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HOUSE BILL NO. 1055

AMENDMENT IN THE NATURE OF A SUBSTITUTE

(Proposed by the House Committee on Education
on February 7, 2024)

(Patron Prior to Substitute—Delegate Knight)

A BILL to amend and reenact § 23.1-2002, as it may become effective, of the Code of Virginia, relating to board of directors of Eastern Virginia Health Sciences Center at Old Dominion University; membership; meetings.

Be it enacted by the General Assembly of Virginia:

1. That § 23.1-2002, as it may become effective, of the Code of Virginia is amended and reenacted as follows:

§ 23.1-2002. (For effective date, see 2023 Acts, cc. 756 and 778, cl. 5) Meetings; officers; committees.

A. The board shall meet at the University once a year and at such other times as it determines. Special meetings of the board may be called by the rector or any three members. The secretary shall provide notice of any special meeting to each member.

B. A majority of members shall constitute a quorum.

C. In every even-numbered year, the board shall elect from its membership a rector to preside at its meetings, a vice-rector to preside at its meetings in the absence of the rector, and a secretary to preside at its meetings in the absence of the rector and vice-rector. Such officers shall assume their duties on July 1 of such year.

D. The board may appoint a pro tempore officer to preside at its meetings in the absence of the rector, vice-rector, and secretary.

E. Vacancies in the offices of rector, vice-rector, and secretary may be filled by the board for the unexpired term.

F. At every regular annual meeting of the board, an executive committee for the transaction of business in the recess of the board may be appointed, consisting of at least five members. The executive committee shall consist of the officers of the board and such other members as the rector may appoint.

G. The board shall have a standing committee to serve as the board of directors of the Eastern Virginia Health Sciences Center at the University, which shall oversee the Eastern Virginia Health Sciences Center at the University and exercise such decision-making authority over the Eastern Virginia Health Sciences Center at the University as the standing committee deems necessary or appropriate under the authority of and in accordance with the bylaws of the board. The standing committee shall oversee financial management of the Eastern Virginia Health Sciences Center at the University and approve and recommend to the board the budget for the Eastern Virginia Health Sciences Center at the University. The standing committee shall consist of no more than 17 members, *consisting of two ex officio members and no more than 15 appointed members* who are appointed as follows: ~~one~~ two nonlegislative citizen ~~member~~ members appointed by the Governor; one nonlegislative citizen member appointed by the Senate Committee on Rules; one nonlegislative citizen member appointed by the Speaker of the House of Delegates; ~~one nonlegislative citizen member appointed by the primary teaching hospital affiliated with the University~~; four members of the board appointed by the rector of the board; and no more than ~~nine~~ seven nonlegislative citizen members appointed by the Eastern Virginia Medical School Foundation or any successor foundation. *The president of the University and the executive vice president for health sciences at the University shall serve as ex officio nonvoting members of the standing committee. The primary teaching hospital affiliated with the University may submit to the Governor a list of at least three nominees for any vacancy on the standing committee that is to be filled by the Governor. Any such nominee shall be an expert in a relevant sector of the health care industry and shall have no business or financial relationship with the primary teaching hospital affiliated with the University in order to be considered for appointment as a member of the standing committee by the Governor. In support of good long-term governance, the members appointed to the standing committee by the Eastern Virginia Medical School Foundation or any successor foundation shall file, as a condition to assuming office, a disclosure statement of their personal interests and such other information as is required on the form prescribed by the Virginia Conflict of Interest and Ethics Advisory Council pursuant to § 2.2-3117 and thereafter shall file such a statement annually on or before February 1.*

H. The standing committee shall meet four times per year and at such other times as it determines.

I. After the initial staggering of terms, members of the standing committee shall be appointed for a term of four years.

2. That by January 1, 2029, the Old Dominion University Board of Visitors, the standing

60 committee established pursuant to subsection G of § 23.1-2002 of the Code of Virginia, as it may
61 become effective and as amended by this act, the Governor, and the Chairmen of the House
62 Committee on Appropriations and the Senate Committee on Finance and Appropriations shall
63 provide written input to one another on whether the standing committee governance provisions
64 contained in this act should be revised.

65 3. That the initial appointments of members of the standing committee of Eastern Virginia Health
66 Sciences Center at Old Dominion University shall be staggered as follows: one member for a term
67 of four years appointed by the Speaker of the House of Delegates; one member for a term of four
68 years appointed by the Senate Committee on Rules; two members for a term of four years
69 appointed by the Governor; no more than four members for a term of three years appointed by
70 the Eastern Virginia Medical School Foundation or any successor foundation; four members for a
71 term of two years appointed by the Rector of the Old Dominion University Board of Visitors; and
72 no more than three members for a term of one year appointed by the Eastern Virginia Medical
73 School Foundation or any successor foundation.