

**MINUTES OF THE MEETING OF  
THE VIRGINIA COMMONWEALTH UNIVERSITY  
HEALTH SYSTEM AUTHORITY BOARD OF DIRECTORS  
EVALUATION AND COMPENSATION COMMITTEE  
May 5, 2022**

**Committee Members**

Mr. Timothy McDermott, Chair  
The Honorable Lamont Bagby  
The Honorable Lisa Hicks-Thomas  
Ms. Fay Manolios (virtual)  
The Honorable Ryan McDougale  
Mr. Keith Parker (virtual)

**Staff**

Mr. Zeb Elliott  
Mr. Anne Scher, Esq.  
Ms. Mary Tacconi

**Other Guests**

Ms. Carolina Espinal

**I. Call to Order**

In accordance with Virginia Freedom of Information Act, Section 2.2-3708.2 “Meetings held through electronic means”, Subsection D., this meeting of the VCU Health System (“VCUHS”) Evaluation and Compensation Committee was held in person, electronically via Zoom and livestreamed. Mr. Tim McDermott called the meeting to order at 1:05 p.m.

**II. Closed Session**

On motion made and seconded, and as authorized by Section 2.2-3711(A) (1) of the Virginia Freedom of Information Act, the committee into closed session to discuss personnel matters, including a Presidential Compensation and Contract Review, by roll call vote.



Following closed session, on a motion made and seconded, the following resolution was approved by roll call vote:

The Evaluation and Compensation Committee of the Board of Directors of the Virginia Commonwealth University Health System Authority hereby certifies that, to the best of each member’s knowledge, (i) only public business matters lawfully exempted from open meeting requirements by Virginia law were discussed in the closed session meeting to which this certification resolution applies, and (ii) only such public business matters as were identified in this motion convening the closed session were heard, discussed or considered by the Evaluation and Compensation Committee of the Board of Directors of the Virginia Commonwealth University Health System Authority.

<b>VII. <u>Roll Call Vote</u></b>	<b><u>Ayes</u></b>	<b><u>Nays</u></b>
Mr. Timothy McDermott, Chair	X	
The Honorable Lamont Bagby	X	
The Honorable Lisa Hicks-Thomas	X	
Ms. Fay Manolios	X	
The Honorable Ryan McDougle	X	
Mr. Keith Parker	Absent	
Dr. Michael Rao	Absent	

**Vote:**

Ayes	5
Nays	0
ABSENT DURING MEETING	1
ABSENT DURING VOTING	2

**VIII. Motion to Accept**

On a motion made and seconded the committee approved and recommend the Board of Directors approve, an update to Presidential Contract and Compensation, as presented by roll call vote.

<b>IX. <u>Roll Call Vote</u></b>	<b><u>Ayes</u></b>	<b><u>Nays</u></b>
Mr. Timothy McDermott, Chair	X	
The Honorable Lamont Bagby	X	
The Honorable Lisa Hicks-Thomas	X	
Ms. Fay Manolios	X	

The Honorable Ryan McDougle	X
Mr. Keith Parker	Absent
Dr. Michael Rao	Absent

**Vote:**

Ayes	5
Nays	0

ABSENT DURING MEETING	1
ABSENT DURING VOTING	2

There being no further business the meeting was adjourned at 2:25 p.m.