



Richard Bland College
OFFICE OF THE PRESIDENT

AGENDA

Richard Bland College Board of Visitors Organization and Orientation

Wednesday, August 27, 2025 | Academic Innovation Center (AIC) Boardroom | 10:00 AM - 3:30 PM

Dress Code is Business Casual

9:30 - 10:00 AM Coffee & Refreshments

Guests arrive, enjoy light refreshments, and settle in before the program begins

10:00 - 10:15 Welcome and Introductions

- Welcome - Debbie Sydow, Richard Bland College President
 - Introductions and Ice Breaker - John Rathbone, Chair, RBC Committee of W&M BoV (2022-25)
 - Overview of the Day's Objectives - President Sydow
-

10:15 - 11:00 Richard Bland College: Six-Year Plan and Key Performance Indicators

Facilitators: Dr. Eileen Strempe, Strategic Planning and Governance Consultant; Dr. Tiffany Birdsong, Chief of Staff, and Ashley Fuller, Data and Compliance Officer

Presentation: *Richard Bland College 2025: Strategic Objectives and Outcome Measurements*

*****FORMAL BOARD PHOTOS TAKEN, BOTH INDIVIDUAL AND GROUP*****

11:00 - 11:15 Break

11:15 - 1:00 PM Board of Visitors: Role, Responsibilities and Duties (working lunch)

Part I. Standards of Excellence for Board Governance [11:15 - NOON]

Facilitator: Dr. Sandra Jordan, Chief of Staff, Southern Association of Colleges and Schools Commission on Colleges

Presentation: *Effective Higher Education Governance: How to Optimize and Measure Board Performance*

Part II. Richard Bland College Board of Visitors: Bylaws and Code of Virginia (12:00 - 1:00 PM)

Facilitator: Nathan Moberley, AGA College Counsel

Presentation: *Virginia Code Pertaining to Higher Education Governance and Richard Bland College Bylaws*

- ✓ Resolution 1 - Richard Bland College Board of Visitors Bylaws
- ✓ Resolution 2 - Electronic Participation Policy
- ✓ Resolution 3 - Conflict of Interest Policy
- ✓ Resolution 4 - FOIA Policy

Board action will be overseen by the Visitor whose last name appears first in alphabetical order.

1:00 - 1:30 Board Deliberation of the 2025-26 Slate of Officers

- ✓ Resolution 5 - Election of 2025-26 Board Officers

1:30 - 2:30 Brand, Image and Strategic Enrollment Management Plan (SEM)

Part I – Post W&M Brand and Core Messaging [1:30 - 1:50]

Facilitator: President Sydow

Presentation: *Richard Bland College Brand Refresh*

Part II – Changing Student Demographics, Competition, and Enrollment Patterns [1:50 - 2:30]

Facilitator: Justin May, Chief Enrollment Officer

2:30 - 2:45 Break

2:45 - 3:30 Board Meeting

General Meeting

- ✓ Resolution 6: Board of Visitors Meeting Calendar 2025-26
- ✓ Resolution 7: Transfer of James W. and Carolyn M. Sutherland Fund

Closed Session

General Meeting resumes

- ✓ Resolution 8: Presidential Salary Adjustment

3:30 PM Social Hour



Richard Bland College

OFFICE OF THE PRESIDENT

MEMORANDUM

TO: Visitors of Richard Bland College

DATE: August 13, 2025

SUBJECT: August 27 Board of Visitors Organization, Orientation and Meeting

We are committed to ensuring that as a member of the Richard Bland College Board of Visitors you are well informed and fully supported in your role. To that end, in preparation for the first gathering of the Board on Wednesday, August 27, at 10:00 a.m., enclosed please find an agenda for the day, along with supporting documents, for your advance review.

The first convening of the inaugural Richard Bland College Board of Visitors is dedicated to 1) getting organized, e.g., approving bylaws, policies, and meeting calendar; 2) getting oriented to the Board's role and responsibilities; and 3) getting oriented to the College. Please plan to stay for the social hour at the end of the day to get better acquainted with your fellow board members and College staff. Refreshments will include light hors d'oeuvres and refreshments.

Both individual and group photographs will be taken during a morning session, so please keep that in mind as you consider your "business casual" clothing options for the day. Board photos will be posted to the College website and social media, and we will also occasionally feature you in various College publications.

Finally, as part College membership with the Association of Governing Boards of Universities and Colleges (AGB), you will have access to a comprehensive suite of resources on higher education governance, including the opportunity to complete AGB's **self-paced Board Professional Certificate Program**—an excellent supplement to the on-campus orientation and the Virginia State Council for Higher Education (SCHEV) orientation for new board members. Details on how to activate and access your AGB account will be shared on August 27th.

My office stands ready to assist you as you begin your new governance role at Richard Bland College. We look forward to a full and productive partnership with you in the important and meaningful work that lies ahead.

Sincerely,

Debbie L. Sydow, Ph.D.
President

11301 Johnson Road, South Prince George, Virginia 23805
(804) 862-6221 | rbc.edu



Richard Bland College
Board of Visitors

Resolution: No. 1 – Bylaws of the Richard Bland College Board of Visitors

Date: August 27, 2025

WHEREAS, Richard Bland College (the “College”) is established under the authority of the Commonwealth of Virginia and governed by the Board of Visitors pursuant to **Virginia Code §§ 23.1-2105 through 23.1-2109**, which confer upon the Board the powers and duties necessary to direct the affairs of the College, including the authority to adopt regulations and policies for its governance; and

WHEREAS, the Board of Visitors recognizes the importance of codifying its governance structure, responsibilities, and procedures to ensure transparency, accountability, and alignment with the College’s mission and statutory obligations; and

WHEREAS, the proposed Bylaws have been reviewed and reflect the Board’s commitment to ethical leadership, sound governance, and the advancement of the College’s academic and operational goals, as outlined in the document titled Board of Visitors bylaws;

NOW, THEREFORE, BE IT RESOLVED, that the Board of Visitors of Richard Bland College hereby adopts the Bylaws as attached to this document, effective immediately, to govern its operations and responsibilities in accordance with the Code of Virginia and institutional best practices; and

BE IT FURTHER RESOLVED, that the Bylaws shall be published and made accessible to all members of the College community, and any future amendments shall be subject to formal review and approval by the Board; and

BE IT FINALLY RESOLVED, that the Secretary of the Board is directed to record this resolution in the official minutes and ensure the Bylaws are disseminated through appropriate institutional channels.

BYLAWS OF THE RICHARD BLAND COLLEGE BOARD OF VISITORS

Article I. Name and Authority

The governing body of Richard Bland College shall be known as **The Rector and Visitors of Richard Bland College**, established under the authority of the Commonwealth of Virginia [See Virginia Code §23.1-2105 through §23.1-2109.]

Article II. Membership

- The Board shall consist of nine (9) members appointed by the Governor of Virginia and confirmed by the General Assembly.
- Members shall serve terms as defined by state law, 4 years, with eligibility for reappointment for a second term.
- The rector, in consultation with the president, may appoint a faculty and/or student representative to the board as ad hoc, non-voting members.

Article III. Officers of the Board (Executive Committee)

1. **Officers:** At the first meeting after July 1 in every even-numbered year, the Board shall elect from its membership a rector to preside at its meetings, a vice rector to preside at its meetings in the absence of the rector, and a secretary to preside at its meetings in the absence of the rector and vice-rector. The Board *may* appoint a pro tempore officer to preside at its meetings in the absence of the rector, vice-rector, and secretary. The rector or vice-rector of the governing board must be a resident of Virginia. These officers shall constitute the Executive Committee.
2. **Duties:**
 - a. **Rector** - Presides at meetings, appoints committees, and acts as Board leader and spokesperson.
 - b. **Vice Rector** - Assists the Rector and assumes duties of the Rector in his or her absence, including presiding at meetings.
 - c. **Secretary** - Presides at meetings in the absence of rector and vice rector. Maintains official board records and minutes of Board proceedings and ensures legal compliance with open meetings and documentation requirements.

- d. **Pro Tempore (optional)** - Presides at meetings in the absence of the rector, vice-rector, and secretary.
3. **Term:** Officers may serve no more than two consecutive terms in the same role.
4. **Vacancies:** Vacancies in the offices of rector, vice-rector, and secretary may be filled by the board for the unexpired term.
5. **Authority:** The Executive Committee may act on behalf of the full Board between meetings, subject to ratification by the full Board at its next meeting.

Article IV. Meetings

- The Board shall meet at the College at least once a year and at such other times as it determines, including one **annual meeting** for officer elections. A schedule shall be set at the beginning of each year.
- **Special meetings** may be called by the rector or any three members. The secretary shall provide notice of any special meeting to each member; notice must be provided to all members at least 72 hours in advance.
- The Board may conduct **electronic meetings** and allow members to participate remotely in accordance with the requirements of the law governing meetings of public bodies and the Board's Policy on Conducting Meetings through Electronic Communications Means.
- A majority of members shall constitute a **quorum**.
- All actions shall require a **simple majority** vote of members present.
- All meetings shall comply with applicable Virginia Open Meetings Act requirements.
- The Board shall notify and invite the Attorney General's appointee or representative to all meetings of the Board, including committee meetings.

Article V. Committees

- The Board shall operate as a **committee of the whole** to collectively deliberate matters related to academic programs, personnel, physical facilities, and other responsibilities assigned to the Board by Virginia Code.
- The **executive committee** is composed of the elected Board officers: the rector, vice rector and secretary.

- The rector will appoint a **finance, audit and compliance committee** to:
 - Review and approve the annual operating budget, including student tuition and fees.
 - Review and approve the Internal Audit annual plan, including scope and priorities.
 - Monitor the implementation of corrective actions.
- The rector will appoint a **nominating committee** to propose candidates for Board officers at the annual meeting.
- At the commencement of any meeting at which the rector has not yet been elected, the Visitor whose last name appears first in alphabetical order shall oversee the election of officers.
- The rector appoints a **special ad hoc presidential search committee** of at least five members when the presidency is vacant.
- The rector will appoint other **ad hoc committees** as deemed necessary and appropriate.
- Committees may make recommendations but shall not act on behalf of the full Board unless specifically authorized.
- In consultation with the Board, the rector may appoint such other standing committees as necessary.

Article VI. Duties and Responsibilities

The Board shall:

- Appoint and evaluate the **president** of the College, who shall serve as the chief executive and administrative officer of the College.
- Approve the College's **strategic plan, budget, and tuition and fees**.
- Ensure **compliance** with applicable state and federal laws and policies.
- Promote academic excellence, fiscal responsibility and sustainability, and institutional integrity.
- **Evaluate** the performance of its duties and responsibilities on a regular basis, but not less than every two years.

Article VII: Role of the President

1. Chief Executive Officer: The President of Richard Bland College shall serve as the chief executive officer of the College and shall be responsible for the overall administration and operation of the institution, subject to the policies and oversight of the Board of Visitors.
2. Duties and Responsibilities: The President shall report directly to the Board of Visitors and shall:
 - a. Provide leadership in academic, administrative, financial, and strategic matters.
 - b. Prepare and submit the annual budget and six-year plan for Board approval.
 - c. Serve as the official representative of the College in external affairs.
 - d. Promote the principles of shared governance through collaboration with the board, faculty, and other stakeholders.
 - e. Ensure compliance with applicable laws, regulations and accreditation standards.
 - f. Implement policies of the Board of Visitors.
 - g. Oversee the internal audit function and support its independence.
 - h. Attend all regular and special meetings of the Board, unless excused.
 - i. Provide timely reports and recommendations to the Board.

Article VIII. Internal Audit Function

1. The Internal Audit function at Richard Bland College shall serve as an independent and objective assurance and advisory activity. Its purpose is to evaluate and enhance the effectiveness of governance, risk management, and internal control processes across the College.
2. Internal Audit shall report:
 - a. Functionally to the Finance, Audit and Compliance Committee of the Board of Visitors.
 - b. Administratively to the President of the College or designee.
3. Internal Audit shall have unrestricted access to the Finance, Audit and Compliance Committee Chair.

Article IX- Amendments

These bylaws may be amended at any regular or special meeting of the Board by a **two-thirds (2/3)** vote of all appointed members, provided that written notice of the proposed amendment has been sent to each member at least **30 days** prior to the meeting.

Article X - Conflict of Interest

All Board members shall disclose any actual or potential conflicts of interest and abstain from participation in related decisions. The Board shall annually review and adopt a **Conflict of Interest Policy** in compliance with Virginia ethics laws.

Article XI - Removal

The Governor may remove any Board member from office for malfeasance, misfeasance, incompetence, or gross neglect of duty. If any member of the Board fails to attend (i) the meetings of the Board for one year without sufficient cause, as determined by a majority vote of the Board, or (ii) the educational programs required by Virginia Code § 23.1-1304 in his first two years of membership without sufficient cause, as determined by a majority vote of the Board, the remaining members of the Board shall record such failure in the minutes at its next meeting and notify the Governor, and the office of such member shall be vacated.



Richard Bland College
Board of Visitors

Resolution: No. 2 - Policy for Participation of Board of Visitors Members in Meetings by Electronic Means of Communication (BOV-001)

Date: August 27, 2025

WHEREAS, Virginia law permits certain public bodies, including governing boards of institutions of higher learning, to hold all-virtual meetings in which all members participate remotely provided electronic access is made available to the public and certain conditions are met; and

WHEREAS, enacted legislation requires public bodies to annually adopt a policy by recorded vote at a public meeting for the conduct of all-virtual meetings and remote participation by individual Board members;

NOW, THEREFORE, BE IT RESOLVED that the Board of Visitors adopts BOV-001 “Policy for Participation of Board of Visitors Members in Meetings by Electronic Means of Communication” as attached to this document; and

BE IT FURTHER RESOLVED that in accordance with § 2.2-3708.3.D of the Virginia Code, the Board at least once annually will continue to affirm or adopt a policy for participation of Board members in meetings by electronic means of communication.

POLICY FOR PARTICIPATION OF BOARD OF VISITORS MEMBERS IN MEETINGS BY ELECTRONIC MEANS OF COMMUNICATION (BOV-001)

This policy shall be applied strictly and uniformly, without exception, to the entire membership and without regard to the identity of the member requesting remote participation or the matters that will be considered or voted on at a meeting.

Participation by members of the Board of Visitors in meetings through electronic means of communication may occur in the following ways:

- A. The Board and any of its committees separately may conduct all-virtual public meetings in which all who participate do so remotely, provided that the following requirements are met:
 1. Designation of an all-virtual meeting and the electronic communication means by which members of the public may access the meeting are disclosed in the public notice of the meeting, as well as a statement that the method by which the Board or committee of the Board chooses to meet shall not be changed unless the Board or committee of the Board provides a new meeting notice that complies with the provisions of Va. Code § 2.2-3707.
 2. The electronic communication means used for an all-virtual meeting must allow the public to hear all members of the Board or committee participating in the meeting and, when audio-visual technology is available, to see the members of the Board or committee as well.
 3. Any interruption of audio or video in the means of electronic communication shall result in a suspension of action at the meeting until repairs are made and public access is restored. The public notice of the meeting shall include a telephone number or other live contact information to alert the Board or committee if the audio or video transmission fails.
 4. A copy of the proposed agenda and all agenda packets and, unless exempt, all materials furnished to members of a public body for a meeting shall be made available to the public in electronic format at the same time that such materials are provided to members of the public body.
 5. If the all-virtual meeting is a meeting in which public comments are customarily received, the public must be afforded the opportunity to comment through electronic means, including by way of written comments.

6. The minutes of an all-virtual meeting specify that the meeting was held by electronic communication means and the type of electronic communication means by which the meeting was held.
7. No more than two members of the Board or committee may be together in one remote location unless that remote location is open to the public to physically access it.

The Board or any individual committee may not convene an all-virtual meeting i) more than two times per calendar year or 50% of the meetings held per calendar year rounded up to the next whole number, whichever is greater; or ii) consecutively with an all-virtual meeting.

B. Additionally, and subject to the requirements below and in Section C, an individual member may participate in a Board or committee meeting by electronic communication means if in advance of the meeting the member notifies the Rector or respective committee chair and the Secretary to the Board that he or she is unable to attend the meeting due to i) the member's own disability or medical condition, or the member's need to care for a family member due to the family member's medical condition; or ii) the member's principal residence is located more than 60 miles from the meeting location; or iii) a personal matter.

1. The Board or committee member's location need not be open to the public; however, when requesting remote participation, the member must identify with specificity the reason for not attending in person and the remote location for participation.
2. The Rector or committee chair must approve the request to participate by electronic communication means.
3. The Board or committee shall record in its minutes the reason for not attending the meeting in person and the remote location from which the member participated. The location may be described in the minutes in general terms. If participation is approved pursuant to a medical condition or to take care of a person with a disability, the Board or committee shall also include in the meeting minutes the fact that the member participated through electronic communication means due to a (i) temporary or permanent disability or other medical condition that prevented the member's physical attendance, or (ii) family member's medical condition that required the member to provide care for such family member, thereby preventing the member's physical attendance. If participation is approved because of distance from the meeting location, the Board or committee shall

include in the meeting minutes the fact that the member participated through electronic communication means due to the distance between the member's principal residence and the meeting location. If participation is approved because of a personal matter, the minutes shall specify the nature of the personal matter cited by the member. If the request to participate by electronic communication means is disapproved by the Rector or relevant committee chair, such disapproval shall be recorded in the minutes with specificity. Remote participation by a member for a personal matter shall be limited each calendar year to two meetings or 25% of the meetings held per calendar year, rounded up to the next whole number, whichever is greater.

These provisions regarding remote participation of individual Board members apply to meetings of the full Board and to each of its committees separately.

C. Participation by a member of the Board of Visitors under Section B shall be authorized only under the following conditions:

1. A quorum of the Board is physically assembled at the primary or central meeting location. For purposes of determining whether a quorum is physically assembled, an individual member who is a person with a disability as defined in Va. Code § 51.5-40.1 or is a “caregiver” as defined in Va. Code §2.2-3701 who must provide care for a person with a disability at the time the public meeting is being held and uses remote participation, counts toward the quorum as if the individual was physically present; and
2. The Board has made arrangements for the voices of the remote participants to be heard by all persons at the primary or central meeting location.



Richard Bland College
Board of Visitors

Resolution: No 3 – Conflict of Interest Policy (BOV-002)

Date: August 27, 2025

WHEREAS, the Richard Bland College Board of Visitors recognizes the importance of maintaining the highest standards of integrity and public trust in its governance and decision-making processes; and

WHEREAS, the Board affirms its commitment to comply with the Commonwealth of Virginia’s State and Local Government Conflict of Interest Act (Va. Code §2.2-3100 et seq.), and to avoid both actual and perceived conflicts of interest in all matters pertaining to the College; and

WHEREAS, the Board acknowledges that each member has a duty to act solely in the best interest of the institution and the public good, and that any direct or indirect interest that may impair or appear to impair a member’s independent judgment must be disclosed in accordance with the policy; and

NOW, THEREFORE, BE IT RESOLVED that the Board of Visitors adopts BOV-002 “Conflict of Interest Policy” as attached to this document.

CONFLICT OF INTEREST POLICY (BOV-002)

Members of the Richard Bland College Board of Visitors shall abide by the Commonwealth of Virginia's State and Local Government Conflict of Interest Act (Va. Code §2.2-3100, et seq.). This includes avoiding both conflicts of interest as defined by law and also the appearance of such conflicts. All decisions of the Board of Visitors are to be made solely to advance the best interest of the College and the public good. The integrity of Richard Bland College must always be protected.

- A. This policy applies to each member of the Board of Visitors, and every Visitor has the responsibility to be familiar with the terms of the policy.
- B. A Board member shall be considered to have a conflict of interest if he or she, or persons or entities with which he or she is affiliated, has a direct or indirect interest that may impair or may appear to reasonably impair the member's independent, unbiased judgment in their decision-making responsibilities to the institution.
- C. It is the responsibility of each Board member to promptly report any potential or existing conflict to the Rector and College Counsel, providing details about the nature of the interest and how it might create a conflict. Board members who have declared a conflict of interest, or who have been found to have a conflict of interest, shall withdraw from any discussion or voting on the matter that gives rise to the conflict.
- D. Board members shall file their annual Financial Disclosure Statement in a timely manner, but no later than February 1 for the preceding calendar year pursuant to Va. Code § 2.2-3118.2. Members shall also complete their Conflict of Interest training offered by the Ethics Advisory Council every two years.



Richard Bland College
Board of Visitors

Resolution: No 4 – FOIA Policy (BOV-003)

Date: August 27, 2025

WHEREAS, the Richard Bland College Board of Visitors supports transparency and public access to its records as guaranteed by the Virginia Freedom of Information Act (FOIA), § 2.2-3700 et seq.; and

WHEREAS, the Virginia FOIA defines public records broadly and presumes access unless exempted by law, and citizens may inspect or request copies of public records; and

NOW, THEREFORE, BE IT RESOLVED, that the Board adopts FOIA Policy BOV-003 as attached to this document; and

BE IT FURTHER RESOLVED, that the Board commits to maintaining compliance with FOIA and, thereby, ensuring public trust through consistent and lawful handling of records requested.

FOIA POLICY (BOV-003)

The Richard Bland College Board of Visitors embraces the principles of openness and transparency as outlined in the Commonwealth of Virginia's Freedom of Information Act (FOIA), § 2.2-3700 et seq. of the Code of Virginia. FOIA guarantees citizens of the Commonwealth access to public records held by public bodies, officials, and employees.

The Virginia FOIA broadly defines a public record to include any writing or recording, regardless of its format. This includes physical documents, electronic files, audio/video recordings that are prepared, owned, or possessed by a public body or its agents in the transaction of public business. All public records are presumed open unless a specific statutory exemption applies.

A. The public's FOIA rights include the following:

1. You may inspect or receive copies of public records, including Board of Visitors records.
2. You are entitled to receive an estimate in advance of any charges for the records you request (please note that most requests will not incur a charge).
3. You may file a petition in court if you believe your FOIA right have been violated.

B. To request records from the Richard Bland College Board of Visitors, please direct your request to:

Gerrit Smith
Clerk to the Board of Visitors
Richard Bland College
11301 Johnson Road
South Prince George, VA 23805
Phone: (804)862-6221
Email: gsmith@rbc.edu or foia@rbc.edu

C. Your request must include the following:

1. Identify the records sought with reasonable specificity.
2. Request existing records or documents (please note that FOIA does not require the Board of Visitors to create new records or responses to general questions).
3. You may choose to receive records electronically or in printed form, depending on how the records are maintained.

D. Richard Bland College must respond to your request within five (5) working days of receiving your request. The response may be as follows:

1. Provide the requested records.
2. Withhold all or part of the records, citing specific exemptions.
3. Inform you if more time is needed (up to twelve (12) working days total).
4. Seek a court extension for large or complex requests, after attempting to reach an agreement with you.

E. You may be charged for the actual costs of responding to your request, including staff time and copying. If estimated costs exceed \$200, a deposit may be required. You may request an advance estimate to modify your request if needed.

If you owe payment from a previous FOIA request that is more than 30 days overdue, the College may require payment before responding to new requests.

F. Common exemptions that allow Richard Bland College to withhold records include the following:

1. Personnel records.
2. Documents subject to attorney-client privilege or work product.
3. Contract negotiation records prior to award.

G. For questions about FOIA you may contact the Virginia Freedom of Information Advisory Council at (804)698-1810 or foiacouncil@dls.virginia.gov. The Council's website at <https://foiacouncil.dls.virginia.gov/foiacouncil.htm> provides a number of FOIA resources.



Richard Bland College
Board of Visitors

Resolution: No. 5 – Election of 2025-26 Officers of the Board of Visitors

Date: August 27, 2025

WHEREAS, Article III of the Bylaws of the Richard Bland College Board of Visitors stipulates that at the first meeting after July 1 in every even-numbered year, the Board shall elect from its membership a **Rector**, **Vice Rector**, and **Secretary**, and may appoint a **Pro Tempore Officer** as needed; and

WHEREAS, The Richard Bland College Board of Visitors assumed governance responsibility for the College on July 1, 2025, hence the need to elect officers for the 2025-26 inaugural year; thereafter, at the first meeting after July 1 in every even-numbered year, officers will be elected in accordance with Bylaws; and

WHEREAS, Elected officers shall constitute the **Executive Committee** of the Board and are empowered to act on behalf of the full Board between meetings, subject to ratification at the next full Board meeting;

NOW, THEREFORE, BE IT RESOLVED, that the Board of Visitors of Richard Bland College hereby elects the following officers for the term beginning August 27, 2025.

- **Rector:** John Rathbone
- **Vice Rector:** Albert Poole
- **Secretary:** Vickie Schray

BE IT FURTHER RESOLVED, that officers may serve no more than **two consecutive terms** in the same role, and any **vacancies** may be filled by the Board for the unexpired term; and

BE IT FINALLY RESOLVED, that this resolution shall be recorded in the official minutes of the Board, and the elected officers shall assume their responsibilities immediately upon adoption.



Richard Bland College
Board of Visitors

Resolution: No. 6 –Calendar of 2025-2026 Meeting Dates

Date: August 27, 2025

WHEREAS, Richard Bland College is governed by the Board of Visitors pursuant to the authority granted by the Commonwealth of Virginia under Virginia Code §§ 23.1-2105 through 23.1-2109; and

WHEREAS, the Board of Visitors is required to conduct regular meetings to fulfill its oversight responsibilities, including fiduciary, planning, academic programming, and student support; and

WHEREAS, the proposed calendar of meeting dates for 2025-2026 has been developed in consultation with the President and the Clerk to the Board to optimize board engagement and effectiveness;

NOW, THEREFORE, BE IT RESOLVED, that the Board of Visitors of Richard Bland College hereby approves the following meeting dates for 2025-2026:

August 27, 2025 – Organization and Orientation
September 24, 2025
January 28, 2026
April 22, 2026

BE IT FURTHER RESOLVED, that board meetings shall begin in the afternoon, typically at 1:30 or 2:00 p.m., depending on the agenda, and may be preceded by college events, activities, or special programming; and

BE IT FINALLY RESOLVED, that the approved calendar shall be published on the Board page of the College website, and any changes to the schedule shall be communicated promptly and approved by the Board at a subsequent meeting.



Richard Bland College
Board of Visitors

Resolution: No. 7 – Transfer of the James W. and Carolyn M. Sutherland Fund to the Richard Bland College Foundation

Date: August 27, 2025

WHEREAS, In a document dated August 31, 1980, the W&M Endowment Association set forth details related to the James W. and Carolyn M. Sutherland Fund, a quasi-endowment established in 1974 and restricted for the support of Richard Bland College; and

WHEREAS, The Board of Trustees of the W&M Endowment Association adopted a resolution on October 3, 1975 accepting the residuary bequest under the will of Carolyn M. Sutherland and agreeing to administer the fund in accordance with the donor's wishes; and

WHEREAS, Carolyn M. Sutherland's Last Will and Testament expressed her intent that, "Should Richard Bland College become an independent institution governed by its own board of visitors ... the residue of my estate shall be paid over and delivered to such board of visitors ... for such uses and purposes as they may deem appropriate or advisable;" and

WHEREAS, Richard Bland College became an independent institution governed by its own Board of Visitors effective July 1, 2025; and

WHEREAS, the William & Mary Foundation's legal counsel has recommended that the College formally request the transfer of the Sutherland Fund to the Richard Bland College Foundation, which is the designated entity responsible for managing all philanthropic gifts directed to the College; and

WHEREAS, the Board of Visitors concurs that the management of endowed funds is not a function of the Board itself, but rather of the College's affiliated foundation;

NOW, THEREFORE, BE IT RESOLVED, that the Board of Visitors of Richard Bland College hereby authorizes the President of the College to issue a formal letter to the William & Mary Foundation requesting the transfer of the James W. and Carolyn M. Sutherland Fund to the Richard Bland College Foundation, in accordance with the donor's intent and current institutional governance; and

BE IT FURTHER RESOLVED, that the Board affirms its commitment to honoring donor intent and ensuring the responsible stewardship of philanthropic assets through the College's established foundation.

MEMORANDUM

To: Richard Bland College Board of Visitors

Date: June 15, 2025

Subject: Recommended salary adjustment for President Sydow

Dear Members of the Board of Visitors:

Congratulations on your appointment to the inaugural Board of Visitors of Richard Bland College. RBC is a unique jewel in the crown of higher education in Virginia. As the state's only residential junior college, it primarily serves first-generation college students within 50 miles of Petersburg. It prepares students to transfer to four-year institutions and supports technical skills training vital to regional industry. Those of us on the William and Mary Board of Visitors who have had the privilege of overseeing RBC have found it to be a rewarding experience — it is a truly special place.

It has been especially rewarding to work with Dr. Debbie Sydow. She is an experienced leader whose tireless advocacy for an independent governing board for Richard Bland College has paid dividends, including unanimous support from the state legislature this past session. Dr. Sydow is an innovator who has created new programs to meet the employment needs of the Commonwealth. Recent examples include drone certifications and the new Gaming Training Center, which demonstrate her quick response to community needs.

One of the challenges arising from the transition to an independent board has been the timing of presidential evaluations conducted by the William and Mary Board of Visitors. Our established practice has been to conduct performance evaluations at the conclusion of each fiscal year (ending in June). Here are the highpoints of the most recent (2024-2025) performance information for President Sydow:

- Led successful legislative effort for independence
- Successfully completed 5th Year SACSCOC review
- Organized effective response to APA audit findings
- Responded to new Petersburg Casino industry workforce needs
- Grew student enrollment, bucking national trends
- Led faculty success in research, two books in two years
- Led student success in transfers to prestigious universities

Recommendation: Unfinished Business

As with the appointments of the presidents at other Virginia institutions of higher education, the terms of President Sydow's employment agreement provide for a base salary beyond what is set out in the Appropriations Act for the President of RBC. The difference between the amount specified in the Appropriations Act and the amount provided for in Dr. Sydow's employment agreement is paid for using private funds provided by the RBC Foundation. Accordingly, when the Appropriations Act calls for statewide salary increases, the state portion of the salary for presidents of higher education institutions

is also increased, but the presidents don't receive that increase unless their respective Boards take action to increase the base salary set out in their employment agreements. Historically, the W&M Board has elected to raise Dr. Sydow's salary in lockstep with the salary increases approved in the Appropriations Act. Typically, this decision would be made at the Board retreat in July and made retroactive to July 1. Because of the timing of the transition, the approval for Dr. Sydow's salary increase now falls to the new RBC Board of Visitors.

For fiscal year 2026, the Appropriations Act provides all eligible state employees with a salary increase of 3% plus a one-time performance bonus of 1.5%. The RBC Foundation has funds available to support the increase; therefore, it would be consistent with the practice of the W&M Board of Visitors to whom Dr. Sydow has reported since 2012 if the new board were to provide her with the same salary increase and bonus that other state employees (including RBC employees) will be receiving.

If you have any questions regarding this recommendation, I would be pleased to address them.

Sincerely,

John P. Rathbone, Chair
Richard Bland College Committee
William and Mary Board of Visitors

VIRGINIA ACTS OF ASSEMBLY - 2025 RECONVENED SESSION

CHAPTER 607

An Act to amend and reenact § 23.1-2802 of the Code of Virginia; to amend the Code of Virginia by adding in Title 23.1 a chapter numbered 21.1, consisting of sections numbered 23.1-2105 through 23.1-2109; and to repeal § 23.1-2806 of the Code of Virginia, relating to Richard Bland College; governance.

[S 742]

Approved April 2, 2025

Be it enacted by the General Assembly of Virginia:

1. That § 23.1-2802 of the Code of Virginia is amended and reenacted and that the Code of Virginia is amended by adding in Title 23.1 a chapter numbered 21.1, consisting of sections numbered 23.1-2105 through 23.1-2109, as follows:

CHAPTER 21.1. RICHARD BLAND COLLEGE.

§ 23.1-2105. Corporate name; name of the College.

A. The board of visitors of Richard Bland College (the board) is a corporation under the name and style of "The Rector and Visitors of Richard Bland College" and has, in addition to its other powers, all the corporate powers given to corporations by the provisions of Title 13.1 except those powers that are confined to corporations created pursuant to Title 13.1. The board shall at all times be under the control of the General Assembly.

B. The institution shall be known as Richard Bland College (the College).

§ 23.1-2106. Membership.

The board shall consist of nine members appointed by the Governor.

§ 23.1-2107. Meetings; officers; committees.

A. The board shall meet at the College at least once a year and at such other times as it determines. Special meetings of the board may be called by the rector or any three members. The secretary shall provide notice of any special meeting to each member.

B. A majority of members shall constitute a quorum.

C. At the first meeting after July 1 in every even-numbered year, the board shall elect from its membership a rector to preside at its meetings, a vice-rector to preside at its meetings in the absence of the rector, and a secretary to preside at its meetings in the absence of the rector and vice-rector.

D. The board may appoint a pro tempore officer to preside at its meetings in the absence of the rector, vice-rector, and secretary.

E. Vacancies in the offices of rector, vice-rector, and secretary may be filled by the board for the unexpired term.

F. At every regular annual meeting of the board, the board may appoint an executive committee for the transaction of business in the recess of the board, to serve for a period of one year or until the next regular annual meeting.

§ 23.1-2108. Powers and duties.

A. The board shall (i) appoint all teachers and fix their salaries, (ii) provide for the employment of other personnel as required, and (iii) generally direct the affairs of the College.

B. The board may confer degrees and, subject to the provisions of § 23.1-303, approve new academic programs and discontinue academic programs offered by the College.

C. All property, property rights, duties, contracts, and agreements of the College are vested in the board. The board shall care for and preserve all property belonging to the College.

D. The board shall (i) make regulations and policies as it deems appropriate for the College; (ii) manage the funds of the College and approve the annual budget; (iii) appoint, remove, and define the responsibilities for the chief executive officer of the College; and (iv) fix the rates charged to students for tuition, mandatory fees, and other necessary charges.

§ 23.1-2109. Courses of study.

The board shall direct the development and focus of the College's curriculum on preparing students for academic and career success, including dual enrollment students, students seeking an associate degree, and students seeking job-relevant skills and credentials. In furtherance of such efforts, the board may:

1. Broker agreements between and among educational, industry, and nonprofit partners and establish collaborative, innovative partnership agreements with local school divisions, public and private institutions of higher education, economic development agencies, employers, philanthropic organizations, veterans organizations, public agencies, and such other partners as necessary to strengthen and streamline educational pathways from high school to work-based learning and associate, baccalaureate, and advanced degrees that prepare students, including nontraditional students, for continuing education and entry into

high-demand fields in the Commonwealth, including careers in science, technology, engineering, mathematics, and health care (STEM-H);

2. Pilot and implement innovative educational approaches and technologies and promote the development, delivery, and ongoing assessment of innovative, cost-effective degree programs and stackable credentials, including industry-recognized, competency-based credentials that are aligned with and responsive to the educational and workforce development needs of traditional and nontraditional students, including veterans and military personnel, and that advance the economic development needs of employers and industries throughout the Commonwealth; and

3. Identify and implement new strategies to support economic and community development in the Commonwealth and to expand opportunities for traditional and nontraditional students, including veterans and military personnel, to prepare for careers in high-demand fields.

§ 23.1-2802. Powers and duties.

A. The board shall generally direct the affairs of the university ~~and Richard Bland College~~.

B. The board may confer degrees.

2. That § 23.1-2806 of the Code of Virginia is repealed.

3. That Richard Bland College shall submit to the General Assembly no later than December 31, 2025, a report that contains an update on the status of and remaining steps for the transition to the board of visitors of Richard Bland College as set forth in the first enactment of this act.

4. That notwithstanding the provisions of § 23.1-1300 of the Code of Virginia, the Governor's initial appointments of members to the board of visitors of Richard Bland College, in accordance with § 23.1-2106 of the Code of Virginia, as created by this act, shall be staggered as follows: three members for a term of four years, three members for a term of three years, and three members for a term of two years. After the initial staggering of terms, members shall be appointed by the Governor for four-year terms pursuant to § 23.1-1300 of the Code of Virginia.

5. That any contracts entered into or rules or regulations adopted by the board of visitors of The College of William and Mary in Virginia on behalf of or related to Richard Bland College pursuant to § 23.1-2806 of the Code of Virginia, as repealed by this act, shall continue in effect as though such contracts, rules, or regulations were agreed to or adopted by the board of visitors of Richard Bland College in accordance with § 23.1-2108 of the Code of Virginia, as created by this act.

6. That all real and tangible personal property, property rights, duties, contracts, and agreements of Richard Bland College vested in the board of visitors of The College of William and Mary in Virginia shall be, as of the effective date of this act, transferred to and taken as standing in the name of the board of visitors of Richard Bland College.

7. That, no later than June 30, 2026, the rector of the board of visitors of Richard Bland College shall submit to the Secretary of Education, the Secretary of Finance, the Chair of the House Committee on Appropriations, and the Chair of the Senate Committee on Finance and Appropriations a report providing recommendations on the future of Richard Bland College, including an examination of options for consolidation with another public institution of higher education.

8. That by June 30, 2027, and June 30, 2028, the rector of the board of visitors of Richard Bland College shall submit to the Secretary of Education, the Secretary of Finance, the Chair of the House Committee on Appropriations, and the Chair of the Senate Committee on Finance and Appropriations an interim report on Richard Bland College's progress in exploring and implementing the recommendations set forth in the report submitted pursuant to the seventh enactment of this act, including information on its progress in key performance metrics, student enrollment and outcomes, and financial sustainability.

9. That the audit conducted by the Auditor of Public Accounts for the fiscal year ending June 30, 2025, shall be the last audit for which Richard Bland College is treated as a consolidated entity of the board of visitors of The College of William and Mary in Virginia. The Auditor of Public Accounts shall submit its audit report on Richard Bland College for the fiscal year ending June 30, 2026, to the board of visitors of Richard Bland College.



June 26, 2025

Dr. Debbie L. Sydow
President
Richard Bland College
11301 Johnson Road
South Prince George, VA 23805

Dear Dr. Sydow:

The following action regarding your institution was taken by the Board of Trustees of the Southern Association of Colleges and Schools Commission on Colleges (SACSCOC) during its meeting held on June 12, 2025:

The SACSCOC Board of Trustees approved a change in governance from the Board of Visitors of The College of William and Mary to the institution's own Board of Visitors (intended implementation: July 2025). A Substantive Change Committee was authorized to visit the institution.

We appreciate your continued support of SACSCOC's work and activities. If you have questions, please contact the SACSCOC Vice President assigned to your institution.

Sincerely,

Belle S. Wheelan, Ph.D.
President

BSW:sm

Enclosure

cc: Dr. John R. Donnelly, Vice President, SACSCOC

Deficit Provision Acknowledgment Form

Section A (for all agencies)

Agency Acknowledgement

I have received, read, and understand your instructions regarding indebtedness of state agencies as they relate to the requirements of § 4-3.01 of the current Appropriation Act.

Agency Name Richard Bland College Agency Code 241

Other agencies in the Act (if any) for which your agency is responsible: _____

Agency/Cabinet Head Name Dr. Debbie Sydnor

Agency/Cabinet Head Signature 

2AASAD5C9F3E41A
(Personal signature is required above and cannot be delegated)

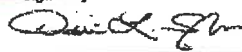
Date 8/12/2025

Section B (if applicable to your agency)

Supervisory Board (see §2.2-2100 of the Code of Virginia for what constitutes a "supervisory board")

I have provided each member of the supervisory board of this agency with a copy of the notice in this memorandum and I will provide the same material to those appointed to the board in the future.

Signed by:



2AASAD5C9F3E41A

(Personal Signature of Agency Head)

Date: 8/12/2025

E-mail to:

Digitally sign or scan the signed original; Save as a PDF, and Email to budget@dpb.virginia.gov.

NOTE: Provide your agency name and agency number as well as the phrase "Deficit Provision Acknowledgment Form" in the subject line of the email.