

**GOVERNANCE COMMITTEE MEETING  
ELECTRONIC MEETING VIA ZOOM  
VIDEOCONFERENCING PLATFORM  
December 15, 2020**

*Meeting held by electronic communication means in accordance with Va. Code § 2.2-3708.2, Chapter 1283 of the 2020 Acts of the Virginia General Assembly, and Governor Northam's Executive Order 51 dated March 12, 2020.*

**Participated via Zoom:**

Sarah Bishop, Chair  
Theresa Emory, MD, Rector  
Marcus Martin, MD, Vice Rector  
Rear Admiral Robert Bianchi, Treasurer  
Alan Wagner, MD  
Bruce Waldholtz, MD

**Participated in Person - Burroughs Boardroom, EVMS**

Richard Homan, MD, President and Provost  
Stacy Purcell, General Counsel  
Tracy Morton, Assistant Secretary, EVMS Board of Visitors

**CALL TO ORDER**

Ms. Bishop called the electronic meeting to order at approximately 9:03AM. A quorum was reached for today's meeting. This meeting is being held in open and closed session, it is live-streamed and recorded. All votes taken today will be performed by roll call vote.

**APPROVAL OF MINUTES**

Upon a motion made and seconded, the minutes of the Governance Committee Meeting on September 15, 2020, were approved as distributed by roll call vote from the following committee members: Ms. Sarah Bishop, Dr. Theresa Emory, Dr. Marcus Martin, Rear Admiral Robert Bianchi, Dr. Alan Wagner, Dr. Bruce Waldholtz.

**CLOSED SESSION**

Ms. Bishop requested a motion to go into closed session as permitted under Code of Virginia 2.2-3711 (A) (22). Accordingly, upon a motion made and seconded, the Committee voted unanimously to adjourn the open session and convene the closed session. All approvals were obtained by roll call vote from the following committee members: Ms. Sarah Bishop, Dr. Theresa Emory, Dr. Marcus Martin, Rear Admiral Robert Bianchi, Dr. Alan Wagner, Dr. Bruce Waldholtz.

***Closed session began at 9:07AM***

**RETURN TO OPEN SESSION**

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 Governance Committee. The roll call vote was unanimous and from Ms. Sarah Bishop, Dr. Theresa Emory, Dr. Marcus Martin, Rear Admiral Robert Bianchi, Dr. Alan Wagner, Dr. Bruce Waldholtz.

***Return to Open session 9:49AM***

**RETREAT**

Ms. Bishop reported to the Committee that there is interest in having a retreat possibly in late spring or early summer. The Committee feels it is very important to have a retreat and Management will review options for meeting safely during this time.

**ADJOURNMENT**

There being no further business, the meeting adjourned at 9:57AM.

*Tracy Morton*

Tracy Morton  
Assistant Secretary  
EVMS Board of Visitors