

THE CITADEL BOARD OF VISITORS
MEETING MINUTES
29-30 OCTOBER 2021

The Citadel Board of Visitors (BOV) held a meeting on 29-30 October 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; approve minutes and motions presented (action items); conduct an executive session for personnel matters to discuss Honorary Degree and Palmetto Medal (non-cadet) nominations; consider motions as a result of that executive session (action items); and discuss other BOV matters.

The following Board members were present on 29 October: 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; MG R. Van McCarty, SC State Adjutant General; Mrs. Deborah W. Hargrove, representative for the Honorable Molly M. Spearman, SC State Superintendent of Education; member emeritus Colonel William E. Jenkinson III; member emeritus Colonel Douglas A. Snyder; Dr. Christopher C. Swain, Chairman, The Citadel Foundation (TCF); and Lieutenant Colonel William R. Culbreath, Jr., President, The Citadel Brigadier Foundation (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; Colonel Charles Cansler, Vice President for Finance and Business; Captain Jeffrey D. Lamberson, Vice President for Facilities and Engineering; Colonel William R. Leggett, Vice President for Communications and Marketing; Mr. Michael J. Capaccio, Director of Intercollegiate Athletics; Dr. John P. "Jay" Dowd, III, Vice President for Institutional Advancement; Commander William A. Lind, Chief of Staff; Mr. Mark C. Brandenburg, General Counsel; Colonel Thomas G. Philipkosky, Senior Advisor to the President; Mr. M. Dawes Cooke, Jr., Attorney for the BOV (Zoom); Ms. Shannon N. Mease, Chief Operating Officer/Chief Financial Officer, TCF; Mrs. Lori B. Hedstrom, Executive Assistant to the Board and Senior Vice President; and Lieutenant Colonel John W. Powell, Jr., Secretary to the Board of Visitors.

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. Notice was posted in Bond Hall and on the college website 24 hours in advance. The media was notified by electronic means at the same time.

Chair Goff called the meeting to order at 10:15 a.m.

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Chaplain S. Meadows, Chaplain to the Corps of Cadets and Director of Religious Activities, joined the session to give the invocation and Colonel Connor led the group in "The Pledge of Allegiance." Chaplain Meadows departed after the pledge.

Chair Goff thanked BG Selden for the opportunity for the Board members to attend academic classes prior to the meeting. He made a few announcements, welcomed those in attendance, introduced guests, and reviewed the agenda. Among these, he noted that all motions would be voted on during Saturday's session except for the motion on the Memorandum of Understanding (MOU) between the Citadel and TCF, which will be voted on during Friday's session.

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 by Colonel McCoy and approved unanimously by the voting members present: Goff, McCoy, Love, Pinson, Dominick, Nicholson, Delleney, Lyon, Connor, and McCarty.

The members of the BOV, President, Provost, Vice Presidents, Chief of Staff, General Counsel, Attorney for the Board of Visitors, and Secretary to the Board of Visitors were present for the executive session for legal matters. All other personnel left the meeting.

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

Mr. Cooke left the meeting. Dr. Monika Bubacz, Professor of Mechanical Engineering and Chair of the Faculty Senate, Mr. John Carlisle, Executive Director of The Citadel Football Association, Ms. Mease and Mrs. Hedstrom joined the meeting following the executive session.

Colonel Delleney presented the Strategy, Vision, and Governance Committee report and then asked Colonel Philipkosky to present the first two action items from the committee. Colonel Philipkosky presented the request from the Class of 1969 to have two plaques placed in the Class of 1969 Auditorium in the new Capers Hall to commemorate the service of Alan J. Kroboth as well as those classmates who were killed in action or remain missing in action in the Vietnam War. He next presented recommended changes to The Citadel's Memorandum Number 1-001, Gift Naming Opportunities and Other Recognitions Policy.

Colonel Cansler and Ms. Mease then presented the proposed MOU between The Citadel and TCF as approved by the committee and the recommended changes that followed. Colonel Cansler stated the reason for the new MOU is: to ensure the long-term financial well-being of The Citadel by keeping TCF financially healthy; to ensure continued growth of endowed and

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non-endowed resources in the future; to redistribute the fundraising costs across all funds instead of depleting the Academic Enhancement Fund's resources; and to define the roles and responsibilities of each in writing to clearly establish a parent/child type of relationship while maintaining TCF's independence.

Colonel Dominick moved:

MOTION

"That the Board of Visitors approves the new MOU with TCF, as recommended and presented to the BOV on 29 October 2021."

As the motion was forwarded from committee, a second was not required. Discussion followed and recommended changes to the proposed MOU were addressed.

Colonel Lyon moved:

MOTION

"To strike The Citadel Brigadier Foundation and The Citadel Alumni Association from Section 2.8.2 so that this section reads: "The receipting, acknowledging, and stewardship for all gift funds to The Citadel, The Citadel Trust and any affiliated or auxiliary entities who shall elect such services.""

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

Colonel Connor moved:

MOTION

"To amend the second sentence of Section 5.8 to read: "Prior to such appointment, and consistent with section 1, Paragraph 2 of the College Regulations.""

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

Colonel Lyon moved:

MOTION

"To amend the last sentence of Section 4.4 to read: "Adjustment to the stipend shall be made only upon recommendation by the Board of Visitors for any stipend paid to the President of The Citadel, or upon recommendation of the President, upon notification to the Board of Visitors, for stipends paid to all other officials.""

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

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Colonel Goff moved:

MOTION

"To amend the last sentence of paragraph 5 of Attachment A of the proposed MOU to read: "The Parties agree that, upon the distribution of the assets of the Turner Charitable Remainder Trust, The Citadel will retain the first seven and a half million (7,500,000) dollars or 25% of the total distribution, whichever is greater, and The Citadel Foundation shall retain the remainder."

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

Colonel Lyon moved:

MOTION

"To strike that portion of the first sentence of Section 5.7 that reads "...or required to attend, and the Director shall be expected to attend when invited, schedule permitting."

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

Colonel Goff moved:

MOTION

"To adopt all other changes to Attachment A as presented to the Board of Visitors on 29 October 2021."

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

Colonel Dominick restated the original motion:

MOTION

"That the Board of Visitors approves the new MOU with TCF, as recommended and presented to the BOV on 29 October 2021."

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

Chair Goff recessed the meeting for lunch.

Chair Goff reconvened the meeting at 1:10 p.m. Following comments on lunch in Coward Hall with cadets, he introduced Dr. Amanda Mushal, Associate Professor of History and Vice Chair

of the Faculty Senate who joined the meeting.

Colonel Nicholson presented the Operations and Risk Management Committee report and stated the committee was satisfied with the risk issues of the college.

Captain Lamberson provided a comprehensive review of the many projects on campus. He discussed the major projects recently completed and the status and associated challenges of those currently in progress and those that will follow. Among these: Bastin Hall, Capers Hall, the coming renovation of Byrd Hall, the new Stevens Barracks, and eventually, the new School of Engineering Building. He closed by stating there are currently 65 total projects with a value of \$220 million being managed by a 5-person staff.

Colonel Cansler presented the financial report stating that due to the influx of funding from the Cares Act, the income from the U.S. Marine Corps barracks rental, and tightening of all campus expenses, The Citadel ended the year with a projected surplus of \$4.9 million. He followed this with a report on the current year budget to actuals and the challenges being faced. The proposed tuition and fees for next year were then presented (action item). He emphasized that these were only initial figures that can be reduced dependent on state allocations. Motion to be considered in Saturday's session. A short discussion followed on the impact of enrollment on the budget and the challenges faced in recruiting and retaining today's students.

Colonel Love presented the Communications and Community Relations Committee report giving the floor to Colonel Leggett. He provided a quick review of the "good news" indicators highlighting the 11th consecutive ranking as the number one public school in the south by and our highest return on investment (ROI) of all colleges in South Carolina. He then discussed the numerous efforts taken and underway in assisting the recruiting efforts to increase enrollment and retention. Discussion followed on efforts to impact enrollment and stories that gain notice. Colonel Love noted the strong national interest in the story of the female commanders of the Corps of Cadets at both The Citadel and Virginia Military Institute.

Colonel Crawford provided the legislative affairs update starting at the state level with a review of the funding sought in both recurring, one-time budget requests and the need of targeting our requests to those areas of interest to state legislators that would have a chance of gaining support. He then reported the great success our cyber program has had in attracting federal funding over the past three years. Additional efforts in furthering cooperative programs in cyber operations and other programs with both federal agencies and the South Carolina National Guard are underway. He discussed the goal of working with our state representatives and senators in presenting The Citadel as an option to their service academy nominee candidates that do not receive a nomination. He provided an update and review of legislator visits and contacts. Colonel Crawford closed by thanking Colonel Philipkosky for all his assistance in the transition of job responsibilities. Chair Goff thanked Colonel Philipkosky for all he has done for The Citadel.

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Chair Goff called for a short break. Upon reconvening, the Chair introduced Mr. Jeff Hartsell, sports reporter for the *Post and Courier Newspaper* who joined the meeting following the break.

Colonel Pinson presented the report from the Education and Leadership Development Committee with Brigadier General Selden giving the floor to the Athletic Director. Mr. Capaccio reviewed the progress on developing revenue opportunities and the steady increases already realized. He stated that although they have had good results, they were not yet where they want to be. He reviewed his future plans for increasing revenue through rentals and events at Johnson Hagood Stadium and the growth in ticket sales over last year. He then reviewed the status for various athletic teams' records and the teams about to begin their seasons.

Chair Goff opened the general discussion asking all Board members to give their class observation forms to the Provost. Topics discussed included: honoring graduates; possible honorary bachelorette degrees; additional efforts in recruiting; impact of the pandemic; and challenges faced by current high school students that may have impacted their resiliency.

The meeting was recessed at 3:30 p.m. until the following morning.

The following Board members were present on Saturday, 30 October 2021, in the Board of Visitors Room, Jenkins Hall: 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; Mrs. Deborah W. Hargrove, representative for the Honorable Molly M. Spearman, SC State Superintendent of Education; member emeritus Colonel William E. Jenkinson III; member emeritus Colonel Douglas A. Snyder; and Lieutenant Colonel William R. Culbreath, Jr., President, The Citadel Brigadier Foundation (TCBF).

Also in attendance were: General Glenn M. Walters, President; Mrs. Lori B. Hedstrom, Executive Assistant to the Board and Senior Vice President; and Lieutenant Colonel John W. Powell, Jr., Secretary to the Board of Visitors.

Chair Goff reconvened the meeting at 9:00 a.m. welcoming all back. Following a short discussion of the previous night's Hall of Fame Banquet, Chair Goff made a few announcements noting upcoming birthdays; announced the next meeting would be 28-29 January 2022; the Foster/Shine portrait installation; the wreath laying ceremony 14 November in Magnolia Cemetery to dedicate the VA headstone for Cadet James William Bailey Patterson, the only enrolled cadet to die from combat action in the Civil War; and reviewed the day's

General Walters opened his report with a talk on the status of the Class of 2025 noting the class entered smaller than desired with attrition higher than average. A discussion followed on the issues and challenges faced by students today as a result of the

pandemic that have impacted decisions on college attendance, maturity, and resilience. He reported on the efforts to further engage alumni events in assisting in recruiting. As an example, he talked of his upcoming trip to the alumni club meeting in Houston, TX, where prospective students and their parents are invited to attend. He emphasized the intent of engaging the students' parents in the process highlighting the many successes of The Citadel and our graduates.

The General discussed a proposed partnership with the SC National Guard in which they will assign officers to The Citadel to serve as TAC officers while earning their master's degrees and in establishing a cyber training program with the U.S. Army.

He spoke on a number of additional campus topics: donations for the east side stands of Johnson Hagood Stadium; the popularity of the Swain Boating Center for rental groups; yacht basin dredging; return of the sailing club and the possibility of it being elevated to a full sport; issues and challenges around NCAA regulations and funding for sports teams; and items within the Southern Conference. Other topics discussed: locations of a possible leadership hall and parking garage; a pending relationship with the Medical University of South Carolina (MUSC); the possibility of gifted property; and chapel issues. There was a discussion on the efforts underway to retain possession of the Big Red flag currently on loan from the state of Iowa. The General reminded the Board of Colonel Philipkosky's retirement in December and announced that he will then assume the position of interim director of The Citadel Real Estate Foundation (TCREF).

Colonel Dominick moved:

MOTION

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

- 11 June 2021 annual meeting
- 12 and 13 August 2021 offsite meeting
- 1 September 2021 teleconference
- 7 October 2021 teleconference"

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

Colonel Dominick moved:

MOTION

"That the Board of Visitors approves The Citadel's Class of 1969's request for two plaques to be placed in the Class of 1969 Auditorium in the new Capers Hall. These plaques commemorate the service of Alan J. Kroboth as well as those classmates who were killed in action or who remain missing in action in the Vietnam War."

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

Colonel Dominick moved:

MOTION

“That the Board of Visitors approves recommended changes to Memorandum Number 1-001, Gift Naming Opportunities and Other Recognitions Policy as presented to the BOV on 29 October 2021.”

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

Colonel Dominick moved:

MOTION

“That the Board of Visitors approves the proposed FY23 Tuition and Fees as presented to the BOV on 29 October 2021.”

As the motion was forwarded from committee, a second was not required. Discussion followed with Colonel Lyon expressing concerns on approving a budget without knowing more specifics within the budget. Chair Goff reminded him this motion was not on the budget but on one area of the revenue stream. It was reiterated that this action was to allow the Office of Financial Aid to begin financial aid planning for the next entering class and that the expectations are that tuition increases would be reduced once the state appropriations were known. Colonel Lyon expressed the desire for more specificity in future budget considerations. As the discussion continued, Colonel Dominick called the question. Those Board members voting in favor: Goff, McCoy, Love, Pinson, Dominick, Nicholson, Delleney, and Connor. Member voting opposed: Lyon. The motion passed.

Chair Goff moved to approve the purchase of six additional Palmetto Medals. Colonel Delleney seconded the motion and it was approved unanimously by the voting members present: Goff, McCoy, Love, Pinson, Dominick, Nicholson, Delleney, Lyon, and Connor.

Colonel McCoy moved to go into executive session to consider personnel matters: Honorary Degree and non-cadet Palmetto Medal nominations. Colonel Love seconded the motion and it was approved unanimously by the voting members present: Goff, McCoy, Love, Pinson, Dominick, Nicholson, Delleney, Lyon, and Connor.

The members of the BOV, President, Executive Assistant to the Board and Senior Vice President, and Secretary to the Board of Visitors were present for the executive session to consider personnel matters.

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

Colonel Dominick moved:

MOTION

“That the Board of Visitors authorizes the awarding of Honorary Degrees to candidates A, B, C, and D, and the non-cadet Palmetto Medal to candidates A and B, as discussed in executive session at the 30 October 2021 meeting.”

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

Chair Goff opened the general discussion stating he liked the way this week’s meeting stayed on task. He spoke on the need for the BOV to have more visibility with the Corps of Cadets and will keep the Friday lunch with the cadets on the schedule for future meetings and may include additional visits to classes. Colonel Dominick applauded the work on the MOU with the TCF and thanked General Walters for his flexibility in answering questions from the Board. He also commended Dr. Dowd, Ms. Mease, and Colonel Cansler for all their work.

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

Chair Goff adjourned the meeting at 12:00 p.m.

Respectfully submitted,

John W. Powell, Jr.
Lieutenant Colonel, USMCR (Ret)
Secretary to the Board of Visitors