



Minutes
Southwest Virginia Higher Education Center
Board of Trustees Called Meeting
January 12, 2021

Call to Order

Chairman Todd Pillion called the meeting to order and stated that the meeting was being conducted in accordance with §2.2-3708.2 of the Code of Virginia and Item 4-0.01 of Chapter 1283 of the 2020 Acts of Assembly. The chairman, in consultation with the Executive Director, had determined that it would be both impracticable and unsafe to assemble a quorum in a single location for the meeting. He noted that the purpose of the meeting was to discuss or transact the business statutorily required or necessary to continue operations of the public body and the discharge of its lawful purposes, duties, and responsibilities.

The roll was called by Steve Ahn, Secretary. A quorum was present.

Board Members/Designees Present:

Steve Ahn

Maria Colobro

Joshua Ely

Brian Hemphill (Radford University)

Donna Henry (UVA Wise)

Adam Hutchison (VHCC)

Hannah Ingram

Delegate Mark Keam

Scott Kemp (SCHEV)

Lennie Gail Mitchem

Bill Nuckols (ODU)

Susan Parish (VCU)

Keith Perrigan

Senator Todd Pillion, Chair

Sandy Ratliff
Susan Short (Virginia Tech)
Donna Stanley (Virginia Community College System)

Board Members/Designees Absent:

Alex Hernandez (UVA)
Delegate Chris Hurst
Delegate Joe Johnson (Emeritus)
Delegate Terry Kilgore
Delegate Sam Rasoul
David Olive (Bluefield) (Ex-Officio)
John Wells (Emory & Henry)

Others Present:

Kathy Hietala
Deb Love
David Matlock
Ramona Taylor
Adam Tolbert

Review and Discussion of Agency Head Employment Contract

The chairman explained that the sole purpose of the called meeting was to discuss and potentially approve an Agency Head employment contract as had been decided by the board at the December 10, 2020 meeting. He reported that since that meeting he had been working with the Center's Executive Director, David Matlock, and Deborah Love, counsel for the Center in the Office of the Attorney General, to draft a proposed contract for review by the board. That draft had been sent to the board members from Senator Pillion's office on January 8, 2021, to be reviewed prior to the current meeting.

Chairman Pillion stated that because the purpose involved a personnel matter, the meeting should be conducted in closed session. He requested a motion to do so. Steve Ahn moved that the Board of Trustees of the Southwest Virginia Higher Education Center convene in

a closed meeting pursuant to §2.2-3711(A)(1) and §2.2-3711(A)(8) for discussion of personnel matters in consultation with legal counsel, more specifically the discussion of the Executive Director's performance and contract. Sandy Ratliff seconded the motion and upon unanimous affirmative vote, the board went into closed session.

Upon return to open session, Chairman Pillion requested the required certification motion requiring a roll call vote. **Secretary Steve Ahn made the proper motion, which was seconded by Donna Henry. A roll call vote was taken, and the board members unanimously certified that, to the best of each member's knowledge, 1) only public business matters lawfully exempted from open meeting requirements under Virginia law; and 2) only such public business matters as were identified in the motion by which the closed meeting was convened were heard, discussed, or considered in the closed meeting of the Board of Trustees of the Southwest Virginia Higher Education Center.**

Chairman Pillion advised that the board needed to take action with respect to approval of the amended employment contract. **Keith Perrigan moved that the board approve the employment contract of Agency Head David Matlock with suggested amendments, and authorize Chairman Pillion to execute the contract on the board's behalf. Upon second by Donna Henry, the motion was unanimously approved by the board.**

Chairman Pillion noted that action was also needed by the board regarding annual evaluation of the Executive Director. **Adam Hutchison moved that the Board of Trustees of the Southwest Virginia Higher Education Center delegate to the Executive Committee the board's obligation to perform an annual evaluation of the Executive Director, as well as the consideration and award of any performance bonus, in accordance with the term of the board's contract with the Executive Director; further, that in the exercise of the delegation, the Executive Committee shall consult with the members of the board prior to taking any action and shall report to the board the results of the annual evaluation and any action regarding a performance bonus.**

Susan Short interjected with a question before the vote was called, inquiring as to whether and how it would defer to the Executive Committee to establish performance goals and objectives for the evaluation period.

Current Executive Director David Matlock responded, saying that earlier in the year after presenting the budget, he had a series of goals and objectives that the Center has been working on, and that he plans to share those with the entire board presently. Mr. Matlock said he would prepare a document compiling the comprehensive list in a format that would allow board members to review and provide feedback for the purpose of evaluation. He related that the list covers everything from facilities management to marketing to public outreach to program development to his work with the Foundation—all the areas that are described in the Agency Head employment contract. Mr. Matlock allowed that moving forward, if acceptable to the board and the current motion passed, he would then work with the Executive Committee to establish goals and objectives for the Center for Fiscal Year 2022, which could then be presented to the full board along with the budget at the June 2021 meeting.

Dr. Short thanked Mr. Matlock for the clarification.

Mr. Matlock sought approval of the suggested plan from Deb Love, counsel in the Office of the Attorney General, who is drafting the employment contract. Ms. Love endorsed the method Mr. Matlock had described.

Chairman Pillion invited other discussion or questions; none were forthcoming. **Thereupon, a vote on the motion was taken, which carried unanimously.**

Public Comments

No public comments were received.

Closing Remarks

Chairman Pillion concluded that the board had completed its work for the day. He expressed appreciation to Executive Director Matlock for opening

up the Higher Ed Center for the worthy cause of the vaccination for COVID-19, commenting that it cannot happen quickly enough.

With that, he declared the meeting adjourned.