

**MINUTES OF A MEETING OF
THE VIRGINIA COMMONWEALTH UNIVERSITY
HEALTH SYSTEM AUTHORITY BOARD OF DIRECTORS
EXECUTIVE COMMITTEE
FEBRUARY 17, 2022**

Committee Members Present

Dr. Michael Rao, Chair
Mr. Clyde Clark
The Honorable Lisa Hicks-Thomas
Dr. Gopinath Jadhav
Dr. Arthur Kellermann
The Honorable Ryan McDougale
Dr. Michelle Whitehurst-Cook

Board Member Guests

Dr. Hem Bhardwaj
Dr. Alice Coombs
Dr. Lisa Ellis
Ms. May Fox
Mr. Donald Gehring
Ms. Fay Manolios
Dr. Bruce Mathern

Committee Members Attending Virtually

Mr. Tim McDermott

Staff Present

Ms. Karah Gunther
Ms. Karen Helderman
Mr. Grant Heston
Mr. Marcos Irigaray
Ms. Pamela Lepley
Ms. Elizabeth Martin
Dr. Silvia Munoz-Price
Mr. Michael Roussos
Ms. Anne Scher, Esq.

Mr. James Siegel
Ms. Mary Tacconi
Dr. Thomas Yackel

Others Present

Mr. Zeb Elliott
Mr. Taron James
Mr. Vladimir Lavrentyev
Mr. Brett McMillan

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 Executive Committee of the VCU Health System ("VCUHS") Board of Directors was held via Zoom and livestreamed. Due to personal matters Mr. Tim McDermott was approved to attend the meeting virtually. Mr. McDermott participated from a different location in Richmond, VA. Dr. Rao called the meeting to order at 9:04 a.m.

Dr. Rao began his Report of the President by speaking about the recent historical \$104M donation from Dr. Todd Stravitz and his family's foundation to

VCU. He described Dr. Stravitz as a great, generous, passionate person, and stated that the Stravitz-Sanyal Institute for Liver Disease and Metabolic Health at VCU is going to be amazing. He continued that the liver is the key to human health and Stravitz-Sanyal Institute will be an opportunity to take treating liver disease to the next level. Dr. Rao then thanked Dr. Kellermann for his support and noted Dr. Peter Buckley played a key role in securing the donation prior to his departure. He then thanked Dr. Chelmow and Dr. Sime for their continued leadership. Dr. Rao noted that the Stravitz-Sanyal Institute for Liver Disease and Metabolic Health will have significant clinical and research implications for VCUHS. Dr. Rao then spoke about the VCUHS mission and focus on tertiary-quaternary care as well as the goal of getting to top decile performance for safety, quality, access and affordability. He noted Dr. Kellermann and others will speak about the journey later in the meeting. He continued the needs of the students and patients must come first and are part of VCU's mission.

Next, Dr. Kellermann began his CEO report. He highlighted the current COVID-19 information and noted that the highest peak of inpatients was 142, the highest in the Richmond area. He answered questions about the types of patients that continue to be admitted who are mostly unvaccinated, have multiple comorbidities and/or lower income. Dr. Kellermann stated that in the midst of the Omicron wave, multiple other initiatives went forward as planned, including launching Epic, the new electronic medical record, opening of both the Adult Outpatient Pavilion and Short Pump Ambulatory Surgery Center. He praised the extraordinary efforts of the team over the last two years and noted new members of the leadership team, VCUHS Chief Quality, Safety Officer Dr. Silvia Munoz-Price, VCU Medical Center President, Michael Roussos, and Interim Dean of the

VCU School of Medicine, Dr. David Chelmon. Dr. Kellermann also spoke about Vice President of Revenue Cycle, Brett McMillian and the Chief Real Estate Officer, Brian Jenkins.

Dr. Rao then asked for public comment, of which there was none.

Motion into Closed Session

On a motion made and seconded, and as authorized by Section 2.2-3711(A) (8) and (23) of the Virginia Freedom of Information Act (the “Act”), including matters within Sections 8.01-581.16 and 17 of the *Code of Virginia*, the committee convened into closed session to discuss: (i) safety and quality matters, including Chief Quality Safety Officer Three Month Plan, Medical Staff Membership and Privileges, and Amended VCU Medical Center Medical Staff Bylaws; (ii) operational strategies where the disclosure of such strategies would adversely impact the competitive position of the Authority, including: Strategic Analysis of FY 2022 Financials for the Six Months Ending December 31, 2021 and Epic Revenue Cycle Update; and (iii) personnel matters including the Report of the President and Chair and the Report of the Chief Executive Officer.

Roll Call Vote:

	<u>Ayes</u>	<u>Nays</u>
Dr. Michael Rao, Chair	X	
Mr. Clyde Clark	X	
The Honorable Lisa Hicks-Thomas	X	
Dr. Gopinath Jadhav	X	
Dr. Arthur Kellermann	X	
Mr. Timothy McDermott	X	
The Honorable Ryan McDougale	X	
Mr. Keith Parker	X	
Dr. Michelle Whitehurst-Cook	X	

Vote:

Ayes 9
Nays 0

ABSENT DURING MEETING: 0

ABSENT DURING VOTING: 0

II. Motion into Open

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

III. <u>Roll Call Vote:</u>	<u>Ayes</u>	<u>Nays</u>
Dr. Michael Rao, Chair	X	
Mr. Clyde Clark	X	
The Honorable Lisa Hicks-Thomas	X	
Dr. Gopinath Jadhav	X	
Dr. Arthur Kellermann	X	
Mr. Timothy McDermott	X	
The Honorable Ryan McDougale	Absent	
Mr. Keith Parker	X	
Dr. Michelle Whitehurst-Cook	X	

Vote:

Ayes 8
Nays 0

ABSENT DURING MEETING: 0

ABSENT DURING VOTING: 1

IV. Resolution of Certification

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

The Executive 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 that are lawfully exempt from the open meeting requirements under 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 the motion convening the closed session were heard, discussed or considered.

V. <u>Roll Call Vote:</u>	<u>Ayes</u>	<u>Nays</u>
Dr. Michael Rao, Chair	X	
Mr. Clyde Clark	X	
The Honorable Lisa Hicks-Thomas	X	
Dr. Gopinath Jadhav	X	
Dr. Arthur Kellermann	X	
Mr. Timothy McDermott	X	
The Honorable Ryan McDougale	Absent	

Mr. Keith Parker	X
Dr. Michelle Whitehurst-Cook	X

Vote:

Ayes	8
Nays	0

ABSENT DURING MEETING: 0
 ABSENT DURING VOTING: 1

VI. Motion to Accept

On a motion made and seconded, the committee accepted the Report of the President and Chair, Report of the Chief Executive Officer, and approved the following, as presented, Medical Staff Membership and Privileges and the Amended VCU Medical Center Medical Staff Bylaws.

<u>VII. Roll Call Vote:</u>	<u>Ayes</u>	<u>Nays</u>
Dr. Michael Rao, Chair	X	
Mr. Clyde Clark	X	
The Honorable Lisa Hicks-Thomas	X	
Dr. Gopinath Jadhav	X	
Dr. Arthur Kellermann	X	
Mr. Timothy McDermott	X	
The Honorable Ryan McDougle	Absent	
Mr. Keith Parker	X	
Dr. Michelle Whitehurst-Cook	X	

Vote:

Ayes	8
Nays	0

ABSENT DURING MEETING: 0
 ABSENT DURING VOTING: 1

There being no further business, the meeting was adjourned at 10:48 a.m.