

**MINUTES OF THE MEETING OF
THE VIRGINIA COMMONWEALTH UNIVERSITY
HEALTH SYSTEM AUTHORITY BOARD OF DIRECTORS
GOVERNANCE COMMITTEE
December 8, 2021**

Committee Members

The Honorable Lisa Hicks-Thomas, Chair	Dr. Lisa Ellis
Mr. Joel Bieber	Mr. Donald Gehring
Dr. Alice Coombs	Dr. Michael Rao

Board Member Guests

Dr. Hem Bhardwaj
Ms. Fay Manolios

Staff

Mr. Zeb Elliott	Mr. Vladimir Lavrentyev
Ms. Kim Erland	Dr. Arthur Kellermann
Ms. Karen Helderman	Ms. Anne Scher, Esq.
Ms. Paula Henderson	Mr. James Siegel
Mr. Taron James	Ms. Mary Tacconi

I. Call to Order

The Honorable Lisa Hicks-Thomas called the meeting to order at 1:51 p.m.

II. Minutes of the Meeting held on September 14, 2021

On a motion made and seconded, the minutes of the meeting held September 14, 2021, were approved.

III. Nominations for Members and Officers for Subsidiary Boards

The Honorable Lisa Hicks-Thomas presented nominations for members and officers for Subsidiary Boards: Karah Gunther to the Sheltering Arms Institute Board of Directors; Beth McNeil to the Health at Home, LLC Board of Managers; Conrad Simmons as Executive Director, Romesh Wijesooriya, MD as Secretary and Ashley

Stanley as Assistant Secretary for the Virginia Children’s Care Network, LLC Board of Managers; Darrell Griffith as Secretary of the MCV Associated Physicians Board of Directors; and James Siegel to the Aries Insurance Services, Limited Board of Directors. On a motion made and seconded, the appointments were approved.

IV. Closed Session

On motion made and seconded, and as authorized by Sections 2.2-3711(A) (23) of the Virginia Freedom of Information Act, the committee convened into closed session to discuss operational strategies where disclosure of such strategies would adversely affect the competitive position of the Authority including, Retreat Feedback and a Draft Dashboard Review.

V. Open Session

On a motion made and seconded the committee convened into open session.

VI. Resolution of Certification

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

The Governance 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 Governance Committee of the Board of Directors of the Virginia Commonwealth University Health System Authority.

VII. Roll Call Vote

	<u>Ayes</u>	<u>Nays</u>
The Honorable Lisa Hicks-Thomas, Chair	X	
Mr. Joel Bieber	X	
Dr. Alice Coombs	X	
Ms. Pamela El	Absent	

Dr. Lisa Ellis		X
Mr. Donald Gehring		X
The Honorable Ryan McDougle		Absent
Dr. Michael Rao		Absent

Vote:
Ayes 5
Nays 0

ABSENT DURING MEETING 2
ABSENT DURING VOTING 1

VIII. Motion to Accept

The Chair reported that no action was taken in Closed Session.

There being no further business the meeting was adjourned at 2:38 pm.