

**Minutes of the Board of Trustees regular meeting, Thursday, October 30, 2014,
APPROVED by the Board Thursday, December 11, 2014**

The Vermont State Colleges Board of Trustees conducted a regular meeting on Thursday, October 30, 2014 at the Community College of Vermont in Brattleboro, Vermont.

The following were present:

Trustees: Jerry Diamond, Lynn Dickinson, Michelle Fairbrother, Kraig Hannum, Tim Jerman, Bill Lippert, Karen Luneau, Chris Macfarlane, Linda Milne, Gary Moore, Martha O'Connor, Heidi Pelletier, Alyssa Slaimen

Absent: Jim Masland

Presidents: Joe Bertolino, Joyce Judy, Barbara Murphy, VTC Interim President Dan Smith, Dave Wolk

Office of the Chancellor:

Tim Donovan, Chancellor
Tom Robbins, Vice President and Chief Financial Officer
Bill Reedy, Vice President and General Counsel
Sophie Zdatny, Associate General Counsel
Elaine Sopchak, Executive Assistant to the Chancellor

Members of the Public:

Tapp Barnhill, Executive Director, CCV Brattleboro, Rutland, Upper Valley, Springfield
Tina Blust, Vermont Tech Nursing Faculty
Michael Bucossi, Brattleboro Fire Chief
Pam Bullock, Coordinator of Academic Services, CCV
Pam Chisholm, Dean of Enrollment Services, CCV
Tess Conant, VSC United Professionals
Melanie Crosby, CCV Brattleboro Office Manager
Loren Loomis Hubbell, Dean of Administration, Lyndon State College
Barbara Martin, Dean of Administration, CCV
Sam Montgomery, Vermont AFT
Tim O'Connor, Guest
Linda Olson, FT Faculty Federation
Eric Sakai, CCV Dean of Academic Technology
Dee Steffen, Executive Director, CCV Winooski, Middlebury, St. Albans

Bob Stevens, Brooks House Development Team
Deborah Stewart, Academic Dean, CCV
Megan Tucker, Director of Administrative Technology
Heather Weinstein, Dean of Students, CCV
Lisa Yaeger, Associate Dean of Human and Administrative Resources, CCV

Chair O'Connor called the meeting to order at 3 p.m.

After introductions, Chair O'Connor thanked Mike Bucossi, Fire Chief of the Town of Brattleboro, for his work in saving the Brooks House during and after the 2011 fire. She also commended Tapp Barnhill for her work on the CCV/VTC portion of the renovation of Brooks House.

Community College of Vermont President Joyce Judy thanked Chair O'Connor for her vision and persistence during the renovation, and thanked the Board for its support. Chair O'Connor introduced Bob Stevens, a partner with the Brooks House development team, who gave a history of the Brooks House.

Chair O'Connor introduced CCV Dean of Academic Technology Eric Sakai, who noted that Chancellor Donovan, President Judy, and Johnson State College President Barbara Murphy together have served the Vermont State Colleges for 100 years total.

Chair O'Connor announced that Trustee Bill Lippert is the recipient of the 2014 Anna Marsh Award and is being honored by the Brattleboro Retreat for his work in making Vermont a more inclusive and equitable place.

A. ITEMS FOR DISCUSSION AND ACTION

1. Approval of the Minutes of the September 23-24, 2014 Board of Trustees Retreat and Meeting

Trustee Pelletier moved and Trustee Jerman seconded the motion to approve the minutes of the September 23-24, 2014 annual retreat and meeting. The minutes were approved unanimously.

2. Personnel Action: Appointment of Vermont Technical College President

Trustee Jerman moved and Trustee Macfarlane seconded the resolution Personnel Action: Appointment of Vermont Technical College President. Trustee Milne emphasized the importance of continuity and the strong relationships Interim President Smith has built. Chair O'Connor stated that she sought input from Vermont Tech faculty, staff, and students both in person and via email and received very positive feedback. She noted that the only negative feedback she received was about the process the Board used to decide to appoint the president permanently. The resolution passed

unanimously. President Smith accepted the position, and thanked Chair O'Connor for reaching out to the Vermont Tech community, and the Board for its support.

3. Personnel Action: Approval of Employment Contract for Chancellor of the Vermont State Colleges

Trustee Jerman moved and Trustee Moore seconded the resolution Personnel Action: Approval of Employment Contract for Chancellor of the Vermont State Colleges. Chair O'Connor stated that the actual start date is still being worked out, but it will be no later than January 15, 2015. The resolution passed unanimously. Trustee Diamond inquired whether the Board will see documentation President Smith's contract, as the have of Mr. Spaulding's. Chancellor Donovan responded that the terms of the contract are in the resolution, and that the terms of presidents' contracts are signed by the Chancellor and not the Board chair. The annual resolution to reappoint the presidents authorizes the Chancellor to extend the existing contracts.

4. Approve FY2014 Draft Audited Financial Statements and A-133 Report Review

Trustee Milne moved and Trustee Jerman seconded the motion to Approve the FY2014 Draft Audited Financial Statements and A-133 Report Review. The resolution was approved unanimously.

Chair O'Connor described the committee process so the audience could understand what the Board is approving at this meeting. Trustee Diamond thanked the Audit Committee for its work on behalf of the Board. Chair O'Connor commended Trustee Milne for her work as chair of the committee. Trustee Milne thanked finance staff at the Office of the Chancellor and each of the colleges.

5. Review and Approve FY2016 Operating Appropriation Request for VSC, WD, Allied Health and VIT

Trustee Macfarlane moved and Trustee Milne seconded the motion to Approve the FY2014 Operating Appropriation Request for VSC, WD, Allied Health and VIT. The resolution was approved unanimously.

6. Approval of Finance and Facilities Committee: Consent Agenda

Trustee Macfarlane moved and Trustee Diamond seconded the motion to approve the Finance and Facilities Committee Consent Agenda. No items were removed from the consent agenda. The resolution was approved unanimously.

7. Nomination of Faculty for Emeritus Status

Trustee Hannum moved and Trustee Diamond seconded the resolution to confer Emeritus status on Lyndon State Professor Alan Boye. Lyndon State College President Joe Bertolino recommended Professor Boye for the honor and spoke highly of his accomplishments, particularly his creation of the college's journalism program. Professor Boye retired in 2009 but remains as part-time faculty.

The honor will be awarded to Professor Boye at the Board's February meeting, to be held at Lyndon State. The resolution passed unanimously.

8. Real Estate Transaction

Chancellor Donovan requested that the Board consider discussing this agenda item in executive session. Chair O'Connor stated the Board would do so after completing the rest of the agenda.

B. ITEMS FOR INFORMATION AND DISCUSSION

1. Report of the October 6, 2014 Meeting of the Executive Committee

Chair O'Connor reported that there was no additional information beyond the notes already provided to the Board. Chancellor Donovan asked for an update on the presidential search at Johnson State College. Trustee Diamond, chair of the search committee, stated that the process started on October 16th with a meeting with faculty, staff and students to hear what qualities the community wanted in a president. The committee shared the process and timeline with everyone. Input can be submitted to the committee through JSC's website and through a special email address: searchchair@vsc.edu.

The search committee has expanded to include two faculty, two staff, one student, and community member who is also a JSC alumni. The committee met again on October 27th. Trustee Dickinson, vice-chair of the search committee, stated that at this meeting the group confirmed the timeline and set up meeting dates and expectations. The faculty, staff and student members of the committee will be responsible for planning the semi-final candidates' visits to campus. A private website has been set up for applications review by the committee. Ads for the position were posted on October 27th in the *Chronicle of Higher Education* and *Inside Higher Education*. The committee will review applications together on December 1st and conduct preliminary interviews in December. On-campus interviews will happen in late January; final interviews in February.

Trustee Diamond clarified that after the committee reviews and scores the applications, they will narrow down the pool to 10-12 candidates whom Chancellor Donovan will interview over the phone. Then the committee will also do video interviews with these candidates. Chair O'Connor stated it is the Board's hope to finalize the choice by the end of February. Other trustees on the committee are Trustee Slaimen, Trustee Moore, and Trustee O'Connor. Johnson State College President Barbara Murphy informed the Board that there is a [web page on JSC's website](#) with the position description, challenges, and qualifications; she invited Board to look at it. Chancellor Donovan informed the Board that approximately 15 applications have been submitted so far, and all have been acknowledged. He has also received several nominations, which have been used to invite the nominees to apply for the position. Chair O'Connor reminded the Board that up until the point that candidates make campus visit, the process is confidential.

2. Report of the October 22, 2014 Meeting of the Audit Committee

Trustee Milne reported that there was no additional information beyond the notes already provided to the Board.

3. Report of the October 22, 2014 Meeting of the Finance and Facilities Committee

Trustee Macfarlane reported that there was no additional information beyond the notes already provided to the Board.

4. Report of the October 22, 2014 Meeting of the Education, Personnel and Student Life Committee

Trustee Hannum reminded Board members to submit requests for topics for discussion to him. Chancellor Donovan thanked Associate General Counsel Sophie Zdatny for the presentations on VSC policies 311 and 311-A that were made at the most recent EPSL meeting. He also thanked the EPSL committee for setting aside time to delve into the topic. Trustee Lippert asked how the Board can keep abreast of how these policies are implemented. Chair O'Connor asked the presidents to report about implementation at a future EPSL meeting.

Chair O'Connor took a moment to congratulate audience member Tim Johnson of WTSA, who is to be honored on December 6th at the Vermont Association of Broadcasters Hall of Fame.

5. Report of the Vermont State Colleges Student Association

Trustee Slaimen reported that the group has met twice so far this year with good representation from each college. They are working on planning events that bring students in the system together rather than by school.

Trustee Jerman left the meeting at this time.

6. Report of the Chancellor

Chancellor Donovan reported that he has been meeting with Jeb Spaulding weekly, and that Mr. Spaulding has also been meeting with CFO Robbins and General Counsel Reedy in preparation for the transition.

7. Reports of the College Presidents

Vermont Technical College President Dan Smith reported that the college has just finished a successful ABET reaccreditation visit that resulted in zero deficiencies. He pointed out that the electrical engineering department received a report that had no comments, which can be considered high praise. He commended Academic Dean Phil Petty and Assistant to the Dean Linda Runnion for their efforts. Vermont Tech's NCLEX pass rates are the highest in state of Vermont, with 87% of PN and 93% of ADN students passing. A search is open for a director of marketing and communication. President Smith thanked President Judy for sharing CCV's Director of Advancement Katie Mobley to help with the search.

Castleton State College President Dave Wolk shared that a recent profile on ESPN 60 of domestic violence survivor [Carmen Tarleton](#), whose daughter attends Castleton, was extremely inspirational, and her visit to the college was very well received. He will share a link to the video segment as soon as it's available. The Shrine Maple Sugar Bowl will now be held at Castleton in August 2015.

Lyndon State College President Joe Bertolino reported that the response to his recent state of the college address has been positive and the college community is stepping up. The Atmospheric Sciences department has received \$200K grant for an applied research project with IBM and Vermont Electric Power Company. Starting in the spring semester they will introduce LyndonFLEX, offering 100 online, hybrid and weekend courses for the first time. LSC also received a \$200K+ grant for developing a hospitality and tourism concentration under the Mountain Recreation Management program. Professor Alexandre Strokanov returned from Moscow recently as the winner of an international competition for the best teacher of Russian literature in the world outside of Russia.

Johnson State College President Barbara Murphy: reported on a very successful visit by Visiting Scholar Professor Joanne St. Lewis, who spoke on issues of equity. The Outdoor Education and Wellness programs are planning on campus events after a successful event was held by the Theater department. This year the faculty and staff are reading and discussing together the book [Completing College: Rethinking Institutional Action](#) by Vincent Tinto. Trustee Moore inquired whether the college a forest management plan and whether it was for the campus only or also included the Babcock parcel. President Murphy answered that the exiting forestry management plan is for the campus only because the college does not have authority to steward the Babcock land. Trustee Moore encouraged looking into a long term management plan for the Babcock land.

Community College of Vermont President Joyce Judy directed the Board's attention to the CCV annual report handed out. The [#CIMBY](#) (College in My Back Yard) social media effort has generated a good response. Over 200 people have pinned their stories on a map of VT; she invited Board members to pin themselves as well. CCV sponsored a veterans writing project in June; the result is the booklet handed out to the Board called *Veterans Writing in Vermont*. On Veterans Day the college will roll out a web presence around some of this work. President Judy introduced CCV staff. Chancellor Donovan inquired about a news story regarding a veterans van. CCV Dean of Students Heather Weinstein responded that the veterans center in South Burlington has a [Mobile Vet Center](#) that will tour all 12 CCV centers in November and December to allow community members and vets to access benefits and programming that the Veterans Administration offers.

8. Other Business

Trustee Macfarlane suggested that the Board read and discuss a letter that appeared in the St. Albans Messenger and Addison Independent from past Vermont Tech President Allan Rodgers. A copy of the editorial will be sent to all trustees.

9. Comments from the Public

Faculty Federation President Linda Olson extended an invitation for Board members to participate in a new initiative the Federation to adopt a campus. Board members will be able to attend classes, eat with students, and be on campus. The program is intended to help Board members become great ambassadors to the colleges.

10. Date and Place of Next Meeting

Thursday, December 11, 2014

Castleton State College, Castleton, VT

Trustee Pelletier moved and Trustee Hannum seconded a motion for the Board to enter executive session to discuss a real estate transaction. The session would include President Judy, Chancellor Donovan, CFO Robbins, and CCV Dean of Administration Barbara Martin. The Board voted unanimously to enter executive session at 4:35 p.m. While in executive session the Board approved a resolution, the results of which are on file at the Vermont State Colleges. The Board exited executive session at 4:40 p.m.

Chair O'Connor adjourned the meeting at 4:42 p.m.

VERMONT STATE COLLEGES

BOARD OF TRUSTEES

RESOLUTION

Personnel Actions: Appointment of Vermont Technical College President

BE IT RESOLVED,

That upon recommendation of the Chancellor, the following personnel action is approved, subject to and in accordance with the terms of the letter of reappointment, to be signed by the Chancellor.

<u>Name</u>	<u>Position</u>	<u>Term</u>
Daniel P. Smith	President	11/10/2014 – 6/30/2016

Employment terms include: Annual Salary rate of \$145,000, use of a college vehicle, use of President's residence, and the regular benefits for Administrator employees as outlined in the VSC Personnel Handbook.

October 30, 2014

VERMONT STATE COLLEGES

BOARD OF TRUSTEES

RESOLUTION

Personnel Action:

Approval of Employment Contract for Chancellor of the Vermont State Colleges

BE IT RESOLVED,

The Board approves an employment contract for Jeb Spaulding, appointed as Chancellor of Vermont State Colleges to be signed by the Chair of the Board of Trustees.

<u>Name</u>	<u>Position</u>	<u>Term</u>
George (Jeb) Spaulding	Chancellor	no later than 1/15/2015 – 6/30/2017

Employment terms include: Annual Salary rate of \$201,629, use of a VSC vehicle, and the regular benefits for Administrator employees as outlined in the VSC Personnel.

October 30, 2014

VERMONT STATE COLLEGES

BOARD OF TRUSTEES

RESOLUTION

Acceptance of the FY2014 Audited Financial Statements and A-133 Report

- WHEREAS, The Vermont State Colleges has contracted with O'Connor & Drew to perform its FY2014 financial statements audit, and the auditors have delivered the draft financial statements, A-133 report and Advisory Comments thereon; and
- WHEREAS, The Trustees' Audit Committee has reviewed these materials and recommended that the Board accept them; therefore, be it
- RESOLVED, That the Board of Trustees of the Vermont State Colleges hereby accepts the FY2014 Financial Statement Audit Report by O'Connor & Drew.

October 30, 2014

VERMONT STATE COLLEGES

BOARD OF TRUSTEES

RESOLUTION

FY2016 VSC, Allied Health and VIT State Appropriation Request

- WHEREAS, The Vermont State Colleges Board of Trustees is responsible for approving the annual operating budget for the Vermont State Colleges, Workforce Development, Allied Health and Vermont Interactive Technologies; and
- WHEREAS, The Vermont State Colleges Board of Trustees also approves, as part of the operating budget, the state operating appropriation request to the State of Vermont; therefore, be it
- RESOLVED, That the Board of Trustees of the Vermont State Colleges hereby authorizes the Chancellor to submit a request for a FY2016 VSC state operating appropriation of \$29,421,962 which includes Workforce Development funds of \$427,898 to help support the general operating budgets; and be it further
- RESOLVED, That the Board of Trustees of the Vermont State Colleges hereby authorizes the Chancellor to submit a request for a FY2016 state operating appropriation of \$1,350,000 to help support a FY2016 Allied Health operating budget, this activity to be tracked separately; and be it further
- RESOLVED, That the Board of Trustees of the Vermont State Colleges hereby authorizes the Chancellor to submit a request for a FY2016 state operating appropriation of \$825,515 to help support a FY2016 Vermont Interactive Technologies operating budget.

October 30, 2014

VERMONT STATE COLLEGES

BOARD OF TRUSTEES

RESOLUTION

VSC Finance and Facilities Committee: Consent Agenda

- WHEREAS, The VSC Finance and Facilities Committee met on October 22, 2014 to discuss the business items outlined below; and
- WHEREAS, The Committee has voted to approve the items outlined below and recommends them to the full Board; therefore, be it
- RESOLVED, That the Vermont State Colleges Board of Trustees hereby endorses the approval of the following resolutions:
- “Use of FY2014 Carryover Funds”
 - “FY2016 VSC Capital Projects”
 - “FY2016 VIT Capital Projects”
 - “Establishment of Endowment”

October 30, 2014

VERMONT STATE COLLEGES

BOARD OF TRUSTEES

RESOLUTION

Emeritus Status for Professor Alan Boye

- WHEREAS, Professor Alan Boye retired from Lyndon State College in 2009; and
- WHEREAS, Professor Alan Boye provided distinguished and outstanding service to his students, to Lyndon State College, to the larger Lyndon community, and to the Vermont State Colleges for 22 years; and
- WHEREAS, Professor Alan Boye has earned the highest respect from the Lyndon State College community, is held in the highest regard by students and colleagues, and continues to contribute to the life of the College after retirement; and
- WHEREAS, Professor Alan Boye meets the criteria established by the Board of Trustees for Emeritus Status; therefore, be it
- RESOLVED, That the VSC Board of Trustees grants the title of Professor of Humanities Emeritus to Alan Boye as of this date, October 30, 2014.

October 30, 2014