

**MINUTES OF THE MEETING OF
THE VIRGINIA COMMONWEALTH UNIVERSITY
HEALTH SYSTEM AUTHORITY BOARD OF DIRECTORS
EVALUATION AND COMPENSATION COMMITTEE
OCTOBER 20, 2021**

Committee Members

Mr. Timothy McDermott, Chair
The Honorable Lamont Bagby
The Honorable Lisa Hicks-Thomas
Ms. Fay Manolios
The Honorable Ryan McDougale

Dr. Michael Rao

Virtual Committee Members

Mr. Keith Parker

Staff

Mr. Zeb Elliott
Ms. Karen Helderman
Ms. Paula Henderson

Dr. Arthur Kellermann
Mr. Anne Scher, Esq.
Ms. Mary Tacconi

Other Guests

Ms. Sally LaFond
Mr. Jose Pagoaga

I. Call to Order

In accordance with Virginia Freedom of Information Act, Section 2.2-3708.2 “Meetings held through electronic means”, Subsection D., this meeting of the VCU Health System (“VCUHS”) Evaluation and Compensation Committee was held in electronically via Zoom and livestreamed. Due to a personal matter, Mr. Keith Parker was approved to attend the meeting virtually from Atlanta, Georgia. Mr. Tim McDermott called the meeting to order at 1:51 p.m.

II. Closed Session

On motion made and seconded, and as authorized by Section 2.2-3711(A) (1) of the Virginia Freedom of Information Act, the committee convened into closed session to

discuss personnel matters, including, Personnel Matters which includes compensation for new position.

III. <u>Roll Call Vote</u>	<u>Ayes</u>	<u>Nays</u>
Mr. Timothy McDermott, Chair	X	
The Honorable Lamont Bagby	Absent	
The Honorable Lisa Hicks-Thomas	X	
Ms. Fay Manolios	X	
The Honorable Ryan McDougale	Absent	
Mr. Keith Parker	X	
Dr. Michael Rao	X	

Vote:

Ayes	5
Nays	0

ABSENT DURING MEETING	0
ABSENT DURING VOTING	2

IV. Open Session

Following closed session, on a motion made and seconded and approved by roll call vote, the committee convened into open session.

V. <u>Roll Call Vote</u>	<u>Ayes</u>	<u>Nays</u>
Mr. Timothy McDermott, Chair	X	
The Honorable Lamont Bagby	X	
The Honorable Lisa Hicks-Thomas	X	
Ms. Fay Manolios	X	
The Honorable Ryan McDougale	X	
Mr. Keith Parker	X	
Dr. Michael Rao	X	

Vote:

Ayes	7
Nays	0

ABSENT DURING MEETING	0
ABSENT DURING VOTING	0

VI. Resolution of Certification

Following closed session, on a motion made and seconded, the following resolution was approved by roll call vote:

The Evaluation and Compensation Committee of the Board of Directors of the Virginia Commonwealth University Health System Authority hereby certifies that, to the best of each member’s knowledge, (i) only public business matters lawfully exempted from open meeting requirements by Virginia law were discussed in the closed session meeting to which this certification resolution applies, and (ii) only such public business matters as were identified in this motion convening the closed session were heard, discussed or considered by the Evaluation and Compensation Committee of the Board of Directors of the Virginia Commonwealth University Health System Authority.

VII. <u>Roll Call Vote</u>	<u>Ayes</u>	<u>Nays</u>
Mr. Timothy McDermott, Chair	X	
The Honorable Lamont Bagby	X	
The Honorable Lisa Hicks-Thomas	X	
Ms. Fay Manolios	X	
The Honorable Ryan McDougle	X	
Mr. Keith Parker	X	
Dr. Michael Rao	X	

Vote:

Ayes	7
Nays	0
ABSENT DURING MEETING	0
ABSENT DURING VOTING	0

VIII. Motion to Accept

On a motion made and seconded the committee approved and recommend the Board of Directors approve, Personnel Matters which includes compensation for a new position, as presented.

IX. <u>Roll Call Vote</u>	<u>Ayes</u>	<u>Nays</u>
Mr. Timothy McDermott, Chair	X	
The Honorable Lamont Bagby	X	
The Honorable Lisa Hicks-Thomas	X	
Ms. Fay Manolios	X	

The Honorable Ryan McDougle	X
Mr. Keith Parker	X
Dr. Michael Rao	X

Vote:

Ayes	7
Nays	0

ABSENT DURING MEETING	0
ABSENT DURING VOTING	0

There being no further business the meeting was adjourned at 2:31 p.m.