



**BOARD OF VISITORS MEETING
WAITZER HALL, ROOM 100
June 21, 2022 at 1:00pm**

BOARD MEMBERS PRESENT

Dr. Bruce D. Waldholtz, Rector
Rear Adm. Robert J. Bianchi
Dr. Betty B. Bibbins
Sarah M. Bishop
Lisa S. Chandler
Paul D. Fraim, Esq.
Sharon S. Goodwyn, Esq.
Chester M. Hart, Jr.
Hon. Daun Hester
Dr. Naved A. Jafri
W. Ashton Lewis, Sr.
T. Richard Litton, Jr., Esq.
Dr. Keith H. Newby, Sr.
Blythe A. Scott, Esq.

BOARD MEMBERS ABSENT

Rusty Friddell, III, Esq.
Conrad M. Hall
Phillip H. Hucles, Esq.

OFFICERS AND STAFF PRESENT

Dr. Alfred Abuhamad, MD
Brant M. Cox
Tracy Morton
Stacy Purcell
Vincent Rhodes
Helen Heselius
C. Donald Combs, PhD
Tammy Chrisman
Doug Gardner
Mekbib Gameda
Brian Mansfield
Connie McKenzie
Elza Mylona, PhD
Dr. Joshua Sill
Matthew Schenk
Josephine Wiley
Joel Hilton
Clarence Johnson

Interim President and Provost
V.P. and Chief Operating Officer, Interim CEO EVMS MG
Assistant Secretary, EVMS Board of Visitors
Vice President and General Counsel
Assistant Vice President of Marketing and Communications
Vice President of Administration and Finance
Vice President, School of Health Professions
Associate Vice President of Finance
News Director, Marketing and Communications
Vice President, Diversity and Inclusion
Budget Director
Senior Associate Vice President, Development/Alumni Relations
Vice Provost, Faculty Affairs and Institutional Effectiveness
Assistant Vice Dean, Clinical Affairs
Associate Vice President, Human Resources
Associate Vice President, Compliance and Legal Affairs
Media Technology Specialist
Medial Technology Specialist

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VISITORS

Melissa Anderson, Chartis Group
Mark Salierno, Chartis Group
Matthew Sangphet, Chartis Group
Chris Regan, Chartis Group – *virtual*

CALL TO ORDER

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

APPROVAL OF MINUTES

Upon a motion made and seconded, the minutes of the regular meeting of March 15, 2022, and Special Meeting of May 17, 2022, were approved as distributed.

REPORT OF THE PRESIDENT AND PROVOST

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

Dr. Abuhamad presented a recommendation for the following: The Chidester Endowed Chair of Emergency Medicine be presented to Dr. Barry J. Knapp, the EVMS Foundation Distinguished Professorship in Emergency Medicine be presented to Dr. Donald Byars II, the Aaron Vinik, MD, PhD Professorship in Endocrinology & Diabetes be presented to Dr. David C. Lieb, and the Kay W. Abiouness Distinguished Professorship in Pediatric and Adolescent Psychiatry be presented to Dr. Mary Margaret Gleason.

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.

RESOLVED, that upon a motion duly made and seconded, the Board unanimously approved the recommendations for The Chidester Endowed Chair of Emergency Medicine be presented to Dr. Barry J. Knapp, the EVMS Foundation Distinguished Professorship in Emergency Medicine be presented to Dr. Donald Byars II, the Aaron Vinik, MD, PhD Professorship in Endocrinology & Diabetes be presented to Dr. David C. Lieb, the Kay W. Abiouness Distinguished Professorship in Pediatric and Adolescent Psychiatry be presented to Dr. Mary Margaret Gleason.

Dr. Abuhamad presented the EVMS Medical Group Bylaws. Requested revisions were discussed with the Board, and a redlined copy of changes were reviewed, prior to a request for approval.

RESOLVED, that upon a motion duly made and seconded, the Board unanimously approved changes to the EVMS Medical Group Bylaws as presented.

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COMMITTEE REPORTS

ACADEMIC AND STUDENT AFFAIRS COMMITTEE

Dr. Naved Jafri, Chair, reported on the Academic and Student Affairs Committee meeting held this morning, June 21, 2022, noting minutes from the previous meeting held on March 15, 2022, were approved.

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

PROMOTIONS

FULL-TIME SALARIED

Department of Obstetrics and Gynecology, Division of General Obstetrics and Gynecology
Thomas D. Kimble, MD - from Assistant Professor to Associate Professor, effective July 1, 2022

Department of Obstetrics and Gynecology, Division of Maternal-Fetal Medicine
Elena S. Sinkovskaya, MD, PhD - from Associate Professor to Professor, effective July 1, 2022

Department of Otolaryngology-Head and Neck Surgery, Division of Head and Neck Cancer
Jonathan R. Mark, MD - from Assistant Professor to Associate Professor, effective July 1, 2022

Department of Pathology and Anatomy
Laurie L. Wellman, PhD - from Associate Professor to Professor, effective July 1, 2022

Department of Psychiatry and Behavioral Sciences
Shriti B. Patel, MD - from Assistant Professor to Associate Professor, effective July 1, 2022

Department of Surgery, Division of Surgical Oncology
Marybeth S. Hughes, MD - from Associate Professor to Professor, effective July 1, 2022

FULL-TIME NON-SALARIED

Department of Emergency Medicine
Carol F. McCammon, MD - from Assistant Professor to Associate Professor, effective June 21, 2022

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. Jafri asked for approval for the Student Affairs Drug and Alcohol Screening Policy.

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 Student Affairs Drug and Alcohol Screening Policy as presented.

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Dr. Jafri provided updates to the Board from today's Academic and Student Affairs committee meeting. Dr. Flenner presented an update on the final Match results which saw 100% of EVMS Students who were looking for positions were able to obtain one. One item of concern was debt of students at the time of graduation. It has risen over the years and is an area of concern that they will monitor going forward.

FINANCE COMMITTEE

Rear Admiral Robert Bianchi, Chair, reported on the Finance Committee meeting held this morning. Minutes from the past two meetings held March 15, 2022 and May 17, 2022, were approved. The final budget was reviewed at today's meeting which will be presented to the Board today for approval. Current financial position was given as follows: at the end of April our net excess is \$12.7 million dollars, the core net of \$1.6 million is mostly due to positive variances in salary and fringe savings from vacant positions. Some positions are funded by the EVMS Reserve but because they are vacant, we did not have to transfer dollars. There was some general funding that was budgeted from EVMS reserves from operations that was needed due to the salary savings that were approved. Interest income is also less than budget due to the unrealized losses from market volatility. Department Reserves net excess is \$6.7 million is mostly due to timing of receipts in advance of spending and includes affiliation support, NASA funding, student fees, resident education support and internal transfers for startup funding, the Hague Club Apartment reserve funds, research, professional development funds and the capital campaign. EVMS Reserves net deficit of \$600,000 is related to the timing of projects. However, it is important to note that individual projects are not allowed to spend over their total budget. Property, plant and equipment has a net excess of \$4.6 million mostly due to support from the Foundation for the Waitzer Hall building and depreciation being less than budget and importantly all bond covenants were met. Our Core next excess is expected to be \$2.65 million at the end of our fiscal year on June 30, and the plan is for management to transfer any amounts over \$450,000 to EVMS reserves at year end to be available for the President to use in future.

Rear Admiral Bianchi reported the Finance Committee met on May 17, 2022, and then again this morning to review the budget package. It was approved by the Finance Committee in today's meeting. He noted it is a lean budget but realistic in light of the \$17 million uncertainty moving forward, and it also takes into account the labor market conditions.

Ms. Helen Heselius presented highlights of the EVMS FY23 proposed operating budget. The budget is projected to be \$289 million. She noted the diversity that EVMS has in our revenues with the clinical enterprise being the largest percentage of revenue. The highlights of this year's budget included additional State funding, merit increases and a break-even core budget. Some programs will see a small tuition increase. Ms. Heselius reviewed GME, clinical enterprises, sponsored research and current department and EVMS reserves. A copy of the proposed budget package was distributed to Board members a few days prior to the meeting for review.

RESOLVED, that upon recommendation of the Finance Committee, the Board unanimously approved the FY2023 Operating Budget as presented.

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AUDIT & COMPLIANCE COMMITTEE

Ms. Blythe Scott, Chair, reported on the Audit and Compliance meeting held this morning, June 21 2022. Minutes were approved from the previous meeting held on March 15, 2022. A very positive compliance report was received, as well as our internal and external audit.

The Audit and Compliance Committee reviewed and approved the Paid Leave Policy and the Human Anatomy Lab Policy. Ms. Scott presented the policies to the Board for final approval.

RESOLVED, that upon recommendation of the Audit and Compliance Committee, the Board unanimously voted to approve the policies as presented.

LEGISLATIVE PRIORITIES COMMITTEE

Ms. Blythe Scott, Chair, reported on the Legislative Priorities Committee meeting held this morning, June 21, 2022. Minutes were approved from the previous meeting held on March 15, 2022. Ms. Scott thanked everyone working behind the scenes on behalf of EVMS.

Dr. Abuhamad provided an update to the Board on current meetings with legislators to inform them about the progress between EVMS and ODU.

GOVERNANCE COMMITTEE

Ms. Sarah Bishop, Chair, presented the Slate of Officers for FY2022 to the Board for discussion and approval.

RESOLVED, that upon recommendation of the Governance Committee, the Board unanimously approved the slate of officers as presented.

An annual assessment is required of the Board and will be sent out soon. Ms. Bishop encouraged Board members to complete the survey as soon as possible.

REPORT OF THE RECTOR

Dr. Waldholtz recommended the approval of a resolution for Mr. Chet Hart for his service on the EVMS Board of Visitors.

RESOLVED, that up on recommendation of the Rector, the Board unanimously approved the presentation of resolution to Mr. Chet Hart for his service on the EVMS Board of Visitors.

Dr. Waldholtz addressed the Board, noting changes over the past year and our newly appointed members. He noted the open discussions with Sentara and ODU, and growth that we have seen over the past year. He thanked Senior Management for excellent service to the school and Board members for their guidance and support.

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NEW BUSINESS

There was no new business.

The Rector announced it would be necessary to hold a closed session as permitted under Code of Virginia, Section 2.2-3712 (A) to discuss specific proprietary, business-related information pertaining to the operations and finances of EVMS and personnel matters as permitted by the Code of Virginia 2.2-3711 (a) (1) and (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 1:45pm.

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



**BOARD OF VISITORS
CLOSED SESSION
Waitzer Hall, Room 100
June 21, 2022**

BOARD MEMBERS PRESENT

Dr. Bruce D. Waldholtz, Rector
Rear Adm. Robert J. Bianchi
Dr. Betty B. Bibbins
Sarah M. Bishop
Lisa S. Chandler
Paul D. Fraim, Esq.
Sharon S. Goodwyn, Esq.
Chester M. Hart, Jr.
Hon. Daun Hester
Dr. Naved A. Jafri
W. Ashton Lewis, Sr.
T. Richard Litton, Jr., Esq.
Dr. Keith H. Newby, Sr.
Blythe A. Scott, Esq.

BOARD MEMBERS ABSENT

Rusty Friddell, III, Esq.
Conrad M. Hall
Phillip H. Hucles, Esq.

OFFICERS AND STAFF PRESENT

Stacy Purcell

Vice President and General Counsel

VISITORS

Guy Collier - *virtual*

Dr. Bruce Waldholtz, Rector, opened this closed session at 1:57pm. The closed session was convened in order for the Board to discuss specific proprietary, business-related information pertaining to the operations and finances of EVMS, as permitted by the Code of Virginia Section 2.2-3711(A) (1) and (A) (22).

The closed session adjourned at 3:44pm.

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



**BOARD OF VISITORS
RETURN TO REGULAR SESSION
Waitzer Hall, Room 100
June 21, 2022**

BOARD MEMBERS PRESENT

Dr. Bruce D. Waldholtz, Rector
Rear Adm. Robert J. Bianchi
Dr. Betty B. Bibbins
Sarah M. Bishop
Lisa S. Chandler
Paul D. Fraim, Esq.
Sharon S. Goodwyn, Esq.
Hon. Daun Hester
Dr. Naved A. Jafri
W. Ashton Lewis, Sr.
T. Richard Litton, Jr., Esq.
Blythe A. Scott, Esq.

BOARD MEMBERS ABSENT

Rusty Friddell, III, Esq.
Conrad M. Hall
Chester M. Hart, Jr.
Phillip H. Hucles, Esq.
Dr. Keith H. Newby, Sr.

OFFICERS AND STAFF PRESENT

Tracy Morton	Assistant Secretary, EVMS Board of Visitors
Stacy Purcell	Vice President and General Counsel
Joel Hilton	Media Technology Specialist

VISITORS

Guy Collier - *virtual*

Dr. Bruce Waldholtz, Rector, opened this return to regular session at 3:45pm.

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 executive session were heard, discussed and considered by the Board.

Dr. Waldholtz requested a motion that the Board of Visitors hereby approves the appointment of Alfred Abuhamad as the President, Provost and Dean of the School of Medicine of EVMS, effective immediately, according to the terms and conditions discussed. The Rector is directed to have the appropriate documentation prepared and executed with no further action required of the Board.

RESOLVED, that upon a motion duly made and seconded, the Board voted to approve the appointment of Alfred Abuhamad, MD, as the President, Provost and Dean of the School of Medicine at EVMS, effective immediately, according to the terms and conditions discussed.



Dr. Waldholtz requested a motion that, to address the health and health disparities of our region, strengthen medical and health professional academic programs, expand health research, advance clinical care, and provide the needed healthcare workforce for the Commonwealth, the Board of Visitors hereby approves the continued exploration and planning to establish an academic health sciences center and to integrate with Old Dominion University pending ongoing collaboration and further evaluation, and hereby authorizes the President of EVMS to negotiate and enter into a non-binding term sheet with ODU in accordance with the terms and conditions discussed.

RESOLVED, that upon a motion duly made and seconded, the Board voted to approve authorizing the President of EVMS to negotiate and enter into a non-binding term sheet with ODU in accordance with the terms and conditions discussed.

There being no further business to discuss, the meeting adjourned at 3:47pm.

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