

BOARD OF VISITORS MEETING
Waitzer Hall, Room 100
June 20, 2023 at 1:00pm

BOARD MEMBERS PRESENT

Bruce D. Waldholtz, MD, Rector
Betty B. Bibbins, MD, Secretary
Rear Adm. Robert J. Bianchi, Treasurer
G. Robert Aston
George A. Faatz
Sharon S. Goodwyn, Esq.
Hon. S. Chris Jones
W. Ashton Lewis, Sr.
T. Richard Litton, Jr., Esq.
Keith H. Newby, Sr., MD
Blythe A. Scott, Esq.
Preston D. White

BOARD MEMBERS ABSENT

Hon. Daun Hester, Vice Rector
Lisa S. Chandler
G. Rusty Friddell, III, Esq.
Conrad M. Hall
Naved A. Jafri, MD

OFFICERS AND STAFF PRESENT

Alfred Abuhamad, MD
C. Donald Combs, PhD
Frank Counselman, MD
Brant Cox
Victoria Dean
Doug Gardner
Mekbib Gameda, EdD
Helen Heselius
Joel Hilton
Brian T. Mansfield
Connie McKenzie
Tracy Morton
Stacy Purcell, JD
Vincent Rhodes, PhD
Matthew Schenk

President and Provost
Vice President, School of Health Professions
Vice Dean, Graduate Medical Education
V.P. and Chief Operating Officer
Executive Director, Finance
News Director, Marketing and Communications
Vice President, Diversity
Vice President of Administration and Finance
Media Technology Specialist
Budget Director
Senior Associate Vice President, Development/Alumni Relations
Recording Secretary, EVMS Board of Visitors
Vice President and General Counsel
Assistant Vice President of Marketing and Communications
Associate Vice President, Human Resources

CALL TO ORDER

Dr. Bruce Waldholtz, Rector, called the meeting to order at 1:00pm after noting a quorum was present.

In a lunch presentation prior to the Board meeting, Dr. Frank Counselman, Vice Dean for Graduate Medical Education, provided an overview of Graduate Medical Education noting the number of Training Programs, Residency Programs and Fellowships at EVMS. He discussed the accreditation status, provided a summary of the National Residency Matching Program and reviewed results of the ACGME Resident/Fellow Survey.

APPROVAL OF MINUTES

Upon a motion made and seconded, the minutes of March 21, 2023, were approved as distributed.

REPORT OF THE PRESIDENT AND PROVOST

Dr. Alfred Abuhamad, President and Provost, provided recommendations for appointments and promotions at the Assistant Professor and Instructor level, and presented them to the Board for action.

RESOLVED, that upon a motion duly made and seconded, the Board unanimously approved the recommendations for faculty appointments and promotions, at the level of Assistant Professor and Instructor.

Dr. Abuhamad recommended Dr. Marybeth Hughes to be named the Margaret Moore Hall Chair in Surgical Oncology.

RESOLVED, that upon a motion duly made and seconded, the Board unanimously approved the recommendation of Dr. Marybeth Hughes to be named the Margaret Moore Hall Chair in Surgical Oncology.

Dr. Abuhamad spoke with the Board regarding the Commonwealth of Virginia Deficit Provision Acknowledgement which was distributed with the Board meeting materials to each Board member. Section 4-3.01 of the 2016 Appropriation Act prohibits agencies from obligating or expending general fund amounts in excess of appropriations or obligating or expending at a rate that would result in expenditures in excess of non-general fund revenue collections and appropriations, without prior approval by the Governor. This form must be signed by the President and provided to the Board annually.

Dr. Abuhamad reviewed information provided to the Board in advance regarding the Termination of Cash Balance Pension Plan and brought it to the Board for approval.

RESOLVED, that upon a motion duly made and seconded, the Board unanimously approved to terminate the Cash Balance Pension Plan as presented.

COMMITTEE REPORTS

FINANCE COMMITTEE

Rear Admiral Robert Bianchi, Chair, reported on the Finance Committee meeting held this morning. The April financial results were reviewed and they were consistent with previous months, noting the net proceeds from the sale of Smith-Rogers Hall, as well as a portion from the Sentara Affiliation Agreement, were included in this month. The core net excess is currently \$670,000 which is mostly due to salary and fringe savings from vacant positions. Departmental reserves have a net excess of \$10.9 million and this is mostly due to transfers from EVMS reserves for a startup package for the

OB/GYN Chair. The clinical enterprise operating margin is \$10.3 million which is \$3.2 million less than budgeted. All bond covenants were met.

Ms. Helen Heselius presented highlights of the EVMS FY24 proposed operating budget. The budget is projected to be \$308 million which is an increase of \$15 million. Ms. Heselius noted a budget revision will be presented if integration with Old Dominion University occurs mid-year. The highlights of this year's budget included unrestricted funds from the Sentara Affiliation Agreement, a continued 5% Departmental budget reduction and a net operating support from EVMS Reserves of \$5 million. A Municipal Subsidies increase of \$165,000 was discussed, along with an increase in auxiliary enterprises income and a decrease in clinical support. A copy of the proposed budget package was distributed to Board members for review prior to today's meeting.

Rear Admiral Bianchi requested approval for the FY24 Operating Budget.

RESOLVED, that upon recommendation of the Finance Committee, the Board unanimously approved the FY2024 Operating Budget as presented.

ACADEMIC AND STUDENT AFFAIRS COMMITTEE

Dr. Bruce Waldholtz, Acting Chair, reported on the action items passed by the Academic and Student Affairs Committee meeting held this morning, June 20, 2023.

Dr. Waldholtz presented the following recommended faculty actions for approval by the Board.

Appointments:

FULL-TIME NON-SALARIED

Department of Pediatrics, Division of Gastroenterology
Michael V. Mendoza, MD - Associate Professor, effective December 1, 2022

Department of Pediatrics, Division of Hospital Medicine
Joanne C. Mendoza, MD - Associate Professor, effective December 1, 2022

Department of Pediatrics, Division of Hospital Medicine
Benjamin E. Nelson, MD - Associate Professor, effective June 20, 2023

PART-TIME NON-SALARIED

Department of Pediatrics, Division of Adolescent and Child Psychiatry
Elise M. Fallucco, MD - Professor, effective November 1, 2022

COMMUNITY

Department of Internal Medicine, Division of Cardiology
Ashesh N. Buch, MBChB, MD(res), FRCP - Associate Professor, effective June 20, 2023

Department of Pathology and Anatomy
Amy M. Tharp, MD - Associate Professor, effective June 20, 2023

Department of Surgery, Division of Plastic and Reconstructive Surgery
Howard Levinson, MD - Professor, effective April 1, 2023

PROMOTIONS

FULL-TIME SALARIED

Department of Family and Community Medicine
Cynthia C. Romero, MD - from Associate Professor to Professor, effective July 1, 2023

Department of Internal Medicine, Division of Infectious Diseases
Catherine J. F. Derber, MD - from Associate Professor to Professor, effective July 1, 2023

Department of Internal Medicine, Division of Pulmonary and Critical Care
Joshua M. Sill, MD - from Associate Professor to Professor, effective July 1, 2023

Department of Microbiology and Molecular Cell Biology
Rajasekaran Koteeswaran, MD, MBBS, MAcadMEd - from Associate Professor to Professor, effective July 1, 2023

Department of Otolaryngology-Head and Neck Surgery, Division of Head & Neck Oncology
Matthew J. Bak, MD - from Assistant Professor to Associate Professor, effective July 1, 2023

Department of Psychiatry and Behavioral Sciences
Brynn E. Sheehan, PhD - from Assistant Professor to Associate Professor, effective July 1, 2023

School of Health Professions, Doctor of Health Sciences Program
Gregory T. Scott, PhD, MHA - from Assistant Professor to Associate Professor, effective July 1, 2023

School of Health Professions, Graduate Art Therapy and Counseling Program
Mary R. Roberts, PhD, LPC-ACS, ATR-BC, ATCS - from Associate Professor to Professor, effective July 1, 2023

School of Health Professions, Graduate Art Therapy and Counseling Program
Eileen K. Douglas, PhD - from Assistant Professor to Associate Professor, effective July 1, 2023

School of Health Professions, Master of Health Administration Program
Glenn A. Yap, PhD - from Assistant Professor to Associate Professor, effective July 1, 2023

FULL-TIME NON-SALARIED

Department of Pediatrics, Division of Allergy and Immunology
Kelly M. Maples, MD - from Associate Professor to Professor, effective June 20, 2023

RESOLVED, that upon a motion duly made and seconded, and the recommendation of the Academic and Student Affairs Committee, the Board of Visitors unanimously approved the faculty actions as presented.

Dr. Waldholtz requested approval from the Board for the Student Emergency Procedures Policy.

RESOLVED, that, upon a motion duly made and seconded, the Board of Visitors voted to approve the Student Emergency Procedure Policy as presented.

Dr. Waldholtz reviewed a new specialized pilot program under discussion at today's meeting which would allow two students per year to fast track medical school, graduate in three years and move directly into emergency medicine. Dr. Waldholtz requested approval from the Board for this program.

RESOLVED, that, upon a motion duly made and seconded, the Board of Visitors voted to approve the pilot program for emergency medicine as presented.

AUDIT AND COMPLIANCE COMMITTEE

Ms. Blythe Scott, Chair, reported on today's meeting noting KPMG and our internal auditors provided an update to the Committee. Ms. Scott requested approval for the following policies: Separation Policy, Web Governance Policy and Interactions with Industry Policy.

RESOLVED, that, upon a motion duly made and seconded, the Board of Visitors voted to approve the Separation Policy, Web Governance Policy and Interactions with Industry Policy as presented.

GOVERNANCE COMMITTEE

Ms. Blythe Scott, Acting Chair, reported on the Governance Committee held this morning. An annual assessment survey is required of the Board and can be found in Diligent Boardbooks. Assessment results will be shared at a future meeting. Ms. Scott presented the Slate of Officers for FY2024 to the Board for discussion and approval.

RESOLVED, that, upon a motion duly made and seconded, and the recommendation of the Governance Committee, the Board of Visitors unanimously approved the slate of officers as presented.

REPORT OF THE RECTOR

Dr. Bruce Waldholtz provided research updates to the Board between EVMS and the American Cancer Society, and a new public service campaign with local Mayors titled Mayors Against Cancer. EVMS will be hosting a 50th Anniversary celebration dinner on Friday, October 20, 2023, and all are encouraged to attend.

Dr. Waldholtz recommended the approval of resolutions for Mr. T. Richard Litton and Ms. Sharon Goodwyn for their service on the EVMS Board of Visitors.

RESOLVED, that up on recommendation of the Rector, the Board unanimously approved the presentation of resolutions to Mr. T. Richard Litton and Ms. Sharon Goodwyn for their service on the EVMS Board of Visitors.

NEW BUSINESS

The Rector announced it would be necessary to hold a closed session as permitted under the Code of Virginia section 2.2-3712(A) to discuss proprietary, business-related information pertaining to the operations and finances of EVMS as permitted by the Code of Virginia §2.2-3711(A) (22).

Accordingly, upon a motion made and seconded, the Board voted unanimously to adjourn the open session and convene the closed session.

ADJOURNMENT

There being no further business the meeting adjourned at 1:39pm.

Tracy Morton, Recording Secretary
EVMS Board of Visitors

**BOARD OF VISITORS MEETING
CLOSED SESSION
Waitzer Hall, Room 100
June 20, 2023**

BOARD MEMBERS PRESENT

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Rear Adm. Robert J. Bianchi, Treasurer
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Preston D. White

BOARD MEMBERS ABSENT

Hon. Daun Hester, Vice Rector
Lisa S. Chandler
G. Rusty Friddell, III, Esq.
Conrad M. Hall
Naved A. Jafri, MD

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Assistant Vice President of Marketing and Communications
Associate Vice President, Human Resources

Dr. Bruce Waldholtz, Rector, opened this closed session at 1:40pm. The closed session was convened in order for the Board to discuss proprietary, business-related information pertaining to the operations of and finances of Eastern Virginia Medical School, as permitted by the Code of Virginia 2.2-3711(A) (22).

The closed session adjourned at 2:48pm.

Respectfully Submitted:
Tracy Morton, Recording Secretary
EVMS Board of Visitors

**BOARD OF VISITORS MEETING
RETURN TO OPEN SESSION
Waitzer Hall, Room 100
June 20, 2023**

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Rear Adm. Robert J. Bianchi, Treasurer

OFFICERS AND STAFF PRESENT

Alfred Abuhamad, MD	President and Provost
C. Donald Combs, PhD	Vice President, School of Health Professions
Brant Cox	V.P. and Chief Operating Officer
Helen Heselius	Vice President of Administration and Finance
Tracy Morton	Recording Secretary, EVMS Board of Visitors
Stacy Purcell, JD	Vice President and General Counsel
Vincent Rhodes, PhD	Assistant Vice President of Marketing and Communications
Matthew Schenk	Associate Vice President, Human Resources

Dr. Bruce Waldholtz, Rector, opened the return to regular session at 2:48pm.

Upon a motion duly made and seconded, the Board certified by roll call vote that to the best of their knowledge, only such matters as were identified in the motion convening the closed session were heard, discussed and considered by the Board.

Dr. Waldholtz asked for a motion to approve EVMS management to assess and implement the following transition benefits to EVMS employees, conditioned upon and subject to the final terms of the integration with ODU, the provision of paid short term and long term disability insurance for the first year of integration, additional one time legacy annual leave, and partial payment of sick leave balances in accordance with the terms and conditions discussed.

RESOLVED, that upon a motion duly made and seconded, the Board of Visitors approved the motion as presented.

There being no further business to discuss, the meeting adjourned at 2:51pm.

Respectfully Submitted:
Tracy Morton, Recording Secretary
EVMS Board of Visitors