

VTSF

VIRGINIA TOBACCO SETTLEMENT FOUNDATION

Board of Trustees Meeting Minutes August 16, 2005

Members present

Curtis Coleburn, Richard Crittenden, Rickie E. Fulcher, Patrick J. Hughes, Rakesh C. Kukreja, PhD, Delegate John O'Bannon, III, M.D., Tobin G. Van Ostern.

Members not present

Sanjeev K. Aggarwal, M.D., Richard L. Bennett, M.D., Daniel J. Cawley, Audrey Douglas-Cooke, RN, MS, Kevin R. Cooper, M.D., Pamela J. Daffern, M.D., Jose F. Dimas, Lolly A. Gilmore, Senator Emmett W. Hanger, Jr., Delegate Bill Janis, Debra E. Keith, RN, Maria D. Kelly, M.D., James Lund McDaniel, M.D., Robert B. Stroube, M.D., MPH, Senator John Watkins, Dixie Wolf.

Staff

Eloise Burke, Sandra Whitley Ryals, Danny Saggese, and Marge White.

Counsel

Teresa Griggs

Call to order

Rickie Fulcher called the meeting to order at 10:15 a.m.

Chairman's Comments

Rickie Fulcher welcomed Richard Crittenden as a new board member. He also thanked Delegate O'Bannon for accepting the position of Chairman of the Marketing Committee. Rickie Fulcher also welcomed the new Executive Director of Virginia Tobacco Settlement Foundation, Sandra Whitley Ryals.

Director's Report

Sandra Whitley Ryals expressed what an honor it is to be serving in her new role as Executive Director and how excited she is to work with the board and staff to further the mission of the foundation. She acknowledged her extensive experience in the health care field, educational credentials, and leadership roles.

Prior to her joining the Virginia Tobacco Settlement Foundation, she served as Chief Deputy Director of the Department of Professional and Occupational Regulation. She also worked as a health care consultant and served as a faculty member at Radford University and the College of Health Sciences. Over 30 years experience in health care included serving as Public Health Nurse Director for Roanoke City Health District and as coordinator for Children's Specialty Services with the Virginia Department of Health.

Acknowledgement of honors included being awarded the 2001 Centennial Heritage Award for Leadership in Health law from the University of Virginia's School of Nursing, the 1998 Distinguished Alumni Award from the University of Virginia and was named Public Health Nurse of the Year in 1992 by the Virginia Department of Health.

A longtime resident of Roanoke and former resident of Emporia, Sandra Whitley Ryals holds a bachelor's degree in nursing from the University of Virginia and a master's degree in education from Virginia Tech. She is a registered nurse and holds a certification in nursing administration advanced. She has completed a fellowship with the Sorensen Institute for Political Leadership at the University of Virginia and the Virginia Executive Institute with Virginia Commonwealth University.

Quorum

Rickie Fulcher asked Eloise Burke to conduct a roll call. It was determined that a quorum for the Board of Trustees was not present. Rickie Fulcher then adjourned the Board meeting and convened an executive committee meeting.

Executive Committee

Rickie Fulcher called the Executive Committee Meeting to order and invited the board members present to attend. Two of three members, Curtis Coleburn and Rickie Fulcher, were present and constituted a quorum.

Emergency Purchase:

Marge White reported that Free Radical, VTSF's marketing campaign internet vendor, is going out of business. She noted that it is necessary to immediately transition this project to a new vendor in order to maintain a live website, because other aspects of the marketing campaign and youth involvement are closely tied to the site.

The legality and procedures for an emergency purchase have been reviewed with counsel, Teresa Griggs. Staff recommended that in the interim, an emergency purchase contract be issued to Rescue Productions to maintain the website and complete the remaining services for the period September 1, 2005 through June 30, 2006. A Request for Proposal will be issued to retain a service provider for the youth web site for FY07.

Motion: The staff to enter into an emergency procurement with Rescue Productions for the purpose of maintaining the internet site effective September 1, 2005 through June 30, 2006 by Curtis Coleburn.

Second: Rickie Fulcher

Vote: Unanimous

Closed Meeting

Curtis Coleburn stated, "In accordance with the provisions of Section 2.2-3711 (A) (1) of the Code of Virginia, I move that the Executive Committee of the Board go into closed meeting for the purpose of discussion or consideration of the assignment, appointment, promotion, performance, demotion, salaries, disciplining or resignation of specific public officers, appointees or employees of the Virginia Tobacco Settlement Foundation.

Additionally, I move that members of the Board of Trustees who are present attend the Closed Meeting because their presence is deemed necessary, and their presence will aid the Executive Committee in its consideration of this matter."

and

"In accordance with the provisions of Section 2.2-3711 (A) (7) of the Code of Virginia, I move that the Executive Committee of the Board go into closed meeting for the purpose of consultation with legal counsel employed or retained by the Foundation regarding specific legal matters requiring the provision of legal advice by such counsel, regarding personnel matters, because her presence is deemed necessary, and her presence will aid the Executive Committee of the Board in its consideration of this matter."

Second: Rickie Fulcher

Vote: Unanimous

Curtis Coleburn stated, "I move the adoption of the following resolution:

WHEREAS, the Executive Committee of the Board of Trustees of the Virginia Tobacco Settlement Foundation has convened a closed meeting on this date pursuant to an affirmative recorded vote and in accordance with the provisions of The Virginia Freedom of Information Act; and

WHEREAS, Section 2.2-3712 of the Code of Virginia requires a certification by this Executive Committee of the Board that such closed meeting was conducted in conformity with Virginia law;

NOW, THEREFORE, BE IT RESOLVED, that the Executive Committee of the Board of Trustees of the Virginia Tobacco Settlement Foundation certifies that, to the best of each member's knowledge, (i) only public business matters lawfully exempted from open meeting requirements under the Virginia Freedom of Information Act and (ii) only such public business matters as were identified in the motion convening the closed meeting were heard, discussed or considered by the Foundation in the closed meeting."

Second: Rickie Fulcher

Roll Call Vote: Coleburn – Aye, Fulcher - Aye

Motion by Coleburn: The VTSF recommends to the Governor that the salary of the new Executive Director be established at \$96,155 per annum.

Second: Rickie Fulcher

Vote: Unanimous

Adjournment

11:15 a.m.