

Minutes of the VSC Board of Trustees Executive Committee meeting Monday, August 10, 2015 APPROVED by the Committee January 4, 2016

The Vermont State Colleges Board of Trustees Executive Committee conducted a Committee meeting on Monday, August 10, 2015 at the Office of the Chancellor in Montpelier, Vermont.

The following were present:

Committee Members: Tim Jerman, Karen Luneau, Martha O'Connor, Heidi Pelletier

Other Trustees: Jim Masland

Guest, by phone: Dr. Aims McGuinness, NCHEMS

Office of the Chancellor:

Tricia Coates, Director of External & Governmental Affairs
Elaine Sopchak, Executive Assistant to the Chancellor
Jeb Spaulding, Chancellor

Chair O'Connor called the meeting to order at 9:06 a.m. The Committee approved an agenda addition of a personnel matter.

A. ITEMS FOR DISCUSSION AND ACTION

1. Approval of the minutes of the June 11, 2015 Executive Committee meeting

Trustee Jerman moved and Trustee Pelletier seconded the approval of the minutes. The minutes were approved unanimously.

2. Approval of Board self-assessment survey

Trustee Pelletier moved and Trustee Jerman seconded the approval of the self-assessment survey. The survey will be sent out with the only change being that trustees will not have to submit their names with their completed surveys. It will be distributed after the Committee meeting and members will have until August 31st to complete it. The Committee approved the survey with the above noted change unanimously.

4. Discuss changes to Board per diem policy

After discussion the Committee agreed on the following changes to the proposed Trustee Stipend & Expenses policy:

- Trustees will be responsible for submitting their own expense reports quarterly, within 30 days after the end of the quarter; reports submitted after that period will not be reimbursed.
- The annual stipend will be paid at the start of the fiscal year.
- Information about donating stipends and expenses will be separated from the Trustee Stipend & Expenses policy.

5. Discuss changes to Board handbook and Board Bylaws

This item was moved to after #5.

6. Discuss start times for Board committee meetings

Chancellor Spaulding inquired whether committee meetings could start earlier in the day to allow for more time for the committees. He will consult with trustees traveling long distances to ensure this is a feasible change.

7. Discuss changes to Board handbook and bylaws

The Committee began by reviewing proposed changes to the Board Bylaws. The proposed changes were approved and recommended to the full Board along with the following additional changes:

- Replacing “biannually” with “biennially” throughout the document
- Clarifying that the Board Chair is an ex officio, non-voting member of all committees
- Confirming that Committee Chairs will hold office for one year at a time while the Board Chair term is two years as set forth in Act 19.

Regarding the proposed revision to handbook introductory materials, Chancellor’s Office staff will include them in the materials for the upcoming Board retreat for trustees’ review prior to approval.

9. Discuss fundraising events

Chair O'Connor recommended the addition of former trustee Gary Moore to the planning committee for a Hall of Fame gala to be held in March 2016. Chair O'Connor requested that Trustee Luneau chair the committee. Trustee Luneau will reach out to the committee members to begin the planning process.

10. Preliminary conversation on system name change

11. Board retreat agenda

At this time Dr. Aims McGuinness of NCHEMS joined the meeting by phone. Dr. McGuinness and the Committee discussed the format and topics of the upcoming Board retreat. They agreed an outcome of the retreat will be for the Board to agree on three to four directives to inform the Chancellor's Office and institution staff, who will return to the Board at subsequent meetings with recommendations for accomplishing those directives.

The Committee agreed it would be helpful for the Board to review state economic data prior to the meeting. In addition, Mathew Barewicz of the Department of Labor will be invited to present to the Board at the meeting.

At this time, Trustee Luneau moved that the Committee go into executive session pursuant to 1 V.S.A. §313(a)(3) to consider the employment of a public officer of the Vermont State Colleges. In addition to the Committee, attendance in executive session included Chancellor Spaulding. Trustee Jerman seconded. The motion was approved unanimously. The Committee entered executive session at 11:12 a.m. The Committee exited executive session at 11:35 a.m. No action was taken.

The meeting adjourned at 11:35 a.m.