

**MINUTES OF A MEETING OF  
THE EVALUATION AND COMPENSATION COMMITTEE OF  
THE VIRGINIA COMMONWEALTH UNIVERSITY  
HEALTH SYSTEM AUTHORITY BOARD OF DIRECTORS  
October 26, 2020  
(Held Electronically via Zoom)**

**Committee Members**

The Honorable Lamont Bagby  
Mr. Steven DeLuca  
The Honorable Lisa Hicks-Thomas  
Mr. Timothy McDermott  
The Honorable Ryan McDougale  
Mr. Keith Parker  
The Honorable Marilyn Tavenner  
Dr. Michael Rao

**Staff**

Ms. Melinda Hancock  
Ms. Karen Helderman  
Ms. Paula Henderson  
Dr. Arthur Kellerman  
Mr. Paul Neimeyer, Esq.  
Ms. Mary Tacconi

**Guests**

Mr. Zeb Elliott  
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 Evaluation and Compensation Committee of the VCU Health System (“VCUHS”) Board of Directors was held via Zoom and livestreamed. Mr. DeLuca called the meeting to order at 2:32 p.m. He then asked for public comment, of which there was none.

**II. Motion Into 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



**VI. Resolution of Certification**

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.

<b><u>VII. Roll Call Vote:</u></b>	<b><u>Ayes</u></b>	<b><u>Nays</u></b>
The Honorable Lamont Bagby	X	
Mr. Steven DeLuca	X	
The Honorable Lisa Hicks-Thomas	X	
Timothy McDermott	X	
The Honorable Ryan McDougale	X	
Mr. Keith Parker	X	
The Honorable Marilyn Tavenner	X	
Dr. Michael Rao	X	

**Vote:**

Ayes 8  
Nays 0

ABSENT DURING MEETING: 0  
ABSENT DURING VOTING: 0

**VIII. Motion to Accept**

On a motion made and seconded, the committee approved and recommended to the Board of Directors the following, as presented, FY21 CEO ATIP and personnel matters.

<b><u>IX. Roll Call Vote:</u></b>	<b><u>Ayes</u></b>	<b><u>Nays</u></b>
The Honorable Lamont Bagby	X	
Mr. Steven DeLuca	X	
The Honorable Lisa Hicks-Thomas	X	
Timothy McDermott	X	
The Honorable Ryan McDougale	X	
Mr. Keith Parker	X	

The Honorable Marilyn Tavenner  
Dr. Michael Rao

Absent  
X

**Vote:**

Ayes                                 7  
Nays                                   0

ABSENT DURING MEETING: 0  
ABSENT DURING VOTING: 1

There being no further business, the meeting was adjourned at 4:01pa.m.