

**GEORGE MASON UNIVERSITY
BOARD OF VISITORS MEETING**

ANNUAL MEETING

July 29, 2022

**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 5, 2022 (**ACTION ITEM**)

B. Special Board Meeting Minutes for June 29, 2022 (**ACTION ITEM**)

III. Election of Officers and Committee Appointments

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

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

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

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

E. Appointment of Board Liaisons

F. Committee Appointments

G. 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 2023 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

10:15 a.m.

VII. New Business

A. Academic Programs, Diversity, and University Community

1. Faculty Actions

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

b. Conferral of Emeritus/Emerita Status (**ACTION ITEM**)

10:20 a.m.

B. Classified Information Access (**ACTION ITEM**)

10:25 a.m.

C. Documents and Records Request Policy (**ACTION ITEM**)

- 10:30 a.m. D. Finance and Land Use
 1. Financial Matters
 a. Deficit Authorization Annual Notice
- 10:35 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. Adjournment**
- 12:00 p.m. **Lunch**

The July 29, 2022 meetings of the full board and the executive committee 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/>.

No public comment will be taken at this meeting

GEORGE MASON UNIVERSITY
BOARD OF VISITORS
Executive Committee Meeting
Friday, July 29, 2022
Merten Hall, Hazel Conference Room (1201)

AGENDA

- I. Call to Order**
- II. Approval of Minutes**
 - A. Executive Committee Meeting Minutes for February 24, 2022
(ACTION ITEM)**
 - B. Executive Committee Meeting Minutes for March 24, 2022
(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 24, 2022
Merten Hall, Hazel Conference Room (1201)**

MINUTES

PRESENT: Vice Rector Horace Blackman, Secretary Simmi Bhuller, Visitor Ignacia Moreno, and Visitor Carolyn Moss.

ABSENT: Rector James Hazel

ALSO, PRESENT: Visitor Edward Rice; Erin Rogers, Staff Representative; Melissa Broeckelman-Post, Faculty Representative; Steven Zhou, Graduate Student Representative; Natalia Kanos, Undergraduate Student Representative; Gregory Washington, President; Ken Walsh, Vice President for Strategic Initiatives and Chief of Staff; Mark Ginsberg, Provost and Executive Vice President; Carol Kissal, Senior Vice President for Administration and Finance; Anne Gentry, Interim University Counsel; and Sarah Hanbury, Secretary pro tem.

I. Call to Order

Vice Rector Blackman called the meeting to order at 8:00 a.m.

II. Approval of Minutes (Action Items)

A. Executive Committee Meeting Minutes for December 2, 2021

Vice Rector Blackman called for any corrections to the minutes for the Executive Committee meetings of December 2, 2022. Hearing none, the **MINUTES STOOD APPROVED AS WRITTEN**.

III. Rector's Comments

Vice Rector Blackman stated he was filling in for Rector Hazel who would be in attendance for the afternoon's full board session.

IV. President's Comments

Dr. Washington noted he would reserve his comments for the full board session which would include a detailed COVID report.

V. Closed Session

- A. Honorary Degrees and Special Awards (Code of VA: §2.2-3711.A.11)
- B. Public Contract (Code of VA: §2.2-3711.A.29)
- C. Consultation with Legal Counsel pertaining to actual or probable litigation (Code of VA: §2.2-3711.A.7)
- D. 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.11, for Honorary Degrees and Special Awards; Section 2.2-3711.A.29, for a public contract relating to the Arlington initiative; Section 2.2-3711.A.7, for consultation with legal counsel pertaining to actual or probable litigation including briefings on:

Kashdan v. GMU
Agrawal v. GMU
Ganley and Surber v. GMU et al.
Morrison v. GMU
Morrison v. GMU et al.
Morris v. GMU
Inko-Tariah v. GMU
Alemu v. GMU
Kinuani 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 Moreno. **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

Vice 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

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

**Special Meeting of
March 24, 2022
Merten Hall, Hazel Conference Room (1201)**

MINUTES

PRESENT: Rector James Hazel, Secretary Simmi Bhuller, Visitor Ignacia Moreno and Visitor Carolyn Moss.

ABSENT: Vice Rector Horace Blackman

ALSO, PRESENT: Gregory Washington, President; Ken Walsh, Vice President for Strategic Initiatives and Chief of Staff; Carol Kissal, Senior Vice President for Administration and Finance; Anne Gentry, Interim University Counsel; and Sarah Hanbury, Secretary pro tem.

I. Call to Order

Rector Hazel called the meeting to order at 1:01 p.m.

II. Closed Session

- A. Public Contract (Code of VA: §2.2-3711.A.29)
- B. 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 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 Section 2.2-3711.A.8 for Consultation with Legal Counsel regarding specific legal matters requiring the provision of legal advice concerning the aforementioned item. The motion was **SECONDED** by Visitor Moss. **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 Board 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 Board. Any member of the Board who believes that there was a departure from the requirements as stated above, shall so state prior to the vote, 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.

Secretary Bhuller then **MOVED** that the committee adopt the following resolution:

WHEREAS, the Public-Private Education Facilities and Infrastructure Act ("PPEA"), Va. Code §56-575.1 et seq., permits the University, as a state agency, to enter into a comprehensive agreement ("Comprehensive Agreement") for the construction of a qualifying project, and requires the University to enter into a Comprehensive Agreement prior to developing or operating the qualifying project (Va. Code §56-575.9); and

WHEREAS, the proposed Institute for Digital Innovation Headquarters ("IDIA-HQ") project (the "Project") is a qualifying project under the PPEA; and

WHEREAS, in December, 2021 the University, with the approval of the Board, entered into an Interim Agreement for the Project; and

WHEREAS, the University desires to enter into a Comprehensive Agreement with Mason Innovation Partners, LLC for the Project; and

WHEREAS, pursuant to the Comprehensive Agreement, University wishes to enter into a ground lease and Mason space lease with Mason Innovation Partners, LLC in order to facilitate the Project;

NOW, THEREFORE BE IT RESOLVED:

- 1. The Board hereby authorizes the University to enter in a Comprehensive Agreement for the Project with Mason Innovation Partners, LLC, consistent with the terms presented to the Board, and specifically authorizes the President or the Senior Vice President for Administration and Finance to execute such Comprehensive Agreement;*
- 2. The Board hereby authorizes the University to enter into a ground lease and a Mason space lease with Mason Innovation Partners, LLC consistent with the terms presented to the Board, and specifically authorizes the President or the Senior Vice President for Administration and Finance to execute such leases;*
- 3. The Board hereby specifically authorizes the President or the Senior Vice President for Administration and Finance to execute any other documents, instruments or certificates as may be deemed necessary or desirable to further carry out the purposes and intent of this resolution; and*
- 4. That this resolution is effective immediately*

The motion was **SECONDED** by Visitor Moreno. **MOTION CARRIED UNANIMOUSLY BY VOICE VOTE (Attachment 1).**

III. Adjournment

Rector Hazel called for any additional business to come before the Executive Committee. Hearing none, he adjourned the meeting at 1:37 p.m.

Prepared by:

Sarah Hanbury
Secretary pro tem

Attachment 1: Resolution – Lease Agreement with Mason Innovation Partners

ITEM:	Approval of Arlington Campus, Institute for Digital InnovAtion Headquarters (“IDIA-HQ”) PPEA Comprehensive Agreement (ACTION)
PURPOSE OF ITEM:	This item seeks approval by the Board of Visitors to enter into a Comprehensive Agreement for the IDIA-HQ PPEA project at the Arlington Campus.
BRIEF NARRATIVE:	<p>The University is pursuing a PPEA project at the Arlington Campus to design, construct and operate facilities in support of university requirements. The IDIA-HQ is being designed and planned as an integrated research, laboratory, academic, and office building with amenities in support of the computing sciences, digital futures, and cybersecurity programs.</p> <p>BOV policies call for Board approval at four milestone points for PPEA projects: project advertisement, partner selection, entering into an Interim Agreement, and entering into the Comprehensive Agreement.</p> <p>At its February 2021 meeting, the BOV approved selection of Mason Innovation Partners (MIP) as the University’s partner for the IDIA-HQ project and authorized staff to conduct negotiations with MIP on terms and conditions, financing, leases, and other management agreements.</p> <p>At its November 2021 meeting, the BOV approved entering into an Interim Agreement with MIP with terms presented to begin construction, complete design and authorized staff to continue negotiations with MIP on terms and conditions, financing, leases and other management agreements for the purpose of executing a Comprehensive Agreement.</p> <p>The Comprehensive Agreement is summarized on the following pages.</p>
STAFF RECOMMENDATION:	Authorize the University to enter into a Comprehensive Agreement with MIP for the IDIA-HQ PPEA project at the Arlington Campus consistent with the terms presented.

Executive Summary - Final
March 24, 2022

Project Overview:

- Overall Program: Nine (9) story building with 310,165 RSF, apportioned to Mason and MIP:
 - 187,365 RSF for Mason Academic/Research Space
 - 115,600 RSF of Commercial Spaces and office space on upper floors (to be owned and operated by MIP)
 - 7,200 RSF of ground floor retail (to be owned and operated by MIP)
 - 216 space underground parking garage
- Comprehensive Agreement Total Academic Budget: \$155.3M
- Comprehensive Agreement Schedule: Substantial Completion anticipated in Spring 2025
- Small, Women, and Minority-owned (SWAM) business participation goal is 25%; Notwithstanding the foregoing SWAM Goal, MIP shall use good faith efforts to achieve a goal of at least fifty percent (50%) of the total Project Budget allocated to SWAM Businesses

Mason Outreach:

- Mason and project team have met extensively with other key stakeholders:
 - Department of General Services (DGS) DEB and DRES.
 - Department of Planning & Budget (DPB).
 - Treasury Board Approval March 16, 2022.
- Mason has led community outreach activity:
 - Public hearing on project was held October 29, 2021.
 - Arlington County staff were included in discussions about the design, construction, and maintenance of the box culvert. Dialogue with county staff is ongoing.

Project Participants:

Development Team – Mason Innovation Partners (“MIP” / “Project Company”)

- Edgemoor Infrastructure and Real Estate, LLC (“Developer”)
- Harrison Street Real Estate Capital, LLC (“Major Equity Investor”)

The MIP team including architects, engineers, general contractor and other contractors and consultants, will be represented by:

1. Architect - EYP Architecture and Engineering, PC
2. General Contractor - Clark Construction Group, LLC
3. Civil Engineer - Dewberry Engineers, Inc.
4. IT and AV Consulting - S2N Technology Group, LLC
5. Interior Design – OTJ Architects, Inc.
6. Placemaking - Biederman Redevelopment Ventures Corp.
7. Environmental and Geo Tech – Schnabel Engineering DC, Inc.
8. Commissioning Agent – Sustainable Building Partners, LLC
9. Testing and Inspection – Hillis-Carnes Engineering Associates, Inc.
10. Commercial Leasing – Newmark Knight
11. Legal – Rogers Yogodzinski, LL

The scope of Work for the Comprehensive Agreement includes:

1. All work previously identified in the Interim Agreement.
2. Provide design services to complete working drawing design documents on all document packages required to fully occupy the base building core and shell and university space (including Mason reviews and comment reconciliations) in accordance with the General Conditions.
3. Coordinate with utility providers to install temporary and permanent utilities for the construction of the Project.
4. Coordinate bidding and contract early release and permit packages and solicit interested SWAM firms for project participation at all tiers of work in accordance with General Conditions.
5. Plan and develop marketing materials for marketing and leasing campaigns.
6. Oversee leasing activities, create space plans, and negotiate all agreements necessary to
7. advance the project.
8. Provide required completion guaranty, bonding, and insurance coverage.
9. Manage and utilize contingency in accordance with General Conditions as necessary to address unforeseen costs in pursuit of project completion.
10. Construction in accordance with the project Construction Plans.
11. Conduct soil, structural, engineering, environmental, and such other inspections, tests, studies, surveys, and evaluations of the Property as Developer deems to be required in connection with the development and construction of the Project (collectively, the “Feasibility Studies” or the “Testing and Inspections”).
12. Obtain LEED Platinum, Fitwell and ReLi designations at construction completion.
13. Operate and maintain facility in accordance with Operating Agreement, Operating Standards and Operating Performance Standards.
14. Establish Governance Committee in accordance with Operating Agreement.

Comprehensive Agreement Schedule Milestones:

- September 2021 – Division of Engineering & Buildings (DEB) Schematic Design Approval Full Building
- October 2021 - Art & Architectural Review Board (AARB) Preliminary Design Approval Full Building
- November 2021 – DEB and DEQ Approval of Culvert Document Package
- December 2021 – DEB Preliminary Design Approval Full Building
- January 2022 – Start of Interim Work
- April 2022 – Projected Execution of Comprehensive Agreement and Financial Close – Notice to Proceed on Full Building Construction Project
- April 2022 – DEB Approval of Structural (sub and superstructure) Working Drawings for Permit
- July 2022 – Projected Start of Below Grade Deep Foundations
- September 2022 – DEB Approval of Core and Shell and Mason Fit out Working Drawings for Permit
- September 2022 – Box Culvert in Service - Interim Construction Work finish
- July 2024 – Core and Shell Substantial Completion
- December 2024 – Mason Fit Out Substantial Completion
- February 2025 – Final Completion - Construction
- May 2025 – FFE and Move in Complete

The following table provides the Comprehensive Agreement Overall Development Budget:

	Mason	MIP	Total
Architecture and Engineering	\$ 10,379,001	\$ 3,918,129	\$ 14,297,130
Construction Costs	\$ 130,164,509	\$ 45,120,104	\$ 175,284,613
Project Administration and Overhead	\$ 8,242,376	\$ 3,732,624	\$ 11,975,000
Financing Costs	\$ -	\$ 5,364,482	\$ 5,364,482
Tenant Improvements and Leasing Commissions	\$ -	\$ 12,751,781	\$ 12,751,781
Marketing	\$ 256,479	\$ 332,736	\$ 589,215
Transactional, Insurance and Accounting	\$ 747,897	\$ 724,328	\$ 1,472,225
Taxes and Operating Expenses	\$ -	\$ 1,287,745	\$ 1,287,745
Developer Contingency	\$ 5,500,000	\$ 3,900,000	\$ 9,400,000
	\$ 155,290,262	\$ 77,131,929	\$ 232,422,191

To effectuate the PPEA, the University intends to simultaneously:

- Enter into a long-term (75-year) **Ground Lease** with Development Team for the vacant site located at 3401 N Fairfax Drive on the Arlington Campus
- Execute a **Comprehensive Agreement**, which governs the obligations of the Developer for the design and construction of the new mixed-use building and parking spaces (the "P3 Project" - see further described below) on the site.
- Enter into the 75-year **Mason Lease**, which details the financial and legal obligations of the University within its spaces in the P3 Project during the Ground Lease.
- Enter into an **Operating Agreement**, which details the obligations of both Parties for the long-term operations, repair, and maintenance of the P3 Project.
- Enter into a **Parking Agreement**, which details the obligations of both Parties for the long-term operations, repair, and maintenance of the Parking Component of the P3 Project

This term sheet provides key details about each of the aforementioned contractual agreements.

A. Mason Lease (ML)	
Mason Lease	The Mason Lease will govern the rights of access and use of the premises as developed by the Project Company.
University Leased Premises and Possession	Developer shall deliver possession of the University Leased Premises to the University on the Completion Date.
University Base Rent	The University will prepay the University Base Rent through periodic payments made under the Comprehensive Agreement during the development period.
Subordination	Any present or future Leasehold Mortgage granted by Developer to any Leasehold Mortgagee shall be subject and subordinate to the Mason Lease.
B. Comprehensive Agreement (CA)	

Project Development	Developer shall (i) pursue the Development Approvals; (ii) arrange for (a) design, development and construction of all components of the Project; and (b) the construction and permanent financing for the Commercial Space and the portion of the Parking Garage that does not include the University Parking Spaces; (iii) coordinate and oversee the development and construction of all components of the Project, including development of the University Space and University Parking Space which will be financed in accordance with the terms and conditions of this Comprehensive Agreement, and (iv) operate, maintain and manage all components of the Project, including leasing the Commercial Space, in accordance with the terms of the Operating Agreement.
Financing for the Development Costs	Developer, at its sole cost and expense (but as a Development Cost), shall arrange for and obtain financing for the Development Costs, less the University Development Costs.
University Obligations Related to Financing of Project	The University shall pay the University Development Costs, up to an amount not to exceed \$155,300,000 (the "University Funding Obligation") and payment of the University Development Costs to Developer shall be considered the prepayment of the University Base Rent (as such term is to be defined in the Mason Lease) for the University's use of the University Space and the University Parking Spaces pursuant to the Mason Lease. The University will utilize \$84,000,000 from the Commonwealth and \$71,300,000 from philanthropy and interim financing to fund its obligation.
Completion Guaranty	Developer shall cause the Construction Contractor to execute and deliver for the benefit of the University and Developer's Lender a completion guaranty for the delivery of the building.
Reciprocal License Agreement	<p>Temporary Construction Licenses:</p> <ul style="list-style-type: none"> • Fire Pump License – to construct piping to the fire pump located in Van Metre Hall • Van Metre Plaza – to construct plaza improvements • Mason Sidewalk – to construct infrastructure connections to new building. • Founders Way – to construct parking garage entrance, loading dock and SWM improvements • Van Metre Parking Garage – to construct communication connections between buildings and 2 openings for drive aisles. • Van Metre Hall – to construct corridor connections at levels 1 and 2 between buildings. • Crane Swing License <p>For Duration of Ground Lease Term, non-exclusive license:</p> <ul style="list-style-type: none"> • Loading Area and Loading Dock License • Vestibule and Canopy Encroachment • Fire Pump and piping route to Fire Pump room located in Van Metre Hall • Use of Van Metre Plaza and Mason Sidewalk Area

	<ul style="list-style-type: none"> • Founders Way – pedestrian and vehicular access, SWM piping connections • Van Metre Hall Parking Garage – pedestrian and vehicular access for shared drive lanes. • Party Wall – shared wall between Van Metre Hall and new building. <p>Parking Covenants and Licenses</p> <ul style="list-style-type: none"> • Parking Covenant – Mason's exclusive use of Mason parking spaces in new building. • University Parking Access License and University Bicycle Parking License – non-exclusive rights for vehicular and pedestrian access 24x365.
C. Operating Agreement (OA)	
Operating Agreement (OA)	The University and Project Company will enter into an Operating Agreement regarding maintenance and operations of the Project. The operating agreement will include Building Operating Standards that address service responsibilities in the complete building as well as Service Standards, KPI's and Reporting Standards.
Capital Replacement Reserves	The Capital Replacement Fund shall be funded by the Developer (using, in part, funds provided by the University) at a minimum rate of \$0.50 per rentable square foot of floor area in the Building per Project Fiscal Year (which shall increase by CPI).
Facilities Condition Index (FCI)	The Developer shall maintain and repair the Base Building and Common Area to maintain a Facility Condition Index ("FCI") value of not more than 0.10 through the twentieth (20 th) Project Fiscal Year, .15 through the thirtieth (30 th) and .25 thereafter. The FCI value shall not exceed 0.25 in any Project Fiscal Year.
University's Share of Operating Expenses	The University shall pay the University's pro rata share of the estimated Operating Expenses for each Project Fiscal Year to the Developer on a monthly basis.
D. Ground Lease	
Ground Lease Agreement	The Ground Lease will govern the rights and responsibilities of the Developer (the "Ground Lessee") and the University ("Ground Lessor") during the Ground Lease Term, including University Participation in Operating Cash Flows and Participation in Capital Events
Ground Lease Term	No more than 75 years from execution of Ground Lease
Participation in Operating Cash Flows	Lessor will receive 2.5% of the Operating Cash Flows after the Lessee achieves a nine percent (9%) cash-on-cash return
Leasehold Mortgages	Neither the University's fee interest in the land nor the University's interest in the Ground lease will be subordinated to any financing or other lien or encumbrance.
Lessor Not Liable for Lessee's Financing	Lessee shall be solely responsible for debt repayment relative to any borrowings by Lessee, and Lessor shall not be a participant or guarantor on any such borrowings.

Lessor's Option to Acquire Lessee's Estate	Lessor shall have the right, at its option, to purchase the Lessee's Estate.
Participation in Capital Events	Upon the occurrence of any Capital Event (which includes refinancings and arm's length transactions to qualified third-party entities), Lessee shall pay to Lessor an administrative fee, plus 0.75% percentage of the gross revenue less the payment of outstanding debt received by Lessee as a result of such Capital Event.
E. Parking Agreement	
Credentialed User Parking Revenue	All revenue from parking pass sales of University Parking Spaces shall be collected, held and remain full ownership of Mason.
Transient Parking Revenue	All parking revenue from transient parking users (including but not limited to parking garage users who pay for use on an hourly or daily basis) will be collected, held and remain full ownership of the parking garage entity or parking garage the user paid to utilize. All spaces, with the exception of University Parking Spaces and any spaces a Commercial Tenant has paid for the right to exclude and reserve, are considered transient at all times. The Transient Parking Revenues will be calculated as part of the overall Gross Revenues for the IDIA, which is used to calculate Mason's Participation in Operating Cash Flows.
Electric Charging Station Revenue	Revenue generated from the IDIA Parking Garage Electric Charging Stations shall be split evenly between MIP and Mason, on a 50% / 50% basis.

**RESOLUTION OF THE EXECUTIVE COMMITTEE OF
THE BOARD OF VISITORS OF
GEORGE MASON UNIVERSITY
TO APPROVE GROUND LEASE AND LEASE FOR
INSTITUTE FOR DIGITAL INNOVATION IN ARLINGTON**

WHEREAS, the Public-Private Education Facilities and Infrastructure Act (“PPEA”), Va. Code §56-575.1 *et seq.*, permits the University, as a state agency, to enter into a comprehensive agreement (“Comprehensive Agreement”) for the construction of a qualifying project, and requires the University to enter into a Comprehensive Agreement prior to developing or operating the qualifying project (Va. Code §56-575.9); and

WHEREAS, the proposed Institute for Digital Innovation Headquarters (“IDIA-HQ”) project (the “Project”) is a qualifying project under the PPEA; and

WHEREAS, in December, 2021 the University, with the approval of the Board, entered into an Interim Agreement for the Project; and

WHEREAS, the University desires to enter into a Comprehensive Agreement with Mason Innovation Partners, LLC for the Project; and

WHEREAS, pursuant to the Comprehensive Agreement, University wishes to enter into a ground lease and Mason space lease with Mason Innovation Partners, LLC in order to facilitate the Project;

NOW, THEREFORE BE IT RESOLVED:

1. The Board hereby authorizes the University to enter in a Comprehensive Agreement for the Project with Mason Innovation Partners, LLC, consistent with the terms presented to the Board, and specifically authorizes the President or the Senior Vice President for Administration and Finance to execute such Comprehensive Agreement;
2. The Board hereby authorizes the University to enter into a ground lease and a Mason space lease with Mason Innovation Partners, LLC consistent with the terms presented to the Board, and specifically authorizes the President or the Senior Vice President for Administration and Finance to execute such leases;
3. The Board hereby specifically authorizes the President or the Senior Vice President for Administration and Finance to execute any other documents, instruments or certificates as may be deemed necessary or desirable to further carry out the purposes and intent of this resolution; and
4. That this resolution is effective immediately.

Adopted: March 24, 2022



Secretary
Board of Visitors of George Mason University

**BOARD OF VISITORS
GEORGE MASON UNIVERSITY**

**Meeting of
Thursday, May 5, 2022
Merten Hall, Hazel Conference Room (1201)**

MINUTES

PRESENT: Rector James Hazel, Vice Rector Horace Blackman, Secretary Simmi Bhuller, Visitors Anjan Chimaladinne Juan Carlos Iturregui, Wendy Marquez, Ignacia Moreno, Carolyn Moss, Dolly Oberoi, Jon Peterson, Nancy Prowitt, Paul Reagan, Edward Rice, and Robert Witeck.

ABSENT: Visitors Juan Carlos Iturregui, Mehmood Kazmi, and Denise Turner Roth.

ALSO, PRESENT: Erin Rogers, Staff Representative; Melissa A. Broeckelman-Post, Faculty Representative; Steven Zhou, Graduate Student Representative; Natalia Kanos, Undergraduate Student Representative; Gregory Washington, President; Ken Walsh, Vice President for Strategic Initiatives and Chief of Staff; Mark Ginsberg, Provost and Executive Vice President; Carol Kissal, Senior Vice President for Administration and Finance; Anne Gentry, Interim University Counsel and Sarah Hanbury, Secretary pro tem.

I. Call to Order

Rector Hazel called the meeting to order at 1:50 p.m.

II. Recognitions

A. Appreciation Plaque Presentation to Outgoing Student Representatives

Rector Hazel recognized the 2021-2022 student representatives to the board, Natalia Kanos and Steven Zhou. He offered for Natalia Kanos to provide remarks and introduce her successor. Ms. Kanos thanked the Board and noted that it has been an honor to be a member. Ms. Kanos continued by thanking Dr. Washington and Rose Pascarell, Vice President of University Life for their support through the year. Ms. Kanos noted that if the board continues to put the students at the forefront of their Mason work, they will have many great accomplishments in the years to come. Ms. Kanos then introduced Sophia Nguyen, her successor as student body president who was in attendance. Ms. Nguyen is currently a junior majoring in government and international politics with a minor in global affairs.

Rector Hazel offered for Steven Zhou to provide remarks and introduce his successor. Mr. Zhou thanked the Board and noted it has been an honor to serve. He continued to thank the Board, Rector Hazel and Dr. Washington for remembering the impact that big-picture decisions have on the students, faculty, staff and members of the community. He is a PhD student and will remain at Mason to work on his dissertation. Steven has decided to step down as the President of the Graduate and Professional Student Association (GAPSA) and his successor will be determined in a late-May election.

B. Recognition of Beinecke, Goldwater and Fulbright Scholars

Rector Hazel introduced Dr. LaNitra Berger, Senior Director, Office of Fellowships to present this years' student scholars. Dr. Berger highlighted the following items:

- The Office of Fellowships aims to raise the academic profile of Mason and its students by encouraging talented undergraduate students to explore fellowship opportunities and resources available to advance their academic and professional goals.
- Since 2010, they have helped students secure more than \$2.1 million in external funding for research, education abroad, graduate school and public service.
- Three student scholars were recognized in the following awards:

- Fulbright US Student Program:
 - Magaly Cabrera-Ortiz is the recipient of this year's award. She will teach English abroad as a Teaching Assistant in the Czech Republic. Ms. Cabrera-Ortiz was in attendance and recognized with applause.
- Goldwater Scholarship:
 - Medhini Sosale is the recipient for this year's award for Genetics/Conservation Biology. This scholarship will help her attend graduate school. Ms. Sosale was in attendance and recognized with applause.
- Beinecke Scholarship:
 - Jasmine Okidi is the first Mason student to receive this scholarship, which supports graduate education in the Arts, Humanities and Social Sciences and will help Jasmine attend graduate school. Ms. Okidi was in attendance and recognized with applause.

C. Recognition of Early Identification (EIP) Graduating Students

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

- EIP serves as the college preparatory program of Mason.
- Since the program's establishment in 1987, there have been over 2,000 EIP alumni.
- Mr. Davis recognized the following 2022 EIP graduates who were in attendance:
 - Tijani Musa received his bachelor's degree from Mason and will graduate this year with his Masters in Public Health. Mr. Musa's wife is an EIP alum who also received her bachelors and masters from Mason.
 - Brandon Juarez-Lopez is in the process of receiving his master's degree in special education. His parents were in attendance. Mr. Lopez's Mother worked for Mason and would bring him to work and would say, "One day you will go to this university."
 - Mr. Davis then introduced Samantha Dawkins as this year's student speaker:
 - Ms. Dawkins noted that she is grateful to be representing the EIP graduating class of 2022.
 - In December, she will be the first person and woman in her family to graduate from college. She will receive her bachelors in environmental and sustainability studies with a minor in non-profit studies.
 - EIP provided her with the following resources: assistance navigating the college application and financial aid processes, SAT prep and mentoring through high school, a partial tuition scholarship and her current position of Office and Data Support Specialist within the EIP Office.
 - She has been awarded a Mason funded grant to research the solutions for local food insecurities with her professional mentor.

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

D. Jack Wood Awards Presentation

Rector Hazel reported that stories for each Jack Wood Award recipient in their respective categories were provided in the board materials. He noted that he knew Jack Wood. He continued that Jack Wood helped establish Mason and that he was a good man and friend. Rector Hazel then introduced Traci Kendall, Executive Director, Community and Local Government Relations to present this year's Jack Wood Awards. Ms. Kendall asked that Rector Hazel and Dr. Washington congratulate each awardee. 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 four awarded categories:

- Faculty/Staff Category:
 - Dr. Esperanza Román-Mendoza, Associate Chair for Spanish, Modern and Classical Languages is this year's recipient and was in attendance to accept her award.
- Business/Nonprofit Category:
 - Micron Technology, Inc. is this year's recipient. Zuzana Steen, Micron's Academic and Community Relations Director and Ron Martin, Micron's Strategic Talent and Retention Manager accepted the award on behalf of their company.
- Partnership Initiative Category:
 - Patriot Perks is this year's recipient. A representative from each partner organization was in attendance to accept the award. From George Mason University, David Atkins, Executive Director of Business Partnership and Licensing; from the Central Fairfax Chamber of Commerce, Jennifer Rose, Executive Director; from Old Town Fairfax Business Association, Shannon Duffy, Executive Director and Josh Alexander, Board of Directors Chair; and from the City of Fairfax Economic Development Office, Danette Nguyen, Assistant Director/Programs Manager.
 - Ms. Kendall asked for the other representatives from Mason offices to join the other recipients for a photograph. Ryan Braaten, Associate Director of Development for the College of Visual and Performing Arts; Jennifer Robinson, Associate Vice President for Alumni Relations and Dawn Hicks, Director of Community Relations in Intercollegiate Athletics were in attendance.
- Specialty Award for Legacy
 - John Tilghman "Til" Hazel Jr., was this year's recipient. Rector Hazel accepted the award on behalf of his father.

On behalf of the board, Rector Hazel congratulated and extended appreciation to all of the award recipients for their leadership in fostering mutually beneficial relations between Mason and the community.

III. Approval of the Minutes

- A. Full Board Meeting on February 24, 2022 (**ACTION ITEM**)
- B. Full Board Meeting on April 5, 2022 (**ACTION ITEM**)
- C. Continuing Education Session April 5, 2022 (**ACTION ITEM**)

Rector Hazel informed the Board that the Executive Committee held a special session on March 24, 2022 to consider time-sensitive items in recess of the full board. At the March 24 meeting, the Executive Committee approved a resolution to enter in a comprehensive agreement, ground lease and a Mason space lease with Mason Innovation Partners, LLC. The minutes for that session were included in the meeting materials and will be approved at the next Executive Committee Meeting. The details and background information for these items can be found in the March 24 meeting materials and in the draft minutes for that session.

Rector Hazel called for any corrections to the minutes for the full board meeting on February 24, 2022, the full board meeting on April 5, 2022 and the continuing education session on April 5, 2022 that were provided in the board meeting materials. Hearing no corrections, the **MINUTES STOOD APPROVED AS WRITTEN**.

IV. Rector's Report

Rector Hazel provided the following information in his report:

- He noted that he is attending Mason's 50th Anniversary events and debuted the following video highlighting those events: <https://vimeo.com/705795007/f984a1f004>.
- The Rector provided brief clarification that Mason Square references the grounds of the Arlington campus and will be the appropriate identifier as building and growth continues in that area.
- A reminder was provided that the FY2023 Operating Budget, which includes a tuition increase, will be voted on during this meeting. He continued to note that the state budget is still pending and once finalized

and if necessary, the full board will hold a special session in June to vote on an amended FY2023 University Operating Budget.

- Provided a reminder to attend Commencement on Friday, May 20, 2022.
- He thanked Carol Kissal, Senior Vice President of Administration & Finance for her leadership while at Mason. Ms. Kissal will exit her SVP position in June.
- He recognized and thanked, Visitors Paul Reagan, Ignacia Moreno, Edward Rice and Denise Roth for their service to the Board as their terms expire this year.
- Rector Hazel noted on behalf of Visitor Roth that she has been unable to attend recent meetings due to health challenges within her family.

A. Public Comment Update / Board of Visitors Student Representatives' Comments

At the BOV Meeting and Public Comment Session on April 5, 2022 there was a consensus from the Board that the written public comment form remain open until April 22, 2022. During that time twenty-one written comments were received. All written comment submissions were provided to the board in the meeting materials. Rector Hazel noted that Steven Zhou, President of Mason's Graduate and Professional Student Association (GAPSA) and Natalia Kanos, Mason Student Body President were provided an opportunity to provide the feedback they heard regarding the proposed tuition increase during the Finance and Land Use Committee meeting earlier in the day.

B. Board of Visitors Meeting Schedule for 2022-2023 (ACTION ITEM)

Rector Hazel **MOVED** that the board approve the Board of Visitors Meetings Schedule for 2022-2023 that was provided in the board meeting materials. The motion was **SECONDED** by Vice Rector Blackman. Rector Hazel opened the floor for discussion; there was none.

MOTION CARRIED UNANIMOUSLY BY VOICE VOTE.

V. President's Report

Dr. Washington provided the following highlights:

- Student Highlights:
 - He was astonished by the Early Identification Program (EIP) recognition segment, which sums up how special Mason is, as well as EIP and how early the program provides student assistance beginning in the eighth grade to set them on a path of success.
 - Mason's Forensics Team finished second at the American Forensic Association National Speech Tournament.
- Administration Highlights:
 - Congress approved six requests from Mason totaling over \$7 million through Congressionally Directed Support. No other four-year institution in Virginia did as well which is due to the Mason staff.
 - Launched the Mason Virginia Promise this year, which is a pathway toward a degree or help starting a business for every Virginian who wants one. Expanding the ADVANCE Program and the Early Identification Program (EIP). Once graduates of both groups matriculate into Mason a mechanism will be provided to meet 100% of their financial need.
 - He noted that Carols Kissal, Senior Vice President for Administration and Finance, would be missed but looked forward to partnering with her when she joins Accenture's Industry Luminaries program.
- Faculty Highlights:
 - The Southern Association of Colleges and Schools Commission on Colleges (SACSCOC) reaccredited Mason with no recommendations and no findings which is a major accomplishment.

- Faculty in the Carter School negotiated a peace agreement between warring factions in the Congo.
- Rankings/Accolades Highlights:
 - Mason has eight graduate programs listed among the top 25 nationally.
 - Mason's Law School is ranked top 30 nationally and ranked 11 amongst public institutions nationally.
 - The Mason Enterprise generated a \$1.6 million impact on Virginia last year. It provided more than 42,000 hours of one-on-one counseling for more than 10,000 business throughout the state and it launched 417 new businesses.
- Challenges:
 - To develop different structures for those who question the value of an advanced degree.
 - Higher education lost a little over one million students who decided not return to school due to the pandemic.
 - Currently there is a mental health crisis nationally and among Mason students.
 - There will be significant drops in eligible high school graduates.
- Branding:
 - Mason recently went through a branding process with Sunshine & Bourbon. A couple of simple tag lines were developed that personifies Mason. The first launch of this champagne was the following video that was played during the meeting: <https://youtu.be/24zkOmV5mp0>.

VI. Committee Reports

A. Audit, Risk, and Compliance Committee

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

- The committee received an update on recent trends in employee vacancies and hiring.
- The committee received an update on the status of regulatory compliance processes at Mason.
- The committee reviewed the status reports covering audit, compliance and management's program to strengthen the IT control infrastructure. An offer has been extended to fill one IT audit position at Mason.

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

B. Academic Program, Diversity and University Community Committee

Secretary Bhuller briefed the board on the topics presented and discussed during the Academic Program, Diversity and University Community Committee meeting, which included:

- Provost Mark Ginsberg addressed past, present and future semesters at Mason, starting with a recap of the Spring 2022 semester, a preview of the Spring 2022 commencement, an overview of summer enrollment numbers, and modalities for fall 2022. He then provided an overview of the recent and successful visit from the Southern Association of Colleges and Schools Commission on Colleges (SACSCOC).
- Dr. Melissa Broeckelman-Post, Chair of Mason's Faculty Senate, presented a report on the Faculty Senate which included: The Task Force on Reimagining faculty roles and rewards; updated academic policies; approved new course evaluation form; Mason Core Enchantments; and the proposed Faculty Handbook revisions.
- Dr. Germain Louis, Dean of the College of Health and Human Services, provided an updated and report on finalizing the prospective College of Public Health including the planned timeline and the national and regional impact.

Secretary Bhuller noted seven (7) action items to bring from the committee to the full board. She **MOVED** to approve the following items en bloc, as they are outlined in the meeting materials:

1. New Business

- a. Proposed Revisions to the Faculty Handbook (**ACTION ITEM**)
- b. Prospective College of Public Health Update and Report (**ACTION ITEM**) (**ATTACHMENT 1**)
- c. Program Actions
 - i. New Program
 1. PhD Geology/Earth Sciences (**ACTION ITEM**)
 2. PhD Social Work (**ACTION ITEM**)
- d. Faculty Actions
 - i. Promotion and/or Tenure (**ACTION ITEM**)
 - ii. Conferral of Emeritus/Emerita Status (**ACTION ITEM**)
 - iii. Special Rank Change (**ACTION ITEM**)

The motion was **SECONDED** by Visitor Moss. Rector Hazel opened the floor for discussion; there was none. **MOTION CARRIED UNANIMOUSLY BY VOICE VOTE.**

Rector Hazel congratulated Dr. Broekelman-Post for being reelected as Faculty Senate Chair and therefore returning as the Board's Faculty Representative. Rector Hazel also noted that the Staff Senate Chair serves for two years so Erin Iacangelo Rogers would be returning as the Staff Liaison to the Board.

C. Finance and Land Use Committee

Visitor Reagan briefed the board on the topics presented and discussed during the Finance and Land Use Committee meeting, which included:

- He began his report by thanking Carol Kissal, Senior Vice President for Administration and Finance for her work while at Mason on behalf of the committee and Chair Roth.
- The Committee voted to approve the proposed FY23 budget ranges, including tuition, room and board rates, and fee rates.
 - This includes a proposed 3% increase for undergraduate and graduate tuition with no increase in the mandatory student fee.
 - The annual housing increase is \$190 with a \$300 dining increase.
 - The General Assembly has not yet finalized the FY23 State budget, two FY23 budget scenarios are being recommended: scenario one incorporates the House budget recommendations and scenario two incorporates the Senate budget recommendations. It is anticipated that once the FY23 State budget is passed, it will provide funding allocations to Mason to support one of these two scenarios. Once the General Assembly passes the FY23 State budget, an amended FY23 Operating Budget will be presented for approval, if necessary.
- The Fuse building at Mason Square will require bridge financing based on the projected cashflow forecast. The Committee voted to delegate responsibility to the Senior Vice President to approve, execute, deliver and issue a bridge financing structure for the project. The administration will update the Board once this financing structure has been executed.
- The committee voted to approve the annual submission of Mason's Six-Year Capital Plan that includes:
 - The new Business School building.
 - The proposed addition to EagleBank Arena.
 - The University is requesting a capital project to aggregate the critical deferred maintenance to be used for replacement and repair projects for all E&G buildings.

Visitor Reagan noted three (3) action items to bring from the committee to the full board. He **MOVED** to approve the following items en bloc, as they are outlined in the meeting materials:

1. Financial Matters
 - a. FY 2023 University Operating Budget, Tuition and Fees (**ACTION ITEM**)
 - b. Bridge Financing for Fuse at Mason Square (**ACTION ITEM**) (**ATTACHEMENT 2**)
2. Capital Matters
 - a. Six-Year Capital Plan (**ACTION ITEM**)

The motion was **SECONDED** by Visitor Moreno. Rector Hazel opened the floor for discussion; there was none. **MOTION CARRIED UNANIMOUSLY BY VOICE VOTE.**

D. Development Committee

Visitor Chimaladinne briefed the board on items discussed during the Development Committee meeting, including:

- Campaign Preparation:
 - Campaign Counsel, Marts and Lundy is concluding the first phase of projects, including data collection and internal assessment interviews.
 - The George Mason University Foundation is working towards building capacity in preparation for the upcoming campaign. They are investing resources in personnel, technology, and the Board of Trustees to ensure preparation to partner with University Advancement in its execution of a successful \$1 billion campaign.
- Fundraising:
 - As of March 31, 2022, \$70.4 million has been raised towards the \$75 million goal, which is inclusive of \$7 million towards the endowment goal of \$5 million. Of the \$70.4 million, \$50.4 million will go toward research and \$9 million for students.
 - While the gifts are still being counted, over \$176,000 was raised for Mason Vision Day from 498 donors to support the Green Machine.
- Other Items of Note:
 - Announced that Adam Bart started as the Associate Vice President of Development (Schools & Colleges). This position will be an additional level of support to the Deans and Directors of Development located in the Schools and Colleges across Mason.
 - Regional and Volunteer Alumni Websites are launching soon. These resources will allow for more engagement and connectivity for Alumni.
 - President's Innovation Advisory Council (PIAC) Strategic Engagement Plan is in the final stages of review.
 - After a nearly two-year implementation, Advancement's Salesforce CRM went live on April 21, 2022. More than 450,000 constituent records will be converted from the old database to the new CRM. Once it's fully built out, the new CRM will provide a 360-degree view of Mason's constituents.

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

E. Research Committee

Visitor Prowitt highlighted the topics discussed during the Research Committee meeting including:

- Dr. Andre Marshall, Vice President for Research, Innovation, and Economic Impact provided an update to include congressionally related spending requests of which congress approved six requests for Mason for

FY2022 totaling over \$7 million. For FY2023 Mason submitted over 30 applications for internal consideration.

- The committee also received a presentation from Dr. Leah Nichols on the Institute for a Sustainable Earth (ISE).

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

VII. Closed Session

- A. Honorary Degrees and Special Awards (Code of VA: §2.2-3711.A.11)
- B. Personnel Matter (Code of VA: §2.2-3711.A.1)
- C. Consultation with Legal Counsel pertaining to actual or probable litigation (Code of VA: §2.2-3711.A.7)
- D. Consultation with Legal Counsel regarding specific legal matters requiring the provision of legal advice (Code of VA: §2.2-3711.A.8)

Vice Rector Blackman **MOVED** that the board go into closed session under the provisions of Section 2.2-3711.A.11, for Honorary Degrees and Special Awards; Section 2.2-3711.A.1 for a Personnel Matter, to discuss President Washington's contract; Section 2.2-3711.A.7, for consultation with legal counsel pertaining to actual or probable litigation including briefings on:

Agrawal v. GMU
Ganley and Surber v. GMU et al.
Inko-Tariah v. GMU
Kashdan v. GMU
Kinuani v. GMU
Morris v. GMU
Morrison v. GMU
Morrison v. GMU et al.
Jeong v. Oswald
Jeong v. GMU
Jeong 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 Bhuller. **MOTION CARRIED UNANIMOUSLY BY VOICE VOTE**

Following closed session, Vice Rector Blackman **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 committee 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.**

Rector Hazel stated there are two actions items to vote on coming out of closed session. Rector Hazel noted that there is an amendment to the second action item that is being worked on and called a five-minute recess for a vote to occur on both items after the recess.

Following the recess, Vice Rector Blackman **MOVED** that the board approve the awarding of Honorary degrees at a future date to the individuals discussed in closed session for that purpose. The motion was **SECONDED** by Secretary Bhuller. **MOTION CARRIED UNANIMOUSLY BY VOICE VOTE.**

Vice Rector Blackman **MOVED** that the board approve the amended resolution to modify President Gregory Washington's employment agreement which extends his term with Mason for an additional two years with adjusted compensation numbers as outlined in the resolution and will also authorize the Rector to represent the University in negotiating a final amended contract (**ATTACHMENT 3**). The motion was **SECONDED** by Secretary Bhuller. Rector Hazel opened the floor for discussion; there was none. A vote was not called.

VIII. Adjournment

Rector Hazel called for any additional business to come before the board. Hearing none, he adjourned the meeting at 4:14 p.m.

Rector Hazel called the meeting back to order to reconsider the motion that was made regarding Dr. Washington's employment agreement. Rector Hazel and Visitor Moreno had a brief discussion. Upon Rector Hazel and Visitor Moreno completing their discussion, Visitor Marquez returned to the room. Rector Hazel stated that the resolution concerning Dr. Washington's employment agreement with George Mason University was previously motioned and seconded, to pass the resolution as presented to the board, he then called for a vote.

MOTION CARRIED UNANIMOUSLY BY VOICE VOTE.

Rector Hazel readjourned the meeting at 4:19 p.m.

Prepared by:

Sarah Hanbury
Secretary pro tem

Attachment 1: Resolution - Name of College of Health and Human Services to the College of Public Health (1 page)

Attachment 2: Resolution - Financing for Fuse Building at Mason Square (2 pages)

Attachment 3: Resolution - Amendment to Dr. George Washington's Employment Agreement (1 page)

RESOLUTION OF THE BOARD OF VISITORS OF GEORGE MASON UNIVERSITY REGARDING CHANGING
NAME OF COLLEGE OF HEALTH AND HUMAN SERVICES TO THE COLLEGE OF PUBLIC HEALTH

WHEREAS, in 2008 George Mason University identified public health as one of the “emerging spires of excellence” in the University’s strategic plan; and

WHEREAS, George Mason University interdisciplinary academic public health programs in the College of Health and Human Services have grown to include bachelor’s, master’s and doctoral degree programs accredited by Council on Education for Public Health; and

WHEREAS, these accredited academic public health degree programs and the other academic programming in health administration and policy, health informatics, nursing, nutrition, and social work in the College of Health and Human Services are equally committed to Mason’s mission of advancing public health through teaching, research, outreach, and clinical practice

BE IT THEREFORE RESOLVED THAT the George Mason University’s College of Health and Human Services be renamed the College of Public Health.

Adopted: May 5, 2022



Simmi Bhuller
Secretary
Board of Visitors
George Mason University

RESOLUTION OF THE BOARD OF VISITORS OF GEORGE MASON UNIVERSITY

Authorizing Financing for the Fuse Building at Mason Square

WHEREAS, the Board of Visitors (the "Board") intends to finance and refinance a portion of the costs of the Fuse Building at Mason Square, which is part of the Arlington campus of George Mason University (the "University"), including costs associated with capitalized interest, financing costs, and related working capital (the "Project"), subject to the limitations and parameters set forth herein; and

WHEREAS, the Board has been presented plans to finance up to \$68,000,000 of costs of the Project through a competitive process whereby the University will obtain a loan or loans (each a "Loan") from one or more financial institutions (each a "Lender"); and

WHEREAS, the Loans will be secured by the University's general revenue pledge and not be in any way a debt of the Commonwealth of Virginia (the "Commonwealth") and shall not create or constitute any indebtedness or obligation of the Commonwealth, either legal, moral, or otherwise; and

WHEREAS, the Loans will be evidenced and secured by one or more credit agreements or similar agreements that set forth the terms and conditions of the applicable Loan (each a "Credit Agreement") and a promissory note issued to or for the benefit of the applicable Lender (each a "Note")

NOW, THEREFORE BE IT RESOLVED BY THE BOARD OF VISITORS OF GEORGE MASON UNIVERSITY:

RESOLVED, that the Board hereby implements the plan of finance described in the recitals hereto by authorizing the incurrence, from time to time, of one or more Loans for the financing or refinancing of the Project, and providing for the terms thereof, by entering into one or more Credit Agreements and one or more Notes, which shall provide the final terms of the applicable Loan and such other matters as may be necessary or desirable; and

RESOLVED FURTHER, that the President of the University or the Senior Vice President for Administration and Finance of the University is authorized to determine and approve the Lenders to provide the Loans and the final terms and conditions of each Loan, including, without limitation, their original principal amounts and series, their maturity dates and amounts, redemption provisions, prices and interest rates, tax status of interest, and whether principal of the applicable Loan can be borrowed, repaid, and reborrowed on a revolving credit basis; provided that (i) the maximum aggregate original principal amount of all Loans to be incurred hereunder shall not exceed \$68,000,000; (ii) any Loan bearing interest at a fixed rate shall have an interest rate not in excess of 5%, (iii) any Loan bearing interest at a variable rate shall have an initial interest rate not in excess of 10%; and (iv) no Loan shall have a final maturity date that is more than 20 years after its issuance date; and

RESOLVED FURTHER, the President of the University or the Senior Vice President for Administration and Finance of the University is authorized to negotiate, execute and deliver the

documents related to the Loans, and the final approval of the terms and conditions of each Loan and the Lenders to provide the Loans shall be evidenced by the execution and delivery of the Credit Agreements; and

RESOLVED FURTHER, that all officers of the University are authorized and directed to take all such further actions, and to execute all such instruments, agreements, documents, and certificates as they shall deem necessary or desirable to carry out the terms of the plan of finance presented to this meeting; and

RESOLVED FURTHER that all acts of all officers of the University which are in conformity with the purposes and intent of this Resolution and in carrying out the plan of finance presented to this meeting are ratified, approved and affirmed; and

RESOLVED FURTHER that this Resolution shall take effect immediately upon its adoption.

Adopted: May 5, 2022

A handwritten signature in black ink, appearing to be "S. J. [unclear]", written over a horizontal line.

Secretary
Board of Visitors
George Mason University

**RESOLUTION OF THE BOARD OF VISITORS OF GEORGE MASON UNIVERSITY AUTHORIZING
AMENDMENT TO EMPLOYMENT AGREEMENT WITH DR. GREGORY WASHINGTON**

WHEREAS, President Dr. Gregory Washington entered into an employment agreement with George Mason University dated March 3, 2020 ("Employment Agreement"), and has served as President of George Mason University ("University") since July 1, 2020; and

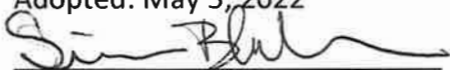
WHEREAS, Section D.1 of the Employment Agreement requires approval by the Board of Visitors of any salary adjustments; and

WHEREAS, the Board of Visitors desires to modify President Washington's Employment Agreement as set forth below;

NOW, THEREFORE, BE IT RESOLVED:

1. The Board of Visitors hereby approves an annual accrual of \$50,000 effective June 30, 2022 to fund an additional stay bonus for Dr. Washington to be paid at the end of the Term;
2. The Board of Visitors hereby approves the following modifications to the Employment Agreement effective July 1, 2022:
 - The Term of the Employment Agreement shall be extended to June 30, 2027;
 - Dr. Washington's annualized base salary shall be increased to \$700,000.00 to be paid from both state funds and Other Funds as specified and defined in Section D.1 of the Employment Agreement;
 - Dr. Washington shall be considered annually for a bonus of up to \$125,000;
 - In Section 10 of the Employment Agreement, the University has agreed to establish or cause to be established one or more deferred compensation plans in which the President may participate. The contribution under the deferred compensation plan established in Section 10 shall be \$150,000 each fiscal year during the Term of the Employment Agreement.
3. The Board of Visitors hereby delegates to the University's Rector the authority to negotiate and execute an amendment to the Employment Agreement consistent with this Resolution and the terms presented to the Board. This delegation of authority shall be effective until the University and Dr. Washington (collectively "the Parties") execute an amended Employment Agreement or until such time as Parties decide not to do so. It is the sentiment of the Board that the amendment of the Executive Agreement be executed with all due speed.

Adopted: May 5, 2022



Simmi Bhuller

Secretary of the Board of Visitors

**BOARD OF VISITORS
GEORGE MASON UNIVERSITY**

**Special Meeting of
Wednesday, June 29, 2022
Merten Hall, Hazel Conference Room (1201)**

MINUTES

PRESENT: Rector James Hazel, Visitors Anjan Chimaladinne, Mehmood Kazmi, Ignacia Moreno, Carolyn Moss, Dolly Oberoi, Jon Peterson, Nancy Prowitt, Edward Rice, and Robert Witeck.

ABSENT: Vice Rector Horace Blackman, Secretary Simmi Bhuller, Visitors Juan Carlos Iturregui, Wendy Marquez, Paul Reagan, and Denise Turner Roth.

ALSO, PRESENT: Erin Rogers, Staff Representative; Gregory Washington, President; Mark Ginsberg, Provost and Executive Vice President; Deb Dickenson, Interim Senior Vice President for Administration and Finance; David Drummey, University Counsel and Sarah Hanbury, Secretary pro tem.

I. Call to Order

Rector Hazel called the meeting to order at 2:06 p.m.

Rector Hazel informed the Board that Governor Youngkin requested all public higher education institutions in the Commonwealth that passed a tuition increase for the 2022-2023 academic year to reconsider and rescind the tuition increase, which was the purpose for this special meeting.

Rector Hazel further informed the Board that the newly elected Board student representatives Sophia Nguyen and Ayondela McDole were unable to attend the meeting. Ms. Nguyen and Ms. McDole provided written statements on behalf of the Student Body and the Graduate and Professional Student Association (GAPSA) that will be made part of the record of this meeting (**Attachment 1**).

Rector Hazel announced that he would bring a forth an additional option for the Board to consider toward the end of the meeting. He continued to note that if Mason stays the course with the FY 2023 University Operating Budget that was passed at the May 5, 2022 Board meeting, no action would be required, but if any change is considered, an action is required.

Rector Hazel read the following codes of Virginia specific to what the duties of the Board of Visitors are:

- § 23.1-1012. Covered institutions; operational authority; financial operations generally.
 - B. Subject to the express terms of the management agreement, the governing board of each covered institution has the sole authority to establish tuition, mandatory fees, room and board, and other necessary charges consistent with sum sufficient appropriation authority for all nongeneral funds as provided by the Governor and the General Assembly in the general appropriation act.
- § 23.1-1500. Corporate name; name of the University.
 - A. The board shall at all times be under the control of the General Assembly.
- § 23.1-1301. Governing boards; powers.
 - 5. Fix the rates charged to students for tuition, mandatory fees, and other necessary charges.

Rector Hazel concluded that the purpose of reading the aforementioned codes was to remind the Board of their fiduciary responsibility.

Rector Hazel then recognized Mason President, Dr. Gregory Washington, to provide his comments. The highlights of Dr. Washington's comments follow:

- The Governor sent letters to university presidents requesting no raise in tuition.
- When the Governor's request was received, Mason started working in earnest to develop options.

- Mason's financial stability and health were reviewed.
- Commended the fiscal services, student life and government relations staff for the extensive time they committed to the process in order to prepare for proper review of the Governor's request.

II. Finance Matters

A. FY 2023 University Operating Budget, Tuition and Fees (ACTION ITEM)

Rector Hazel recognized Interim Senior Vice President for Administration and Finance, Deb Dickenson, to provide an overview of possible amendments to the FY 2023 University Operating Budget. Ms. Dickenson highlighted the following items:

- During the February 24 Finance and Land Use Committee Meeting, the 3% tuition rate increase was presented.
- The Governor sent a letter to university presidents on May 10, 2022 (**Attachment 2**) and June 23, 2022 (previously provided in the meeting materials) requesting no raise in tuition. Both requests came after Mason's Board approved the university's budget on May 5, 2022 and the second request came after the state budget was signed on June 21, 2022.
- Rector Hazel noted that after Mason's budget was approved on May 5, 2022, a meeting date was reserved on June 13, 2022 should the Board need to reconvene on Mason's budget once the state budget was finalized.
- Visitor Moreno inquired when the Board approved the budget on May 5, 2022 had a formal request from the Governor been received to hold tuition flat? Ms. Dickenson responded that it had not.
- Conversation ensued regarding the purpose of the Governor's tuition request and if Mason consulted other Virginia universities on how they are handling the request. Please refer to the meeting's video recording for specifics: <https://vimeo.com/showcase/8557205/video/725050565>.
- The 3% tuition increase was structured methodically to address Mason's growing needs. The increase was designed to fund the most critical priorities and increased costs due to inflation:
 - Unexpected contract escalations.
 - Academic success initiatives.
 - Faculty and staff compensation.
- In 2022, Mason's undergraduate tuition was the fifth lowest of the six Virginia doctoral institutions while having the highest enrollment and most diverse students.
- Challenges of no tuition increase:
 - Mason is a young university that has experienced tremendous growth. In many instances, Mason's systems and infrastructure have not kept up with the growth.
 - Necessary work has begun to modernize systems. This includes automating and improving business processes so efficient services can be provided.
 - Mason's commitment to increase financial aid and access to excellence.
 - Some of the challenges of the unprecedented inflation follow:
 - Increased insurance fees.
 - Increased legal fees.
 - Increased technology and financial service contract costs.
 - Increased janitorial fees.
 - Other universities are moving into the region and Mason is not able to offer the same level of compensation.
 - Mason experienced significant critical job turnover in 2022. Due to the competitive market, multiple searches had to be made for one position because the competitive salary could not be met. In some cases, because it was critical to Mason's Business operations, offers were made that were 20-40% higher than what was budgeted for that position.
 - Mason has worked hard to sustain financial stability, which puts the university in a good position for the future. However, only a set amount of the Mason reserves can be used to sustain that financial stability.

- The budget that Mason received from the state was about \$2 million higher than expected.
- The following tuition options were presented:

Option A: 3% Tuition Increase		Financial Impact
A	• As approved in May; no change	\$0

Option B: 3% Tuition Increase with Offset		Financial Impact
B1	• One-time tuition grant for IS UG* family incomes up to \$70,000	(\$2,049)
B2	• One-time tuition grant for IS UG* family incomes up to \$70,000 • Allocate additional \$1M to Stay Mason to support FY23 tuition relief for all other UG & Grad students experiencing financial hardship due to tuition increase	(\$3,049)
B3	• All I/S UG* awarded one-time tuition grant regardless of need	(\$4,874)

**Students taking at least 6 credit hours per semester*

Option C: No Tuition Increase		Financial Impact
C	• No tuition increase	(\$15,094)

- A B3+ option was presented as well which would add \$500K to Stay Mason Student Support Fund. This option would have a financial impact on Mason of about \$5.5 million.
- Dr. Washington noted that most Virginia peer institutions have chosen option B3 for all in-state undergraduate students who had a tuition increase.
- Visitor Chimaladinne inquired if option B2 covered international students. Ms. Dickenson replied yes.
- The extra \$2 million that Mason received from the state would be used to offset any extra costs without using reserves.

From this point forward, significant conversation ensued. The meeting video is available for referencing at the link provided above.

Rector Hazel presented a draft resolution as another option for the board to consider which would establish a special tuition committee of four (4) board members to meet and make tuitions recommendations to the Board for the remainder of the 2022-2023 academic year. Rector Hazel noted the purposes of the resolution was to ensure Mason was responsive to the Governor's request and allow more time to make an informed choice for the Mason community. Rector Hazel continued that there is one edit he would like to make to the resolution which would be for the special tuition committee to report back to the full Board with their findings at the December 1, 2022 meeting. Conversation ensued and some of the highlights follow:

- Visitor Prowitt suggested noting in the resolution preamble Mason's underfunding.
- Visitor Moss relayed her concern of what impact delaying a decision would have on the students. Dr. Washington responded that by going with the special tuition committee resolution that Option A, the 3% tuition increase, would remain intact and followed for the fall 2022 term.
- Dr. Washington is a proponent of B3+ given the extra \$2 million received from the state as Mason can absorb the one-time cost for this year and not put the institution at future risk. This stance generated a conversation between Dr. Washington and members of the Board.

Visitor Peterson **MOVED** that the board approve the resolution regarding the Governor's letter dated June 23, 2022 with the addition that the special tuition committee will report its recommendations to the Board at its December 1, 2022 meeting. The motion was **SECONDED** by Visitor Moreno. Rector Hazel opened the floor for discussion. Discussion by Visitor Prowitt to add two clauses to the resolution: Mason did not increase tuition for the 2021-2022 academic year and has been underfunded on a per student basis compared to other public educational institutions in the Commonwealth. Visitor Peterson **ACCEPTED** the amendments proposed by Visitor Prowitt (**Attachment 3**). Visitor Moss **SECONDED**.

MOTION CARREID BY MAJORITY VOTE.

Yes – 9

No – 1 – Visitor Kazmi

Absent – 6

III. Adjournment

Rector Hazel called for any additional business to come before the board. Hearing none, he adjourned the meeting at 3:39 p.m.

Prepared by:

Sarah Hanbury
Secretary pro tem

Attachment 1: Board Student Representatives Written Comments (1 page)

Attachment 2: Governor's Letter Dated May 10, 2022 (5 pages)

Attachment 3: Resolution – Special Tuition Committee Creation (1 page)

Special Board of Visitors Meeting
June 29, 2022
Board Student Representatives Written Comments

1. Name: Sophia Q. Nguyen Mason Affiliation: Student Body President

Comment: Hello, my name is Sophia Nguyen, and I am the current Student Body President of George Mason University. Please forgive my absence from this meeting as I am unable to attend. In regard to the tuition update and the options that were presented to me prior to the Board of Visitors meeting, I believe that option 2 offset 2, is the best option and deserves and has my full support. This option would prevent students with a family income of 70k from having to pay the 3% increase. As it would lightly lift the financial burdens that families must endure in order to have their children attend Mason, I support this option to exclude them from having to pay the 3% increase. To add, it would also allow an additional \$1,000,000 to be sent to the Mason State funds, which any undergraduate and graduate students can apply for and receive assistance, regardless of their financials. I am a representative of both graduate and undergraduate students, and as such, I recognize that graduate students need assistance as well; the Mason State funds allow everyone to apply for assistance. An increase of \$1,000,000 to the fund will benefit more students, thus, I must support it. I ask you all to consider why it is you do what you do - if not for the furtherance of education, if not for the increased opportunity for success of the university's students, then for the passion and need for discovery that Mason students can put out into the world in times like these where everyone is searching for answers and possibilities as a result of reduced debt for them and their families. I hope you can take my statement into consideration not as one person, but as 40,000 people speaking, and demanding, in your best interest and ours, that you prioritize the students first.

2. Name: Ayondela McDole Mason Affiliation: GAPSA President

Comment:

A statement from the Graduate and Professional Student Association

My deepest apologies for not being present for this meeting. However, I am grateful to the board for the chance to amplify concerns on behalf of the graduate and professional student body. While we respect the final decision to increase tuition, we ask the board of visitors to seriously consider a deliberate plan to allocate revenue from the increase toward the graduate and professional student body directly.

A significant portion of graduate students do receive stipends and tuition waivers to supplement the cost of living while obtaining graduate degrees but, there is a considerable portion of graduate and professional students who do not receive assistance of any kind and struggle to cover all expenses out of pocket. Please seriously consider increasing the financial aid available for all graduate professional students in the coming school year as well as modify the stipends across the university to reflect the tuition increase.

This decision would only afford Mason grads a shot at keeping pace with our peers nationally, it would have yet to address the issues of inflation, recession and supply chain deficits set to plague us in the coming years. Ultimately, we are asking for resources and funding to appropriately reflect the contributions of the graduate and professional student body.



COMMONWEALTH of VIRGINIA

Office of the Governor

Glenn Youngkin
Governor

May 10, 2022

Dear Presidents, Chancellors and Superintendent:

Thank you for your time and effort in meeting with me. I greatly appreciate and value our conversations and enjoy the learning that occurs when we are together.

Thank you for your leadership during one of the most trying and disruptive eras in our education system. These past two years have had a serious negative impact on mental health, academic achievement, social and emotional development, and sense of community. Your leadership is critical as we turn from crisis management to recovery and rejuvenation.

As we adjust to post-pandemic life, this is not a time to simply go back to normal. Yes, we must foster community and relationships, *and* we must grab this opportunity to reset and think about how we meet the challenges of today in new ways. As you identified, we have many shared challenges that we can address together.

In that spirit, I would like to reiterate the themes and follow up which I shared at our meeting, and I look forward to engaging with you on a quarterly basis to ensure that Virginia is the best state in the nation for postsecondary education.

Vibrant Campus Life

- **Ensure students continue to learn in-person and are part of safe and vibrant campuses**
 - *I ask you to prioritize in-person learning to allow our students to foster and grow relationships with as few restrictions as possible.*
- **Value and promote a culture that embraces free inquiry and a commitment to free speech**

Thank you for the rich conversation we could have spent all day on this topic alone. I am heartened to hear that each one of you agrees that this is an issue and a priority. There is so much we can do together.

I ask the Council of Presidents to:

- *Develop a collective shared statement that supports freedom of speech and inquiry in concert with the ideals and principles of the University of Chicago statement of free expression.*
- *Create a framework to guide each of your campuses in their efforts to nurture a culture that prioritizes civil discourse and debate, **both inside and outside the classroom**. This framework and accompanying toolkit of emerging best practices, policies and protocols should address annual faculty, staff, and student training, approaches to prioritize the hiring of staff and faculty with diverse political perspectives, support of events and forums to model the exchange of ideas from different perspectives in a civil and productive manner, the set of non-negotiables around behaviors that will not be tolerated on our campuses, and other steps to further these fundamental freedoms on your campuses.*
- **Prioritize the mental health and well-being of your students, faculty and staff**

We must all prioritize mental health and well-being. I appreciate that the Council of Presidents has been leading an effort focused on this priority.

I ask the Council to:

- *Continue to coordinate with the Secretariats of Education, Health and Human Resources and Public Safety to develop policy recommendations to support the mental wellbeing of our K-12 and higher education students.*
- *Share your needs, your ideas and suggestions for how we can improve the mental wellbeing of our students, teachers, professors and staff across the Commonwealth. Critical parts of this effort are a listening tour over the next four months and a Fall Summit; throughout this process we will explore together ways to create a set of policy proposals that we can propose to the General Assembly.*
- **Keep your campuses safe**

I ask the Council to:

- *Partner with my Violent Crime Task Force as we grapple with some of our biggest challenges in our Commonwealth. We need to continue supporting our police and first responders.*
- *Utilize the Department of Criminal Justice Service's Emergency Crisis Management resources and tools that were presented in the recent webinar for higher education:*
<https://www.dcjs.virginia.gov/resources-emergency-crisis-management-colleges-and-universities-webinar>. *Please let my Administration know how we can better help you prepare and respond.*

Affordability and Reducing the Cost of Higher Education

- **Reduce costs and keep tuition low**

It is important to focus on ensuring higher education is affordable for all. As we discussed, we are facing conflicting objectives. We want to provide the finest infrastructure and services, but we are facing a demographic reality of fewer students in the education pipeline. This reality requires rethinking business as usual.

I ask each of you to:

- *Keep your tuition flat for the 2022-2023 academic year. I would like for us to work to lower the net cost of higher education for Virginia's students. Keeping tuition as low as possible must be part of the answer.*
- *Be creative and strategic problem-solvers to keep tuition increases low for the long-term. These solutions can come from leveraging technology, more efficient delivery methods, partnerships with community colleges, and innovating and finding new or expanded sources of revenue. I also encourage you to undertake a tough review of staffing, overhead, review of all majors and course offerings, and increase attention on spending and procurement oversight.*
- **Prioritize operating cost transparency**

My Administration will work with your Council of State Senior Business Officers over the next year to reimagine the six-year plan process to reinforce the strategic aspect of this annual financial data collection process.

I ask you and your budget officers to:

- *Work with the Secretariats of Finance and Education to develop and implement a process that is efficient and promotes transparency and strategic planning around cost containment, financial health and outcomes.*

Prepare students for the increasing demands of the knowledge economy

Our shared overriding goal must be to have every student graduate career ready—our Administration's definition for success for jobs (preferably in Virginia). I am pleased that the Council of Presidents has led the charge for every graduate of our four year higher education institutions to have an opportunity for a paid workplace internship, reflecting our shared objective to prepare every college student to graduate in a timely manner and launch a meaningful career.

- **Redefine success as job attainment**

Our Administration is committed to leveraging the power of labor market information to better connect Virginia students with Virginia jobs. We will prioritize the collection, use and reporting of data that tracks postsecondary outcomes by employment and wage in addition to graduation rates.

To further support this goal of ensuring all our students are prepared for success in the workplace, I ask you to:

- *Work with our Administration to report the data as we redefine postsecondary success to be not just graduating, but being hired into a good job within six months of graduation.*
- *Take steps to align curriculum, programs and requirements to our state's most in-demand workforce needs.*
- *Continue to prioritize a meaningful internship as part of the college experience.*
- **Prioritize efforts to support efficient attainment of credentials & degrees in the most in-demand skill areas**

I am excited to learn about the transfer study presented at your Council meeting this past week. Aligned with this effort, Secretary Guidera has asked SCHEV to explore a multi-year Workgroup to ensure our higher education system is focused on preparing our graduates for the jobs of the knowledge economy. This involves learning from emerging best practices both in the Commonwealth and across the nation, expanding pathways such as dual enrollment and transfers across community colleges and four year institutions, and exploring “outside the box” ways to prioritize affordability and credential attainment.

I ask the Council to:

- *Actively participate in this Workgroup to ensure we create a system that is built to last and meet the needs of students of all ages and prepares all learners for success in the knowledge economy in a cost-effective way.*

Build the college and career ready pipeline in partnership with K-12 school divisions and other key stakeholders through lab schools or innovation schools

Thank you for your willingness to partner with my Administration to create lab schools in Virginia. Your leadership is critical in helping to expand the K-12 to college delivery pipeline to offer multiple pathways to successful preparation for in-demand jobs, and particularly to identify and support those students traditionally not seen as “college material.”

I ask each of your institutions to:

- *Consider opening a lab school. The Secretariat of Education looks forward to reviewing your preliminary proposals in the coming month, and we are all eager to learn more about the different partnerships you are considering launching to serve K-12 students and educators.*

- *Create or strengthen "Pathway Programs" which provide pipelines and specific programs for underserved students in your communities. Perhaps this could even be one of the Council's next priorities to build on your success after the VTOP success! I look forward to learning more about your current innovative pathway programs at our next meeting.*

For our Commonwealth to thrive, our colleges and universities must be hubs of innovation. We know that Fortune 100 companies come to Virginia because they seek the best talent in the world; we can't take that for granted. This requires constant focus on being best in class. I look forward to working with you to ensure that Virginia is the best place to live, work, and raise a family.

Without your success in ensuring Virginia is the best place to be educated, none of that is possible.

With appreciation of our partnership,

Glenn Youngkin

cc: Jeff Goettman, Chief of Staff
cc: Aimee Rogstad Guidera, Secretary of Education

**RESOLUTION OF THE BOARD OF VISITORS OF GEORGE MASON UNIVERSITY
REGARDING THE GOVERNOR'S LETTER DATED JUNE 23, 2022**

WHEREAS, on May 5, 2022, the Board of Visitors of George Mason University ("Board") approved tuition rates for the academic year of 2022-2023,

WHEREAS, Mason's established tuition rates for 2022-2023 academic year are approximately three percent (3%) higher than the tuition rates Mason established for the 2021-2022 academic year,

WHEREAS, Mason did not increase its tuition for the 2021-2022 academic year and has been underfunded on a per student basis compared to other public educational institutions in the Commonwealth,

WHEREAS, Mason's proposed budget for the fiscal year of 2022-2023, was in part based upon the Board's established tuition rates for the 2022-2023 academic year,

WHEREAS, the General Assembly has approved the Commonwealth's budget which includes Mason's budget for the fiscal year of 2022-2023

WHEREAS, Governor Glenn Youngkin ("Governor") approved and signed the Commonwealth's budget on June 21, 2022,

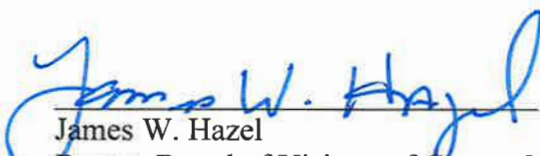
WHEREAS, on June 23, 2022, the Governor sent a letter to Presidents, Chancellors and Superintendents requesting public universities "hold tuition flat" for the 2022-2023 academic year, and

WHEREAS, the Board held the special meeting on June 29, 2022, to give the Governor's request of June 23, 2022, full consideration;

NOW, THEREFORE, BE IT RESOLVED:

1. The Board has considered the Governor's request and has determined it needs additional information to respond, and as a result
2. The Board hereby creates a special tuition committee to meet and make recommendations to the Board regarding tuition for the remainder of 2022-2023 academic year;
3. The special tuition committee will report its recommendations to the Board at its December 1, 2022, meeting;
4. The special committee will consist of four Board members; and
5. The Board hereby delegates to the University's Rector the authority to select the special tuition committee members, in accordance with this resolution.

Adopted: 6/29/22


James W. Hazel
Rector, Board of Visitors of George Mason University

BOARD OF VISITORS
2022 - 2023 Committee Appointments

Committee Chairs and Vice Chairs pending confirmation July 29, 2022

<u>EXECUTIVE COMMITTEE</u>	<u>DEVELOPMENT</u>
Pending Election 7/29, Rector	Anjan Chimaladinne, Chair
Pending Election 7/29, Vice Rector	Simmi Bhuller, Vice Chair
Pending Election 7/29, Secretary	Mehmood Kazmi
Pending Election 7/29, Member-At-Large	Dolly Oberoi
Pending Election 7/29, Member-At-Large	Bob Pence
	Jon Peterson
<u>ACADEMIC PROGRAMS, DIVERSITY & UNIVERSITY COMMUNITY</u>	<u>FINANCE AND LAND USE (Term Year)</u>
Carolyn Moss, Chair	Juan Carlos Iturregui, Chair (1/2)
Simmi Bhuller, Vice Chair	Carolyn Moss, Vice Chair (1/2)
Lindsey Burke	Simmi Bhuller, (1/2)
Anjan Chimaladinne	Reg Brown, (1/2)
Juan Carlos Iturregui	Jimmy Hazel, (1/2)
Wendy Marquez	Jon Peterson, (2/2)
Mike Meese	Bob Witeck, (1/2)
Nancy Prowitt	
Bob Witeck	
<u>AUDIT, RISK, & COMPLIANCE</u>	<u>RESEARCH</u>
Mehmood Kazmi, Chair	Nancy Prowitt, Chair
Dolly Oberoi, Vice Chair	Wendy Marquez, Vice Chair
Simmi Bhuller	Lindsey Burke
Reg Brown	Anjan Chimaladinne
Mike Meese	Bob Pence
	Bob Witeck

FY 2022-2023 Goals

George Mason University

Note: These goals were approved at the Annual Board Meeting on July 29, 2022 with the caveat to outline a set of metrics against the goals. The 2022-23 Goals will be reviewed again at the September 29, 2022 full board meeting with an action item to accompany/approve the added metrics.

As you may know, we are in the process of developing a strategic plan, the draft of which is now complete. In accordance with the major priorities of this plan, I will establish the updated goals for this academic year. The goals will be outlined in the five general priorities of the strategic plan:

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. Accelerate 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 major 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.

The following goals are necessary towards achieving that outcome

- a. Transition COVID management from pandemic emergency response to steady state operations such that the ongoing threat is continues to be mitigated while Mason maintains the ability to deliver quality instructions, research, and services. (*All units, Senior Vice President and Chief Operating Officer (SVP/COO)*)

- a. Maintain COVID situational awareness and collaboration with local and regional public health partners and evolve our COVID management strategy as public health conditions warrant;
 - b. Ramp down COVID emergency operations while maintaining baseline level testing, vaccination, and screening services;
 - c. Increase employee health and well-being services identified as critical during our pandemic recovery (mental and behavioral health screening, wellness checks and programming, routine vaccinations, etc.)
- b. Develop and successfully implement a fiscal management plan that supports the campus through the 2022-2023 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 (*SVP/COO, VP Government and Community Relations, VP Advancement and Alumni Relations*)
 - a. Develop and implement 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 projects in a constrained environment (Provost, *SVP/COO, Chief of Staff*)
 - i. Internal reallocation (2% administrative unit budget and academic unit appropriations budget reallocation each year for 3 years – units can request a return of funds that are in alignment with institutional priorities or for innovative projects)
 - ii. 25% of the average cost of *one Instructional and Research (I/R)* faculty member will be reverted centrally each year. These positions will be reallocated based on requests from Colleges and Schools and University Priorities
- c. Create infrastructure improvements that allow institutional efficiency and effectiveness (*SVP/COO*):
 - a. Establish an updated 6-year plan in accordance with the needs of the campus and the directions of the new administration.
 - b. Develop multi-year service roadmap of efficiency initiatives building on the redesigned Chart of Accounts and execute year-one initiatives
 - c. Continue the development of and milestones for an improved university budget model
 - d. Prioritize delivery of automation and efficiency initiatives that enable achievement of enrollment management goals
 - e. Successfully hire a permanent Senior Vice President and Chief Operating Officer (*SVP/COO*) to partner with the President and other university leaders in managing the fiscal health of the institution.
- d. Seek and receive approval from SCHEV for the launch of Virginia’s first School of Public Health (*Provost*)

- e. On-board the five new Deans who were hired over the last year and position them for success (*Provost*).
- f. Launch the Division of Graduate Education in the Office of the Provost aligned with the recommendations from the *Reimagine Graduate Education Task Force* (*Provost*).
- g. Continue development of a structure to support robust continuing and professional education programs that will support workforce needs in the region and Commonwealth (*Provost*).
- h. Develop and/or revise at least two online graduate/professional education programs (*Provost*).
- i. Establish student success initiatives (*VP University Life/Provost*)
 - a. Grow the scope and capacity of mental health and associated human services in support of Mason's students
 - b. Develop a process and policy to identify, categorize, evaluate 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.
 - c. Establish two new student engagement experiences within the Mason community
- j. Implement the Strategic plan to include the development of a finalized plan, a condensed version, and marketing materials. (*Chief of Staff/VP Branding*)
- k. Continue to review and invest in energy efficiency and sustainability initiatives, building upon the results of phase one of the campus Climate Action Plan (*SVP/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. Complete restructure of the Office of Research Innovation and Economic Impact including the universities major research institutes
- b. Develop and implement a plan to restructure support for research faculty. This includes plans to enhance research collaboration, a plan to manage faculty research space, and a plan to increase licensing and technology transfer.
- c. Successfully complete launch of seed grant programs to foster university research
- 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. Accelerate 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. Launch a comprehensive fundraising campaign to grow the resources and partnerships needed for our university (*VP Advancement and Alumni Relations*)
- b. Grow the *Mason Virginia Promise* (a pathway towards an advanced degree or your own business for every Virginian who wants it) via establishing a standard operating procedure for new partners and adding two additional community college partners (*Provost, SVP/COO, VP Research, Innovation and Economic Impact*).
 - a. Expansion of the availability of financial aid to provide more students with 100% of total financial need
- c. Develop a plan for Mason Korea to become a hub to expand Mason's global presence in Asia and beyond (*Provost, SVP/COO*).
- d. Upgrade and expand health sciences partnerships, funding opportunities, and capabilities (*Provost, SVP/COO, VP Research, Innovation and Economic Impact*).
- e. Complete a study outlining the steps, strategies and estimate of costs for a comprehensive Health Sciences strategy that includes the potential of establishing a medical school (*Provost, SVP/COO*)
- f. Inspire K-12 students actively to pursue higher education by planning for an expansion by 15% of the Early Identification program. Develop a plan for intensifying other successful K-12 outreach efforts (*VP University Life/SVP COO*).
- g. Form partnership to launch online bachelor's programs that support degree completion for working adults (*Provost, SVP/COO*)
- h. Develop and implement plans to 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. Examine public/private partnerships as a mechanism for the monetization of key Mason assets (Shirley Gate property, Mathy properties, SciTech Campus, Parking, Power Generation, etc.). The use of these funds will be to drive and support the academic mission of the university (*SVP/COO*).
- j. 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.
- k. Continue the institutional brand renewal effort that coincided with the 50th anniversary (*VP University Branding*).
 - a. Develop a plan to streamline Mason's communication infrastructure to include web, print, mobile and stationary branding.
- l. 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. Meet enrollment and graduation targets established for the Commonwealth's Tech Talent Investment Program (TTIP) (*Provost*).
- b. Establish an Innovation Ecosystem for campus and local entrepreneurs with GMU as a hub and convener. Initiate construction of FUSE at Mason Square in Arlington (*SVP/COO*).
- c. Expand the Amazon partnership and establish a corporate based coalition to support our Arlington Innovation Campus (*VP Advancement and Alumni Relations*).

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 anti-racism and 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. Establish a process to evaluate inclusive excellence plans and reward those units who are successfully implementing their plans. (*CDO, Provost, SVP/COO*)
- c. Execute a comprehensive recruitment and retention plan that addresses inequities for faculty, staff, and students. (*CDO, Provost, SVP/COO*)
- d. Improve access and affordability through expanded financial assistance and partnerships within the Mason Virginia Promise (*CDO, Provost, SVP/COO*)
- e. Incorporate Mason's commitment to furthering the DEI mission into our brand (*VP University Branding*)

5. Invest in faculty and staff success.

The Lingering Pandemic not only will create unprecedented stressors for our campus, it also will create 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, SVP/COO*):

- a. Launch 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. Continue annual market assessments of faculty and staff salaries relative to compression, inversion, equity, and cost of living. Implement plan to give a supplemental salary increase for faculty and staff who are substantially below market.

- c. Continued on-boarding of the Ombudsman's Office to investigate conflicts and complaints and attempt to resolve them, usually through conflict management and mediation practices.
- d. Complete a review of key faculty and staff benefits, including possible funding for a tuition remission benefit for dependents.



COMMONWEALTH of VIRGINIA

Office of the Attorney General

Education Section

August 2020

202 North Ninth Street
Richmond, Virginia 23219
804-786-2071
FAX 804-786-1991
Virginia Relay Services
800-828-1120

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 the FOIA Officer or legal counsel.

¹ § 2.2-3714

² § 2.2-3700

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, 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 general 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.
- Some Board members may participate in a meeting by phone, provided that (1) there is a quorum physically assembled at one primary meeting location; (2) notice of the meeting has been given at least three working days in advance; and, (3) members of the public are provided a substantially equivalent way to listen to or observe the meeting. The notice must include the electronic communication means by which members of the public may witness the meeting and which remote locations, if any, are open to the public. Public access to remote locations is encouraged, but not required. In the event of an interruption in the public access, the meeting *must* be suspended until public access is restored.
 - Another way Board members may participate by telephone (or other electronic communication means) is if before or on the day of the meeting, a board member notifies the chair that the member has a temporary or permanent medical condition, or has a personal matter that prevents his or her physical attendance. The Board must vote to approve the member's participation under these conditions. In addition, the Board must have: (1) adopted a written policy allowing for and governing participation of its members by electronic communication means, including an approval process for such participation. The policy must be applied strictly and uniformly, without exception; (2) there is a quorum of the Board or committee physically assembled at the primary meeting location; and (3) the Board makes arrangements for the voice of the remote participant to be heard by all persons at the primary meeting location.¹⁴ Whenever a

¹⁴ § 2.2-3708.2

member wants to participate by telephone (or other means of electronic communication), please consult with counsel.

- The Board may meet electronically *without* the requirement for a quorum in person during a state of emergency declared by the Governor, and if it is unsafe or impracticable for a quorum of the Board to meet in person. Depending on the matters to be taken up by the Board, there are slightly different requirements for these meetings:
 - If the Board intends merely to *address the emergency*, only matters relating to the emergency and the ability of the Board to continue to provide essential government services during the emergency may be discussed. Routine business of the university may *not* be discussed. Although the meeting may be purely electronic (such as via Zoom or Webex), the public must be given access to the meeting.
 - If the Board intends to discuss or transact business statutorily required or necessary to continue operations, it must provide the public access, offer a public comment period (if the electronic platform permits it), and post a recording or transcription of open portions of the meeting. *The legislative grant of authority for this form of meeting is temporary; consult your counsel to learn whether the authority has expired or been altered.*

In the event of an interruption of the public access to the meeting, the meeting *must* be suspended until public access is restored.

Frequently Asked Questions

Table of Contents

VIRGINIA'S FREEDOM OF INFORMATION ACT: SYNOPSIS.....	2
<i>Documents and Email</i>	2
<i>Meetings</i>	2
FOIA GENERALLY.....	8
What does FOIA do?	8
FOIA requires that some records be withheld, and some meetings be closed, right?	8
Who does FOIA apply to?	8
MEETINGS.....	9
Meetings Generally	9
Can we meet without telling anyone?	9
Can less than a quorum of the Board – say three or four members – get together informally to discuss affairs of the institution?	9
Can't I even go to a cocktail party or dinner with two (or more) other Board members?.....	9
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?	10
Our Board members routinely serve on ad hoc committees or task forces of the university. Must the institution advertise these meetings?.....	10
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?.....	10
Who can come to our meetings?	10
Do we have to tape record our meetings?	11
Do we have to take minutes?.....	11
Closed Meetings.....	11
What are the exceptions to open meetings? When can we hold a closed session?	11
When are we required to go into closed session?.....	12
What must we do to go into closed session?	12
What if we are in open session with only the BOV and President 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?	13
What can we discuss in closed sessions?	13
Who is permitted to go into a closed session with the Board?	13
Who decides when closed session is appropriate?.....	13
Can we vote in closed session?.....	14
What do we do when we have finished our closed session discussions?.....	14
May Board members talk with other people about matters that were discussed in closed session?	14
Should minutes be taken in closed session?.....	14
What is an executive session?.....	15
Electronic Communication Meetings.....	15

May we hold a meeting by telephone or video?	15
How much notice must be given of electronic meetings?	15
May members of the board call in from different locations?	15
May a member call in from wherever he or she happens to be at the time of the meeting?	16
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?	16
If something comes up after the three working days' notice that prevents a board member's physical attendance, can a board member still participate?	16
May we hold all of our meetings as electronic meetings?	16
Are there any special voting requirements for electronic meetings?	16
Must the electronic meeting be tape recorded or minutes kept?	16
What if the means of public access goes out or there is some other problem with communication during the meeting?	17
May a member join the meeting by telephone or other means and participate in discussion at a meeting so long as the member does not vote?	17
May a Board set up remote sites for public participation without 3 days' notice?	17
What about closed sessions or meetings or committees? May they be conducted electronically?	17
May we use email to communicate between meetings?	17
Emergency Meetings	18
What if the University or Board has an emergency? Can we meet without three days' notice?	18
If we have an emergency, may we have an electronic meeting without 3 days' notice?	18
If an emergency electronic meeting is held, must public access be provided?	18
Meetings During a State of Emergency	19
What about meetings during the pandemic or other declared state of emergency?	19
May the Board conduct its regular business during an electronic meeting held during a state of emergency?	19
A meeting to discuss business that is "required or necessary" sounds a lot like a regular meeting. What's the difference?	19
What about public access to electronic meetings during a state of emergency?	19
Can the Board hold these electronic meetings from now on?	19
RECORDS	20
What does FOIA require regarding public records?	20
What is a "public record"?	20
Do FOIA requests have to be in writing?	20
Are there exceptions to the requirement that we produce requested records?	20
How long do I have to produce records in response to a FOIA request?	21
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?	21
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.?	21
PENALTIES	21
So what if we violate FOIA? What's the big deal?	21

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.¹⁵ It also prohibits discussion of public business among members outside of meetings.¹⁶ There are, however, exceptions to these general meeting requirements that each member should be familiar with.¹⁷

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.¹⁸

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.¹⁹

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.²⁰

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.²¹ It also applies to the operations of the Board itself together with all of its committees and subcommittees, and any other groups or entities appointed by the Board to advise the Board or exercise delegated functions.

¹⁵ § 2.2-3700

¹⁶ § 2.2-3707

¹⁷ §§ 2.2-3707.01 and 2.2-3711

¹⁸ § 2.2-3704

¹⁹ § 2.2-3700(B)

²⁰ § 2.2-3700(B)

²¹ § 2.2-3700

MEETINGS

Meetings Generally

Can we meet without telling anyone? ²²

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. (Emergency meetings do not require three working days' notice, but notice must be reasonable under the circumstances.) 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.²³ 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.²⁴ If three or more Board members serve on the board of an institution-related foundation, 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.²⁵

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.

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

²² For details *see* § 2.2-3707.

²³ § 2.2-3707(F)

²⁴ § 2.2-3707

²⁵ § 2.2-3701

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.²⁶

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.)²⁷

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

If three or more Board members are on a university committee, the meetings must be noticed. You can avoid noticing all of these meetings by having only one or two board members on the university 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.²⁸

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.

²⁶ § 2.2-3701

²⁷ § 2.2-3700

²⁸ § 2.2-3701

Do we have to tape record our meetings?

No. Recording meetings is not required, except for electronic meetings to conduct board business during a state of emergency. However, proper minutes must be taken. Draft minutes and final minutes must be posted to the institution's website and the Commonwealth Calendar.²⁹ The secretary to the Board will ordinarily have this responsibility.

Do we have to take minutes?

Yes. FOIA requires that minutes be taken of the open portions 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.³⁰ 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.³¹

Closed Meetings

What are the exceptions to open meetings? When can we hold a closed session?³²

FOIA has 54 exceptions to the open meetings requirement. 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 institution would be adversely affected. This exception might occasionally be invoked during discussion of endowment funds investment.

²⁹ § 2.2-3707.1

³⁰ § 2.2-3707

³¹ § 2.2-3707.1

³² 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.

(5) *the legal advice exception*: consultation with legal counsel for: (a) legal advice 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; or (b) specific legal matters requiring legal advice.

(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 legal 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.³³

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

³³ § 2.2-3712

What if we are in open session with only the BOV and President 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.³⁴

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.³⁵

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.³⁶ 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.³⁷ 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 decide who should stay and not rely solely on the Chair, the secretary to the Board, or the President to make that call.³⁸

³⁴ § 2.2-3712(I)

³⁵ § 2.2-3712

³⁶ § 23.1-1303

³⁷ § 2.2-3712(D)

³⁸ § 2.2-3712(F)

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.³⁹ 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.⁴⁰

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.⁴¹ 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 \$1,000.⁴²

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.

Should minutes be taken in closed session?

Not necessarily. There is no requirement that minutes be taken in closed session.⁴³ Any minutes that are taken need not be disclosed. They *may* be released, however, in the Board’s

³⁹ § 2.2-3711(B)

⁴⁰ § 2.2-3712(D)

⁴¹ § 2.2-3712(E)

⁴² § 2.2-3714(C)

⁴³ § 2.2-3712(I)

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."

Electronic Communication Meetings⁴⁴

May we hold a meeting by telephone or video?

Yes. 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 means, provided that it strictly complies with the special FOIA provisions governing electronic communication meetings. Electronic communication meetings are referred to as "electronic meetings" throughout these FAQs.

How much notice must be given of electronic meetings?

The notice required for electronic 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 identify any remote locations that are open to the public and 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 the notice that includes participation by electronic means.

May members of the board call in from different locations?

Yes, with some limitations. First, a quorum of the body must be physically assembled at the primary meeting location, unless the meeting is held during a state of emergency (discussed below). If a quorum is not present in one place, members may not transact business. If a quorum is present in one location, other members may call in from remote locations if other statutory requirements are met.

⁴⁴ All rules regarding Electronic Communication Meetings can be found in: § 2.2-3708.2.

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

Not if the remote location is open to the public. In order to conduct an electronic meeting, each remote location open to the public must have been determined in advance and advertised to the public as a remote location of the meeting. Public access to remote locations is encouraged but not required unless three or more members are at the same remote location. If public access is afforded at a remote location, the location must be equipped with a speakerphone so that the public can hear and participate. Any person attending the meeting at any of the public meeting locations must be given the same opportunity to address the Board as persons attending the primary location where the quorum is located, and 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.⁴⁵

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, can a board member still participate?

Yes, but only under certain conditions. A member may participate electronically if on or before the day of the meeting, the member notifies the chair that he or she has a temporary or permanent medical condition or personal matter that prevents his or her physical attendance at the meeting. The Board must have a written policy that allows for such participation and the Board must approve the board member's participation. There are several other requirements, so please consult with counsel if this issue arises.

May we hold all of our meetings as electronic meetings?

No. You must hold at least one meeting annually where members are physically assembled at one location and where no members participate by electronic communication means.

Are there any special voting requirements for electronic meetings?

Yes. All votes at electronic meetings must be roll-call votes, recorded by name, and included in the minutes. This includes *pro forma* motions, such as motions to adjourn.

Must the electronic meeting be tape recorded or minutes kept?

There is no requirement that the meeting be tape recorded, unless the meeting is held during a state of emergency and intended to address required business. However, minutes must be kept just as with non-electronic meetings.

⁴⁵ § 2.2-3708.2(D)(5)

What if the means of public access 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 primary meeting location of any interruption.

May a member join the meeting by telephone or other means 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 electronic meeting, 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.

May a Board set up remote sites for public participation without 3 days' notice?

Yes, provided that no member of the Board participates from those remote sites. The electronic meeting provisions of FOIA are designed to limit *member* participation by electronic means, not *public* participation. Public bodies may allow members of the public to call in and may otherwise set up remote sites for public participation. Electronic meeting provisions only apply when a member is participating from a remote location.

What about closed sessions or meetings or committees? May they be conducted electronically?

Any otherwise-permitted meeting of the Board, including closed sessions, may be held as a electronic meeting. Meetings of committees or subcommittees of the Board also may be held as electronic meetings but must comply with the same requirements as electronic 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 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. 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.⁴⁶ An “emergency” is an unforeseen circumstance rendering the notice requirement impossible or impracticable and which circumstance requires immediate action.⁴⁷ Delay or procrastination on the part of the Board or institution does not constitute an “emergency” under FOIA.

If we have an emergency, may we have an electronic telephone meeting without 3 days’ notice?

Yes. If an emergency electronic 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.⁴⁸

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

Public access to the primary meeting location (where a quorum of the Board is present) is required. Public access to remote locations is encouraged, but not required. The Board must meet all other electronic meeting requirements; for example, minutes must be kept. Furthermore, the minutes of the meeting must state the nature of the emergency.⁴⁹

⁴⁶ § 2.2-3707(D)

⁴⁷ § 2.2-3701

⁴⁸ § 2.2-3708.2(D)(2)

⁴⁹ § 2.2-3708.2(D)(7)

Meetings During a State of Emergency

What about meetings during the pandemic or other declared state of emergency?

FOIA permits electronic meetings *without* the requirement that a quorum of the Board be physically assembled in one location if: (1) the Governor has declared a state of emergency; *and* (2) the nature of the emergency makes it impracticable or unsafe for a quorum to assemble in one location.

May the Board conduct its regular business during an electronic meeting held during a state of emergency?

Not exactly. The Board may either limit itself to addressing the emergency or broaden the scope to discuss business that is required or necessary to continue university operations. These two types of meetings have slightly different requirements. Your counsel can advise on which path is appropriate and what is required. In most cases, the Board will be meeting to transact required or necessary business.

A meeting to discuss business that is “required or necessary” sounds a lot like a regular meeting. What’s the difference?

It is difficult to think of something the Board would be barred from discussing under this broad standard. It is important to note, though, that there *is* a standard – the law does not state that the Board may meet to discuss business for *any* purpose. As long as the proposed action is: (1) statutorily required; or (2) necessary to continue operations and discharge lawful purposes, duties, and responsibilities, such action is permissible. Your counsel can help sort this out with you.

What about public access to electronic meetings during a state of emergency?

The public is entitled to notice of such meetings, and to be able to observe the meeting electronically; a recording or transcript of the meeting must later be made available. If the connection that allows the public access is lost, the meeting must be suspended until the connection can be restored. If the platform for the meeting (Zoom, Webex, etc.) permits public comment, a public comment period is *required*. The Board may reasonably restrict public comment in accordance with the Board’s general practice, if it has one, or as is reasonable under the circumstance. For example, the Board could limit the amount of time for public comments, or limit their scope to matters before the Board.

Can the Board hold these electronic meetings from now on?

No. This authority for an electronic meeting exists only while there is a state of emergency declared by the Governor. In addition, the permission to hold meetings to discuss or transact required business will expire on June 30, 2022, unless acted on by the General Assembly. Your counsel can advise you of the status of this authority.

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.”⁵⁰

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 (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.⁵¹ 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.”⁵² 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.⁵³

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.⁵⁴ The role of the FOIA officer is to assist in document collection to be responsive. Legal questions should be directed to legal counsel.

⁵⁰ § 2.2-3704

⁵¹ § 2.2-3701

⁵² § 2.2-3704(B)

⁵³ § 2.2-3704

⁵⁴ To view the exclusions, see §§ 2.2-3705.1-2.2-3705.8 and § 2.2-3706(B).

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 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.⁵⁵

PENALTIES⁵⁶

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.⁵⁷ 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

⁵⁵ § 2.2-3701

⁵⁶ For violations and penalties, *see* § 2.2-3714.

⁵⁷ § 2.2-3715

avoid complying with a FOIA request can be fined personally up to \$100 per record altered or destroyed.⁵⁸

⁵⁸ 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.

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 29, 2022
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.

ACTION ITEMS

Academic Programs, Diversity, and University Community Committee

July 29, 2022

ELECTIONS OF NEW TENURED FACULTY

<u>LAST NAME</u>	<u>FIRST NAME</u>	<u>EFFECTIVE DATE</u>
Charlton	Zoë	8/25/2022

Title: Professor without Term

Classification: Tenured (without term) - Instructional

Local Academic Unit: Art (CVPA)

Cummings	Mary L.	1/1/2023
-----------------	----------------	----------

Title: Professor without Term

Classification: Tenured (without term) - Instructional

Local Academic Unit: Mechanical Engineering (CEC)

Note(s): Additional Title: First American Bank Endowed Chair

Guerra-Lopez	Ingrid	7/29/2022
---------------------	---------------	-----------

Title: Professor without Term

Classification: Tenured (without term) - Admin/Professional

Local Academic Unit: College of Education and Human Development

Note(s): Additional Title: Dean, College of Education and Human Development

Jardina	Ashley	8/25/2022
----------------	---------------	-----------

Title: Associate Professor without Term

Classification: Tenured (without term) - Instructional

Local Academic Unit: Schar School of Policy and Government

Maclean	Johanna C.	8/25/2022
----------------	-------------------	-----------

Title: Associate Professor without Term

Classification: Tenured (without term) - Instructional

Local Academic Unit: Schar School of Policy and Government

ACTION ITEMS

Academic Programs, Diversity, and University Community Committee

July 29, 2022

ELECTIONS OF NEW TENURED FACULTY

<u>LAST NAME</u>	<u>FIRST NAME</u>	<u>EFFECTIVE DATE</u>
Nakkash	Rima	8/25/2022

Title: Professor without Term

Classification: Tenured (without term) - Instructional

Local Academic Unit: Global and Community Health (CHHS)

Pan	Jianli	8/25/2022
-----	--------	-----------

Title: Associate Professor without Term

Classification: Tenured (without term) - Instructional

Local Academic Unit: Information Sciences and Technology (CEC)

Perry	Melissa J.	8/1/2022
-------	------------	----------

Title: Professor without Term

Classification: Tenured (without term) - Admin/Professional

Local Academic Unit: College of Health and Human Services

Note(s): Additional Title: Dean, College of Health and Human Services

Raimundi-Ortiz	Wanda	8/25/2022
----------------	-------	-----------

Title: Associate Professor without Term

Classification: Tenured (without term) - Instructional

Local Academic Unit: Art (CVPA)

Terpenny	Janis	7/29/2022
----------	-------	-----------

Title: Professor without Term

Classification: Tenured (without term) - Instructional

Local Academic Unit: Systems Engineering and Operations Research (CEC)

ACTION ITEMS

Academic Programs, Diversity, and University Community Committee

July 29, 2022

ELECTIONS OF NEW TENURED FACULTY

<u>LAST NAME</u>	<u>FIRST NAME</u>	<u>EFFECTIVE DATE</u>
Vinze	Ajay	7/29/2022

Title: Professor without Term

Classification: Tenured (without term) - Admin/Professional

Local Academic Unit: School of Business

Note(s): Additional Title: Dean, School of Business



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.

Zoë Charlton, Professor of Art (without term)

Faculty Member's Name and Title

School of Art, CVPA

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.

Professor Charlton's research spans the boundaries of painting, drawing, collage, and sculpture. Professor Charlton's broad skills combines with intersecting interests in cultural identity, race, commodity, and cultural tokenism. Hiring an expert in these creative research areas will contribute to the School of Art and the University's mission of anti-racism and inclusive excellence. Over the past 23 years, Professor Charlton's research has garnered international and national attention including exhibitions at the Harvey B. Gantt Center, Charlotte, NC; Crystal Bridges Museum of American Art, Bentonville, AR; Studio Museum of Harlem NYC, NY; Contemporary Art Museum, Houston, TX; the Zacheta National Gallery of Art, Warsaw, and Poland and Haas & Fischer Gallery, Zurich, Switzerland. She is a past recipient of a Pollock-Krasner grant and has been an artist in residence at the McColl Center for Art + Innovation in Charlotte, North Carolina to name a few. Additionally, with the departure through resignation or retirement of four senior art faculty in the current biennium, Prof. Charlton brings needed experience and leadership to the School and College, and adds important diversity as well.

Rick Davis (e-signed)

7-13-22

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.

Professor Mary (Missie) Cummings

Faculty Member's Name and Title

ME (40%), CS (40%), ECE (20%)

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. Cummings received her Ph.D. in Systems Engineering from the University of Virginia (2004). Since 2016 she has been a full professor in the Pratt School of Engineering at Duke University. Prior to her 2014 appointment at Duke, she was an associate professor with tenure at the Massachusetts Institute of Technology (MIT). Earlier in her career she served for nine years as a naval officer and military Dr. Cummings' primary research area is in complex interactions of human and computer decision-making and interactions in safety-critical systems. She is internationally recognized as an expert and thought leader in the field of autonomous systems. She has 75 articles in peer-reviewed journals, 123 Conference Proceedings papers, 20 Book Chapters, 2 patents, 5 journal articles under review, and a long list of magazine articles and invited talks. In total, she has generated over \$17M in research funds as PI or co-PI. The work of Dr. Cummings is highly impactful, as evidenced by a high h-index of 42 and i-10 index of 143. She has graduated 9 Ph.D. students, 25 MS students and 12 MEng students. She will bring important leadership to our programs in robotics, mechatronics, and autonomous systems.

Dean

6/10/22

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.

Ingrid Guerra-Lopez, Dean and Professor without Term

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.

Guerra-López comes to Mason from Wayne State University where she serves as the Interim Dean of the College of Education and Professor in the Learning Design and Technology Program in the Academic Division of Administrative and Organizational Studies. She also served as the Interim Dean of the Graduate School, Special Advisor on Digital Learning Strategy and Innovation, Director of the Institute for Learning and Performance Improvement and as an Academic Program Coordinator. Prior to joining the faculty and leadership at Wayne State, Guerra-López was an Assistant Professor of Instructional Design and Human Performance Technology at the University of Michigan-Dearborn. She earned bachelor's, master's and doctoral degrees from Florida State University. She also completed post-graduate executive education programs at both Harvard University and the Massachusetts Institute of Technology. She has been the author or co-author of eight books and many other book chapters and peer-reviewed published manuscripts. She has built strong, sustained partnerships in the Detroit metropolitan region by working closely with many external stakeholders in education and industry. She has established successful programs in support of lifelong learners with an emphasis on serving the needs of non-traditional and underserved learners.

Provost and Executive Vice President

7/15/2022

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.

Ashley Jardina

Faculty Member's Name and Title

Schar School of Policy and Government

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. Jardina is a leading voice in the study of American politics and race. Her work on racial resentments, political attitudes, and political psychology has already been immensely impactful in the discipline and among wider public audiences. She will add much-needed high-impact research output in political science at the school. She will be a substantial draw of student interest. She clearly knows survey methodology well, and will be a positive contribution to the PhD curriculum.

With an outstanding record of scholarship and clearly an upward trajectory, it is no exaggeration to say that Dr. Jardina has the potential to become one of the very top stars in her field. On top of that, she seems to be a fine communicator and teacher. All signs indicate she will make a fantastic colleague.

Dean

5/19/2022

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.

Johanna (Catherine) Maclean

Faculty Member's Name and Title

Schar School of Policy and Government

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. Maclean demonstrates strong research skills and mentorship of students. She could help grow out some areas of excellence for Schar and could be instrumental in recruiting a diverse pool of students. She presents and responds to questions well.

Her research is very timely and there is a lot of interest in her topic areas of research. As one of her recommenders says, she is "one of the top health economists of her generation." She has a huge number of publications in good journals, especially considering that she got her PhD in 2012. She is a co-editor of top journals. She has experience with getting grants.

Dean

5/19/2022

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.

Rima Nakkash, Professor without term

Faculty Member's Name and Title

Department of Global and Community Health, CHHS

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. Nakkash was selected following a full and open recruitment for a tenured line faculty member in the Department of Global & Community Health, CHHS. She was a tenured associate professor at AUB and has a distinguished record of teaching public health courses, designing original research with extramural funding, and a positive publication trajectory. Of note is the high percentage of her refereed (N=100) publications that are first authored and/or published in top tier subject matter journals which speak the the quality of her scientific research and ability to communicate to distinguished audiences. Dr. Nakkash stands apart from other candidates not only on these metrics but her ability to translate research discoveries into public health policy as evident in her tobacco control legislation for Lebanon.

To the Department and College Dr. Nakkash not only brings these research and teaching skills but she brings considerable experience with public health accreditation and essential student-based skills and competencies given her past role with each at AUB.

Germaine Louis

Dean

June 4, 2022

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.

Associate Professor Jianli Pan

Faculty Member's Name and Title

IST

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. Pan is currently an associate professor at University of Missouri, St. Louis. He received his PhD from Washington University in St Louis in 2014. Dr. Pan works at the intersection of Artificial Intelligence (AI) and Machine Learning (ML) Driven Computer and Network Systems including: Internet of Things (IoT), Edge/Cloud Computing, Cybersecurity, and Blockchain Systems. He complements the IST Department and grows our research portfolio in this high-demand area. He is very well funded and demonstrates a strong publication record. He has experience teaching both at undergraduate and graduate levels. He has contributed to diversity and inclusion efforts of his former institution, and we expect he will be a contributor at Mason as well.

Dean

6/10/22

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.

Melissa Perry, Dean and Professor without Term

Faculty Member's Name and Title

College of Health and Human Services

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.

Perry comes to Mason from George Washington University where she has served as a Professor and Chair of the Department of Environmental and Occupational Health in the Milken School of Public Health since 2011. She previously served as the Interim Associate Dean for Research at the Milken School of Public Health, and also has faculty appointments in the Department of Epidemiology, as well as in the Department of Biochemistry and Molecular Medicine at the School of Medicine and Health Sciences. Her research includes investigation into how climate change impacts the properties of pesticides and other chemicals, and the mutagenic and hormonal effects of pesticide exposure on farming communities, agricultural workers, and the general public. She has also developed engineering and behavioral interventions to address risks to workers at meat packing plants, construction sites, and agricultural operations. Her laboratory at the Milken Institute School of Public Health focuses on reproductive epidemiology and hormone disruptors. In the classroom, she teaches students how to research the connections between climate change and health. Prior to joining the faculty and leadership at George Washington University, she was a member of the faculty at the Harvard School of Public Health (1999 – 2011) as well as the Medical College of Wisconsin (1995 – 1999). Perry earned her MHS and ScD degrees from the Johns Hopkins University School of Hygiene and Public Health, as well as a BA from the University of Vermont where she was elected to the Phi Beta Kappa organization. She is currently a candidate for an MBA degree at the George Washington University.

She is Past President and a current Fellow of the American College of Epidemiology, Chair of the Review Committee of the Health Effects Institute, Co-Chair of the National Academies of Sciences, Engineering and Medicine Committee on Emerging Science, and recently completed a term as the Chair of the US Centers for Disease Control Board of Scientific Counselors for the Center for Environmental Health and Agency for Toxic Substances and Disease Registry.

7/15/2022

Provost and Executive Vice President

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.

Wanda Raimundi-Ortiz

Faculty Member's Name and Title

Associate Professor of Art (without term)

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.

Wanda Raimundi-Ortiz is a multidisciplinary creator who is equally at home in classically-based (though distinctively contemporary) drawing and painting modes as well as 3D work with sculptural forms, murals, textiles, digital media, and performance. She centers the Latinx experience and storehouse of narratives and images in her practice. Her work in the last decade has been seen in an impressive number and range of venues, including ten solo shows (Florida, DC, New York inter alia), some 30 group exhibitions, and internationally in sites as far-reaching as East Jerusalem, Germany, Switzerland, Mongolia, and Canada. She is a generative force in the Latinx artistic community with impact that ranges widely, both geographically and aesthetically. She stood out in a deep pool of candidates and was the unanimous recommendation of the search committee and the school leadership.

She brings both a needed expression of diversity to our faculty and a wealth of professional and academic experience to a unit that is losing several key senior faculty members in the current biennium.

Rick Davis (e-signed)

Dean

7/13/22

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.

Professor Janis Terpenny

Faculty Member's Name and Title

SEOR (50%) and ME (%)

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. Terpenny received her Ph.D. in Industrial and Systems Engineering from the Virginia Polytechnic Institute and State University (VT) in 1991. She rose to the rank of tenured full professor at VT and has subsequently held a number of significant leadership positions as a tenured professor, including as Department Head of Industrial and Manufacturing Systems Engineering at Iowa State University, Department Head of Industrial and Manufacturing Engineering at Penn State University, and Dean of Engineering at the University of Tennessee, Knoxville. Dr. Terpenny is a leading researcher in engineering design, manufacturing, and engineering education. She has received grants worth \$16.5M as PI or co-PI. She was part of the team who co-founded the National Science Foundation (NSF) Industry/University Cooperative Research Center (IUCRC) for e-Design, and she went on to provide leadership for the center for many years. She has co-authored 43 peer- journal papers and 153 peer-reviewed conference papers. She has directed 12 doctoral students and served on many other PhD and MS committees. She has been elected as a fellow of two professional societies. She will contribute to our efforts in smart manufacturing, engineering design

Dean

6/10/22

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.

Ajay Vinzé, Dean and Professor without Term

Faculty Member's Name and Title

School of Business

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.

Ajay Vinzé, professor and former dean of the Trulaske College of Business at the University of Missouri, has been named the next dean of the School of Business. Dr. Vinzé is a respected leader, an accomplished scholar and a highly respected citizen of the universities in which he has served.

As dean, Vinzé helped secure more than \$30 million in philanthropic funding for the Trulaske College of Business, which enrolls more than 4,200 undergraduate students and 379 graduate students. Under his leadership, the college entered the eLearning space and offered microcredentials and certificates, and increased student experiential learning opportunities.

He has built successful academic programs while also working in close alliance with the business communities in Missouri, Arizona and Texas, where he developed deep collaborative relationships with industry and organizational leaders.

Provost and Executive Vice President

6/28/2022

Date

ACTION ITEMS

Academic Programs, Diversity, and University Community Committee

July 29, 2022

CONFERRAL OF EMERITUS/EMERITA STATUS

<u>LAST NAME</u>	<u>FIRST NAME</u>	<u>EFFECTIVE DATE</u>
Camphouse	Mark D.	7/29/2022

Title: Professor Emeritus of Music
Local Academic Unit: Music (CVPA)

Foster	John B.	7/29/2022
---------------	----------------	------------------

Title: University Professor Emeritus
Local Academic Unit: English (CHSS)

Hanweck	Gerald A.	7/29/2022
----------------	------------------	------------------

Title: Professor Emeritus of Finance
Local Academic Unit: School of Business

Jacobs	Mark D.	7/29/2022
---------------	----------------	------------------

Title: Professor Emeritus
Local Academic Unit: Sociology and Anthropology (CHSS)

Layendecker	Dennis M.	7/29/2022
--------------------	------------------	------------------

Title: Professor Emeritus of Music
Local Academic Unit: Music (CVPA)

Meyer	Carrie A.	7/29/2022
--------------	------------------	------------------

Title: Associate Professor Emerita
Local Academic Unit: Economics (CHSS)

ACTION ITEMS

Academic Programs, Diversity, and University Community Committee

July 29, 2022

CONFERRAL OF EMERITUS/EMERITA STATUS

<u>LAST NAME</u>	<u>FIRST NAME</u>	<u>EFFECTIVE DATE</u>
Sanders	Anthony B.	7/29/2022

Title: Professor Emeritus of Finance

Local Academic Unit: School of Business

Wagner	Richard E.	7/29/2022
---------------	-------------------	------------------

Title: Professor Emeritus

Local Academic Unit: Economics (CHSS)

Weinberger	Steven H.	7/29/2022
-------------------	------------------	------------------

Title: Associate Professor Emeritus

Local Academic Unit: English (CHSS)



College of Visual and Performing Arts
Office of the Dean
4400 University Drive, MS 4C1, Fairfax, Virginia 22030
Phone: 703-993-8877 rdavi4@gmu.edu

To: Mark R. Ginsberg, Provost and Executive Vice President
Gregory Washington, President
From: Rick Davis, Dean, CVPA
Re: Emeritus Designation for Mark Camphouse
Date: June 9, 2022

I am pleased to recommend Professor Mark Camphouse for Emeritus status. Prof. Camphouse served as a professor of music at George Mason University from 2006-2022 (with official retirement the end of the spring 2022 term). Prior to that, he was a professor of music at Radford University for many years. The 2021-22 academic year was Prof. Camphouse's 44th year of full-time teaching in higher education, the majority of which took place in the Commonwealth of Virginia.

Prof. Camphouse began composing at an early age, with the Colorado Philharmonic premiering his *First Symphony* when he was 17. His 28 published works for wind band have received widespread critical acclaim and are performed frequently in the US and abroad, in such prestigious venues as Carnegie Hall, The Kennedy Center, Orchestra Hall-Chicago, Royal Albert Hall-London, and conferences of the World Association for Symphonic Bands and Ensembles, College Band Directors National Association, National Association for Music Education, American Bandmasters Association, Texas Bandmasters and the Midwest International Band and Orchestra Clinic. Principal commissions include those by the William D. Revelli Foundation, The US Army Band, The US Marine Band, Northshore Concert Band, and some of America's finest high school, college-university, and community bands.


Prof. Camphouse has served as guest conductor, lecturer, and clinician in 43 states, Canada, Europe, and China. He was elected to membership in the American Bandmasters Association in 1999 and has served as founding coordinator of the National Band Association Young Composer Mentor Project since 2000. He conceived and edited the unique 4-volume book series for GIA Publications, *Composers on Composing for Band*.

In 2006, Professor Camphouse joined the faculty of George Mason University (Fairfax, Virginia) where he served as conductor of the wind symphony and taught courses in composition and conducting. Other principal artistic, teaching, and administrative positions have included serving as Music Director and Conductor of the New Mexico Music Festival at Taos Symphony Orchestra, Associate Director and Music Division Head of the Virginia Governor's School for the Arts, Acting Dean of Music of New World School for the Arts, and Interim Director of the George Mason University School of Music.

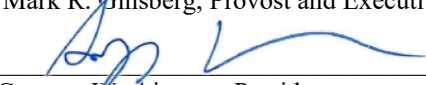
Professor Camphouse attained regional finalist status in the prestigious White House Fellowship Competition in 1992. In 2002, he received an Outstanding Faculty Award sponsored by the State Council of Higher Education for Virginia, the Commonwealth's highest honor for faculty at Virginia's college and universities for demonstrated excellence in teaching, research, and public service. In 2011, Camphouse received the Kappa Kappa Psi Distinguished Service to Music Award in recognition of, and appreciation for valuable contributions to the growth and development of the modern college/university band in the field of composition.

Indeed Mark Camphouse has earned the title of Professor Emeritus of Music at George Mason University.

☒ Approved ☐ Not Approved


Mark R. Ginsberg, Provost and Executive Vice President

☒ Approved ☐ Not Approved


Gregory Washington, President


This memo certifies that the criteria have been met by this Emeritus candidate according to the Faculty Handbook requirements: full-time Associate or Full Professor with ten or more years of continuous academic service; nominated by the home unit with the Dean, Provost, and President's recommendations.



**College of Humanities and
Social Sciences**

4400 University Drive, MS 3A3, Fairfax, Virginia 22030
Phone: 703-993-8720

To: Mark R. Ginsberg, Provost and Executive Vice President
Gregory Washington, President

From: Ann Ardis, Dean 
College of Humanities and Social Sciences

Subject: Emeritus Designation for John Burt Foster

Date: May 24, 2022

On the recommendation of the Department of English, I am pleased to recommend John Burt Foster for appointment as University Professor Emeritus, effective upon approval of the BOV.

A scholar of world literature specializing in Russian, German, French, English and American modernism, Professor Foster received his PhD from Yale University in 1974 and came to Mason as an Associate Professor of English and European Studies in 1982, having taught previously at Stanford University. He was promoted to full professor in 1992 and was awarded the distinction of University Professor in 2007.

Professor Foster has compiled an exceptionally distinguished record of research and publication, achieving an international reputation for his scholarship. A dedicated and gifted teacher, Professor Foster has played a crucial role in the department as a comparatist, anchoring our Continental European and world literature course offerings at both the general education and upper-division levels. He has developed popular special topics courses, and routinely taught core courses at the upper-division and graduate level.

Professor Foster's service to the department, university, and field has been extraordinary. He has served on or chaired dozens of committees at all levels, including chairing the Comparative Literature Steering Committee from 1988 to 2010, serving on the Provost's Committee on General Education in the Humanities from 1991-1993, and serving on the CHSS Promotion and Tenure Committee from 2013-2018.

Based on his distinguished service at GMU, the English Department faculty were unanimous and enthusiastic in their support of recommending John Burt Foster for emeritus status.

Approve ☒ Disapprove ☐  6/1/2022
Mark R. Ginsberg, Provost and Executive Vice President Date

Approve ☒ Disapprove ☐  7/7/2022
Gregory Washington, President Date

This memo certifies that the criteria have been met by this Emeritus candidate according to the Faculty Handbook requirements: full-time Associate or Full Professor with ten or more years of continuous academic service, home unit and/or Dean recommendation, Provost recommendation, and the President's recommendation.



School of Business

Enterprise Hall, 4400 University Drive, MS 1B1, Fairfax, Virginia 22030
Phone: 703-993-1880; Fax: 703-993-1867

To: Mark R. Ginsberg, Ph. D., Provost and Executive Vice President
Greg Washington, President

From: Maury Peiperl, Dean
School of Business

Subject: Emeritus Designation for Gerald Hanweck

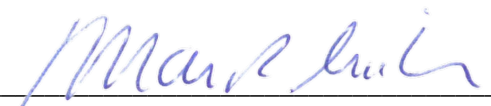
Date: May 31, 2022

Along with the tenured faculty members of the Finance Area and the Faculty of the School of Business, I write to recommend that Professor Gerald Hanweck be elected posthumously to the honorary rank of Professor Emeritus of Finance effective July 29, 2022. Since joining George Mason University full time in 1986, Professor Hanweck has continuously made outstanding contributions to the development of students, faculty, research, and the university.

As outlined in the attached Finance Faculty Area memorandum, Professor Hanweck, prior to joining Mason, had worked in multiple positions, including Head of Department, at the Federal Reserve Board of Governors, as a research economist at the St. Louis Fed, and as an instructor at the Washington University in St. Louis and NOVA Community College. He had also been a visiting scholar at the FDIC. As a Professor at Mason, Professor Hanweck's research focused on bank risk management, financial markets and institutions, fixed income, and real estate. He published numerous articles and books, and was an active consultant. His signature courses were in Real Estate Finance and Development, Financial Institutions Risk Management and Financial Markets, Managerial Economics, and Empirical and Computational Methods in Finance. His courses were quantitative and kept current, for example using programming, and he participated in the development of new courses and programs including the Masters in Finance. Professor Hanweck also served in many important administrative and service roles, including Assistant Dean, Area Chair, and Associate Dean for Graduate Programs. Professor Hanweck contributed extensively to the School of Business and the university throughout his life.

Accordingly, I concur with the request from the Finance Area and PT&R committee and recommend that Professor Hanweck be elected posthumously to the honorary rank of Professor Emeritus of Finance effective July 29, 2022.

Approval ☒ Disapproval ☐


Mark R. Ginsberg, Ph. D., Provost and Executive Vice President

Approval ☒ Disapproval ☐


Gregory Washington, President


This memo certifies that the criteria have been met by this Emeritus candidate according to the Faculty Handbook requirements: full-time Associate or Full Professor with ten or more years of continuous academic service; nominated by the home unit with the Dean, Provost, and President's recommendations.



**College of Humanities and
Social Sciences**

4400 University Drive, MS 3A3, Fairfax, Virginia 22030
Phone: 703-993-8720

To: Mark R. Ginsberg, Provost and Executive Vice President
Gregory Washington, President

From: Ann Ardis, Dean 
College of Humanities and Social Sciences

Subject: Emeritus Designation for Mark Jacobs

Date: June 9, 2022

On the recommendation of the Department of Sociology and Anthropology, I am pleased to recommend Mark Jacobs for appointment as Professor Emeritus, effective upon approval of the BOV.

Dr. Jacobs had been actively engaged in teaching, scholarship and leadership activities since his arrival at George Mason University in 1984. He holds a Ph.D. from the University of Chicago.

From 1992-99, Mark Jacobs served as the Founding Director of the Ph.D. Program in Cultural Studies at Mason, the first interdisciplinary doctoral program in that field in the United States. He taught a wide range of undergraduate and graduate courses in the Cultural Studies Program, as well as for the Department of Sociology and Anthropology. He supervised numerous Ph.D. students over the course of his career. He also supported Mason Oxford University program as the instructor of record three times.

Dr. Jacobs has published extensively and been active in a number of professional associations. He developed a theory of the "no-fault society" in *Screwing the System and Making It Work: Juvenile Justice in the No-Fault Society* (Univ. of Chicago Press, 1990), with excerpts included in several anthologies about juvenile justice. He has delivered numerous invited talks, and he was honored in 2011 as the Robin M. Williams Distinguished Lecturer of the Eastern Sociological Society.

Based on his distinguished service at GMU, the faculty in the Department of Sociology and Anthropology were unanimous and enthusiastic in their support of recommending Mark Jacobs for emeritus status.

Approve ☒ Disapprove ☐  7/1/2022
Mark R. Ginsberg, Provost and
Executive Vice President Date

Approve ☒ Disapprove ☐  7/7/2022
Gregory Washington, President Date

This memo certifies that the criteria have been met by this Emeritus candidate according to the Faculty Handbook requirements: full-time Associate or Full Professor with ten or more years of continuous academic service, home unit and/or Dean recommendation, Provost recommendation, and the President's recommendation.



College of Visual and Performing Arts
Office of the Dean
4400 University Drive, MS 4C1, Fairfax, Virginia 22030
Phone: 703-993-8877 rdavi4@gmu.edu

To: Mark R. Ginsberg, Provost and Executive Vice President
Gregory Washington, President
From: Rick Davis, Dean, CVPA
Re: Emeritus Designation for Dennis Layendecker
Date: June 9, 2022

I am recommending Dr. Dennis Layendecker, D.M.A.; Col. USAF (Ret.), for Professor Emeritus of Music status. Dr. Layendecker served with distinction as Director of Orchestral Studies and as Professor of Conducting at George Mason University from August 2009 to August 2021 (with official retirement from Mason in August of 2021). From June 2010 through May 2016, he served as the Director of the School of Music.

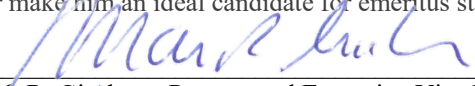
Prior to his tenure at Mason, Dr. Layendecker served 26 years on active duty in the United States Air Force as a band commander, conductor, artistic director, pianist, public spokesperson, educator, military instructor, and diplomat at home and abroad. In July 2002, Col. Layendecker assumed command and artistic leadership of the United States Air Force Band, Washington, D.C. As part of his duties he provided musical and ceremonial support to the President of the United States and his Cabinet, members of Congress and other high-ranking civilian and military leaders nationally and internationally. In addition to his duties at the USAF Band, from December 2007, he also served as the Chief of Music for the Air Force. During his military career, he led more than 6,000 musical performances worldwide in support of public outreach, community relations, troop morale and welfare, and recruitment and retention programs for the Air Force and Department of Defense. He officially retired from the Air Force in late August 2009.

Dr. Layendecker is a graduate of the American Conservatory of Music in Chicago, where he was awarded a Bachelor of Music Education in 1975. He began his conducting studies in 1977 while studying abroad on a full piano scholarship attending the Royal Conservatory of Music in Brussels, Belgium. In 1981, he earned a Master of Music in Orchestral Conducting from Northwestern University in Evanston, Illinois, and completed a Doctor of Musical Arts in Conducting at The Catholic University of America in Washington, D.C. in 1988. Prior to joining the Air Force, Dr. Layendecker served on the music faculties of the American Conservatory of Music in Chicago, Illinois, and Eastern Washington University in Cheney, Washington. He was inducted as a member of the American Bandmasters Association in 2006. He has also remained active as a guest conductor / clinician and church musician throughout his professional career.


During his distinguished military career, Dr. Layendecker led many of America's finest musicians throughout the United States, Asia, the United Kingdom, and Europe—and has led his ensembles before numerous world leaders including seven American presidents, Queen Elizabeth of England, and Popes John Paul II and Benedict XVI. His radio and television broadcast credits include appearances on BBC3, German Radio and Television, Polish National Radio, Radio Luxembourg, RAI Italy, Public Radio and American Public Television coast to coast, and Armed Forces Radio and Television Services (AFRTS) worldwide.

At Mason, Dr. Layendecker worked tirelessly to build the orchestra program, increase the professionalism and appeal of ensemble performances, and infuse the curriculum with the spirit of the liberal arts, of which music is an original constituent. One of his signature performances is immortalized on a highly regarded PBS special and DVD, "Dailey and Vincent Live at the Hylton Center," for which he conducted an orchestra of professional musicians and Mason students, and coordinated it all with a live-to-tape television production that won wide acclaim. His contributions to Mason as well as his distinguished career make him an ideal candidate for emeritus status.

☒ Approved ☐ Not Approved


Mark R. Ginsberg, Provost and Executive Vice President

☒ Approved ☐ Not Approved


Gregory Washington, President


This memo certifies that the criteria have been met by this Emeritus candidate according to the Faculty Handbook requirements: full-time Associate or Full Professor with ten or more years of continuous academic service; nominated by the home unit with the Dean, Provost, and President's recommendations.



**College of Humanities and
Social Sciences**

4400 University Drive, MS 3A3, Fairfax, Virginia 22030
Phone: 703-993-8720

To: Mark R. Ginsberg, Provost and Executive Vice President
Gregory Washington, President

From: Ann Ardis, Dean 
College of Humanities and Social Sciences

Subject: Emerita Designation for Carrie Meyer

Date: June 6, 2022

On the recommendation of the Department of Economics, I am pleased to recommend Carrie Meyer for appointment as Associate Professor Emerita, effective upon approval of the BOV.

During Dr. Meyer's time at Mason she was always a highly-valued colleague, making many important contributions to the department, college and university. Her research is widely published, providing novel insights on agriculture, environment and institutions in developing countries -- especially Latin America. She was a highly regarded teacher, and in service she always demonstrated great generosity with her time. She was affiliated with the Center for Climate Change Communication, the Latin American Studies Program, the Environmental Science & Policy Program, and the Mason Center for Climate & Society.

Dr. Meyer served as Undergraduate Director from 1999 to 2011. In her capacity as Undergraduate Director, as in so many others, she was remarkably successful. She grew the program during her years in the position to a point that she was managing a group of nearly 600 majors and minors. Her students and the staff that she supervised were always glowing in her praise. The department is grateful to Dr. Meyer for all the many ways she contributed and brought honor to the Department of Economics, CHSS and the university.

Based on her distinguished service at GMU, the Economics Department faculty were unanimous and enthusiastic in their support of recommending Carrie Meyer for emerita status.

Approve ☒ Disapprove ☐  7/1/2022
Mark R. Ginsberg, Provost and Executive Vice President Date

Approve ☒ Disapprove ☐  7/7/2022
Gregory Washington, President Date

This memo certifies that the criteria have been met by this Emeritus candidate according to the Faculty Handbook requirements: full-time Associate or Full Professor with ten or more years of continuous academic service, home unit and/or Dean recommendation, Provost recommendation, and the President's recommendation.



School of Business

Enterprise Hall, 4400 University Drive, MS 1B1, Fairfax, Virginia 22030
Phone: 703-993-1880; Fax: 703-993-1867

To: Mark R. Ginsberg, Ph. D., Provost and Executive Vice President
Greg Washington, President

From: Maury Peiperl, Dean
School of Business

Subject: Emeritus Designation for Anthony Sanders

Date: May 31, 2022

Along with the tenured faculty members of the Finance Area and the Faculty of the School of Business, I write to recommend that Professor Anthony Sanders be elected to the honorary rank of Professor Emeritus of Finance effective July 29, 2022. Since joining George Mason University full time in 2009, Professor Sanders has continuously made outstanding contributions to the development of students, faculty, research, and the university.

As outlined in the attached Finance Area memorandum, Professor Sanders is currently a Distinguished Professor of Real Estate Finance, and prior to joining Mason, had worked in multiple positions, including as the Professor of Finance and John W. Galbreath Chair at the Fisher College of Business, Ohio State University, and on the faculty of the Graduate School of Business, the University of Chicago, and the McCombs School of Business, University of Texas at Austin. Furthermore, he served as Director and Head of Asset-backed and Mortgage-backed Securities Research at Deutsche Bank. Professor Sanders is widely regarded as an expert in real estate and fixed income. His research focused on corporate finance and banking with emphasis on real estate finance and investment. He published over 50 articles and is well cited. He has also testified in the U.S. House of Representatives and Senate and is frequently quoted in the media. Professor Sanders was well loved by students and was awarded the Outstanding Professor in Finance multiple times. He taught a wide variety of finance courses across all levels and also developed online courses. Professor Sanders also served in many important administrative and service roles, including as director of the Center for Real Estate Entrepreneurship, Area Chair, and as a member of the Graduate Policy Committee, the Faculty Development and Evaluation Committee, and multiple faculty search committees. He also was active outside the school, serving as a Senior Scholar at the Mercatus Center and on the Board of Directors of the American Real Estate and Urban Economics Association. Professor Sanders contributed extensively to the School of Business and the university throughout his time at Mason.

Accordingly, I concur with the request from the Finance Area and PT&R committee and recommend that Professor Sanders be elected to the honorary rank of Professor Emeritus of Finance effective July 29, 2022.

Approval ☒ Disapproval ☐ _____
Mark R. Ginsberg, Ph. D., Provost and Executive Vice President

Approval ☒ Disapproval ☐ _____
Gregory Washington, President


This memo certifies that the criteria have been met by this Emeritus candidate according to the Faculty Handbook requirements: full-time Associate or Full Professor with ten or more years of continuous academic service; nominated by the home unit with the Dean, Provost, and President's recommendations.



**College of Humanities and
Social Sciences**

4400 University Drive, MS 3A3, Fairfax, Virginia 22030
Phone: 703-993-8720

To: Mark R. Ginsberg, Provost and Executive Vice President
Gregory Washington, President

From: Ann Ardis, Dean 
College of Humanities and Social Sciences

Subject: Emeritus Designation for Richard Wagner

Date: June 6, 2022

On the recommendation of the Department of Economics, I am pleased to recommend Richard Wagner for appointment as Professor Emeritus, effective upon approval of the BOV.

Dr. Wagner earned his PhD in 1966 and has held academic positions continuously since that time. He arrived at Mason in 1988, where he served through Spring 2022 as the Holbert Harris Professor of Economics.

Dr. Wagner has had an illustrious and extremely prolific career. His list of publications – journal articles, chapters, monographs, edited volumes – number in the multiple hundreds. He has published in top journals, and accumulated over 15,000 Google Scholar citations. His extremely influential 1977 book “Democracy in Deficit,” which he co-authored with Nobel Laureate James Buchanan, has accumulated nearly 3,000 citations alone. The year previous to this publication, 1976, saw Dr. Wagner publish his important paper “Revenue Structure, Fiscal Illusion and Budgetary Choice,” which has been cited nearly 700 times.

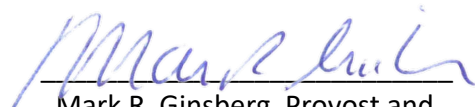
Dr. Wagner was also an exceptional teacher and mentor. During his career he guided many dozens of doctoral students, giving them outstanding preparation for many future successes. All of his students admired him and held him in the highest esteem.

In addition to being a research scholar and teacher, Dr. Wagner also played crucial leadership roles within the Department of Economics. He served as Chairman of the department for six years, from 1989 to 1995. He then served as graduate director from 1998-2004, and then again from 2006-2012, for a total of 12 years.

Based on his distinguished service at GMU, the Economics Department faculty were unanimous and enthusiastic in their support of recommending Richard Wagner for emeritus status.

Approve ☒

Disapprove ☐


Mark R. Ginsberg, Provost and
Executive Vice President

7/1/2022

Date

Approve ☒

Disapprove ☐


Gregory Washington, President

7/7/2022

Date


This memo certifies that the criteria have been met by this Emeritus candidate according to the Faculty Handbook requirements: full-time Associate or Full Professor with ten or more years of continuous academic service, home unit and/or Dean recommendation, Provost recommendation, and the President's recommendation.



**College of Humanities and
Social Sciences**

4400 University Drive, MS 3A3, Fairfax, Virginia 22030
Phone: 703-993-8720

To: Mark R. Ginsberg, Provost and Executive Vice President
Gregory Washington, President

From: Ann Ardis, Dean 
College of Humanities and Social Sciences

Subject: Emeritus Designation for Steven Weinberger

Date: May 24, 2022

On the recommendation of the Department of English, I am pleased to recommend Steven Weinberger for appointment as Associate Professor Emeritus, effective upon approval of the BOV.

Professor Weinberger earned his PhD at the University of Washington, Seattle, and joined the Linguistics Program at George Mason University in 1989. In addition to serving as a faculty member in Linguistics, he served as director of the Linguistics Program for over 15 years. During this time, he has been an active researcher, authoring numerous articles and book chapters, winning many grants, and presenting at international and national conferences, including the invited keynote speaker at the 25th Anniversary Celebration of TESOL 2000.

The highlight of Professor Weinberger's research is the Speech Accent Archive, which he established in 1999, and which represents an enormous contribution both within the field and beyond. The Speech Accent Archive is the world's biggest online database of speech accents.

Professor Weinberger has also been a remarkably successful and popular teacher, drawing many graduate students interested in studying second language acquisition and second language phonology from all over the world to Mason Linguistics. Throughout his career at Mason, he supervised 11 dissertations, including that of the very first Mason Linguistics PhD graduate.

Based on his distinguished service at GMU, the English Department faculty were unanimous and enthusiastic in their support of recommending Steven Weinberger for emeritus status.

Approve ☒ Disapprove ☐  6/1/2022
Mark R. Ginsberg, Provost and
Executive Vice President Date

Approve ☒ Disapprove ☐  7/7/2022
Gregory Washington, President Date

This memo certifies that the criteria have been met by this Emeritus candidate according to the Faculty Handbook requirements: full-time Associate or Full Professor with ten or more years of continuous academic service, home unit and/or Dean recommendation, Provost recommendation, and the President's recommendation.

ITEM NUMBER VII.B:

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 ON CLASSIFIED INFORMATION ACCESS

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:

Pending Election - Rector

Pending Election – Vice Rector

Pending Election - Secretary

Board Members:

Simmi Bhuller

Horace L. Blackman

Reginald Brown

Lindsey Burke

Anjan Chimaladinne

James W. Hazel

Juan Carlos Iturregui

Mehmood S. Kazmi

Wendy Marquez

Michael Meese

Carolyn J. Moss

Dolly Oberoi

Robert Pence

Jon Peterson

Nancy G. Prowitt

Robert Witeck

IN WITNESS WHEREOF I have hereunto set my hand and affixed the seal of George Mason University, this day of 29 July 2022

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 29, 2022.

Secretary
Board of Visitors

ITEM NUMBER VII.D.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.



Deficit Authorization Annual Notice

Financial Matters

Deficit Authorization Annual Notice

- Annual acknowledgement and notification of Mason's deficit authorization requirements under Commonwealth Appropriations Act
- Provides copy of Section 4-3.01 to members of Board of Visitors
- 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