

THE CITADEL BOARD OF VISITORS
ANNUAL MEETING MINUTES
11 JUNE 2021

The Citadel Board of Visitors (BOV) held an annual meeting on 11 June 2021 in the Scarborough Multimedia Room, Holliday Alumni Center, to: conduct an executive session for an update on legal matters; receive a campus update from the President; receive reports from Board committees; consider reappointment of a Citadel Trust Director (action item); approve minutes and motions presented (action items); and discuss other BOV matters.

The following Board members were present: Colonel Myron C. Harrington, Jr., Chair; Colonel Peter M. McCoy, Sr., Vice Chair; Colonel Allison Dean Love; Colonel Dylan W. Goff; 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.; Major General R. Van McCarty, SC State Adjutant General; members emeritus Colonel William E. Jenkinson, III and Colonel Douglas A. Snyder; and Dr. Christopher C. Swain, Chairman, The Citadel Foundation (TCF).

Also in attendance were: General Glenn M. Walters, President; Brigadier General Sally C. Selden, Provost and Dean of the College; Colonel Thomas G. Philipkosky, Senior Vice President for Operations and Administration; Captain Eugene "Geno" F. Paluso, Commandant of Cadets; Colonel Charles L. Cansler, Vice President for Finance and Business; Captain Jeffrey D. Lamberson, Vice President for Facilities and Engineering; Mr. Michael J. Capaccio, Director of Intercollegiate Athletics; Dr. John P. "Jay" Dowd, III, Vice President for Institutional Advancement; Mr. Mark C. Brandenburg, General Counsel; Colonel Cardon B. Crawford, Director of Government and Community Affairs; Commander William A. Lind, Director of Executive Operations; Dr. Kelly A. Brennan, Associate Provost for Enrollment Management; Major Monika Bubacz, Associate Professor and Chair, Faculty Senate; Lieutenant Colonel Henry M. Fuller, Jr., Director of Financial Aid; Ms. Lori B. Hedstrom, Special Assistant to the President for Board Matters; and Mrs. Patricia M. Kinard, Recording Secretary to the Board of Visitors. Colonel William M. Connor, BOV member-elect, and Lieutenant Colonel John W. Powell, Jr., former Director of Admissions, were also present.

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 Harrington called the meeting to order at 8:30 a.m.

Colonel Dominick led the group in reciting "The Pledge of Allegiance." Chaplain S. Aaron Meadows, Chaplain to the Corps of Cadets and Director of Religious Activities, joined the meeting to give the invocation and departed afterwards.

Chair Harrington made a few announcements, welcomed those in attendance, and reviewed the agenda.

The Citadel Board of Visitors annual meeting minutes
11 June 2021
Page two

BG Selden introduced Dr. Evan T. Ortlieb, Dean of the Zucker Family School of Education, who gave a brief outline of his goals for the new academic year.

BG Selden introduced Dr. Brian M. Jones, Dean of the School of Humanities and Social Sciences, who also gave a brief presentation.

Colonel Dominick moved to go into executive session for 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: Harrington, McCoy, Love, Goff, Pinson, Dominick, Nicholson, Delleney, Lyon and McCarty.

The members of the BOV, President, Vice Presidents, General Counsel, Director of Executive Operations, Director of Government and Community Affairs, BOV member-elect, and the Recording Secretary were present for the executive session for legal matters. All other personnel left the meeting.

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

General Walters provided a campus update:

- The senior staff will hold offsite meetings on 20 and 21 June.
- Capers Hall is being demolished; some items have been salvaged for potential sale. He is hoping the pilings will not have to go deeper than forty feet.
- Recruitment for the Class of 2025 is currently going well, with deposits at 803 as of today.
- There will be one more interview for the position of Vice President for Communications and Marketing. Of the three finalists, two are Citadel alumni.
- The new Commandant of Cadets will be on campus by mid-June. Our objective will be to “go back to normal” in the fall.
- A number of colleges are attempting to mandate the COVID-19 vaccine. The state is now at 49% of the population with one shot and 39% fully vaccinated. Charleston County numbers are even higher. The college will make an extra effort to track who is vaccinated.

Colonel McCoy, Chair of the Operations and Risk Management (ORM) Committee, called on Colonel Cansler to begin the presentation of the FY21 budget to actuals data, through Period 10 ending 30 April 2021. He stated E&G funds are now projected to have a slight surplus by fiscal year end due to CARES funding and non-execution of operation and labor. He noted continuation of the efficiency study is critical and reviewed financial data comprising the FY21 summary. The college is investing in technology to become more efficient and is doing all the fundamentally sound things.

The Citadel Board of Visitors annual meeting minutes
11 June 2021
Page three

Colonel Cansler noted the memorandum of understanding (MOU) with TCF is being finalized and should be ready for review by the BOV at the end of June.

Colonel Cansler reviewed the status of unrestricted Trust funds, and provided an update on unrestricted FY21 spending, along with a recommendation for FY22 spending. There was a discussion of The Citadel Alumni Association (CAA) providing scholarship aid.

After a brief break, the committee report continued with a presentation of the proposed FY22 budget for The Citadel, including: FY22 tuition revenue assumptions; FY22 appropriations; FY22 challenges and commitments; FY22 cost savings; E&G budget; auxiliaries budget; and athletics budget.

Colonel Cansler presented the FY22 proposed tuition and fees updates. He discussed the FY22 assumptions; reviewed the tuition and fees approved at the October 2020 BOV meeting; reviewed new recommended increases; and the associated motions. The new recommended increase in tuition and fees for the Corps of Cadets, both in-state and out-of-state students, is zero percent; the new recommended FY22 tuition increase for CGC students is also zero percent.

The Board discussed various possibilities for reducing fees and the importance of a zero-based budget and a five-year look ahead.

Colonel Cansler discussed The Citadel Scholarship Book purpose, calculating spend recommendations, and total Trust scholarship recommendations for FY21. He noted the Trust Directors will review this information at their August meeting.

The next update pertained to the results of the first portions (tranche 1 and 2) of the staffing efficiency study. This program allows the college to realign resources, targeting surplus positions and permanently downsizing based on the ability to demonstrate recurring cost savings. Three more tranches will take place from July 2021 through June 2024.

In response to questions from Board members during committee meetings, Colonel Cansler reviewed financial data of sales and commissions from Starbucks and Chick-Fil-A on campus. He also provided details of FY20 and FY21 revenue generated by The Citadel Graduate College, noting that the total for all categories had increased to \$14.9 million in FY21.

Colonel Pinson, Vice Chair of the Education and Leadership Development (ELD) Committee, began the report by calling on Dr. Brennan for an enrollment update. Noting that the staff in Admissions is doing a wonderful job, she detailed information on The Citadel Success Institute (CSI), fall deposits, study abroad students, and MBA students in CGC.

Mr. Capaccio reported he feels good about the direction athletics is heading in, and discussed ticket sales, budget cuts, scholarships available for student athletes, and efforts to professionalize the department. He cited statistics for various teams and noted our athletes are doing well academically, graduating in four years, and do not have discipline problems. He

closed by complimenting the coaching staff for holding athletes accountable and being sure they do well.

The Commandant gave an overview of his observations during the last seven years. He highlighted the challenges of the pandemic during 2020-2021 and noted the successes attained were because of the Class of 2021 leadership. Citadel student athletes rose to the challenge and having all the athletes in one barracks was helpful to the coaches. He touched on various accomplishments, such as the drop in the retention rate, and closed by noting the college is constantly changing. He thanked everyone for their support during his tenure as Commandant.

There was a break at 12:35 p.m. to pick up box lunches and continue the meeting.

Colonel McCoy moved to go into executive session for personnel matters.

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

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

The Daniel Fund Scholarship report was reviewed by Colonel Jenkinson, Chair of the Daniel Fund Trustees: a total of \$36,000 in scholarship funds was approved for incoming cadets, and \$72,500 for returning students, for a total of \$108,500. There are funds for ten scholarships still available for nomination by Board members.

The FY21 Audit Plan was the first item of the Executive Committee report. Colonel Philipkosky cited the status of all the internal audits in the plan and outlined the FY22 proposed internal audit plan.

The proposed calendar of Board meeting dates for 2021-2022 was discussed, with the possibility of deleting an April meeting in 2022. Colonel Goff proposed the Board consider meeting in Columbia in April on the same day as the CAA Legislative BBQ event.

Colonel Goff, Chair of the Strategy, Vision and Governance (SVG) Committee, called on Captain Lamberson to begin the report by discussing the replacement barracks project and location. He referred to the feasibility report and noted other near-term plan Citadel projects and costs associated with possible locations. Financing data and the project timeline details were also presented.

Colonel Goff outlined his suggestion of how the changes to the *College Regulations* would be presented at the end of the meeting.

The Citadel Board of Visitors annual meeting minutes
11 June 2021
Page five

Colonel Love, Chair of the Communications and Community Relations (CCR) Committee called on Colonel Crawford.

Colonel Crawford began the committee report by citing some of the college's successful achievements and the profitable return on investment of a Citadel education. He summarized public relations and social media activities and reviewed legislative efforts. Colonel Love emphasized The Citadel's net present value is higher than any other four-year institution in South Carolina at 10, 20, 30 and 40 years after graduation. She stated the Vice President for Communications and Marketing search is going well.

After a brief break, the motions were considered.

Colonel McCoy moved:

MOTION

"That the Board of Visitors approves the proposed fiscal year expenditures of Trust unrestricted gifts as presented with the budget on 11 June 2021."

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

Colonel McCoy moved:

MOTION

"That the Board of Visitors approves the operating expense budget of \$125.8M for fiscal year 2022 which includes the E&G budget, Athletics operations budget, Auxiliary budget, and other funds comprising the comprehensive operating budget, as presented on 11 June 2021."

As the motion was forwarded from committee, a second was not required. Those members voting aye: Harrington, McCoy, Love, Goff, Pinson, Dominick, Nicholson, Delleney, and McCarty. Those members voting nay: Lyon. The motion passed.

Colonel McCoy moved:

MOTION

"That the Board of Visitors approves amending the tuition and fees for the SC Corps of Cadets as recommended and presented on 11 June 2021." and

"That the Board of Visitors approves amending the tuition and fees for The Citadel Graduate College as recommended and presented on 11 June 2021."

As the motion was forwarded from committee, a second was not required. Those members voting aye: Harrington, McCoy, Love, Goff, Pinson, Dominick, Nicholson, Delleney, and McCarty. Those members voting nay: Lyon. The motion passed.

The Citadel Board of Visitors annual meeting minutes
11 June 2021
Page six

Colonel McCoy moved:

MOTION

"That the Board of Visitors approves the recommended Trust scholarships budget for FY22 as presented on 11 June 2021."

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

Colonel McCoy moved:

MOTION

"That the Board of Visitors approves the FY 2022 Internal Audit Plan as briefed on 11 June 2021."

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

Colonel McCoy moved:

MOTION

"That the Board of Visitors approves the Option B of the proposed FY22 BOV meeting dates as presented on 11 June 2021."

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

Colonel McCoy moved:

MOTION

"That the Board of Visitors approves Site A as the new barracks location and directs the administration to proceed with Phase I of the barracks replacement project as briefed on 11 June 2021."

As the motion was forwarded from committee, a second was not required. After discussion, those members voting aye: Harrington, McCoy, Love, Goff, Pinson, Dominick, Nicholson, Delleney, and McCarty. Those members voting nay: Lyon. The motion passed.

Colonel Goff moved:

MOTION

"That the Board of Visitors approves Changes 2, 3, 6, 7, 8, 9, 10, 11, 12, 13, 14, 17, 19, 20, 21, 22, 23, 26, 27, 29, 30, 31 and 32 to the College Regulations as presented on 11 June 2021."

The Citadel Board of Visitors annual meeting minutes
11 June 2021
Page seven

As the motion was forwarded from committee, a second was not required. After discussion, Colonel Dominick moved:

MOTION TO AMEND

“That the Board of Visitors approves Changes 2, 3, 6, 7, 8, 9, 10, 11, 12, 13, 17, 19, 20, 21, 22, 23, 26, 27, 29, 30, 31 and 32 to the College Regulations as presented on 11 June 2021.”

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

The amended motion was approved unanimously by the voting members present: Harrington, McCoy, Love, Goff, Pinson, Dominick, Nicholson, Delleney, Lyon and McCarty.

Colonel Dominick moved:

MOTION

“That the Board of Visitors approves Change 14 to the College Regulations as presented on 11 June 2021.”

As the motion was forwarded from committee, a second was not required. Those members voting aye: none. Those members voting nay: Harrington, McCoy, Love, Goff, Pinson, Dominick, Nicholson, Delleney, Lyon and McCarty. The motion did not pass.

Colonel McCoy moved:

MOTION

“That the Board of Visitors approves the appointment of Paul Gillis to The Citadel Trust Board of Directors for an additional six-year term, expiring 30 June 2027.”

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

Colonel McCoy moved:

MOTION

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

- 23 and 24 April 2021 meeting*
- 21 and 22 May 2021 retreat”*

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

All the members of the faculty and staff left the Board meeting except for General Walters, Lieutenant Colonel Powell, Mrs. Hedstrom, and Mrs. Kinard. Colonel Connor also remained in the meeting.

General Walters commented on subjects that could impact the college.

The Citadel Board of Visitors annual meeting minutes
11 June 2021
Page eight

He noted the proposed legislation allowing student-athletes the opportunity to monetize the use of their name, image and likeness may have a significant impact on college athletics, as currently there is no legal standard across the country. The South Carolina law will go into effect on 1 July 2022. The use of The Citadel's branding or facilities will not be permitted.

The equity audit and investigation report of the Virginia Military Institute prepared for the State Council of Higher Education for Virginia was published last week and is available online.

Noting the Board had voted to approve changes to our *College Regulations* to align with the most recent Title IX requirements, he said he anticipates more changes forthcoming.

The college is looking at our information technology and cyber systems as a precautionary measure due to recent episodes of unauthorized access to data systems within large organizations and companies that have made national news.

General Walters reported on the work being accomplished by the President's Task Force on Race, Diversity and Inclusion. A task force was originally established in 2016 and the current group is reviewing the report created at that time to evaluate what was done and what is working. The current group is also performing complete, unbiased research on everything that is named on campus and is going back 60 to 70 years to look at alumni who might rate veneration and then document the findings; the time frame may even be extended to 100 years. The results will be a living database when someone is considered for recognition. The website for the Task Force was set up yesterday. Anyone can be nominated for recognition, and all nominations received will be prioritized.

There being no further business, the meeting adjourned at 4:38 p.m.

Respectfully submitted,

Patricia M. Kinard
Recording Secretary to the Board of Visitors