

Date: \_\_\_\_\_ Approved: \_\_\_\_\_

Virginia Museum of Fine Arts  
Minutes of the Nominating Sub-committee Meeting  
Wednesday, 23 April 2014, 5:00 pm  
4<sup>th</sup> Floor Conference Room  
and 1800 Atlantic Avenue, 300A Key West, Florida  
and 102 Banyan Road, Palm Beach, FL 33480

There were present:

William A. Royall, Jr., President  
Margaret Irby Clement  
Michael Connors (conference)  
Thomas F. Farrell  
Susan S. Goode (conference)  
John H. Hager  
John A. Luke, Jr.  
Thurston R. Moore

By Invitation:

Alex Nyerges, Director  
Lee Anne Chesterfield  
Claudia Keenan  
Laura Keller  
Jayne Shaw

**I. Call to Order – William A. Royall, Jr., President**

President William A. Royall, Jr. called the meeting to order at 5:01pm, and welcomed the group.

**Motion:** proposed by Mr. Royall and seconded by Mr. Luke that the minutes of April 16, 2014 be approved as distributed.

**II. Board Succession and Development**

At 5:03pm the meeting went into closed session.

**Motion:** proposed by Mr. Royall, and seconded by Mr. Moore that the meeting go into closed session under Section 2.2-3711 (A) (1) of the Freedom of Information Act to discuss a **personnel** matter which is not public.  
Motion carried.

At 6:07pm, by motion proposed, seconded and carried, the meeting resumed in open session.

**Motion:** proposed by Mr. Royall, seconded by Mr. Moore, that the Committee certify that the closed session just held was conducted in compliance with Virginia State law, as set forth in the Certification Resolution distributed. Motion carried.

A roll call vote was taken and the results of which are outlined in the Certification Resolution.

### III. **Other Business/Adjournment**

No other business was brought before the Task Force and the meeting adjourned at 6:09pm.

MOTION: Mr. Royall  
 SECOND: Mr. Moore

MEETING: Nominating Sub-committee  
 DATE: 23 April 2014

**CERTIFICATION OF CLOSED MEETING**

**WHEREAS**, the Nominating Sub-committee 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 Committee that such closed meeting was conducted in conformity with Virginia law;

**NOW, THEREFORE, BE IT RESOLVED** that the Nominating Sub-committee hereby certifies that, to the best of each member's knowledge, (i) only public business matters lawfully exempted from open meeting requirements by Virginia law were discussed in the closed meeting to which this certification resolution applies, and (ii) only such public business matters as were identified in the motion convening the closed meeting were heard, discussed or considered by the Nominating Sub-committee.

VOTE           AYES: Royall/Clement/Connors/Farrell/Goode/Hager/Luke/Moore  
                   NAYS: None

[For each nay vote, the substance of the departure from the requirements of the Act should be described.]

ABSENT DURING VOTE:

ABSENT DURING MEETING:   Barrington

Recorded by: Laura Keller  
 Assistant to the Secretary  
 Virginia Museum of Fine Arts Foundation