

THE CITADEL BOARD OF VISITORS
MEETING MINUTES
14 AND 15 JUNE 2019

The Citadel Board of Visitors (BOV) held a meeting in the Scarborough Multimedia Room, Holliday Alumni Center, on 14 June 2019 to: consider a resolution; conduct an executive session for an update on legal matters; and to receive reports from the President, Daniel Fund Trustees, and Board committees; and discuss other BOV matters.

The following Board members were present: Colonel Fred L. Price, Jr., Chair; Colonel Myron C. Harrington, Jr., Vice Chair; Colonel Allison Dean Love; Colonel Dylan W. Goff; Colonel Peter M. McCoy, Sr.; Colonel L. E. "Gene" Pinson; Colonel Greg A. Lapointe; Colonel John C. Dominick; Colonel Jamie A. Khan; Colonel James E. Nicholson, Jr.; Colonel Leonard C. Fulghum, Jr., Chairman Emeritus; members emeritus Colonel William E. Jenkinson III and Colonel Douglas A. Snyder; Dr. A. Sean Alford, designated representative of Mrs. Spearman; and Colonel Leo A. Mercado, President, The Citadel Alumni Association (CAA). Mr. Robert Lyon, Board member-elect, was also present.

Also in attendance were: General Glenn M. Walters, President; Brigadier General Mark A. Bebensee, Interim Provost and Dean of the College; Colonel Thomas G. Philipkosky, Senior Vice President for Operations and Administration; Captain Eugene "Geno" Paluso, Commandant of Cadets; Captain Jeffrey D. Lamberson, Vice President for Facilities and Engineering; Colonel John L. Dorrian, Vice President for Communications and Marketing; Mr. Mike Capaccio, Director of Intercollegiate Athletics; Dr. John P. "Jay" Dowd, III, Vice President for Institutional Advancement; Colonel Kevin Bower, Associate Provost for Academic Operations; Commander William Lind, Executive Assistant to the President; Mr. Mark C. Brandenburg, General Counsel; Colonel Cardon B. Crawford, Director of Government and Community Affairs; Mrs. Lori Hedstrom, Special Assistant to the President for Board Matters; and Mrs. Patricia M. Kinard, Recording Secretary to the Board of Visitors. Dr. Sally Selden, Provost-elect was present.

Presenters during the meeting: Mr. M. Dawes Cooke, Jr., Counsel to the BOV, and two members of the Cozen O'Connor law firm, Ms. Gina Smith, Chair, Institutional Response Group (IRG), and Ms. Devon Riley, member, IRG, were present only during the executive session for an update on legal matters. Other presenters: Mr. Steven V. Smith, Chair of The CAA History Committee; Colonel Darin T. Zimmerman, Dean and Trauber Chair, Swain Family School of Science and Mathematics; LTC Ward Logan, Deputy Chief Financial Officer; and Major Michael S. Kenney, Budget Director.

Voting members absent: Colonel Stanley L. Myers, Sr. A quorum was present.

The meeting followed the agenda at enclosure 1.

The meeting was in compliance with the Freedom of Information Act in that notice had been posted 24 hours in advance in Bond Hall and on the college website and local media sources were notified at the same time by electronic means.

Chair Price opened the meeting at 8:00 a.m. Colonel Pinson gave an invocation and Colonel Khan led the group in reciting "The Pledge of Allegiance."

Chair Price reviewed the schedule and agenda.

Mr. Smith, Class of '84, reviewed an article he had written entitled, "Right Sizing The Corps."

Colonel Harrington made a motion to consider a resolution concerning the balancing of the Corps of Cadets each year. Colonel Lapointe seconded the motion.

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After discussion, Colonel Goff moved to table the motion until the Saturday, 15 June BOV meeting. The motion to table was seconded and approved unanimously by the voting members present in person: Price, Harrington, Love, Goff, McCoy, Pinson, Lapointe, Dominick, Khan and Nicholson.

Colonel Harrington moved to go into executive session to receive legal advice related to pending, threatened and potential claims, and other matters covered by the attorney-client privilege. The motion was seconded and approved unanimously by the voting members present in person: Price, Harrington, Love, Goff, McCoy, Pinson, Lapointe, Dominick, Khan and Nicholson.

The members of the BOV, the President, Vice Presidents, Executive Assistant to the President, Provost-elect, General Counsel, Associate Provost for Academic Operations, and Director of Government and Community Affairs were present for the executive session. All other personnel left the meeting.

Colonel McCoy moved to come out of executive session. The motion was seconded and approved unanimously by the voting members present in person: Price, Harrington, Love, Goff, McCoy, Pinson, Lapointe, Dominick, Khan and Nicholson.

Mr. Cooke, Ms. Smith, and Ms. Riley left the meeting.

The full meeting resumed at 11:40 a.m.

General Walters gave a report. He attended the SoCon Presidents' meeting two weeks ago. A new SoCon Commissioner, Jim Schaus, had taken office as of 5 June. There will be some rules changes and schedule changes. The conference currently has ten schools; there was a nascent discussion on the future membership of the conference. The Citadel Club of Greater Washington, D.C. will host a reception in honor of South Carolina's US Senators and Representatives on 19 June in Washington, DC. He will attend the reception and will also meet with Senator Graham earlier that day.

Colonel Fulghum, Chair of the Daniel Fund Trustees, began his report by thanking both Colonel Lapointe and Colonel Khan for their service on the Board. A total of \$108,000 has been approved in scholarships for the 2019-2020 school year. He encouraged Board members to nominate additional candidates, as there are funds still available. The Trustees will also consider raising the individual amounts awarded this year.

Colonel Pinson, Vice Chair of the Education and Leadership Development Committee, called on Dean Zimmerman to give his presentation. Highlights included: the School's timeline; 2019 graduation numbers and awards; the annual Awards Banquet; program enrollment; programs approved by CHE; Swain Department of Nursing timeline; Department of Cyber and Computer Sciences timeline; student success; points of pride; 2018 active external grants; 2018 giving; five-year fundraising priorities; and major initiatives.

BG Beensee continued the committee report with a briefing including: Class of 2023 update; information on the new Admissions Welcome Center, remote regional recruiters, and prospect outreach expansion; and new degree programs for fall 2019. He also noted the School of Nursing was officially accredited as of September 2018 for five years.

Mr. Capaccio discussed spring academic statistics; student-athletes inducted into the National Student Athlete Honor Society; athletic team spring highlights; 2019 senior commissions; fall 2019 Corps leadership positions held by student-athletes; and data showing time demands for various sports. He

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closed by noting two Citadel graduates will be coaching baseball teams in the 2019 College World Series and the SoCon football teams are very strong this year.

The meeting was recessed at 12:40 p.m. for lunch.

The meeting resumed at 1:35 p.m.

Colonel Charles L. Cansler, Vice President for Finance and Business, joined the meeting.

The Commandant continued the ELD Committee report with a review of his SY2018/19 observations; discipline statistics; and "Way Ahead" initiatives. Both the Battalion and Company TAC Officers have been rotated this year.

The FY2020 proposed Audit Plan and associated motion, and the proposed FY2020 BOV meeting schedule were reviewed by Colonel Philipkosky.

Colonel Love, Chair of the Communications and Community Relations (CCR) Committee, began the report by noting the Office of Communications and Marketing (OCM) had received two Council for Advancement and Support of Education (CASE) awards – Special Merit for the 175th Anniversary Edition of *The Citadel Magazine*, and an Award of Excellence for the "Our Mighty Citadel" marketing video. The Citadel also won an Award of Excellence from the national Public Relations Society of America for "The Citadel Space Star Campaign."

Colonel Dorrian provided an update including the areas of public discourse, enrollment trends, website and social media.

Colonel Crawford reviewed legislative affairs. He outlined the status of federal, state and county efforts, noting strong federal support for the cyber initiative.

Colonel Love complimented Colonel Dorrian, Colonel Crawford and the OCM staff on the fine work they have been doing in support of The Citadel.

Colonel McCoy, Chair of the Operations and Risk Management (ORM) Committee, began the report by calling on Captain Lamberson to provide an asset management and project update.

The update included asset management funding level requirements and project execution completion dates.

LTC Logan reviewed the FY19 budget to actuals with year-end projections (through period 10) data for the areas of E&G, Auxiliaries, Athletics, and Barracks, along with a projection summary.

Colonel Cansler discussed The Citadel Unrestricted Trust data, including the status of unrestricted Trust funds; an update on FY19 spending; the Center for Performance, Readiness, Resiliency and Recovery (CPR3) investment; a recommendation for FY20 spending, and a motion to be considered by the BOV on Saturday for approval of expenditures.

The FY20 proposed tuition and fees update outlined assumptions used to build the FY20 budget, and an analysis of alternatives for in-state and out-of-state rate increases.

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The FY20 Operating Budget presentation by Colonel Cansler cited budget highlights; challenges and commitments; funding for Capers; likely tuition and fees amendments; and various internal budgets. He also reviewed the proposed budget approval motion. Quarterly budget reviews of each internal unit will be scheduled, with a needs-based budget being built next year and a zero-based budget in following years.

The final update for the day was provided by Colonel Cansler pertaining to the Stevens Sinking Fund/Visiting Team Room (VTR). Various options for identifying funding for the building of the VTR were presented for consideration.

The meeting was recessed at 4:00 p.m.

The Citadel Board of Visitors reconvened the meeting on Saturday, 15 June 2019, at 8:30 a.m. in the Scarborough Multimedia Room, Holliday Alumni Center to: receive reports from a Board committee, The Citadel Foundation (TCF), The Citadel Brigadier Foundation (TCBF), and CAA; conduct an executive session to consider potential contractual matters regarding real estate; consider any action items presented; consider minutes from previous meetings and motions for approval; and to discuss other Board matters.

The following Board members were present: Colonel Fred L. Price, Jr., Chair; Colonel Myron C. Harrington, Jr., Vice Chair; Colonel Allison Dean Love; Colonel Dylan W. Goff; Colonel Peter M. McCoy, Sr.; Colonel L. E. "Gene" Pinson; Colonel Greg A. Lapointe; Colonel John C. Dominick; Colonel Jamie A. Khan; Colonel James E. Nicholson, Jr.; members emeritus Colonel William E. Jenkinson III and Colonel Douglas A. Snyder; and Colonel Leo A. Mercado, President, CAA. Mr. Robert Lyon, Board member-elect, was also present.

Also in attendance were: General Glenn M. Walters, President; Brigadier General Mark A. Bebensee, Interim Provost and Dean of the College; Colonel Thomas G. Philipkosky, Senior Vice President for Operations and Administration; Colonel Charles L. Cansler, Vice President for Finance and Business; Captain Jeffrey D. Lamberson, Vice President for Facilities and Engineering; Colonel John L. Dorrian, Vice President for Communications and Marketing; Mr. Mike Capaccio, Director of Intercollegiate Athletics; Dr. John P. "Jay" Dowd, III, Vice President for Institutional Advancement; Commander William Lind, Executive Assistant to the President; Mr. Mark C. Brandenburg, General Counsel; Mrs. Lori Hedstrom, Special Assistant to the President for Board Matters; and Mrs. Patricia M. Kinard, Recording Secretary to the Board of Visitors. Dr. Sally Selden, Provost-elect was present.

Presenters during the meeting: Mr. John Darby, President, and Mr. Jeff Kidd, Executive Director, The Citadel Real Estate Foundation (TCREF).

Voting members absent: Colonel Stanley L. Myers, Sr. A quorum was present.

Chair Price called the meeting to order, reviewed the remaining items on the agenda, and listed upcoming events. Colonel Pinson gave an invocation and Colonel Lapointe led the group in reciting "The Pledge of Allegiance."

Colonel Goff, Chair of the Strategy, Vision and Governance (SVG) Committee, called on Colonel Philipkosky to begin a report on the Strategic Plan timeline.

The strategic plan will be named, "Our Mighty Citadel 2024, Advancing Our Legacy of Leadership."

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He reviewed the various points within the plan and refresh cycle, beginning with the launch in July 2018 through a review of funding requirements in August 2020.

The proposed changes to the *College Regulations* were discussed in detail. Colonel Goff noted a Memorandum of Understanding (MOU) may be required with the CAA and other college-related organizations in order to fulfill the requirements of the background check and screening process cited in Section I, paragraph 7.

Dr. Dowd gave an update from TCF and TCBF. TCF has received a CASE award for the third year in a row for overall performance in fundraising. Travel for fundraising efforts will begin in July for General Walters, with the goal being \$40 million for the year. Alumni giving has increased, and The Citadel Giving Day in March raised over \$757 thousand. TCBF has \$20.16 million in its corpus as of 31 May, with a projected distribution to The Citadel of \$1.75 million in 2019.

Chair Price thanked Dr. Dowd and his staff for their efforts in support of The Citadel.

Colonel Mercado reported on CAA assets (financial, facilities and real estate, and intellectual property); key operations; and alumni engagement.

Colonel Harrington moved to go into executive session to discuss potential contractual matters regarding real estate. The motion was seconded and approved unanimously by the voting members present in person: Price, Harrington, Love, Goff, McCoy, Pinson, Lapointe, Dominick, Khan and Nicholson.

Colonel Lapointe moved to come out of executive session. The motion was seconded and approved unanimously by the voting members present in person: Price, Harrington, Love, Goff, McCoy, Pinson, Lapointe, Dominick, Khan and Nicholson.

After a brief break, the motions were considered.

Colonel Harrington moved:

MOTION

"That the Board of Visitors approves the following meeting/teleconference minutes as submitted:

- *5 April 2019 meeting and*
- *3 June 2019 teleconference"*

The motion was seconded and approved unanimously by the voting members present in person: Price, Harrington, Love, Goff, McCoy, Pinson, Lapointe, Dominick, Khan and Nicholson.

Colonel Harrington moved:

MOTION

"That The Citadel Board of Visitors approves the proposed FY2020 Internal Audit Plan as briefed at the June 2019 meeting."

The motion was seconded and approved unanimously by the voting members present in person: Price, Harrington, Love, Goff, McCoy, Pinson, Lapointe, Dominick, Khan and Nicholson.

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Colonel Harrington moved:

MOTION

"That the Board of Visitors approves the proposed fiscal year 2020 expenditures of Trust unrestricted gifts as presented with the budget."

The motion was seconded and approved unanimously by the voting members present in person: Price, Harrington, Love, Goff, McCoy, Pinson, Lapointe, Dominick, Khan and Nicholson.

Colonel Harrington moved:

MOTION

"That the Board of Visitors approves the proposed amendments to the tuition and fees approved by the Board in November 2018. This amendment is in accordance with tuition and fee increase limitations at .8% for in-state students and 2.5% for out-of-state students." And "That the Board of Visitors decreases the Board-rate increase for FY20 from 2.7% to 2.1%."

The motion was seconded and approved unanimously by the voting members present in person: Price, Harrington, Love, Goff, McCoy, Pinson, Lapointe, Dominick, Khan and Nicholson.

Colonel Harrington moved:

MOTION

"That the Board of Visitors approves the operating expense budget of \$123.4M for fiscal year 2020 which includes the E&G budget, Athletics operations budget, Auxiliary budget, and other funds comprising the comprehensive operating budget."

The motion was seconded and approved unanimously by the voting members present in person: Price, Harrington, Love, Goff, McCoy, Pinson, Lapointe, Dominick, Khan and Nicholson.

Colonel Harrington moved:

MOTION

"That the Board approves Option 2 for building of VTR."

The motion was seconded and approved unanimously by the voting members present in person: Price, Harrington, Love, Goff, McCoy, Pinson, Lapointe, Dominick, Khan and Nicholson.

Colonel Harrington moved:

MOTION

"That the Board of Visitors approves items 1 through 8 of the list of proposed changes to the College Regulations as presented on 15 June 2019."

As the motion was forwarded from the SVG Committee, a second was not required. The motion was approved unanimously by the voting members present in person: Price, Harrington, Love, Goff, McCoy, Pinson, Lapointe, Dominick, Khan and Nicholson.

Colonel Harrington moved:

MOTION

"That the Board of Visitors requests that The Citadel Real Estate Foundation (TCREF) engage a design firm to develop a full design package for the redevelopment of the East Side of Johnson Hagood Stadium, as presented in concept to the Board."

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The motion was seconded and approved unanimously by the voting members present in person: Price, Harrington, Love, Goff, McCoy, Pinson, Lapointe, Dominick, Khan and Nicholson.

The resolution was considered.

Colonel Harrington moved:

RESOLUTION

Be it resolved that: *"The Citadel Board of Visitors expresses its unanimous support for the President of The Citadel and his efforts to maintain good order and discipline by balancing the Corps of Cadets each year. Balancing the Corps will increase opportunities for individual leader and social development, provide cadets the opportunity to develop camaraderie with a larger cross section of their classmates, and maintain focus on the traditions of the college and the Corps, while preventing dysfunctional norms from taking root at company level. The Board of Visitors firmly believes that this initiative is a sound approach that will maintain and build upon the highest standards of excellence expected of our college."*

The resolution was seconded. Mr. Lyon addressed the Board. A lengthy discussion was held by Board members.

Colonel Dominick moved to amend the resolution by striking out the words, *"maintain focus on the traditions of the college and the Corps, while preventing dysfunctional norms from taking root at company level"* and adding the words, *"maintain focus on the traditions of our college and the Corps, create stronger identification with the Corps as a whole, and most importantly, expand opportunities for cadets to bond closely with, and learn how to exercise leadership skills among a larger number of their peers."* The motion to amend was seconded and approved unanimously by the voting members present in person: Price, Harrington, Love, Goff, McCoy, Pinson, Lapointe, Dominick, Khan and Nicholson.

Colonel Dominick discussed the rationale for the proposed changes.

Colonel Harrington moved to approve the amended resolution. The motion was seconded and the resolution was approved unanimously by the voting members present in person: Price, Harrington, Love, Goff, McCoy, Pinson, Lapointe, Dominick, Khan and Nicholson.

There being no further business, the meeting adjourned at 1:45 p.m.

Respectfully submitted,

Patricia M. Kinard
Recording Secretary to the Board of Visitors