

Virginia Museum of Fine Arts
Draft Minutes of the Nominating Sub-Committee Meeting
Wednesday, June 18, 2025, 9:30am
Birch Douglass Private Dining Room

There were present:

Brian Ball
Ken Dye
Lynette Allston, Ex-officio

Absent:

Matt Cooper

By Invitation:

Alex Nyerges, Director and Chief Executive Officer
Caprice Bragg
Stephanie Cooperstein
Tom Gutenberger

I. CALL TO ORDER

Ken Dye called the meeting to order at 9:30am.

II. MINUTES APPROVAL

Motion: Proposed by Lynette Allston and seconded by Brian Ball to approve the minutes of the March 18, 2025 meeting of the Nominating Sub-Committee as distributed. Motion carried.

III. REVIEW TERMS AND VACANCIES

Ken Dye reported that four trustees, he, Cindy Conner, Dr. Betty Neal Crutcher, and Sara O'Keefe, will reach the end of their second terms on July 1, 2026. Additionally, Jim Cheng, Matt Cooper, and Janet Geldzahler will reach the end of their first terms on that date.

IV. CLOSED SESSION

At 9:33am the meeting went into closed session with the following motion.

Motion: Proposed by Dye and seconded Ball that the Nominating Sub-Committee go into closed session to discuss specific candidates for potential appointment to the Board of Trustees. The relevant exemption is Section 2.2-3711(A)(1) of the Code of Virginia. Motion carried.

By motion proposed, seconded, and carried, the meeting resumed in open session.

Motion: Proposed by Allston and seconded by Cooper that the Nominating Sub-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, the results of which are outlined in the Certification Resolution.

Motion: Proposed by Dye and seconded by Ball to recommend the following as officers to the full board for a one-year term ending on June 30, 2026:

President Mr. Matt Cooper
Vice President Dr. Pam Royal

Motion carried.

V. OTHER BUSINESS/ADJOURNMENT

There being no further business, the meeting was adjourned at 10:00am.

Recorded by: Stephanie Cooperstein
 Executive Administrator

MOTION: Ken Dye
SECOND: Brian Ball

MEETING: Nominating Sub-Committee
DATE: June 18, 2025

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 (A) of the Code of Virginia requires a certification by this Board 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: Allston / Ball / Dye

NAYS: None

ABSENT DURING VOTE: None

ABSENT DURING MEETING: Cooper