

# Southwest Virginia Higher Education Center Board of Trustees Executive Committee

## Personnel Matters

### *Meeting Minutes*

May 28, 2019

#### I. Call to order

**Senator Bill Carrico, Chairman**, called to order a meeting of the **Southwest Virginia Higher Education Center Board of Trustees Executive Committee** at approximately **11:30 a.m.** on **May 28, 2019**.

#### II. Roll call

The following persons were present in person: **Senator Bill Carrico, Delegate Israel O'Quinn, Donna Henry** and **Steve Ahn**, who are all members of the Executive Committee and constitute a quorum. Participating in the meeting by telephone conference was Executive Committee member **Brian Hemphill** and Deborah Love, legal counsel for the Center. Also present in person were David Matlock, Kathy Hietala and Adam Tolbert.

#### III. Bylaws Committee Report

Adam Tolbert provided a progress report on the work of the Bylaws Committee in revising and updating the Center's current bylaws. With some initial standing committees now having been defunct and/or obsolete for some time, as well as the addition and/or changes in academic partnerships and the evolution of the Center, the bylaws are overdue for an update. Mr. Tolbert provided the Committee with a proposed draft revision, which he had previously also provided to Deb Love, the Center's legal representative in the Office of the Attorney General for review. Following discussion, it was determined that the Bylaws Committee should proceed with the draft and, with the review and input of the Center's legal counsel, craft a proposal to be presented for the full board's approval at the next regularly scheduled meeting.

#### IV. Facility Updates – Food City Kitchen and Expansion Project

David Matlock provided a status report on 1) the Center expansion project, with groundbreaking now anticipated in the fall; 2) ongoing HVAC system replacement and upgrades; and 3) repurposing the Food City Kitchen (which had most recently been utilized by the Cooking Along the Crooked Road culinary program) as a STEM classroom or gym for educators and students. Mr. Matlock reported that, although the full board had been apprised of all these matters during multiple regular meetings, a former board member had brought to Matlock's attention that they had not been

brought before the Facilities Committee. As noted through working with the Bylaws Committee, the Facilities Committee is defunct and has been for quite some time; therefore, Matlock requested the approval of the Executive Committee to proceed as planned with the subject projects. Discussion was held and the Executive Committee concluded that work should move forward as previously reported and planned, with the full approval of the Executive Committee.

#### **V. Closed Session**

The Chairman announced that the Committee needed to go into closed session for the purpose of reviewing, discussing, and voting on certain personnel matters of the Southwest Virginia Higher Education Center.

Steve Ahn made the motion, seconded by Israel O'Quinn. The motion passed unanimously; whereupon, Kathy Hietala departed. At the request of David Matlock, Adam Tolbert remained in order to provide information necessary for the Committee's consideration, understanding and resultant action. The Committee entered closed session, which was attended by Senator Carrico, Delegate O'Quinn, Donna Henry, Steve Ahn, Brian Hemphill, David Matlock, Adam Tolbert and Deb Love.

Upon conclusion of the business of the closed session, Steve Ahn moved that the Committee return to open session, seconded by Israel O'Quinn. The motion passed without opposition.

The meeting continued in open session with a motion by Steve Ahn certifying that the closed session had been conducted in accordance with Virginia law. Israel O'Quinn seconded, and a roll call vote was taken. All present in person and on the phone voted aye; none opposed. The motion passed unanimously. The foregoing motions are attached hereto and made a part of these minutes.

#### **VI. Action in Open Session**

Upon return to open session, Israel O'Quinn moved that David Matlock be rated as "Extraordinary Contributor" on his annual performance evaluation as Executive Director and Agency Head of the Southwest Virginia Higher Education Center. Steve Ahn seconded the motion. All present in person and on the phone voted aye; none opposed. The motion passed unanimously.

Delegate O'Quinn then made a motion that Mr. Matlock be eligible for a performance recognition award of \$2,000 as allowed by DHRM. Steve Ahn seconded the motion. All present in person and on the phone voted aye; none opposed. The motion passed unanimously.

VII. **Adjournment**

Senator Carrico adjourned the meeting at approximately **1:00 p.m.**

Minutes submitted by Kathy Hietala

Minutes approved by Senator Bill Carrico, Chairman



Southwest Virginia Higher Education Center

Executive Committee Meeting

May 28, 2019

**MOTION for CLOSED SESSION:**

I move that the Executive Committee of the Southwest Virginia Higher Education Center convene in a closed meeting to discuss:

- the employment terms and performance of specific employees, particularly the Executive Director, pursuant to the exemption contained in Virginia Code § 2.2-3711(A)(1); and
- for briefings on a matter involved in actual litigation pursuant to the exemption contained in Virginia Code § 2.2-3711(A)(7).

WHO MADE THE MOTION? Steve Ahn

SECOND BY: Delegate O'Quinn

VOTE All Aye - No Nay

**MOTION to RETURN TO OPEN SESSION:**

I move that the Executive Committee of the Board enter open session.

WHO MADE THE MOTION? Steve Ahn

SECOND BY: Del O'Quinn

VOTE Unan. Aye

**CERTIFICATION MOTION:**

Whereas, the Executive Committee of the Board of Trustees of the Southwest Virginia Higher Education Center convened in closed meeting on May 28, 2019, pursuant to an affirmative recorded vote and in accordance with the provisions of the Virginia Freedom of Information Act; and

Whereas, Virginia Code § 2.2-3712 requires a certification by this Committee that such closed meeting was conducted in conformity with Virginia law;

NOW, BE IT RESOLVED that the Executive Committee of the Board of Trustees of the Southwest Virginia Higher Education Center hereby certifies 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 Executive Committee of the Board of Trustees of the Southwest Virginia Higher Education Center.

WHO MADE THE MOTION? Steve Ahn

SECOND BY: See below Unan.

**VOTE - CERTIFICATION MOTION REQUIRES** a second and a **ROLL CALL VOTE** of all members

Member	Aye	No
1. Steve Ahn, Secretary-Treasurer (Citizen Member)	✓	
2. Senator Charles W. "Bill" Carrico, Sr., Chair	✓	
3. Brian Hemphill for Radford CALLING IN	✓	
4. Donna Henry, (UVa-Wise)	✓	
5. Delegate Israel O'Quinn, Vice Chair	✓	

**Action by the Executive Committee:**

Discussion and/or motion in open session