

VIRGINIA MILITARY INSTITUTE
Lexington, Virginia
Minutes
BOARD OF VISITORS MEETING
18 May 2023

A meeting of the VMI Board of Visitors was held virtually via Microsoft Teams on 18 May 2023 pursuant to notice posted on vmi.edu and the Commonwealth Calendar.

Present: Mr. Thomas R. Watjen '76, President
Mr. John Adams '96
Lara Chambers '03
Lt. Gen. (ret.) Charles Dominy
Ernest Edgar '87
Hugh Fain '80
Conrad Garcia
Thomas Gottwald '83
Michael Hamlar
Lester Johnson '95
Gussie Lord '01
Scot Marsh '81
David Miller '70
Meaghan Mobbs
Gene Scott '80
Damon Williams '90

1. Mr. Watjen called the meeting to order at 9:35 a.m. Also present on the meeting were Maj. Gen. Cedric Wins '85, VMI superintendent, Pat O'Leary '90, Office of the Attorney General, Kelly Nye, Communications & Marketing, and Lt. Col. Kevin Ryan, secretary to the Board of Visitors.
2. Mr. Watjen welcomed everyone and stated the purpose of the meeting: to evaluate the performance of the VMI superintendent for the 2022-2023 academic year. Mr. Watjen offered Maj. Gen. Wins an opportunity to say a few words before moving the board into closed session.
3. Maj. Gen. Wins told the board about the end-of-year events that just concluded. He said the Institute had a very good year punctuated by a commencement ceremony featuring remarks from valedictorian Sam Wolfe '23, first class president Cam Cavanaugh '23, and Gov. Glenn Youngkin. The superintendent alluded to a busy summer with work being done on a new strategic plan, review of policies, and work in the area of recruitment and retention.
4. Entered Closed Session: **Mr. Edgar made a motion, that was seconded by Mr. Gottwald to enter closed session.** The motion passed unanimously, and the board entered closed session at 9:37 a.m. to discuss:

- a. Matters related to the employment, assignment, appointment, or performance of specific public officers, appointees, or employees, and evaluation of performance of departments or schools of public institutions of higher education pursuant to Va. Code Section 2.2-3711 (A) (1), relating to the Superintendent's performance review.
5. Return to Open Session: The board returned to open session at 11:48 a.m. **Mr. Edgar made a motion seconded by Mr. Miller to certify the closed session.** The motion passed unanimously. Each board member was then asked, via roll call, to certify that only matters lawfully exempted from public disclosure and only those matters identified in the closed session motion were discussed in closed session. Each board member voted yes thereby certifying the closed session.

6. Mr. Watjen said the board during closed session had an extensive and candid discussion of the superintendent's performance. The discussion included areas that are working well but also areas where work is still needed. He stated the superintendent has the board's full support.

Also during closed session, the board discussed the superintendent's compensation for the 2023-24 academic year and a performance bonus, if any, for the 2022-23 academic year. According to Mr. Watjen, Maj. Gen. Wins made it known before the board's meeting that he would like to forego any salary increase that may be considered for the 2023-24 academic year. In other words, Maj. Gen. Wins requested his salary remain unchanged.

7. **A motion was made by Mr. Edgar and seconded by Ms. Lord for the superintendent's salary to remain unchanged for the 2023-2024 academic year.** The motion passed unanimously via roll call vote.
8. **A motion was made by Mr. Edgar and seconded by Mr. Hamlar to amend the superintendent's employment agreement to award a performance bonus for 2022-2023 in the amount (\$50,000) discussed during closed session.** The motion passed via roll call vote as follows:
 - a. Those in favor: Dominy, Edgar, Fain, Garcia, Hamlar, Johnson, Lord, Marsh, Miller, Scott, Watjen, Williams
 - b. Those opposed: Adams, Chambers, Gottwald, Mobbs
9. **A motion was made to adjourn by Mr. Edgar and seconded by Mr. Garcia.** The motion passed unanimously, and the board was adjourned at 11:54 a.m.

Col. Bill Wyatt
Director of Communications & Marketing