

THE CITADEL BOARD OF VISITORS
MEETING MINUTES
9 June 2023

The Citadel Board of Visitors (BOV) held an annual meeting in the BOV Room, Jenkins Hall, on 9 June 2023 to: hold elections for the BOV Chair and Vice Chair positions; conduct an executive session for an update on legal matters; receive reports from the President, The Citadel Foundation (TCF), The Citadel Brigadier Foundation (TCBF), The Citadel Alumni Association (CAA), and Board committees; consider any action items presented; consider minutes from previous meetings and motions for approval; and discuss other Board matters.

The following Board members were present: Colonel Dylan W. Goff, Chair; Colonel Peter M. McCoy, Sr., Vice Chair; Colonel Allison Dean Love; Colonel L. E. "Gene" Pinson; Colonel John C. Dominick; Colonel James E. Nicholson, Jr.; Colonel F. G. "Greg" Delleney, Jr.; Colonel Robert E. Lyon, Jr.; Colonel William M. (Bill) Connor, V; Colonel Triz V. Smith; Mrs. Deborah W. Hargrove, representative for the Honorable Ellen E. Weaver, South Carolina State Superintendent of Education; member emeritus Colonel William E. Jenkinson, III; Mr. John P. McAleer, III, President, CAA; and Lieutenant Colonel William R. Culbreath, Jr., President, TCBF.

Also in attendance were: General Glenn M. Walters, President; Brigadier General Sally C. Seldon, Provost and Dean of the College; Colonel Cardon B. Crawford, Senior Vice President for Operations and Administration; Colonel Thomas J. Gordon, Commandant of Cadets; Captain Jeffrey D. Lamberson, Vice President for Facilities and Engineering; Mr. Michael J. Capaccio, Director of Intercollegiate Athletics; Dr. John P. "Jay" Dowd III, President and Chief Executive Officer, The Citadel Foundation; Mr. Mark C. Brandenburg, General Counsel; Mr. Richard W. Kelly, Interim Chief Financial Officer; Ms. Hannah Suglia, Executive Business Coordinator; and Mrs. Lori B. Hedstrom, Executive Assistant to the Board and Senior Vice President.

Presenters during the meeting: Colonel Andrew B. Williams, Dean of the School of Engineering; and Mr. Phillip S. Reichner, Director of Marketing.

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 Goff called the meeting to order at 9:18 a.m.

Colonel Pinson gave the invocation and Colonel Connor led the group in reciting "The Pledge of Allegiance."

Chair Goff shared that he, Colonel Delleney, General Walters and BG Selden met at the new School of Humanities and Social Sciences building earlier this morning for a brief walk-through. He commented that the inside of the building is even more amazingly impressive than the

outside and that the building is currently coming in under budget. He congratulated General Walters, Captain Lamberson and their teams.

Colonel Crawford shared good news that The Citadel has received \$4.6 million in new state recurring funding and a twenty-six percent increase in stand-alone state funding. State funding represents fifteen percent of the total FY24 budget and twenty-five percent of the E&G budget. For the new Engineering building, this year's state funding of \$29 million, combined with last year's state funding of \$24.5 million, is game changing for our school. Colonel Crawford thanked the BOV for their efforts.

Chair Goff reviewed the agenda, indicating the intent was to conduct all business today. He highlighted that the BOV will consider a naming opportunity (action item) later today in which the new School of Humanities and Social Sciences building will be rededicated as Capers Hall.

Chair Goff shared a letter from Major General John S. Grinalds, USMC (Ret.), 18th President of The Citadel, thanking the BOV for dedicating an entrance in the new School of Humanities and Social Sciences building in his name. Chair Goff indicated the purpose of this morning's walk-through of the new building was to consider the administration's recommendation that the main entrance on Lee Avenue be the Grinalds' entrance, as opposed to the Hagood Avenue entrance that was previously considered. The main entrance on Lee Avenue, with The Citadel seal in terrazzo on the floor, will be a more impressive place to display Major General Grinalds' bust and that the wall is the perfect space to indicate as the Grinalds' entrance. Chair Goff added that some of the original Capers Hall fixtures, such as old lanterns and lights, have been refurbished and hung back outside.

Chair Goff thanked LtCol Culbreath for his service as TCBF President. LtCol Culbreath responded that it was a good opportunity to sit in BOV meetings for the past two years and he offered to do anything that was needed in the future.

Chair Goff recognized Colonel Charles Cansler for his efforts as Vice President for Finance and Business and stated that Colonel Cansler will be at the meeting later today. He welcomed Mr. Kelly, former Chief Financial Officer at the University of South Carolina (USC), as Interim Chief Financial Officer. He added that Mrs. Preethi Saint has been hired for the position and will assume her new role in July.

Chair Goff congratulated Colonel Delleney for his 25 June ordination as an Associate Reformed Presbyterian Minister and made some additional announcements.

Colonel Nicholson recognized Captain Lamberson and his team for the renovations in the BOV Room. Captain Lamberson stated it was the hard work of project manager Claire Bowman on the Facilities and Engineering team.

Chair Goff stated that, in accordance with *College Regulations*, BOV Secretary LtCol John W. Powell, Jr. had received notifications for consideration of nomination from Colonel Delleney for Board Chair and Colonel McCoy for Board Vice Chair. He opened the floor for nominations.

Colonel McCoy moved:

MOTION

*"That the Board of Visitors elects Colonel F. G. "Greg" Delleney, Jr. as
Chair for a two-year term effective 1 July 2023."*

The motion was seconded and approved unanimously by the voting members present: Goff, McCoy, Love, Pinson, Dominick, Nicholson, Delleney, Lyon, Connor, and Smith.

Colonel Pinson moved:

MOTION

*"That the Board of Visitors elects Colonel Peter M. McCoy, Sr. as
Vice Chair for a one-year term with term end date 16 October 2024."*

The motion was seconded and approved unanimously by the voting members present: Goff, McCoy, Love, Pinson, Dominick, Nicholson, Delleney, Lyon, Connor, and Smith.

Colonel Delleney and Colonel McCoy both thanked the members for this opportunity to serve.

Chair Goff 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: Goff, McCoy, Love, Pinson, Dominick, Nicholson, Delleney, Lyon, Connor, and Smith. The members of the BOV, President, Vice Presidents, General Counsel, Interim Chief Financial Officer, and Executive Assistant to the President and Senior Vice President were present for the executive session. Ms. Suglia left the meeting.

Colonel Dominick moved to come out of executive session. The motion was seconded and approved unanimously by the voting members present: Goff, McCoy, Love, Pinson, Dominick, Nicholson, Delleney, Lyon, Connor, and Smith.

Ms. Suglia rejoined the meeting and Mr. Reichner joined at 10:15 a.m.

Chair Goff invited General Walters to provide a campus update. Highlights from the President's report included:

- He discussed current retention and deposit status. The incoming junior and senior class numbers are constrained as they matriculated during COVID. Sophomore and freshmen class numbers are healthy, which can be attributed to BG Selden's team's efforts in changing how the college recruits and engages. The school is working with TCF to raise funds in order to have the resources to continue its recruiting efforts.
- The number of ROTC scholarships are up from a typical year (105 compared to 80 last year), majority of which (80) are in the Army. The increase in scholarships aligns with The Citadel being a disciplined, service-oriented school where product and retention are good. 59 out of the 80 Army scholarships are three year scholarships. The school offers

Service to Country scholarships to bridge the gap and will continue to work with TCF and CAA to raise funds in order to do so.

- Summer school is currently in session, including many fall athletes who are enrolled.
- Citadel Success Institute (CSI) enrollment numbers are currently at 245, out of a 300 capacity.
- Citadel Graduate College (CGC) participation is growing.
- He provided the following campus and infrastructure updates:
 - The team is still on track to deliver the new School of Humanities and Social Sciences building by 15 July 2023. Improvements to Hagood Gate will then be completed.
 - New roof to Stevens Barracks will be completed late July to early August. Window replacement and room renovations will occur over two summers to avoid interruption.
 - The Chapel's ADA ramp will be complete this fall and the audio project will go out for bid.
 - Water tower will be demolished late July and new water pump installed this fall.
 - The new Engineering building is in Phase I, currently with \$60.5 million secured (\$57 million in state funding and TCF fundraising plus a \$3.5 million naming opportunity that TCF will bring to the BOV this fall) out of a total \$65 million project.
 - The McAlister Field House roof replacement will begin this fall.
 - Road repaving around campus will continue mid-summer.
 - Fundraising campaign for the East Side Stands is still in progress.
 - Wilson and Mims housing units will be renovated and come back online this upcoming school year, increasing campus housing by 18 units. Providing affordable campus housing will assist in recruiting qualified faculty and staff. The school will explore possible housing opportunities for veteran students.
- The launch of the Veterans Transformational Learning Initiative (VTLI) and the Veteran Business Outreach Center (VBOC) at The Citadel went well.
- The law firm Holland and Knight is still representing the school in Washington, DC, on the Ukrainian initiative. Support for this initiative has been received from the South Carolina delegation.
- The ten year SACSCOC accreditation report will be finished this summer. The QEP is advising.
- Mrs. Saint has been hired as the new Chief Financial Officer. The search for a new Vice President for Communications and Marketing (VPCM) is still underway.
- The Citadel's direct feed for pre-law students to Mercer University School of Law has been finalized. In the works is a feed for pre-medical students to Mercer University

School of Medicine. The school will then work toward a direct feed for pre-law students to the University of Georgia and Washington and Lee University.

- The school is looking at a study abroad opportunity at the Normandy Institute in France.
- The band will participate in the Tattoo in August 2024.
- He provided updates from the Southern Conference (SoCon) President's Meeting, including:
 - SoCon has named Dr. Michael Cross as its new commissioner. Dr. Cross comes from the Knights Commission.
 - Furman President Dr. Elizabeth Davis is the new Chair of the SoCon Council of Presidents.
 - Things happening at the NCAA may affect SoCon schools soon, including an increasing pressure to form collectives (alumni who raise money and pay athletes to compete).
 - SoCon agrees that athletes who transfer between conference schools have to sit out one year.

Colonel Williams joined the meeting at 10:56 a.m.

Colonel Love, Chair of the Communications and Community Relations (CCR) Committee, began the committee report by thanking Colonel William Leggett, former VPCM, for his time in this role and added that the school benefited from his experience. She provided a brief VPCM search update.

Colonel Love then invited Mr. Reichner to provide an update from the Office of Communications and Marketing (OCM). Mr. Reichner reviewed the topics included in OCM's report: the switch to targeted/attributable advertising, social media, and licensing royalties. He also discussed OCM's support of the Capers Hall replacement project. In response to questions from Board members, Mr. Reichner provided the following responses: advertising dollars for the Corps vs. CGC vs. veteran students vs. school in general fluctuate during the school year based on advertising and marketing trends; OCM has created a photo album of cadet images that the Commandant's Office approves; and, if advertising space allows, digital advertising will distinguish between the Corps and CGC.

Colonel Crawford reviewed legislative affairs, including state recurring and non-recurring funding, and highlighted how supportive the South Carolina General Assembly has been. The school has not raised in-state tuition in four years and out-of-state tuition in two years. On the federal side, The Citadel continues to actively engage with Holland and Knight on a pro bono basis on the Ukrainian initiative. There is movement to have Holland and Knight represent the school in DC on a longer term basis. The school has submitted appropriations for FY24 for our cyber program and continues to receive \$1.7 million in federal funding for this program.

Colonel Crawford reviewed the Board meeting dates for the upcoming school year and reminded Board members to save-the-date for the 9 September 2023 Capers Hall opening event.

Colonel Delleney, Chair of the Strategy, Vision and Governance (SVG) Committee, invited BG Selden to provide updates to *Our Mighty Citadel 2026*. BG Selden discussed the U.S. Small Business Association's selection of The Citadel to house VBOC, the only self-standing center in the state. She thanked Dr. David Desplaces, VTLI Director, for his amazing grant work and welcomed new VBOC Director CJ Williams, who is very experienced in this area.

Colonel Williams discussed the strategic plan for Artificial Intelligence (AI) at The Citadel, which emphasizes literacy, proficiency and mastery. BG Selden added the school has a new AI minor that was passed this year in the Computer Science program and that there is a pending National Science Foundation grant proposal for AI in Biomedicine with Clemson University and USC. Colonel Williams continued his presentation with a discussion of the Center for AI, Algorithmic Integrity, and Autonomy Innovation (AI3), where the bulk of what The Citadel is doing is in workplace development and outreach. BG Selden added that Colonel Williams has developed relationships with Amazon Worldwide Services, and she is hoping for the school to develop corporate partnerships over time. BG Selden concluded by saying how proud she is of the work Colonel Williams and his team have done.

Captain Lamberson indicated the Campus Master Plan allows him to plan ahead and stay in front. Over \$10 million in construction projects kicked off right after graduation. There is a tremendous amount of work currently being done, including \$120 million under contract in design and construction. Improvements to Hagood Gate will enhance the campus arrival experience. Infrastructure is being brought up to date. Conceptual images of a \$5 million East Side Stands option were discussed and shown. This summer the Coward Hall kitchen is being modernized and automated belts will be added next summer.

Mr. Brandenburg reviewed the proposed change to *College Regulations*.

Colonel Lyon moved:

MOTION

"That the Board of Visitors approves the proposed change in Section I, Paragraph 4.d. to the College Regulations as presented on 9 June 2023."

As the motion was forwarded from committee, a second was not required. The motion was unanimously approved by the voting members present: Goff, McCoy, Love, Pinson, Dominick, Nicholson, Delleney, Lyon, Connor, and Smith.

Mr. Brandenburg reviewed the Covenants for Permanent Maintenance of Stormwater Facilities, as requested by the City of Charleston.

Colonel Lyon moved:

MOTION

"That the Board of Visitors approves the Covenants for Permanent Maintenance of Stormwater Facilities, as requested by the City of Charleston, and authorizes the Chair to execute appropriate documents adopting them."

The motion was seconded and approved unanimously by the voting members present: Goff, McCoy, Love, Pinson, Dominick, Nicholson, Delleney, Lyon, Connor, and Smith.

Dr. Dowd provided an update on fundraising goals for *Our Mighty Citadel 2026*, adding that TCF has surpassed dollars raised compared to where LEAD 2018 was at this point. TCF Board Member Mr. Luke Kissam, Class of 1986, will lead the campaign. A public campaign launch will be held in May 2024. Dr. Dowd continued by sharing two general topics that were discussed at the April 2023 TCF Board meeting: what does AI look like in the world of philanthropy and the possibility of using foundations to form collectives. He concluded his report with saying the student investment club, in which TCF put startup money in, has done well.

After a short break to get boxed lunches, the meeting resumed. Colonel Williams and Mr. Reichner departed the meeting at 12:05 p.m.

LtCol Culbreath shared that new members are joining TCBF at increasing levels. He discussed TCBF's financial support for the Vandiver Hall improvements, with Seignious Hall being done before that. Improvements have also been made to the Club Level in advance of the upcoming football season. Both the Club Level (with a wait list) and Kickoff Classic golf tournament are sold out again. The past two TCBF silent auctions have been the most successful. LtCol Culbreath indicated that TCBF fundraising is trending in the right direction.

Mr. McAleer stated that the CAA Board has been working hard to increase CAA's contribution to the school, with this year's contribution being eight hundred thousand dollars compared to two hundred fifty thousand dollars five years ago. The new roof for the Holliday Alumni Center and adjoining building has been a huge expense. CAA formed a ten member Alumni Network Committee, which Colonel Nicholson is a member of. Efforts of this committee include offering access to CareerShift (a job hunting and career management solutions company) for alumni first, to be followed by cadets, students, and veteran students. Access will initially be free to these populations for a couple of years then may shift to just CAA members. Additionally, the committee will provide mentoring opportunities for cadets in the gap between graduation and when their active duty assignments begin.

Colonel Pinson, Chair of the Education, Leadership and Development (ELD) Committee, called on Mr. Capaccio for the Athletic Director's update. Mr. Capaccio shared that The Citadel has received the conference sportsmanship award for two years in a row and that other athletic directors indicate our athletes treat opposing teams with respect. He concluded his report with athletic team highlights from the spring season and recognized coaches for doing a good job emphasizing academics.

The Commandant continued the ELD Committee report with a review of his SY 2022/2023 observations; discipline statistics; and 4C retention rates. Colonel Gordon commended the Class of 2023 for an admirable job leading the Corps. He discussed the use of the prep app and YouTube channel in helping incoming freshmen be prepared to meet challenges physically, emotionally and spiritually. The Counseling Center's move to the Infirmary under the Medical University of South Carolina (MUSC) will hopefully increase usage rates. For the upcoming school year, focus will be on: integrating active duty TACS; continuing to professionalize the culture of the Corps; wellness; building a Leadership Reaction Course on campus; and recruiting and retention.

Colonel Cansler joined the meeting at 1:04 p.m.

In the Provost's report, BG Selden highlighted that eighty-eight percent of the Class of 2023 was either employed, entering military service or continuing education at graduation, and emphasized the quality of placements this year. She commended the *Gold Star Journal* for another highly successful publication and the School of Education for obtaining scholarships for fifty cadets to attend CSI this summer. BG Selden briefly reviewed enrollment data numbers and efforts, indicating a recruitment push for veteran students, and building a prospect and applicant base across South Carolina and other states.

BG Selden stated that it has been an amazing academic year, with energy around curriculum, academic programs, and co-curricular activities, and energy toward recruitment and retention. Her team's focus over the next six weeks will be the SACSCOC report. She shared that it is a challenging time for faculty recruitment, as many faculty are leaving higher education for industry. The Citadel's ability to offer campus housing will assist in this area. She added that the school is working on financial aid packages for the entire student body.

In response to a question about the low number of education majors, BG Selden explained that The Citadel can only offer middle and high school education, whereas there is more of an interest in elementary education at this time. The school continues to work on getting educators through the South Carolina National Guard partnership. She concluded her response by saying it is an uphill battle to get students interested in teaching and that it would help if salaries can increase.

Chair Goff called for a ten meeting break. BG Selden and Dr. Dowd departed the meeting at 2:00 p.m.

When the meeting resumed, Colonel Nicholson, Chair of the Operations and Risk Management (ORM) Committee, called on Colonel Cansler for the financial reports. Before beginning, Colonel Cansler thanked the Board, saying it has been an honor and privilege to have served at The Citadel and that he takes pride in this institution. He added that the school is in good hands with Mrs. Saint assuming the Chief Financial Officer role.

Colonel Cansler began the Year to Date Budget to Actuals Report (through Period 9 ending 31 March 2023) by reviewing the FY23 summary and discussing the operating projections and

other restricted funds projections. Efficiencies and streamline processes have been taken into account and the school is at its lowest employee rate in over fifteen years. He then reviewed the Educational and General (E&G) financials, auxiliaries services, athletics, and the barracks fund summaries.

In the Unrestricted Budget to Actuals Trust Spending and Budget Approval brief, Colonel Cansler presented a FY20 – year-to-date FY23 comparative analysis of Trust unrestricted revenues, expenditures, surplus/deficit, net position, budgets and the FY24 Trust unrestricted budget proposal.

Colonel Dominick moved:

MOTION

“That the Board of Visitors approves the proposed fiscal year 2024 expenditures of Trust unrestricted gifts as presented with the budget on 9 June 2023.”

As the motion was forwarded from committee, a second was not required. The motion was unanimously approved by the voting members present: Goff, McCoy, Love, Pinson, Dominick, Nicholson, Delleney, Lyon, Connor, and Smith.

Colonel Cansler began the FY24 proposed tuition and fees update by indicating that if inflation continues to rise, not raising tuition is not sustainable. He reviewed the FY24 tuition and fees approved at the November 2022 BOV meeting (which was 4.25 percent for both in-state and out-of-state Corps of Cadets) and the new recommended increases. The new recommendation is to move back down to a zero percent increase for in-state Corps of Cadets and keep the out-of-state increase at 4.25 percent for out-of-state Corps of Cadets. In discussing the recommended increases in auxiliaries and room and board, he showed that that The Citadel would still be lower overall than the majority of our peer institutions. In reviewing the recommended increases in other fees, he indicated the need is due to the continued increasing cost of doing business as a result of the rising inflation. For CGC, there are no recommended changes to the tuition increase that was previously approved in November.

Colonel Dominick moved:

MOTION

“That the Board of Visitors approves amending the tuition and fees for the SC Corps of Cadets as recommended and presented on 9 June 2023.”

As the motion was forwarded from committee, a second was not required. The motion was unanimously approved by the voting members present: Goff, McCoy, Love, Pinson, Dominick, Nicholson, Delleney, Lyon, Connor, and Smith.

Colonel Dominick moved:

MOTION

"That the Board of Visitors approves amending the tuition and fees for the Citadel Graduate College as recommended and presented on 9 June 2023."

As the motion was forwarded from committee, a second was not required. The motion was unanimously approved by the voting members present: Goff, McCoy, Love, Pinson, Dominick, Nicholson, Delleney, Lyon, Connor, and Smith.

Colonel Cansler presented the FY24 budget brief by reviewing: tuition revenue assumptions; appropriations; challenges and commitments; and proposed college budget. He commended the Provost for her great enrollment management strategy. Updated state appropriation numbers are \$4.6 million in recurring funding and \$29 million in one-time funding for the new Engineering building. He compared revenue and expenses for FY20-FY24 and indicated that the proposed FY24 budget is conservative.

Colonel Dominick moved:

MOTION

"That the Board of Visitors approves the operating expense budget of \$131.26M for fiscal year 2024 which includes the E&G budget, Athletics operations budget, Auxiliary budget, and other funds comprising the comprehensive operating budget, as presented on 9 June 2023."

As the motion was forwarded from committee, a second was not required. The motion was unanimously approved by the voting members present: Goff, McCoy, Love, Pinson, Dominick, Nicholson, Delleney, Lyon, Connor, and Smith.

Colonel Cansler provided a brief internal audit update. Bids for an outside company to conduct internal audits came back higher than expected but not cost prohibitive. However, it may not be cost saving in the long term to use an outside company. The administration will consider the option of using an outside company for the short term, for example, one to two years.

Colonel Love thanked Colonel Cansler for his expertise and service.

Colonel Nicholson departed the meeting at 2:45 p.m. The following staff members remained while all other staff departed: General Walters, Mr. Brandenburg, Mrs. Hedstrom, and Ms. Suglia.

Chair Goff discussed two naming opportunities, the first being the Grinalds' entrance in the new School of Humanities and Social Sciences building. All Board members are in agreement that the main entrance on Lee Avenue is a more impressive entrance to honor Major General Grinalds. Since the motion approving this naming opportunity at the 26 April 2023 BOV meeting did not specify which entrance, the Board does not have to vote again. The second naming opportunity reaffirms the new building as Capers Hall. Mr. Brandenburg indicated the South Carolina Heritage Act will apply if this motion is approved. Chair Goff added that the School of Humanities and Social Sciences can still be named.

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Colonel Goff moved:

MOTION

"That the Board of Visitors approves the rededication of the School of Humanities and Social Sciences building as "Capers Hall"."

The motion was seconded and approved unanimously by the voting members present: Goff, McCoy, Love, Pinson, Dominick, Nicholson, Delleney, Lyon, Connor, and Smith.

Colonel Dominick moved:

MOTION

"That the Board of Visitors approves the following meeting/teleconference minutes as submitted:
• *26 April 2023 meeting"*

The motion was seconded and approved unanimously by the voting members present: Goff, McCoy, Love, Pinson, Dominick, Nicholson, Delleney, Lyon, Connor, and Smith.

Colonel Connor departed the meeting at 2:53 p.m.

General Walters shared that he hosted a Zoom meeting this week for the Class of 2027 and their families. Approximately twelve hundred people participated.

Colonel Lyon commended the President for how he handled the school during the COVID-19 pandemic. General Walters indicated it was the efforts of his staff and also the military background in crisis planning.

Chair Goff thanked Board members and the administration for their support during his leadership as Chair.

There being no further business, the meeting adjourned at 3:21 p.m.

Respectfully submitted,

Lori B. Hedstrom
Executive Assistant to the Board and Senior Vice President