

**Minutes of the Board of Trustees regular meeting Thursday, December 3, 2015,
APPROVED by the Board February 13, 2016**

The Vermont State Colleges Board of Trustees conducted a regular meeting Thursday, December 3, 2015 at the Langevin House, Vermont Technical College, Randolph, Vermont.

The following were present:

Trustees: Jerry Diamond, Lynn Dickinson, Kraig Hannum, Church Hindes, Tim Jerman (Vice Chair), Bill Lippert, Karen Luneau, Chris Macfarlane, Jim Masland, Linda Milne, Martha O'Connor (Chair), Mike Pieciak, Ben Simone

Presidents: Joe Bertolino, Elaine Collins, Joyce Judy, Dan Smith, Dave Wolk

Office of the Chancellor:

Tricia Coates, Director of External and Governmental Affairs
Tom Robbins, Vice President and Chief Financial Officer
Bill Reedy, Vice President and General Counsel
Elaine Sopchak, Executive Assistant to the Chancellor
Jeb Spaulding, Chancellor
Yasmine Ziesler, Chief Academic and Academic Technology Officer

From the Colleges:

Pam Ankuda, VT Tech Director of Human Resources
Tom Archer, Director, LSC Physical Plant
Amanda Chaulk, VT Tech Director of Marketing and Communications
Patty Cross, LSC Administrative Assistant
Denise Doyon, LSC Housekeeper
Chris Dutton, Director, VT Tech Institute for Applied Agriculture & Food Systems
Lisa Goodwin, LSC Housekeeper
Michelle Graham, Executive Assistant to President Smith
Maureen Hebert, Director, VT Tech Continuing Education & Workforce Development
Jeff Higgins, Professor & Chair, VT Tech English Department
Ted Jacques, LSC Carpenter
Tom Leiper, LSC Plumber
Vicki Martin, LSC Housekeeper
Cindy Martindill, VT Tech Associate Dean of Nursing
Georgia Mealey, VT Tech senior, Architectural Engineering Program
Carter Mealey, VT Tech graduate, Electromechanical Engineering
Andy Myrick, Full Time Faculty Federation President, VT Tech

Sandra Noyes, VSC/VTC Staff Federation
Jay Paterson, VT Tech Dean of Student Affairs
Dan Peal, LSC Electrician
Phil Petty, VT Tech Academic Dean
Brent Sargent, VT Tech Dean of Program Development & Regional Campuses
Mary Schlesinger, LSC Custodial Supervisor
Deborah Sherwood, LSC Housekeeper
Jim Smith, VT Tech Director of IT
Karen Tatro, VT Tech Facilities Department
Lit Tyler, VT Tech Dean of Administration

From the Public:

Lisa Rathke, Associated Press
Steve Wisloski, Deputy State Treasurer

Guests: Rick Beyer, Association of Governing Boards Institutional Strategies

Chair O'Connor called the meeting to order at 8:45 a.m.

A. PRESENTATION

1. Presentation of Preliminary AGB Report with Rick Beyer

Trustee Jerman moved to enter executive session pursuant to 1 V.S.A. §313(a)(6) as well as 1 V.S.A. §§317(c)(4) and (9) to discuss a public record that is exempt from public inspection and copying. The document in question is protected by deliberative process privilege and because it contains unpatented trade secrets and proprietary information—confidential business records and information—that a commercial concern such as the VSC would make reasonable efforts under the circumstances to keep secret and which give the VSC an opportunity to obtain business advantage over competitors who do not know it. In addition to the Board, the Chancellor, Rick Beyer from AGB, the presidents, Stephen Wisloski, and Tom Robbins and were permitted in executive session. Trustee Macfarlane seconded and the motion was approved unanimously. The Board entered executive session at 8:47 a.m. The Board exited executive session at 10:23 a.m. and took no action. The Board recessed for a short time.

B. ITEMS FOR DISCUSSION AND ACTION

Chair O'Connor called the meeting back to order at 10:39 a.m. Trustee Milne departed the meeting.

1. Approval of the Minutes of the September 22-23, 2015 Retreat and Meeting

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

2. Report of the Audit Committee

- a. Review and Approval of FY2015 Draft Audited Financial Statements and A-133 Report
- b. Minutes of the November 18, 2015 Audit Committee Meeting

Trustee Dickinson shared that the auditors gave the VSC a clean review, issues from previous audits have been addressed, and there were no material weaknesses. Trustee Dickinson moved and Trustee Hinds seconded the approval of the draft audited financial statements. The resolution was approved unanimously.

3. Report of the Finance & Facilities Committee

- a. Approval of Finance & Facilities Committee Consent Agenda

Trustee Hinds reviewed the individual items on the consent agenda and moved the resolution. Trustee Diamond seconded the resolution. The resolution was approved unanimously.

- b. Approval of Lyndon State College Renaming Request

Trustee Hinds shared that this renaming request represents the value of an asset not represented on a balance sheet—a campus' heart and soul. President Bertolino shared the community's affection for Mr. Peake and introduced members of the LSC facilities staff who attended the meeting in support of the request. Trustee Hinds moved the resolution and Trustee Lippert seconded. The resolution was approved unanimously.

c. Minutes of the November 18, 2015 Finance and Facilities Committee Meeting

There were no comments on the minutes of the Committee.

4. Report of the Education, Personnel, and Student Life Committee

a. Policy 102 Final Proposal: Lyndon State College BA Early Childhood Education

Trustee Hannum introduced and moved LSC's program proposal. Trustee Pieciak seconded. President Bertolino briefly reviewed the purpose of the new program. The program was approved unanimously.

b. Policy 102 Final Proposal: Vermont Technical College BS Entrepreneurship

Trustee Hannum introduced and moved VTC's new program proposal. He explained to the Board that this final proposal has been reviewed by the Committee one time, as the Committee and the colleges are adapting to the Board's new schedule. President Smith stated his support for the program. The program was approved unanimously.

c. Approval of Education, Personnel, and Student Life Committee Consent Agenda

Trustee Hannum briefly described the items on the consent agenda and moved the resolution. Trustee Masland seconded. The consent agenda was approved unanimously.

Trustee Lippert asked whether newly approved degree programs are announced by press release. President Smith assured the Board that the college has a roll-out plan for the new program. He also expressed appreciation for the rapidity with which the Board addressed approving the program.

d. Minutes of the November 18, 2015 EPSL Committee Meeting

There were no comments on the minutes of the Committee.

5. Report of the Long Range Planning Committee

a. Approval of Revised VSC Mission and Vision Statements

Trustee Diamond reviewed the activities and discussion at the most recent Committee meeting. The Committee reviewed the mission and vision statements for consistency with the system's current goals and asked Chancellor's Office staff to suggest potential revisions. He noted that there were few revisions needed, which are incorporated in the final draft before the Board at this time.

Trustee Diamond also called attention to the draft version of the strategic goals of the system included in the meeting materials, which will be taken up at the next LRPC meeting scheduled for January 7, 2016 and brought to the Board for action at its February meeting. Trustee Diamond moved the resolution and Trustee Jerman seconded. Chair O'Connor acknowledged CAO Ziesler's work on the revised mission and vision statements. Chancellor Spaulding stated that the main revisions centered on emphasizing the comprehensive and interconnected nature of the system. He shared a recent example of this in the new Chancellor's Faculty Advisory Council that he is working with to complete the strategic priorities. The revised mission and vision statements were approved unanimously.

b. Decision on Potential Renaming of the System

Trustee Diamond reminded the Board that this topic began to be considered in July when the Board approved the new name of Castleton University. The Committee discussed whether a new or better name might help the system move forward in a more interconnected way. The Committee developed the following criteria for a new system name:

- A new name must include "Vermont," as this is required in law.
- A new name should reflect the comprehensive, interconnected, and cohesive system we aspire to be.
- A new name should not lead to confusion between the VSC and the University of Vermont.
- A new name should be concise, be easy to remember, and lend itself to effective marketing.

The Committee also surveyed the entire faculty and staff of the VSC, as well as the entire student bodies of all five colleges. The overwhelming consensus revealed there was not a single new name that rose to the top. Over half of respondents of both surveys felt the name should stay the same. The Committee therefore recommends to the Board that the name of the Vermont State Colleges should not be changed.

Trustee Luneau clarified that there was not a particular name that was a favorite of the Committee at this time, but that in the future, after the system has completed its efforts at collaboration, renaming could possibly be reconsidered.

c. Minutes of the November 5, 2015 Long Range Planning Committee Meeting

There were no comments on the minutes of the Committee.

6. Approval of Nominees for VSC Hall of Fame and Event Update

Trustee Luneau shared that the Hall of Fame Committee has met several times to plan this event that will celebrate the VSC and the work of the students the system produces, as well as the impact the system has on the state of Vermont. A Hall of Fame celebration will be held March 9, 2016 at the Capital Plaza in Montpelier. She called Board members' attention to information sent to them to assist in the planning of the event. She announced the names of each college's honoree and invited each president to provide a brief background on each honoree. The nominees and background information are attached to these minutes.

Trustee Luneau stated that the nominee for the Board of Trustees Award for Extraordinary Contribution is former Governor Phil Hoff. Chancellor Spaulding stated that the Hall of Fame program is a way to showcase the large impact that Vermont State Colleges graduates have had on the state of Vermont and in some cases the entire country. He then shared the basis for Governor Hoff's nomination, which is attached to these minutes. President Wolk emphasized the appropriateness of Governor Hoff's nomination.

Trustee Luneau read and moved the resolution to approve the slate of Hall of Fame nominees. Trustee Pieciak seconded the motion, which was approved unanimously.

7. Consideration of College Tuition for 2016-2017

Chair O'Connor reminded the Board that Chancellor Spaulding had requested at the November 18, 2015 Finance and Facilities Committee meeting that the Board revisit the tuition issue. She asked the Board to consider the request and asked Finance and Facilities Committee Chair Hinds if his Committee would undertake the request and provide a report to the full Board at its February meeting. Chair Hinds agreed and invited all trustees to attend the meeting.

8. Personnel Matter

Trustee Hinds moved and Trustee Diamond seconded a resolution to honor the service of CFO Thomas Robbins. The resolution was approved unanimously. Board members, presidents, and the Chancellor expressed their appreciation for Mr. Robbins' good work.

B. ITEMS FOR INFORMATION AND DISCUSSION

1. Other Business

President Smith introduced members of the VT Tech team who were present:

Pam Ankuda, VT Tech Director of Human Resources
Amanda Chaulk, VT Tech Director of Marketing and Communications
Chris Dutton, Director, VT Tech Institute for Applied Agriculture & Food Systems
Michelle Graham, Executive Assistant to President Smith
Maureen Hebert, Director, VT Tech Continuing Education & Workforce Development
Jeff Higgins, Professor & Chair, VT Tech English Department
Cindy Martindill, VT Tech Associate Dean of Nursing
Andy Myrick, Full Time Faculty Federation President, VT Tech
Sandra Noyes, VSC/VTC Staff Federation
Jay Paterson, VT Tech Dean of Student Affairs
Phil Petty, VT Tech Academic Dean
Brent Sargent, VT Tech Dean of Program Development & Regional Campuses
Karen Tatro, VT Tech Facilities Department
Lit Tyler, VT Tech Dean of Administration

President Smith also recognized and commended Jim Smith, VT Tech Director of IT, who was unable to attend while he is working with his team on the transition from VIT.

2. Comments from the Public

There were no comments from the public.

3. Date of Next Meeting: PLEASE NOTE THE DATE CHANGE

Friday, February 12 – Saturday, February 13, 2016, Johnson State College

Trustee Jerman moved and Trustee Masland seconded the motion to adjourn at 12:02 p.m.

VERMONT STATE COLLEGES

BOARD OF TRUSTEES

RESOLUTION

Acceptance of the FY2015 Audited Financial Statements and A-133 Report

- WHEREAS, The Vermont State Colleges has contracted with O'Connor & Drew to perform its FY2015 financial statements audit, and the auditors have delivered the draft financial statements, A-133 report and Advisory Comments thereon; and
- WHEREAS, The Board's 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 FY2015 Financial Statement Audit Report by O'Connor & Drew.

December 3, 2015

VERMONT STATE COLLEGES

BOARD OF TRUSTEES

RESOLUTION

VSC Finance and Facilities Committee Business: Consent Agenda

WHEREAS, The VSC Finance and Facilities Committee met on November 18, 2015 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:

- Review and Approval of FY2015 Carryover Items
- VTC Graduate Tuition Rate
- Establishment of Endowments: Consent Agenda

December 3, 2015

VERMONT STATE COLLEGES

BOARD OF TRUSTEES

RESOLUTION

Naming of Maintenance Facility at Lyndon State College

WHEREAS, Employees of Lyndon State College have petitioned President Joe Bertolino to name the campus maintenance facility after Art Peake, one of the college's longest serving and well respected staff members, who recently passed away; and

WHEREAS, Mr. Peake was deeply dedicated to Lyndon State College and made significant contributions to the college, its students, and the community; and

WHEREAS, President Bertolino supports this "immensely appropriate" request of the Lyndon State community; and

WHEREAS, Chancellor Jeb Spaulding, in accordance with VSC Policy 413, *Naming of Campus Facilities and Properties*, has approved the proposed naming of the building as meeting the criteria set forth in the policy, and

WHEREAS, The VSC Board of Trustees' Finance and Facilities Committee has reviewed the proposal and recommends it to the full Board; therefore be it

RESOLVED, that the Lyndon State College maintenance facility be named the Arthur W. Peake Maintenance Facility in honor of Art Peake.

December 3, 2015

VERMONT STATE COLLEGES

BOARD OF TRUSTEES

RESOLUTION

Lyndon State College
Bachelor's of Science Degree in Early Childhood Education

WHEREAS, Lyndon State College proposes a Bachelor's of Science Degree in Early Childhood Education; and

WHEREAS, Lyndon State College's BS in Early Childhood Education program will allow students to complete their BS and/or licensure while continuing to work full-time; will allow students who already hold a bachelor's or associate's degree to complete coursework leading to a Vermont Early Childhood teaching license; and will allow already working and licensed teachers in Vermont who hold an endorsement in another concentration area to add an early childhood endorsement; and

WHEREAS, Lyndon State College has developed a budget to deliver the program based on conservative enrollment projections; and

WHEREAS, The Board Education, Personnel, and Student Life Committee reviewed this proposal in accordance with Policy 102 and recommends it to the full Board for approval; therefore, be it

RESOLVED, That the VSC Board of Trustees authorizes Lyndon State College to offer a Bachelor's of Science Degree in Early Childhood Education as of this date, December 3, 2015.

December 3, 2015

VERMONT STATE COLLEGES

BOARD OF TRUSTEES

RESOLUTION

Vermont Technical College
Bachelor's of Science Degree in Entrepreneurship

- WHEREAS, Vermont Technical College proposes a Bachelor's of Science Degree in Entrepreneurship; and
- WHEREAS, Vermont Technical College's BS in Entrepreneurship program will focus on the teaching of skills and cultivation of talents that students need to start businesses, identify opportunities, manage risk, and innovate in the course of their careers; and
- WHEREAS, Vermont Technical College has developed a budget to deliver the program based on conservative enrollment projections; and
- WHEREAS, Vermont Technical College presented its final proposal for this program with the Chancellor's approval, in light of continuing need for entrepreneurial and timely program development; and
- WHEREAS, The Board Education, Personnel, and Student Life Committee, in accordance with Policy 102 and utilizing an expedited review process, recommends it to the full Board for approval; therefore, be it
- RESOLVED, That the VSC Board of Trustees authorizes Vermont Technical College to offer a Bachelor's of Science Degree in Entrepreneurship as of this date, December 3, 2015.

December 3, 2015

VERMONT STATE COLLEGES

BOARD OF TRUSTEES

RESOLUTION

Education, Personnel and Student Life Committee Business: Consent Agenda

WHEREAS, The VSC Education, Personnel and Student Life Committee met on November 18, 2015 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:

- Status of Programs under 2015 Program Review and Continuous Improvement Process (PReCIP)
- Commendation of 2015 PReCIP Process Participants
- Approval of Programs to be Reviewed under 2016 PReCIP Process
- Nomination of Faculty for Emeritus Status

December 3, 2015

VERMONT STATE COLLEGES
BOARD OF TRUSTEES
RESOLUTION

Revision of VSC Mission and Vision Statements

- WHEREAS, The current mission and vision statements for the Vermont State Colleges were adopted by the Board in 1999; and
- WHEREAS, The Board of Trustees, at its July 23, 2015 meeting, passed a resolution affirming its support for a focused and ongoing effort allowing the Vermont State Colleges to become a more comprehensive, cohesive, and interconnected system, with multiple distinct institutions within it, thereby providing students access not only to the resources of their particular college or university, but to the resources of the system as a whole, and enabling the most cost effective operation of the individual institutions and system; and
- WHEREAS, The Long Range Planning Committee recommends revisions to the VSC mission and vision statements to reflect this strategic decision of the Board; therefore, be it
- RESOLVED, That the Board of Trustees hereby adopts the revised mission and vision statements for the Vermont State Colleges system as attached.

December 3, 2015

Mission of the Vermont State Colleges

For the benefit of Vermont, the Vermont State Colleges system provides affordable, high quality, student-centered, and accessible education, fully integrating professional, liberal, and career study, consistent with student aspirations and regional and state needs.

This integrated education, in conjunction with experiential learning opportunities, assures that graduates of VSC programs will:

1. Demonstrate competence in communication, research and critical thinking;
2. Practice creative problem-solving both individually and collaboratively;
3. Be engaged, effective, and responsible citizens;
4. Bring to the workplace appropriate skills and an appreciation of work quality and ethics;
5. Embrace the necessity and joy of lifelong learning for personal and professional growth.

The Vermont State Colleges system provides continuing educational opportunities for individuals to meet their specific goals.

Vision of the Vermont State Colleges

To realize its mission for the benefit of Vermont:

- The VSC will be known for high quality programs, as measured by the skills, knowledge and contributions of students, graduates and clients.
- VSC system resources – human, financial, technological and physical – will be collaboratively leveraged to achieve our mission and stated goals, and to address agreed-upon priorities.
- The VSC will develop a culture of continuous improvement, supported by college and system assessment systems that measure progress toward stated goals.
- The VSC will be recognized as a great place to work, in terms of what it offers employees as well as what it contributes to local communities.
- The VSC will have comprehensive and timely access to data that inform college and system planning, management and decision making.
- The VSC will maximize the advantages of being a system and minimize bureaucracy to maintain one comprehensive and interconnected system comprised of five distinct institutions.
- VSC structures and delivery systems will be flexible enough to both anticipate and quickly adapt to shifting internal and external forces.
- VSC services will be delivered when and where students and clients need them.
- The VSC will meet or exceed students' and clients' expectations related to service.

VERMONT STATE COLLEGES
BOARD OF TRUSTEES
RESOLUTION

Vermont State Colleges Board of Trustees Hall of Fame 2016 Inductees

- WHEREAS, The Board of Trustees, in recognition of the exceptional leaders who have built and sustained the Vermont State Colleges since its creation 55 years ago in 1961, has created the VSC Hall of Fame; and
- WHEREAS, The Hall of Fame will highlight the accomplishments of the VSC's many talented alumni and shine a spotlight on the positive impact the VSC has on the economic, intellectual, and civic wellbeing of Vermont; and
- WHEREAS, Each college has submitted a nominee to the Hall of Fame:
Castleton University: John & Susan Casella
Community College of Vermont: Catriona McHardy
Johnson State College: Don Vickers
Lyndon State College: Jim Cantore
Vermont Technical College: Michael Audet; and
- WHEREAS, The Board of Trustees will also confer its first Award for Extraordinary Contribution as part of the Hall of Fame, and invited nominations for recipients of the award, which were considered by the Hall of Fame Committee; and
- WHEREAS, The Hall of Fame Committee endorses former Vermont Governor Philip H. Hoff as recipient of the 2016 Award for Extraordinary Contribution; and
- WHEREAS, The Hall of Fame Committee recommends this slate of nominees for induction to the 2016 VSC Hall of Fame to the full Board; therefore, be it
- RESOLVED, That the Board of Trustees hereby approves the recommended nominees for induction to the inaugural Vermont State Colleges Hall of Fame.

December 3, 2015

VERMONT STATE COLLEGES

BOARD OF TRUSTEES

RESOLUTION

Honoring the Dedicated and Able Service of Thomas A. Robbins

- WHEREAS, Thomas A. Robbins came to the Vermont State Colleges as its Vice President and Chief Financial Officer in 2002; and
- WHEREAS, Tom arrived with a Master of Business Administration from Rider University and a resume replete with accounting and administrative experience in such significant enterprises as Vermont Pure, Capital City Press, Daler Rowney, Datapro, and LeCoq Sportif; and
- WHEREAS, Tom guided VSC financial efforts throughout his fourteen years with dedication to the colleges and their students, straight talk, good humor, and generosity of spirit; and
- WHEREAS, Tom can count many VSC achievements of which to be justifiably proud:
- Two substantial bond issues enabling the necessary growth of VSC campuses;
 - Years of clean audits;
 - Attending to VSC financial and facilities needs in the aftermath of Tropical Storm Irene (without even missing a payroll);
 - Arrangements for the lease/ownership, construction, and occupation of the new VSC headquarters on Stone Cutters Way;
 - Participation on many, many collective bargaining teams;
 - Management of the investments of the VSC;
 - Service as Interim Dean of Administration at Vermont Technical College while remaining as the VSC Chief Financial Officer;
 - Service as staff to both the Audit and Finance & Facilities Committees of the Board;
 - Service as Interim Chancellor in the Chancellor's absence; and
- WHEREAS, While all that was going on at work, Tom was also a dutiful husband to his wife Gail and adoring and attentive father to their four children, as well as trying to keep up his skiing, golf, and hunting skills,
- WHEREAS, Tom also managed to find room in an otherwise too crowded schedule for contributions to his community as a volunteer through service on the boards of the Central Vermont Medical Center and the University of Vermont Health Network, rising to the levels of Chair of the Finance Committee and Board Chair for each organization, not to mention Tom's work as a corporator of the Northfield Savings Bank; therefore be it
- RESOLVED, That the Board of Trustees of the Vermont State Colleges honors and celebrates the dedicated and able service of Thomas A. Robbins to the VSC and wishes him nothing but the best in his future work and life.

Martha O'Connor, Chair
Vermont State Colleges Board of Trustees

December 3, 2015