

**ANNUAL REPORT TO THE  
VIRGINIA GENERAL ASSEMBLY  
OF THE  
VIRGINIA MILITARY INSTITUTE  
BOARD OF VISITORS**

**FOR**

**2013**



## **Executive Summary**

This Report for Calendar Year 2013 constitutes the inaugural report for the Virginia Military Institute's Board of Visitors. It is submitted to the Virginia General Assembly and the Governor in accordance with § 23-2.05 of the Code of Virginia. It provides an overview of the Board's activities for this year and will be an annual requirement hereafter.

The Board is comprised of sixteen members nominated by the Governor of the Commonwealth along with the Adjutant General, who is an ex officio member. The VMI BOV enjoyed superb participation by its members in 2013 for the three scheduled meetings as well as in the varied work performed by its eight committees. Two new members were appointed by Governor McDonnell in July.

During this past year, the Board considered and addressed a wide variety of issues to include fiscal and budgetary, personnel, academic, and athletic matters. VMI, like all public colleges and universities in the Commonwealth, continued to work through the difficult fiscal climate that exists. The Board spent considerable time and attention in this critical area, as did our Audit, Finance, and Planning Committee. Additionally, a special meeting was conducted in May of this year to address the Institute's invitation to join the Southern Conference in athletics.

Following each meeting of the Board, detailed written minutes were prepared in accordance with Va. Code § 2.2-3707 and posted as required by Va. Code § 2.2-3707.1. Further details beyond this Report may be obtained from those minutes, which are located on the VMI website. All meetings were conducted pursuant to notice, as required by Va. Code § 2.2-3707 (C). Our legal counsel from the Virginia Office of the Attorney General attended and was a full participant in all Board matters, on invitation pursuant to Va. Code § 23-2.02.3.

By the authority vested to me by the VMI Board, this Report is tendered pursuant to § 23-2.05 of the Code of Virginia.

Date: 16 DECEMBER, 2013



George P. Ramsey III  
President, VMI Board of Visitors

## Report of the VMI Board of Visitors

2013

1. The following constitutes the Board's report. It is presented by subject matter with an appropriate heading. A summary of the major Board actions as well as Committee activities will be included in this inaugural report.

2. **Board Membership:** Pursuant to §23-93, *et. seq.* of the Code of Virginia, the Board is composed of eight alumni from the Commonwealth, four non-alumni from the Commonwealth, and four out-of-state alumni. The Adjutant General serves on the Board, *ex officio*. Additionally, the cadet serving as President of the First (senior) Class serves as the student representative to the Board. In January of 2013, the members were as follows:

Mr. Paul Fraim (Virginia), President  
Mr. John C. Allen (West Virginia)  
Ms. Elizabeth D. Camp (Virginia)  
Mr. George J. Collins (Florida)  
Mr. P. Wesley Foster (Virginia)  
Mr Paul E. Galanti (Virginia)  
Mr. Bruce C. Gottwald, Jr. (Virginia)  
Major General Patricia P. Hickerson, USA (Ret.) (Virginia)  
Brigadier General Janice Igou, VANG (Virginia)  
General John P. Jumper, USAF (Ret.) (Virginia)  
Mr. Kimber L. Latsha (Pennsylvania)  
Mr. G. Marshall Mundy (Virginia)  
W. Gregory Robertson (New York)  
Mr. George P. Ramsey III (Virginia)  
Ernesto V. Sampson, Jr. (Virginia)  
Dr. H. George White, Jr. (Virginia)  
Major General Daniel E. Long, VANG, *ex officio*  
Cadet John E. Dommert, President—Class of 2013

Legal Counsel for VMI is provided by the Office of the Attorney General for the Commonwealth. Ms. Elizabeth Griffin from that Office serves as VMI's and the Board's Counsel. She was present at all meetings of the Board and worked closely with the Board officers, committee chairmen, and VMI staff on Board actions.

On June 30, 2013, the terms of Ms. Elizabeth Camp and Mr. G. Marshall Mundy ended. Governor McDonnell appointed Lieutenant General Frances C. Wilson, USMC (Ret.) and Mr. John W. Boland as replacements. General Wilson is a non-alumnus from Virginia and Mr. Boland is a Virginia alumnus. The Governor also approved the reappointments of General Jumper and Mr. Latsha for second terms.

Mr. George P. Ramsey III was elected by the Board to serve as President for the term beginning 1 July. Mr. Paul Fraim remained on the Board following his term as President. At the September meeting, Cadet Weston Hitchcock began service as the President of the Class of 2014. The Board also elected General Jumper, Mr. Latsha, and Mr. Gottwald to serve as Vice-Presidents; Major General Hickerson was elected as the non-alumni member of the Executive Committee and Colonel Jeffrey Curtis, USAF (Ret.) was elected to serve as the Secretary to the Board.

**3. Board Member Orientations and Training:** Each summer, new appointees to the VMI Board are brought to Lexington for a full orientation and training session. This occurred on 5 September with General Wilson and Mr. Boland attending. Participating in the briefings and orientation were the President, Mr. Ramsey, the Superintendent, General J.H. Binford Peay III, and Ms. Elizabeth Griffin, VMI's counsel from the Office of the Attorney General. This Orientation provided a series of briefings on the Institute along with Freedom of Information Act and Conflict of Interests Act training from counsel. A full array of briefings was provided as well by the VMI senior staff. In addition to orientation at VMI, both new members attended the State Council of Higher Education for Virginia (SCHEV) training on 21-22 October in Richmond, as mandated by Va. Code § 23-9.14:1(A).

In concert with the continuing education of Board members, legal counsel provided electronic training as well as printed materials highlighting legal issues, particularly the requirements of FOIA, for Board members. It was decided that each January when the Board meets counsel will provide training for the members, in accordance with Va. Code § 23-2.04.4.

**4. Board Meetings:** The VMI Board meets as a body three times per year. Currently, those meetings occur in January, May, and September of each calendar year. The Executive Committee of the Board met with the Superintendent the evening before the full board session; the full board then met during the next two days. All Board meetings were conducted pursuant to notice, as required by Va. Code § 2.2-3707 (C). The full Board meetings occurred on 18-19 January, 3-4 May, and 17-18 September of 2013. A majority of Board members were present at each meeting. Two plenary sessions of the full Board occurred in the mornings of both dates. The afternoon was reserved for committee meetings. In Calendar Year 2013, the VMI Board enjoyed an 81% attendance rate by its seventeen members for these three meetings. This demonstrates their high level of commitment to serve the Commonwealth and the Institute.

At each Board meeting, the Board received extensive briefings from the Superintendent, Dean of the Faculty, Deputy Superintendent for Finance, Administration and Support, Athletic Director, Commandant of Cadets, and

other senior staff members. Additionally, the Presidents or Chief Executive Officers of the VMI Alumni Association, VMI Foundation, and VMI Keydet Club presented updates to the Board. In order to obtain information directly from the Corps of Cadets, the First Class President, President of the Honor Court, and Regimental Commander also presented briefings to the Board at each of the three meetings.

At the January meeting, the Board performed its normal activity of taking a two hour period to go out to the academic departments and visit with faculty and staff. At the May meeting of the Board, the Co-Presidents of the VMI Parents Council presented a briefing on their activities throughout the preceding school year. The September meeting served as the annual opportunity for public comment.

On 31 May, pursuant to the notice provisions of Va. Code § 2.2-3708, a special electronic meeting of the Board was held with VMI being the primary remote location at which a quorum was physically assembled. The purpose of the meeting was to address an offer made by the Southern Conference following its meetings on 28-30 May, wherein VMI had been extended an offer to join the Conference. Following discussion, the Board unanimously passed a motion to join the Southern Conference effective July 1, 2015.

**5. Board Actions for 2013:** An overview of the significant Board actions for Calendar Year 2013 is detailed below.

a. The Board approved all changes in faculty and staff appointments, to include hiring and retirement actions.

b. The Board approved the Graduation Lists for all cadets graduating from VMI.

c. The Board approved changes to the Faculty Handbook which governs such matters as tenure and promotion, evaluations, and faculty personnel procedures. The Board also approved changes to curricula in the fourteen degree programs at VMI. In January, the Board further approved revised Entrance Rates for new faculty hires by discipline, which was needed in order to improve our ability to hire quality faculty members.

d. The Board approved the financial statements from the preceding fiscal year at its January meeting. In May, following extensive review, the Board approved the proposed operating budget for FY 2013/14.

e. The Board additionally performed annual reviews and approved a number of strategic and operational plans for VMI. These included the SWaM Plan for small, women-owned and minority-owned businesses; the Post Facilities Master Plan which outlined the physical infrastructure and capital

needs for the Institute; the Six Year Plan that was later submitted to SCHEV; and the Institute's Strategic Plan Update for 2013.

f. In the area of state funding of capital programs such as the Virginia College Building Authority, the Board in January reviewed and approved the financing of up to \$4.0 million for needed small capital projects to renovate or improve on Post facilities. This approval was subsequently supported by a Board resolution which was transmitted to State officials.

g. For the replacement of outgoing Board members, the Board, Alumni Association, and Superintendent conferred to nominate candidates for these positions. This coordination occurred during the January-April timeframe with the Alumni Association providing the Institute's nominations in accordance with § 23-94 of the Code of Virginia.

h. At the January Board meeting, the Board received a detailed report on the initiatives supporting Vision 2039, which is the Superintendent's overarching strategic plan for the Institute. This plan has fourteen principal objectives with a total of 181 specific action items supporting them in various states of completion.

i. At the May meeting the Board considered the staff's proposals for funding academic projects supported by the Jackson-Hope Fund and administered by the Jackson-Hope Board of Overseers. This is a non-profit organization composed of a small number of alumni who manage an endowment to fund academic initiatives and projects at the Institute. Those appropriations were approved by the Board in the same manner as all other funding sources.

j. The Board at its May meeting reviewed the Superintendent's Management by Objective (MBO) Report for 2012-13. This detailed report addressed progress on eight particular initiatives of General Peay for the fiscal/academic year. This report also served as the basis for the Board's annual evaluation of the Superintendent in a closed meeting, as now required by Va. Code § 23-2.03. The Board also approved the Superintendent's proposed new MBOs for 2013-14.

k. In accordance with the mandates of House Bill 1952/Chapter 577 of the Acts of Assembly, which tasked higher education governing bodies with a number of actions, the VMI Board and staff performed an extensive amount of work during 2013. A comprehensive review of the Board's By-laws was conducted and amendments required by Va. Code § 23-2.02, along with technical amendments, were considered by the Executive Committee and approved by the full Board at its September meeting. A "Statement of Governance" and a "Code of Ethics" required by Va. Code § 23.2.04.1 and Va. Code § 23.2.04.5 were recommended by the Executive Committee and adopted

by the full Board at this meeting as well. The “Statement of Qualifications” for board members required by Va. Code § 23.2.04.6 will be addressed, finalized, and approved by the Executive Committee and forwarded to the full Board for action at the January 2014 meeting. Legal counsel was heavily involved in the drafting and review of all of these required documents and actions.

6. **Committees:** The VMI Board structure contains eight committees with each comprised of a chairman and 5-8 total members. These committees have staff liaisons assigned and at each of the three established meetings, individual committee agendas were developed with meeting minutes taken to record the activities. The BOV Committees are as follows:

*Audit, Finance, and Planning:* financial, budgetary, and fiscal matters; Strategic Plan; Information Technology; and compensation issues

*Academic Affairs:* all academic matters; curricula changes; undergraduate research; international programs; career services; admissions; and accreditation

*Cadet/Military Affairs:* all cadet activities; barracks operations; Regimental and Class Systems; ROTC activities; commissioning; club and intramural sports; and cadet welfare activities

*Athletics:* all matters involving NCAA sports at VMI; review of academic progress reports; NCAA compliance matters; and NCAA certification

*External Relations:* governmental relations; strategic communications and marketing; VMI Museum Program activities; and BOV Awards (New Market Medal and Jonathan Daniels Humanitarian Award)

*Nominating and Governance:* individual board appointments and officers; responsible for matters relating to the governance of the Board including the by-laws

*Appeals:* responsible for hearing the appeals of any cadet dismissed following an Honor Court trial or, in rare circumstances, an appeal of a cadet dismissed for disciplinary reasons by the Superintendent

*Executive:* elected members of the board including the President, three Vice-Presidents, and one non-alumni. In addition to the duties specific to VMI's Executive Committee established in Va. Code § 23-95.1, the Executive Committee organizes the working processes of the Board, recommends best practices for Board governance, and coordinates the other responsibilities required by Va. Code § 23-2.04.

7. **Committee Activities:** The various committees are comprised of members with considerable expertise in the areas of responsibility for that committee. The Audit, Finance, and Planning Committee, for example, reviews all fiscal matters, to include the annual operating budget, and presented these matters to the full Board at a Plenary Session. That Committee has resident experience in financial and business matters.

In accordance with standard procedures, the entire Board was provided reports, proposals, and other documents a week in advance of the meeting to review. Committee chairs continued to work with their assigned staff liaisons throughout the year to ensure the various issues were prepared for Board action. The majority of the Board actions in 2013 were reviewed extensively by a particular Committee and briefed to the full Board prior to a vote being taken.

8. As noted, further details on the activities of the VMI Board of Visitors are contained in the minutes of those meetings and are available on the Board of Visitor section of the VMI website. If there are any questions or if further information is needed, the Secretary to the Board, Colonel Curtis, may be contacted at (540) 464-7206.