

Approved by the Board of Visitors - 4/25/2025

**OLD DOMINION UNIVERSITY
BOARD OF VISITORS
Thursday, December 19, 2024**

MINUTES

A special meeting of the Board of Visitors of Old Dominion University, called by the Rector to discuss an administrative matter, was held on Thursday, December 19, 2024, at 9:30 AM. Pursuant to Va. Code Section 2.2-3708.3, the meeting was an all-virtual meeting. Present from the Board:

P. Murry Pitts
Robert S. Corn
Jerri F. Dickeski
Dennis M. Elmer
Stanley Goldfarb
Andrew Hodge
Brian K. Holland
E.G. Middleton, III
Elza H. Mitchum
Ross A. Mugler
Maurice D. Slaughter
Bruce L. Thompson
Claire Wulf Winiarek
D.R. Wyatt

Absent from the Board:

Susan Allen
Brian E. Campbell
Juan M. Montero, II

Also present:

Brian O. Hemphill, President
Alfred Abuhamad
Chad Reed
September Sanderlin
Ashley Schumaker
Allen Wilson

CALL TO ORDER

The Rector called the meeting to order at 9:33 AM.

MOTION FOR CLOSED SESSION

Mr. Rick Wyatt 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), subsections (1), and (8) for the purposes of discussing the assignment, appointment, and performance of specific employees; and consultation with legal counsel regarding a specific legal matter requiring the provision of

legal advice to the Board.” The motion was properly seconded and approved by roll-call vote (*Corn, Dickseski, Ellmer, Goldfarb, Hodge, Holland, Middleton, Mitchum, Mugler, Pitts, Slaughter, Thompson, Wulf Winiarek, and Wyatt*).

In addition to the Board members in attendance, President Brian O. Hemphill, Ph.D. asked the members of the President’s Cabinet in attendance to remain during 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 (*Corn, Dickseski, Ellmer, Goldfarb, Hodge, Holland, Middleton, Mitchum, Mugler, Pitts, Slaughter, Thompson, Wulf Winiarek, and Wyatt*).

ACTION ITEM

Upon a motion made by Mr. Corn and seconded by Dr. Wulf Winiarek, the following resolution was approved by roll-call vote (*Corn, Dickseski, Ellmer, Goldfarb, Hodge, Holland, Middleton, Mugler, Pitts, Slaughter, Thompson, Wulf Winiarek, and Wyatt*).

PROPOSED RESOLUTION

Now, Therefore Be it Resolved, in accordance with the Board of Visitors Bylaws, the Board authorizes and approves the personnel actions and outlined process under the terms and conditions discussed in closed session and delegates final approval to the President upon notification to the Rector and the Audit, Compliance, and Human Resources Committee Chair with subsequent concurrence from the Rector.

With no further business to come before the Board, the meeting adjourned at 10:16 AM.