

**GOVERNANCE COMMITTEE MEETING**  
**Waitzer Hall Boardroom**  
**March 19, 2024**

**Board Members Present**

Hon. Daun S. Hester, Chair  
Rear Admiral Robert Bianchi  
Conrad M. Hall  
Naved A. Jafri, MD  
Blythe A. Scott  
Bruce D. Waldholtz, MD

**Others Present**

Dr. Alfred Abuhamad, President, Provost and Dean  
Dr. Brian Hemphill, President, ODU  
Helen Heselius, Vice President of Administration and Finance  
Stacy Purcell, General Counsel  
Heidi Smith, Recording Secretary

**CALL TO ORDER**

Ms. Daun Hester, Chair, called the meeting to order at 10:35 am.

**APPROVAL OF MINUTES**

Upon a motion made and seconded, the Governance Committee Meeting minutes of December 5, 2023, were approved as distributed.

**BOARD TRANSITION DISCUSSION**

Ms. Stacy Purcell, General Counsel, presented on the changes to the structure of the Health Sciences Center Board, post-integration, which will include 15 appointed members and two ex-officio members (Dr. Abuhamad and Dr. Hemphill). The new Board will be constituted post-integration and all terms will begin on July 1. The length of the initial term will vary according to appointing body, in order to achieve a less disruptive, staggered roll-off in the future. After the first term, all terms will be four years.

There being no further business to discuss, the meeting adjourned at 10:54 am.

Respectfully Submitted,

Heidi Smith  
Recording Secretary