George Mason University. **Including the term “college” in the name would accurately align the School of Business with the larger academic units at the university.**

THEREFORE, BE IT RESOLVED THAT George Mason University’s School of Business be renamed the Donald G. Costello College of Business.

BE IT FURTHER RESOLVED THAT this resolution be entered into the minutes of the George Mason University Board of Visitors this day, July 28, 2023.

Secretary
Board of Visitors
George Mason University



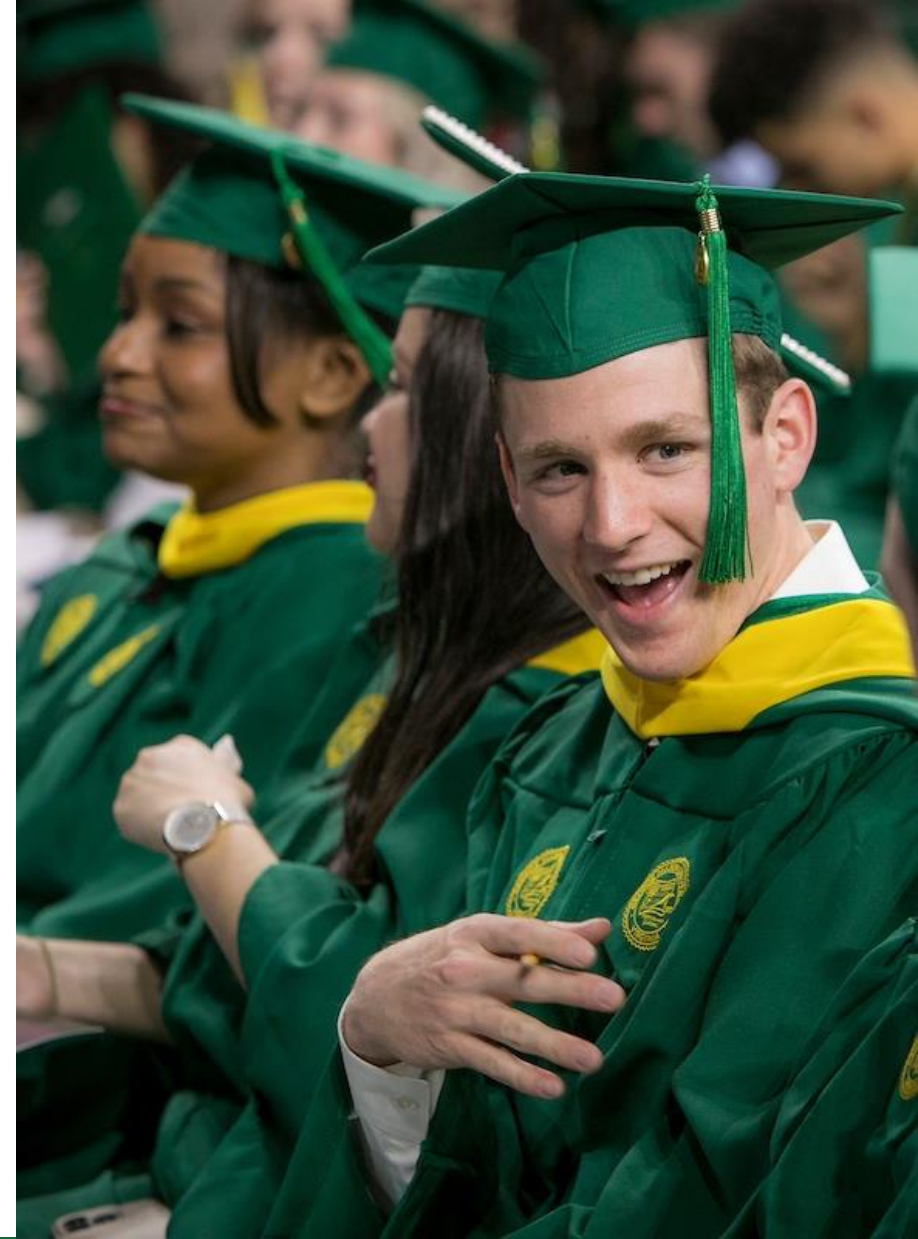
Proposed Name Change to Costello College of Business

Patrick Soleymani
Associate Dean for Outreach and Strategic Engagement

July 28, 2023

THE PROPOSED NAME CHANGE...

- **Acknowledges** the gift from the Donald G. Costello Foundation and perpetuates the business legacy of Mr. Costello.
- **Aligns** the School of Business, the third largest academic unit, with the other large academic units at George Mason University.
- **Maintains** George Mason University's alignment with peer institutions in Virginia that have academic units in business.



ACKNOWLEDGES THE GIFT AND PERPETUATES MR. COSTELLO'S LEGACY

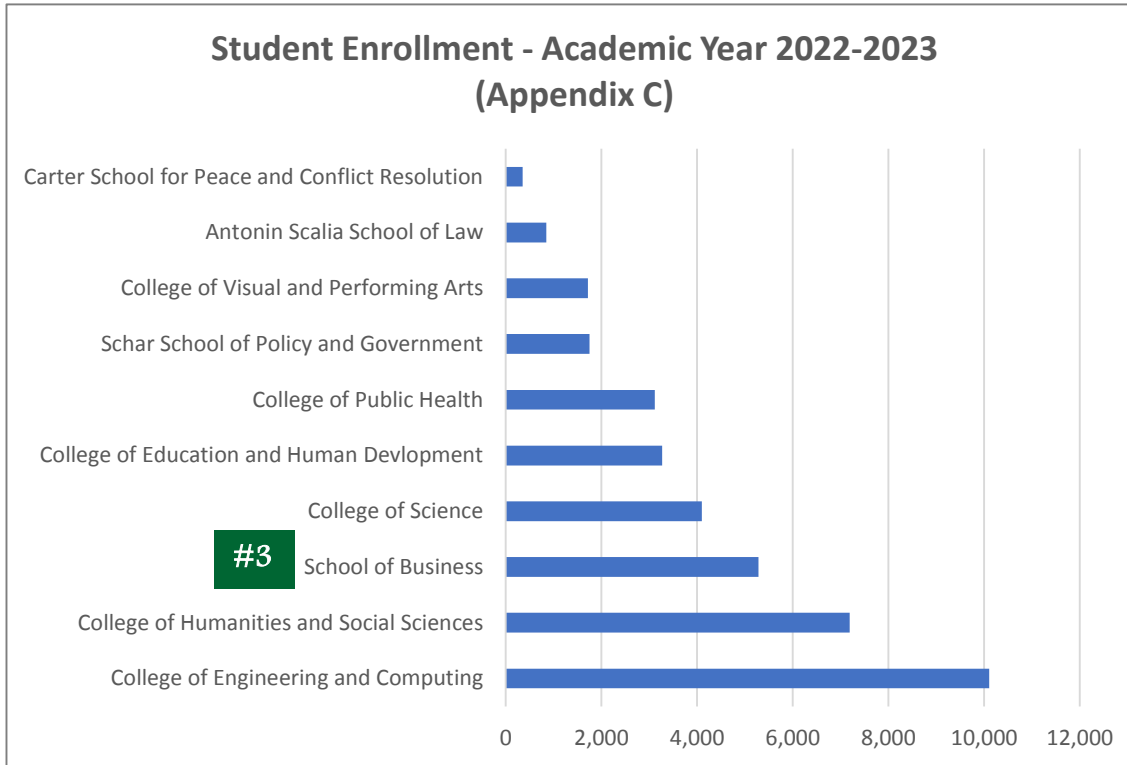
*"Don and I have always seen George Mason University and its School of Business as **a catalyst in fueling the Northern Virginia economy...***

*This gift will further that impact **by creating career opportunities and new businesses** for decades to come."*

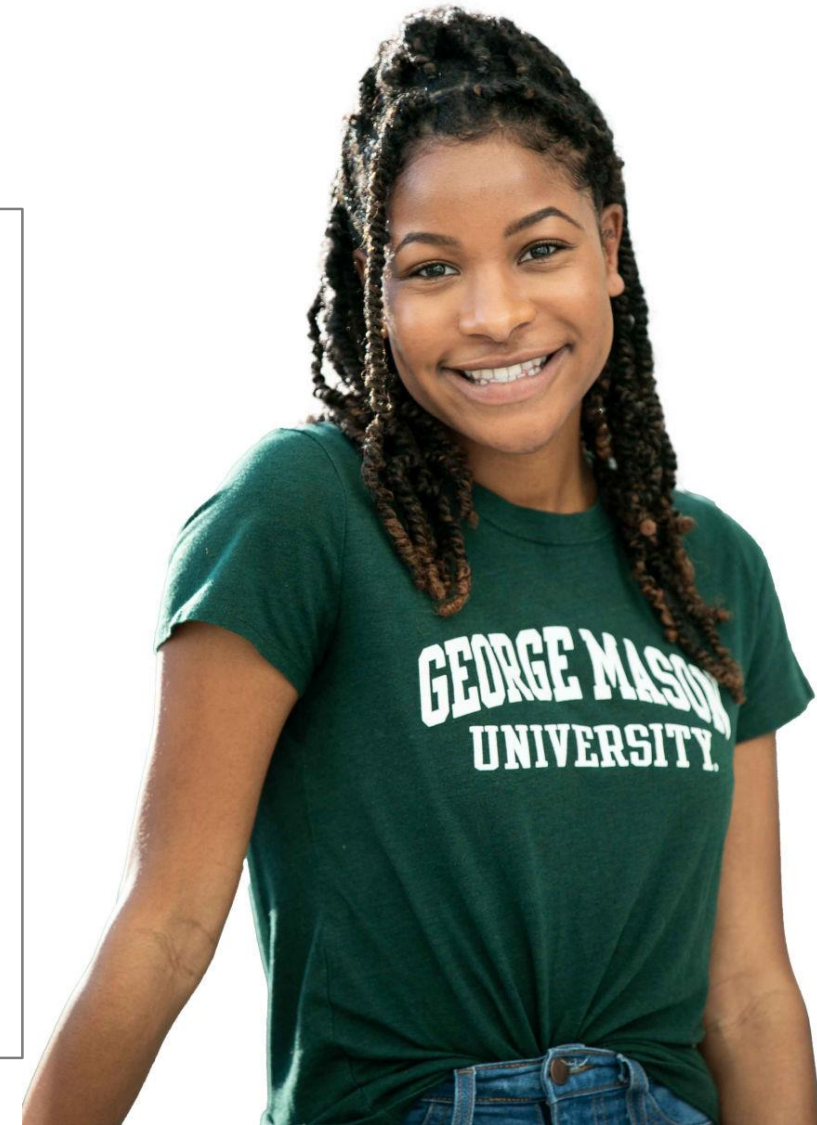
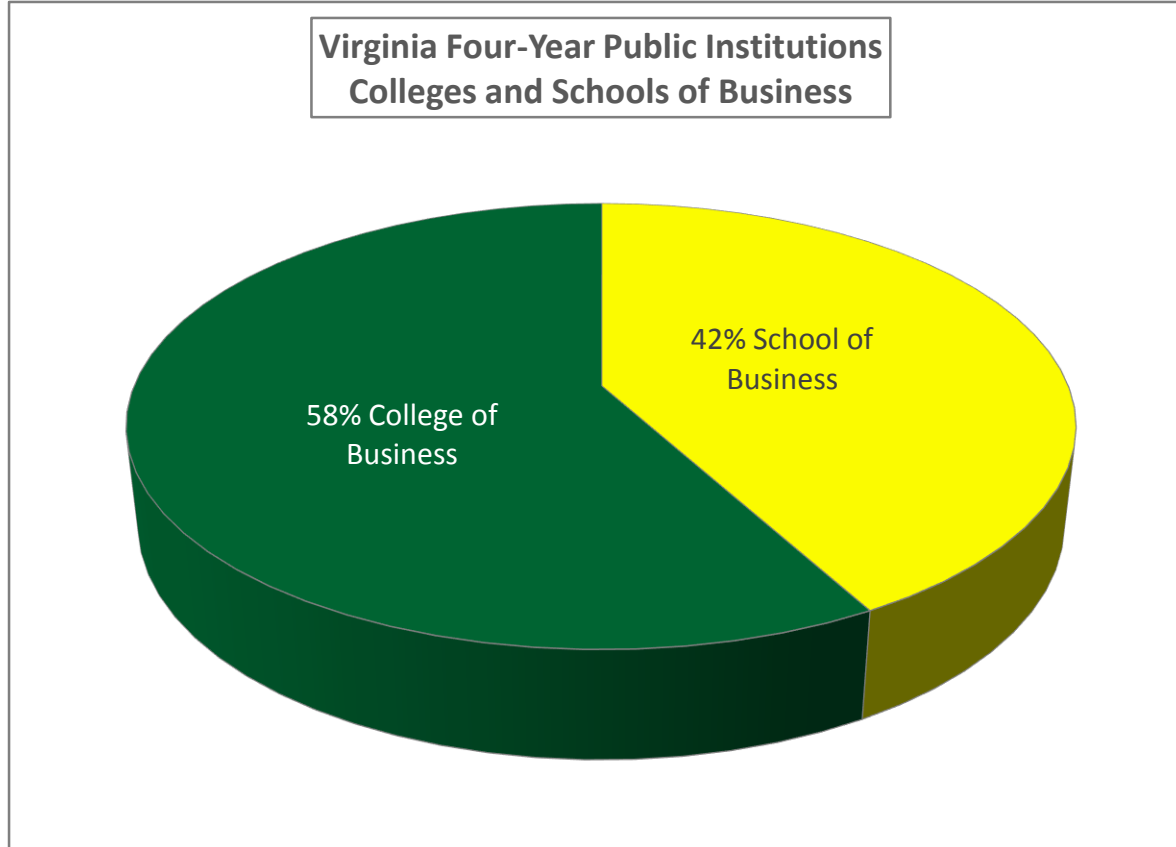
~Joseph Contrucci,
Trustee of the Donald G. Costello Trust



ALIGNS THE SCHOOL OF BUSINESS WITH OTHER LARGE ACADEMIC UNITS



MAINTAINS UNIVERSITY ALIGNMENT WITH PEER INSTITUTIONS IN VIRGINIA



THANK YOU FOR YOUR CONSIDERATION



ACTION ITEMS

Academic Programs, Diversity, and University Community Committee

July 28, 2023

ELECTIONS OF NEW TENURED FACULTY

<u>LAST NAME</u>	<u>FIRST NAME</u>	<u>EFFECTIVE DATE</u>
Barney	Daniel T.	8/25/2023

Title: Associate Professor

Rank: Associate Professor without Term

Classification: Tenured (without term) - Instructional

Local Academic Unit: Art (CVPA)

Note(s): Additional Title: MAT II Director

Cabello Hutt	Claudia	8/25/2023
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Title: Associate Professor

Rank: Associate Professor without Term

Classification: Tenured (without term) - Instructional

Local Academic Unit: Women and Gender Studies (CHSS)

Note(s): This position is jointly assigned to the Department of Philosophy (CHSS).

Hines	Erik	8/25/2023
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Title: Professor of Education

Rank: Professor without Term

Classification: Tenured (without term) - Instructional

Local Academic Unit: College of Education and Human Development

Meltzer Weisman	Kimberly	8/25/2023
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Title: Professor without Term

Rank: Professor without Term

Classification: Tenured (without term) - Instructional

Local Academic Unit: Communication (CHSS)

Note(s): Additional Title: Chair of the Department of Communication



Office of the Provost
4400 University Drive, MSN 3A2
Fairfax, Virginia 22030
Phone: 703.993.8770; Fax: 703.993.8871

**Procedural Checklist for New Faculty
Being appointed to Tenured (Without Term) Positions**

This form must be submitted in Interfolio as part of the Tenured upon Hire case at the Dean's recommendation step.

Daniel Barney, Associate Professor of Art

Faculty Member's Name and Title

School of Art, College of Visual and Performing Arts

Local Academic Unit



Verification of Hiring and Trainings:

I verify that all hiring requirements, including reference checks, for the candidate has been completed and the candidate has been informed of all training that need to be completed within the first few weeks of the start of their appointment (including but not limited to DEI trainings: Title IX Overview and Sexual Harassment Prevention, Equal Opportunity: A Fair Shake and Ethics).

One-half page justification for appointment, to include a description of the benefit of this hire for the department, school, etc., as well as the rationale for selecting this candidate over others.

Dr. Barney comes to us in the midst of a distinguished career as a scholar, artist, and pedagogue who has made significant and widely-praised contributions to a variety of fields both as a practicing artist and as a scholar of teaching and learning in the arts and related fields, particularly the social sciences. His consistently prominent presence at some of the field's top conferences (over 90 appearances) matches well with his strong published body of work (including books, chapters, articles, and reviews) and notable exhibition record combine to easily meet the standard of genuine excellence in research, scholarship, and creative activity as found by both committees. His scholarship and creative work are carefully documented in his impressive CV, verified by distinguished reviewers from his full professor promotion at Brigham Young University, and enumerated in the Level I, Director, and Level II review letters. He is perfectly positioned to take an immediate leadership role in the Master of Arts in Teaching program, focusing on its "Track II" option for in-service teachers seeking additional education, training, experience, and credentials.

Rick Davis

6/30/23

Dean

Date



Office of the Provost
4400 University Drive, MSN 3A2
Fairfax, Virginia 22030
Phone: 703.993.8770; Fax: 703.993.8871

**Procedural Checklist for New Faculty
Being appointed to Tenured (Without Term) Positions**

This form must be submitted in Interfolio as part of the Tenured upon Hire case at the Dean's recommendation step.

Dr. Claudia Cabello-Hutt, Associate Professor

Faculty Member's Name and Title

CHSS (Women & Gender Studies/Philosophy)

Local Academic Unit



Verification of Hiring and Trainings:

I verify that all hiring requirements, including reference checks, for the candidate has been completed and the candidate has been informed of all training that need to be completed within the first few weeks of the start of their appointment (including but not limited to DEI trainings: Title IX Overview and Sexual Harassment Prevention, Equal Opportunity: A Fair Shake and Ethics).

One-half page justification for appointment, to include a description of the benefit of this hire for the department, school, etc., as well as the rationale for selecting this candidate over others.

This joint appointment hire in Women & Gender Studies and Philosophy further strengthens long-standing instructional and research synergies between these two units in the College of Humanities and Social Sciences. Given the candidate's specialization in Latin American studies and publication record in journals (in both Spanish and English) that engage an international audience of Latin Americanists, this hire also enhances the college's opportunities for cross-disciplinary collaboration in partnership with other colleges and schools at Mason (Schar and the Carter School most obviously) as well as internationally. Her scholarship has received prestigious awards from the National Endowment for the Humanities, the Northeastern Modern Language Association, the Chilean National Commission for Scientific and Technological Research, and the Latin American Studies Association (LASA). Her exceptionally strong teaching and service at her prior institution, together with her record of scholarly accomplishment to date and trajectory, led to her unanimous endorsement, at all levels of a national search process, as the candidate most suited for this hire.

Ann Ardis

7/6/2023

Dean

Date



Office of the Provost
4400 University Drive, MSN 3A2
Fairfax, Virginia 22030
Phone: 703.993.8770; Fax: 703.993.8871

**Procedural Checklist for New Faculty
Being appointed to Tenured (Without Term) Positions**

This form must be submitted in Interfolio as part of the Tenured upon Hire case at the Dean's recommendation step.

Erik Hines, Professor of Education

Faculty Member's Name and Title

College of Education and Human Development

Local Academic Unit



Verification of Hiring and Trainings:

I verify that all hiring requirements, including reference checks, for the candidate has been completed and the candidate has been informed of all training that need to be completed within the first few weeks of the start of their appointment (including but not limited to DEI trainings: Title IX Overview and Sexual Harassment Prevention, Equal Opportunity: A Fair Shake and Ethics).

One-half page justification for appointment, to include a description of the benefit of this hire for the department, school, etc., as well as the rationale for selecting this candidate over others.

Dr. Erik Hines fills a position required for CEHD's Counseling program to earn accreditation from the Council for Accreditation of Counseling and Related Educational Programs. CACREP accreditation has become a prerequisite for successful recruitment of students and faculty into such programs. His appointment also adds strength to CEHD's overall faculty profile with regard to leadership, research, and external funding capabilities. This degree of versatility was not evident in other candidates in the pool from which he was hired. Dr. Hines has a demonstrated record of teaching excellence (from the University of Connecticut and Florida State University) along with a highly consequential record of research and scholarship. Dr. Hines has a strong national reputation as a scholar in his field, consistent with his productive record of 36 refereed journal articles, eight of which are in press; 23 book chapters published or in press; and one edited book with another in press. He has also successfully secured \$2.8 million in external and internal research funding. His leadership qualities are also evidenced in his university and professional service activities, most notably via his work as faculty coordinator for three different counseling master's/specialist degree programs.

7/7/23

Dean

Date



Office of the Provost
4400 University Drive, MSN 3A2
Fairfax, Virginia 22030
Phone: 703.993.8770; Fax: 703.993.8871

**Procedural Checklist for New Faculty
Being appointed to Tenured (Without Term) Positions**

This form must be submitted in Interfolio as part of the Tenured upon Hire case at the Dean's recommendation step.

Dr. Kimberly Meltzer, Professor and Chair

Faculty Member's Name and Title

CHSS (Communication)

Local Academic Unit



Verification of Hiring and Trainings:

I verify that all hiring requirements, including reference checks, for the candidate has been completed and the candidate has been informed of all training that need to be completed within the first few weeks of the start of their appointment (including but not limited to DEI trainings: Title IX Overview and Sexual Harassment Prevention, Equal Opportunity: A Fair Shake and Ethics).

One-half page justification for appointment, to include a description of the benefit of this hire for the department, school, etc., as well as the rationale for selecting this candidate over others.

This position is necessary for two reasons. First, the current department chair is ending her term of service, with no internal candidates seeking the position. Second, the department has recently experienced the departure of 4 tenured faculty members, one through resignation and three by retirement. Further, three more tenured faculty members are approaching retirement, leaving a gap in senior faculty leadership that is crucial for a doctoral granting department. This candidate was selected for her superior level of administrative experience, her demonstrated collaborative leadership style, and her commitment to excellence in undergraduate education. Moreover, her areas of expertise and research program is an excellent fit to departmental needs, as her disciplinary expertise in journalism education will provide a needed bridge between existing undergraduate and graduate programs. Her qualifications exceeded the other candidates in all of these areas.

Ann Ardis

7/6/2023

Dean

Date

ITEM NUMBER VII.C:

Exclusion of the Board of Visitors from the National Industrial Security Program personnel security clearance requirement.

PURPOSE OF ITEM:

This Action Item is required to avoid the requirement for members of the Board of Visitors to obtain personnel security clearances.

BRIEF NARRATIVE:

Under the provision of the National Industrial Security Program the senior management official and the Facility Security Officer must always be cleared to the level of the Facility Clearance Level (FCL). The University has a Top Secret FCL which allows researchers to work on classified contracts up to and including the Top Secret level. Both the senior management official and the Facility Security Officer possess the required Top Secret clearances. Other officials as determined by the "Cognizant Security Agency" (CSA) must be granted personnel security level clearances or be excluded by formal resolution. Our CSA, the Defense Counterintelligence and Security Agency, has determined that the Board of Visitors must be effectively excluded from all classified information disclosed to the organization. This exclusion must be made a matter of record by the University's executive body. This is a recurring exclusion that must be executed whenever a change to membership of the Board of Visitors occurs. The wording of the exclusion is the wording provided by our CSA and we have been instructed not to vary from it.

STAFF RECOMMENDATION:

Staff recommends Board approval

Resolution to Exclude the George Mason University Board of Visitors from Clearance Requirements

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

WHEREAS, said Department of Defense Regulations permit the exclusion from 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 corporate minutes.

NOW THEREFORE BE IT DECLARED that the Senior Management Official and Facility Security Officer at the present time do possess the required eligibility for access to classified information; and

BE IT RESOLVED that in the future, when any individual enters upon any duties as Senior Management Official or Facility Security Officer, such individual shall, if they do not already possess such, immediately make application for the required eligibility for access to classified information; and

BE IT RESOLVED AND DIRECTED that the following members of the Board of Directors 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 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.

Board Officers:

Horace L. Blackman - Rector
Pending Election - Secretary

Pending Election - Vice Rector

Board Members:

Armand Alacbay	Reginald Brown	Lindsey Burke	Anjan Chimaladinne
Dorothy Gray	James W. Hazel	Wendy Marquez	Michael Meese
Dolly Oberoi	Robert Pence	Nancy G. Prowitt	Jeffrey Rosen
Charles Stimson	Robert Witeck		

IN WITNESS WHEREOF I have hereunto set my hand and affixed the seal of George Mason University, this day of 28 July 2023

Pending Election - Secretary

GEORGE MASON UNIVERSITY

BOARD OF VISITORS

DOCUMENT AND RECORDS REQUEST POLICY

In order to facilitate the orderly transaction of business, and to make the most efficient use of administrative staff, it is the policy of this Board that all requests by individual members for University documents and records, subject to review by Counsel for disclosability, shall be directed to the Secretary of the Board of Visitors or to the Secretary pro tem in the absence of the Secretary of the Board of Visitors.

This policy shall remain in effect for one year.

Adopted by the Board of Visitors on July 28, 2023.

Secretary
Board of Visitors

ITEM NUMBER VII.E.1.a:

**Annual Notice - Deficit Authorization
Section 4-3.01 Requirements**

PURPOSE OF ITEM:

This item provides a copy of Section 4-3.01 to members of the Board of Visitors.

BRIEF NARRATIVE:

Section 4-3.01 prohibits agencies from obligating or expending general fund amounts in excess of appropriations or obligating or expending at a rate that would result in expenditures in excess of non-general fund revenue collections and appropriations, without prior approval by the Governor.

Consistent with this provision, the agency head is directed to acknowledge the receipt of this notification

The heads of agencies with governing boards must also provide each board member with a copy of this notice - §4-3.01.

STAFF RECOMMENDATION:

For Board information only.

§ 4-3.00 DEFICIT AUTHORIZATION AND TREASURY LOANS

§ 4-3.01 DEFICITS

a. GENERAL:

1. Except as provided in this section no state agency shall incur a deficit. No state agency receiving general fund appropriations under the provisions of this act shall obligate or expend moneys in excess of its general fund appropriations, nor shall it obligate or expend moneys in excess of nongeneral fund revenues that are collected and appropriated.

2. The Governor is authorized to approve deficit funding for a state agency under the following conditions:

- a) an unanticipated federal or judicial mandate has been imposed,
- b) insufficient moneys are available in the first year of the biennium for start-up of General Assembly-approved action, or
- c) delay pending action by the General Assembly at its next legislative Session will result in the curtailment of services required by statute or those required by federal mandate or will produce a threat to life, safety, health or property.
- d) Such approval by the Governor shall be in writing under the conditions described in § 4-3.02 a Authorized Deficit Loans of this act and shall be promptly communicated to the Chairmen of the House Appropriations and Senate Finance Committees within five calendar days of deficit approval.

3. Deficits shall not be authorized for capital projects.

4. The Department of Transportation may obligate funds in excess of the current biennium appropriation for projects of a capital nature not covered by § 4-4.00 Capital Projects, of this act provided such projects 1) are delineated in the Virginia Transportation Six-Year Improvement Program, as approved by the Commonwealth Transportation Board; and 2) have sufficient cash allocated to each such project to cover projected costs in each year of the Program; and provided that 3) sufficient revenues are projected to meet all cash obligations for such projects as well as all other commitments and appropriations approved by the General Assembly in the biennial budget.

b. UNAUTHORIZED DEFICITS: If any agency contravenes any of the prohibitions stated above, thereby incurring an unauthorized deficit, the Governor is hereby directed to withhold approval of such excess obligation or expenditure. Further, there shall be no reimbursement of said excess, nor shall there be any liability or obligation upon the state to make any appropriation hereafter to meet such unauthorized deficit. Further, those members of the governing board of any such agency who shall have voted therefore, or its head if there be no governing board, making any such excess obligation or expenditure shall be personally liable for the full amount of such unauthorized deficit and, at the discretion of the Governor, shall be deemed guilty of neglect of official duty and be subject to removal therefore. Further, the State Comptroller is hereby directed to make public any such unauthorized deficit, and the Director, Department of Planning and Budget, is hereby directed to set out such unauthorized deficits in the next biennium budget. In addition, the Governor is directed to bring this provision of this act to the attention of the members of the governing board of each state agency, or its head if there be no governing board, within two weeks of the date that this act becomes effective. The governing board or the agency head shall execute and return to the Governor a signed acknowledgment of such notification.

c. TOTAL AUTHORIZED DEFICITS: The amount which the Governor may authorize, under the provisions of this section during the current biennium, to be expended from loans repayable out of the general fund of the state treasury, for all state agencies, or other agencies combined, in excess of general fund appropriations for the current biennium, shall not exceed one and one-half percent (1 1/2%) of the revenues collected and paid into the general fund of the state treasury as defined under § 4-2.02 b of this act during the last year of the previous biennium and the first year of the current biennium.

d. The Governor shall report any such authorized and unauthorized deficits to the Chairmen of the House Appropriations and Senate Finance Committees within five calendar days of deficit approval. By August 15 of each year, the Governor shall provide a comprehensive report to the Chairmen of the House Appropriations and Senate Finance Committees detailing all such deficits.