

GENEDGE Board of Trustees
HR & Compensation Committee Virtual Meeting
March 4, 2024, 9:00 AM

Committee Members Present

Abdelkarim Moharram, Chair
Rick Gagliano
Gabriel LaMois

Committee Members Absent

Others Present: Mr. Josh Dawson, Mr. Bill Donohue, Ms. Flora Hezel, and Mr. Teddy Martin, No one from the public choose to attend this meeting.

~Call to Order~

Mr. Moharram called the meeting to order at 9:04 AM and thanked everyone for joining. He next called the roll. Each member and staff replied that they are present. Mr. Donohue confirms all staff and board members are accounted for.

~Issue~

To review proposed changes to the GENEDGE Performance Management System FY2025.

~Discussion~

Mr. Donohue and Mr. Martin presented the Compensation Study and associated documentation from HR Business Solutions with GENEDGE Management for consideration of Range Changes for the Performance Management System Update prior to full board review and approval at the board meeting on Friday, March 8, 2024.

Following the discussion and Mr. Martin answered questions from the board members concerns, Mr. LaMois called for a motion to recommend adopting the salary range changes recommended by the Compensation Study and vetted by GENEDGE Management as presented. The motion was seconded by Mr. Gagliano and passed unanimously.

~Closed Session~

At approximately 9:34 AM, a motion was made by Mr. LaMois, seconded by Mr. Moharram and passed unanimously to move that the GENEDGE Board of Trustees convene into a closed session for the purpose of discussion and consideration of a prospective candidate for employment and the terms and conditions of hiring same, including salary, as authorized by Section 2.2-3711(A)(1) of the Code of Virginia; that the Board allow Bill Donohue the Executive Director and Teddy Martin, the GENEDGE Director of Human Resources, Josh Dawson, the GENEDGE Chief Financial Officer, to attend the closed session, as their presence will reasonably aid the Board in its consideration of the terms and conditions of such proposed employment as authorized by Section 23.1-3104 of the Code of Virginia, and that the Board allow Flora Hezel, Senior Assistant Attorney General and counsel to GENEDGE, to attend the closed session as their presence will reasonably aid the Board in its consideration of the legal implication of the proposed employment as authorized by Section 2.2-3712(F) of the Code of Virginia.

At approximately 10:02 AM, a motion was made by Mr. LaMois and seconded by Mr. Gagliano, passing unanimously to move to reconvene in open session. A roll call vote certifying that to the best of each board members knowledge (i) only such public business matters as were identified in the motion by which the closed meeting was concerned were heard, discussed, or considered.

A Roll Call Vote was taken by Mr. Martin certifying that each individual Board Member, stating his or her vote as to whether only such public matters lawfully exempted from the open meeting requirements under this chapter, and only such public business matters as were identified in the motion by which the closed session was concerned, were heard, discussed, or considered during the closed session. The votes were: Mr. Moharram, Yes; Mr. LaMois, Yes; and Mr. Gagliano, Yes.

Mr. Moharram called for public comment. No member of the public was present and thus no comment was made.

~Adjournment~

A motion was made to adjourn the meeting by Mr. Moharram. It seconded by Mr. LaMois, and unanimously approved. The meeting adjourned at 10:04 AM.