

**OLD DOMINION UNIVERSITY
BOARD OF VISITORS
Special Meeting
Friday, October 27, 2023**

MINUTES

A special meeting of the Board of Visitors of Old Dominion University was held on Friday, October 27, 2023, at 3:30 p.m. The meeting was called by the Rector for the purpose of discussing the ODU/EVMS integration. Pursuant to Va. Code § 2.2-3708.3, the meeting was an all-virtual meeting and was held via Zoom.

Present from the Board:

- R. Bruce Bradley, Rector
- Susan Allen
- Robert S. Corn
- Jerri F. Dickseski
- Toykea S. Jones
- Kay A. Kemper
- E.G. Middleton, III
- Elza H. Mitchum
- Juan M. Montero II, MD
- Ross A. Mugler
- P. Murry Pitts
- D.R. Wyatt

Absent from the Board:

- Dennis M. Ellmer
- Larry R. Hill
- Andrew Hodge
- Brian K. Holland
- Maurice D. Slaughter

Also present:

- Brian O. Hemphill, President
- Alfred Abuhamad, MD
- Austin Agho
- David Burdige
- Michael Carhart
- Annie Gibson
- Etta Henry
- Brandi Hephner LaBanc
- Donna Meeks
- Chad Reed
- Nina Rodriguez Gonser
- Dennis Gregory
- Brian Payne
- September Sanderlin
- Ashley Schumaker
- Caleb Summer
- Allen Wilson

CALL TO ORDER

The meeting was called to order by the Rector at 3:30 p.m.

MOTION FOR CLOSED SESSION

The Rector recognized Ms. Dickeski, who read the following motion: “Mr. Rector, I move that this meeting be convened in closed session, as permitted by Virginia Code Section 2.2-3711(A), subsection (6) for the purposes of discussing the investment of public funds where competition or bargaining is involved, where, if made public initially, the financial interest of the University would be adversely affected. The motion was seconded by Mr. Pitts and approved by roll-call vote (*Allen, Bradley, Corn, Dickeski, Jones, Kemper, Mitchum, Montero, Mugler, Pitts, Wyatt*).

In addition to the Board members in attendance, President Hemphill asked Dr. Muhamad and members of the Cabinet to remain in closed session.

RECONVENE IN OPEN SESSION AND FOIA CERTIFICATION

At the conclusion of Closed Session, the Rector reconvened the meeting and the following Freedom of Information Act Certification was read: “Any person who believes that the Board discussed items, which were not specifically exempted by law or not included in the motion, must now state where they believe there was a departure from the law or a departure in the discussion of matters other than that stated in the motion convening the closed session. I shall now take a roll call vote of the Board. All those who agree that only lawfully exempted matters and specifically only the business matters stated in the motion convening the closed session were discussed in closed session say “aye.” All those who disagree say “nay.” The certification was approved by roll-call vote (*Allen, Bradley, Corn, Dickeski, Jones, Kemper, Middleton, Mitchum, Montero, Mugler, Pitts, Wyatt*).

RESOLUTION

Upon a motion for Mr. Mugler and seconded by Mr. Pitts, the following resolution was unanimously approved by roll-call vote (*Allen, Bradley, Corn, Dickeski, Jones, Kemper, Middleton, Mitchum, Montero, Mugler, Pitts, Wyatt*).

Old Dominion University Board of Visitors

RESOLUTION

October 27, 2023

WHEREAS, Sentara Health and Eastern Virginia Medical School (EVMS) have maintained a collaborative and productive affiliation relationship that supports and benefits the communities that each organization serves for many years;

WHEREAS, EVMS, Old Dominion University (ODU), and Sentara Health have a decades-long relationship of community collaboration and entered into a Memorandum of

Understanding (MOU) on December 17, 2021, indicating the parties desire to explore ways in which closer alignment or affiliation can enhance their collaborative efforts to strengthen education, research and clinical outcomes in Hampton Roads;

WHEREAS, the Virginia General Assembly passed, and the Governor signed legislation during the 2023 legislative session creating the Eastern Virginia Health Sciences Center at Old Dominion University and designating the schools and divisions of EVMS to become part of the health sciences center upon the integration of EVMS and ODU;

WHEREAS, Sentara Health has proposed a new ten-year affiliation agreement, affirming its continued support of EVMS, and its support of EVMS' pending integration with ODU, for a positive impact on the residents of Hampton Roads for years to come; and

WHEREAS, the EVMS Board of Visitors approved the affiliation agreement with Sentara Health in accordance with the terms and conditions discussed and authorized the EVMS President to finalize and execute the agreement.

THEREFORE BE IT RESOLVED, the Board of Visitors acknowledges its appreciation to Sentara Health and its Board of Directors for the continued engagement with EVMS and the community, supports their most recent action, and accepts the terms of the ten-year affiliation agreement between Sentara Health and EVMS;

BE IT FURTHER RESOLVED, the Board of Visitors, acknowledges its appreciation to Governor Glenn Youngkin and his team, Chairman Barry Knight, and Senator Louise Lucas for their ongoing advocacy, leadership, and support of EVMS; and

BE IT FURTHER RESOLVED, the Board reaffirms its June 16, 2023, authorization to President Brian O. Hemphill, Ph.D. to execute all agreements and documents and take such other such action that is necessary to effectuate the integration with EVMS.

With no further business to discuss, the meeting adjourned at 4:47 p.m.