

VIRGINIA HOUSING DEVELOPMENT AUTHORITY

MINUTES OF THE SPECIAL MEETING OF THE EXECUTIVE COMMITTEE  
HELD ON JANUARY 31, 2024 – FEBRUARY 12, 2024

Pursuant to the call of the Committee Chair and notice duly given, the special meeting of the Executive Committee of the Board of Commissioners of the Virginia Housing Development Authority (“Virginia Housing”) was held on January 31, 2024 – February 12, 2024, as a non-emergency all-virtual meeting (via Webex and Zoom) pursuant to Virginia Housing’s Policy Governing All-Virtual Public Board Meetings dated October 19, 2022.

COMMITTEE MEMBERS PRESENT:

Thomas A. Gibson, IV, Chair  
Nathalia Artus, Vice Chair  
David L. Richardson  
William C. Shelton  
Sarah B. Stedfast

COMMITTEE MEMBERS ABSENT:

None

OTHERS PRESENT:

Janet C. Wigglesworth, Interim Chief Executive Officer  
Fred W. Bryant, Chief Counsel  
Lisa Watson, Managing Director of Human Resources  
Elizabeth Zessman, Heidrick & Struggles  
Timothy Holt, Heidrick & Struggles  
Laura Leigh Neville, Heidrick & Struggles  
Kirsten Quinn, Heidrick & Struggles

The special meeting of the Executive Committee was called to order by Chair Gibson at approximately 11:04 AM on January 31, 2024. The members of the Committee listed above as being present at the meeting were present at that time and remained present throughout the meeting.

The Committee, staff and representatives from Heidrick & Struggles discussed general, high-level matters regarding the recruitment and interview process for candidates for the position of Chief Executive Officer (CEO).

Chair Gibson announced that, per § 2.2-3712.B of the Virginia Code, the Executive Committee would conduct closed session interviews for the position of CEO in an all-virtual format within fifteen (15) days thereafter.

A motion that the Executive Committee convene in closed session, in accordance with Section 2.2-3711.A.1 of the Code of Virginia, for the discussion, consideration, and interview of prospective candidates for the position of Chief Executive Officer and further that Ms. Watson, on behalf of Virginia Housing, and Ms. Zessman, Mr. Holt, Ms. Neville and Ms. Quinn, on behalf of Heidrick & Struggles, who are deemed necessary to be present or will reasonably aid the Executive Committee in its consideration of the aforesaid topic, be present during the closed session was duly made, seconded and approved by the affirmative vote of the Commissioners present.

The meeting was recessed at approximately 11:33 AM on January 31, 2024.

The Committee conducted all-virtual interviews with individual candidates for CEO on the following dates and times:

<u>Date</u>	<u>Meeting called back to order</u>	<u>Meeting Recessed</u>
January 31, 2024	3:01 PM	3:59 PM
February 2, 2024	2:00 PM	4:23 PM
February 6, 2024	1:20 PM	4:45 PM
February 8, 2024	8:00 AM	10:20 AM

Chair Gibson called the meeting back to order at approximately 9:33 AM on February 12, 2024. The Committee discussed and considered candidates for CEO.

Having completed the interviews and discussion and consideration of candidates for CEO in the single, continuing closed session, the Committee then reconvened in open session and Mr. Bryant rejoined the meeting.

At Mr. Bryant's request, each Commissioner certified, by roll call vote, that to the best of his or her knowledge, only public business matters lawfully exempted from open meeting requirements under the Freedom of Information Act and only such business matters as were identified in the motion by which the closed meeting was convened were heard, discussed, or considered in the closed meeting by the Commissioners.

There being no further business, the meeting was adjourned at approximately 10:01 AM on February 12, 2024.