



VIRGINIA COMMONWEALTH UNIVERSITY

**VIRGINIA COMMONWEALTH
BOARD OF VISITORS
VCU HEALTH SYSTEM AUTHORITY COMMITTEE
12:45 P.M.
NOVEMBER 28, 2022
JAMES BRANCH CABELL LIBRARY
901 PARK AVE – ROOM 303
RICHMOND, VIRGINIA**

MINUTES

COMMITTEE MEMBERS PRESENT

Ambassador Carmen Lomellin, *Chair*
Mr. Keith T. Parker, *Vice Chair*
Ms. Ellen Fitzsimmons
Mr. Peter Farrell
Mr. Todd Haymore
Dr. Shantaram Talegaonkar
Mr. H. Benson Dendy III, *Rector*

COMMITTEE MEMBERS PRESENT VIRTUALLY

Ms. Ellen Fitzsimmons (pursuant to Code Section 2.2-3708.2(B)(4) due to a personal matter, more specifically a business meeting) – Richmond, VA
Dr. Clifton Peay (pursuant to Code Section 2.2-3708.2(B)(4) due to a personal matter, more specifically a business meeting) – Richmond, VA

OTHERS PRESENT

Dr. Michael Rao, *President*
Mr. Jacob Belue, *Associate University Counsel*
Mr. Matthew Conrad, *Vice President for Government and External Relations for VCU and VCU Health System*
Ms. Chelsea Gray, *Executive Director of Board and Executive Operations*
Ms. Karol Kain Gray, *Senior Vice President and Chief Financial Officer*
Ms. Karah Gunther, *Vice President for External Affairs and Health Policy*
Ms. Karen Helderman, *Executive Director for Audit and Compliance Services*
Grant Heston, *Vice President for University Relations*
Dr. Marlon Levy, *Interim Senior Vice President for Health Sciences and CEO of the VCU Health System*
Ms. Pamela Lepley, *Senior Advisor to the President*
VCU students, faculty and staff and members of the public including media via livestream

CALL TO ORDER

Ambassador Carmen Lomellin, Chair, called the meeting to order at 12:55 p.m. The public was able to view the open session of the meeting via livestream at <https://mssvideo.vcu.edu/BOV>.

CLOSED SESSION

Ambassador Lomellin moved that the Board of Visitors of Virginia Commonwealth University convene a closed session under Section 2.2-3711(A)(1) of the Virginia Freedom of Information Act for discussion of personnel matters, more specifically relating to the discussion of prospective candidates for an open senior position at VCU and the roles of current employees as it relates to that position; under Section 2.2-3711(A)(8) consultation with legal counsel regarding specific legal matters requiring the provision of legal advice by such counsel on the statutory requirements on VCU as it relates to the Health System; and under Section 2.2-3711(A)(23) to discuss operational strategies of the VCU Health System, more specifically on matters related to statutory requirements of VCU as relates to VCU Health System, where disclosure of such strategies would adversely impact the competitive position of the Authority.

The motion was seconded and was approved unanimously.

RECONVENED SESSION

Following the closed session, the public was invited to return to the meeting. Ambassador Lomellin called the meeting to order. On a motion duly made and seconded the following resolution of certification was approved by a roll call vote:

Resolution of Certification

BE IT RESOLVED, that the VCU Health System Authority Committee of the Board of Visitors of Virginia Commonwealth University certifies that, to the best of each member’s knowledge, (i) only public business matters lawfully exempted from open meeting requirements under this chapter were discussed in the closed meeting to which this certification resolution applies, and (ii) only such public business matters as were identified in the motion by which the closed session was convened were heard, discussed or considered by the Committee.

<u>Vote</u>	<u>Ayes</u>	<u>Nays</u>
Ambassador Carmen Lomellin, <i>Chair</i>	X	
Mr. Keith T. Parker, <i>Vice Chair</i>	X	
Ms. Ellen Fitzsimmons	X	
Mr. Peter Farrell	X	
Mr. Todd Haymore	X	
Dr. Shantaram Talegaonkar	X	
Ms. Ellen Fitzsimmons	X	
Dr. Clifton Peay	X	
Mr. H. Benson Dendy III	X	

Virginia Commonwealth University

Board of Visitors

VCU Health System Authority

Committee

November 28, 2022 Minutes

All members present responding affirmatively, the resolution of certification was adopted.

ADJOURNMENT

There being no further business, Ambassador Lomellin, adjourned the meeting at 2:05 p.m.