

**GOVERNANCE COMMITTEE MEETING  
ELECTRONIC MEETING VIA BLUEJEANS  
VIDEOCONFERENCING PLATFORM  
June 9, 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 Bluejeans:**

Sarah Bishop, Chair  
Mark Warden, Rector  
Theresa Emory, MD, Vice Rector  
Marcus Martin, MD  
Rear Admiral Robert Bianchi, Treasurer

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

Stacy Purcell, General Counsel  
Tracy Morton, Recording Secretary

**Absent:**

Paul D. Fraim

**CALL TO ORDER**

Ms. Bishop called the electronic meeting to order at approximately 9:00 am. A quorum was reached for today's meeting. Ms. Bishop informed the members the Committee is meeting by electronic means as permitted by a recent change to Virginia law that allows public bodies to hold electronic meetings to transact its business during a declared state of emergency that makes it impracticable and unsafe to assemble a quorum in a single location. This meeting is being held entirely in open session and 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 Meetings from March 10, 2020 and May 22, 2020, were approved as distributed by a unanimous roll call vote.

## **BOARD OFFICER NOMINATIONS**

In accordance with our bylaws, the Governance Committee is responsible for accepting nominations and presenting a slate of officers to the Board for a vote. Nominations were requested during the March 10, 2020 Board of Visitors meeting and the slate of officers listed below are willing to serve for the next fiscal year.

### **PROPOSED OFFICERS OF THE BOARD**

Rector	Theresa Emory, MD
Vice Rector	Marcus Martin, MD
Secretary	Sarah Bishop
Treasurer	Robert Bianchi, Rear Adm, SC USN (ret)
Assistant Secretary	Tracy Morton

Upon a motion made and seconded, and a unanimous roll call vote, the committee voted to recommend the above slate of officers and present them to the Board of Visitors to be voted on at the annual meeting on June 9, 2020.

## **BOARD REVIEW**

The standards promulgated by the Southern Association of Colleges and Schools Commission on Colleges (SACS) include requirements related to the governing board, including that the board defines and regularly evaluates its responsibilities and expectations. The Governance Committee is responsible for determining Board needs, identifying and cultivating member prospects, orienting new members, measuring Board effectiveness, and recognizing outstanding service. An electronic survey will be sent to all Board members to review the Board's annual performance.

The survey results and suggestions will be brought to the Governance Committee at the next meeting in September to determine actions items for the upcoming fiscal year.

## **ADJOURNMENT**

There being no further business, the meeting adjourned at 9:27 am.

Tracy Morton  
Recording Secretary