

APPROVED Minutes of the VSC Board of Trustees Meeting held Saturday, March 24, 2018 at Couture Room, 108, 1 Abenaki Way, Community College of Vermont, Winooski, VT

The Vermont State Colleges Board of Trustees met on Saturday, March 24, 2018 at the Winooski Campus of Community College of Vermont.

Board members present: Church Hindes (Chair), Lynn Dickinson (Vice Chair), Jerry Diamond, Chris Macfarlane, Bill Lippert, Linda Milne, Aly Richards, Janette Bombardier, Dylan Giambatista, Shavonna Bent, and Michael Pieciak (by phone)

Absent: Karen Luneau, Jim Masland, David Silverman

Presidents: Elaine Collins, Joyce Judy, Pat Moulton, Karen Scolforo

Chancellor's Office Staff: Jeb Spaulding, Chancellor
 Tricia Coates, Director of External & Governmental Affairs
 Todd Daloz, Associate General Counsel
 Kevin Conroy, Chief Information Officer
 Sheilah Evans, System Controller & Senior Director of Financial
 Operations
 Steve Wisloski, Chief Financial Officer
 Sophie Zdatny, General Counsel
 Yasmine Ziesler, Chief Academic Officer
 Harriet Johnson, Executive Assistant to the Chancellor

From the Colleges: Laura Jakubowski, Director of Finance, Castleton University
 Monica McEnery, Chair, Education Department, Castleton University
 Lisa Cline, Johnson State College, Faculty Federation President
 Diane Hermann-Artim, Associate Academic Dean, Community College of
 Vermont
 Sharron Scott, Dean of Administration, Northern Vermont University
 Bob Ouellette, ASM, Oracle
 Jennifer Turchi, Assistant Professor, Castleton University
 Brad Slonaker, Instructor, Community College of Vermont
 Anne Slonaker, Associate Professor, Castleton University
 Patti Coultas, Director of VT Career Technical Education, Vermont
 Technical College
 Gillian Galle, Assistant Professor, Castleton University
 Morgan Easton, Student, Vermont Technical College
 Chris Sabatino, Student, Vermont Technical College
 Barbara Martin, Dean of Administration, Community College of Vermont
 Beth Walsh, President, Academic Support, Johnson State College
 Eric Sakai, Dean of Academic Technology, Community College of
 Vermont
 Mike Keogh, Business Outreach Manager, Community College of
 Vermont
 Dan Daley, Education Department Chair, Lyndon State College

Nolan Atkins, Provost, Lyndon State College
Jonathan Spiro, Chief Academic Officer, Castleton University
Bridget Donnelly, Executive Assistant to President, Community College
of Vermont
Tia Canguly, Associate Dean of Work Force Education, Community
College of Vermont
Katie Mobley, Executive Director Academic Centers, Community College
of Vermont
Allan Rodgers, Dean of Academic Affairs, Community College of
Vermont
Ric Reardon, Director of Education, Castleton University
Rob Schulze, Assistant Professor Education, Johnson State College

Chair Hindes called the meeting to order at 11:15 a.m.

Tia Canguly, Associate Dean of Workforce Education, and Michael Keogh, Business and
Community Outreach Manager from Community College of Vermont, presented on Community
College of Vermont Workforce Education.

Following the presentation, Trustee Diamond motioned, seconded by Trustee Milne, to move the
VSC Board of Trustees enter executive session, pursuant to V.S.A. Sec. 313(a)(2) to discuss
negotiating or securing real estate purchase or lease options.

Along with the members of the Board present at this meeting, in its discretion, the Board invited
the Chancellor, the members of the Council of Presidents, and CCV Dean of Administration, and
the VSC CFO, General Counsel and Associate General Counsel to attend.

The Board went into recess at 12:15 p.m. and returned to session at 1:09 p.m.

1. Welcome new Board Members

Chair Hindes recognized former Board of Trustees Chair Martha O'Connor in absentia, and
acknowledged his new role as Chair of the Board. He gave an update on the transition of the
Student Trustee and welcomed two new Board members, Dylan Giambatista and David
Silverman. Chair Hindes also recognized the re-election of Trustee Jim Masland, and the election
of Trustee Lynn Dickinson as the new Vice Chair.

2. Presentation on VSCS Teacher Education Programs

Chief Academic Officer Yasmine Ziesler introduced faculty from the various colleges who
presented on Vermont Licensure Portfolio and Teacher Education programs.

Patti Coultas, Director of VT Career Technical Education, Vermont Technical College
Dan Daley, Education Department Chair, Lyndon State College Diane Hermann-Artim,
Associate Academic Dean, Community College of Vermont
Monica McEnery, Chair, Education Department, Castleton University
Ric Reardon, Director of Education, Castleton University

Rob Schulze, Assistant Professor Education, Johnson State College

3. Consent Agenda – Motion to Approve
 - a. December 1, 2017 Meeting Minutes
 - b. December 11, 2017 Meeting Minutes
 - c. January 9, 2018 Meeting Minutes

Trustee Diamond moved and Trustee Dickinson seconded the approval of the minutes. The minutes were approved unanimously.

4. Updates from Chancellor and College Presidents

- a. Chancellor Spaulding

Chancellor Spaulding gave a brief update of the VSCS office and included a legislative report. Chancellor Spaulding acknowledged Tricia Coates, the Director of External and Governmental Affairs and praised her for her work at the State House. The House of Representatives just approved a \$1,000,000 increase in one-time funds for the VSCS. Spaulding also provided an update on the recent Hall of Fame event and its success. Chancellor Spaulding then presented a power point slide show on financial difficulties facing the Vermont State Colleges System and other institutions around New England.

- b. President Collins

President Elaine Collins gave an update on unification of Northern Vermont University and the accomplishments.

- c. President Moulton

President Patricia Moulton provided an update on Vermont Technical College. She reported on some recent highlights including a Student Honors Celebration. Moulton also reported on the creation of a search committee for an academic dean who will replace Allan Rogers. President Moulton shared recent updates and reported there is concern at the school among faculty and staff on the budget and state appropriation.

- d. President Scolforo

President Karen Scolforo gave an update on Castleton and shared her experience as the new President. She addressed the university's restructuring process and shared highlights of some of the university's programs and activities.

5. VSCUP President Beth Walsh has asked to address the Board

VSCUP President Beth Walsh shared some ideas and concerns of VSCUP members at Castleton University about budget cuts and job losses. Walsh stated she would like to hear regularly from faculty and staff of the VSCS and asked that the VSCUP members be included to find solutions. Beth Walsh introduced Amy Bremel, Coordinator of Advocacy Activism Nonviolence Education from Castleton University to speak.

Amy Bremel shared statements from Castleton staff regarding their budget challenges and staff reductions and asked the Board of Trustees for answers on what happened to the financial

oversight of the CU budget deficit. She stated the VSCUP is offering to help find solutions to ensure the future of Castleton University and expressed support for their new President.

6. Comments from the Public

Morgan Easton, Student Trustee Emeritus addressed the Board of Trustees to share ideas about strengthening the VSCS in the future and supporting the seat held by the Student Trustee.

Linda Olson, faculty member of Castleton University spoke about how demographic changes are affecting the college. She stated that the Board of Trustees has a fiduciary responsibility to the colleges.

Professor Alexander of Castleton University spoke in support of her colleagues.

Jennifer Turchi, Assistant Professor from Castleton University spoke regarding her concerns about Castleton restructuring and the future of her own career.

Lisa Cline, President of the VSC Faculty Federation expressed support for the Castleton faculty and staff and asked the Board of Trustees to address issues collectively. Cline also explained the academic job market and how the cycle for faculty employment works at certain times of the year, indicating faculty may not have an opportunity to be employed for a year because of the contract cycles.

Chair Hindes thanked everyone for sharing and expressing their concerns.

At this time Trustee Diamond moved the VSC Board of Trustees enter executive session, pursuant to 1 V.S.A. Sec. 313(a)(1)(A), for the purpose of discussing a pending contract. Because premature general public knowledge of these discussions would place VSC at a substantial disadvantage, it was appropriate for the Committee to enter executive session. Along with the members of the Board present at this meeting, in its discretion, the Board invited the Chancellor, the members of the Council of Presidents, VSC Chief Academic Officer, and VSC General Counsel and Associate General Counsel to attend.

Trustee Diamond also moved that the VSC Board of Trustees enter executive session, pursuant to 1 V.S.A. Sec. 313(1)(2) to discuss negotiating or securing real estate purchase or lease options, and per 1 V.S.A. Sec. 313(a)(1)(F), for the purpose of receiving confidential attorney client communications made for the purpose of providing professional legal services. Because premature general public knowledge of these discussions would place VSC at a substantial disadvantage, it was appropriate for the Committee to enter executive session. Along with the members of the Board present at this meeting, in its discretion, the Board invited the Chancellor, the members of the Council of Presidents, the VSC CFO, General Counsel and Associate General Counsel to attend.

The meeting reconvened at 4:12 p.m.

7. Report of the Finance & Facilities Committee
 - a. Consent Agenda – Motion to Approve

- JSC's Sugarman of Vermont scholarship
- New Policy 434 for PCI compliance

Trustee Macfarlane provided an overview of the consent agenda and made a motion to recommend approval of the consent agenda, seconded by Trustee Diamond. The motion was approved unanimously.

- b. Amended Policy 301 "Welcome Home Tuition" – Motion to Approve

Chancellor Spaulding provided a brief overview of Policy 301 amendment.

Trustee Richards moved, and Trustee Dickinson seconded the motion to approve the amended Policy 301 "Welcome Home Tuition". The motion was approved unanimously.

- c. Partial fossil fuel screening pilot for endowment – Motion to Approve

Trustee Macfarlane provided a brief overview of the partial fossil fuel screening pilot for endowment.

Trustee Lynn Dickinson expressed fiduciary concerns indicating she does not think this is a wise decision. The committee continued to discuss the investment option. Student Representative Shavonna Bent responded saying if the investment was advertised correctly, students would stand behind it any may results in students applying to Vermont State College instead of another institution. Chancellor Spaulding acknowledged this is a tough decision for some but stated this is a modest step done by an educational institution.

Trustee Hindes made a motion to adopt the resolution for partial fossil fuel screening pilot for endowment as recommended by the committee on Finance and Facilities. Trustee Dickinson, Trustee Milne, Trustee Janette Bombardier, and Trustee Macfarlane voted against the resolution. The resolution was not approved (6 in favor, 4 opposed). State law requires a majority of all members of the board, i.e. eight, to vote in favor of a motion for it to pass.

8. Report of the EPSL Committee: Consent Agenda Items

- a. Consent Agenda – Motion to Approve

- Resolution awarding VSC Faculty Fellowship to Dr. Sherrill Blodget at Castleton University
- Resolution awarding VSC Faculty Fellowship to Dr. Hans Haverkamp at Johnson State College
- Resolution authorizing Castleton University to award Chris Bohjalian an honorary Doctor of Humane Letters degree
- Resolution authorizing Castleton University to award Stephen Kiernan an honorary Doctor of Humane Letters degree
- Resolution authorizing Johnson State College to award Walter Mosely an honorary Doctor of Humane Letters degree

- Resolution authorizing Lyndon State College to award Jim Cantore an honorary Doctor of Science degree
- Resolution granting Johnson State College Professor of Humanities Emeritus status to Dr. William Doyle

Trustee Dickinson moved, seconded by Trustee Diamond to approve the consent agenda. The motion passed unanimously.

b. Policy 102 Vermont Tech Program in Dental Therapy – Motion to Approve

Trustee Milne moved, seconded by Trustee Diamond to approve Policy 102 Vermont Tech Program in Dental Therapy. Trustee Milne opposed, Trustee Dickinson abstained. The motion passed (8 in favor, 1 opposed, 1 abstained).

Trustee Dickinson provided follow up discussion and concerns to her statements and questions at the earlier EPSL meeting. She felt the program did not come from the employer community but from faculty and outside foundations, who helped develop this program. She does not feel this is a program the employer community needs, in addition to a competency concern by only requiring 1000 hours of training, opposed to 9000 hours required for a dental students.

9. Report of the Long Range Planning Committee

Trustee Diamond provided a brief overview of LRPC and issues they are currently facing.

10. Legislative Report

Chancellor Spaulding had previously incorporated the Legislative Report into the Chancellors Report.

11. Nominating Committee Report

Trustee Diamond gave a brief report of the nominating committee with recommendation for nominations of committees.

12. Election of Nominating Committee Members

Trustee Diamond recommended electing for the Officers of the Board of Trustees. Church Hinds as Chair for 2 years, Lynn Dickinson as Vice Chair for 1 year, Karen Luneau as Secretary for 1 year, and Linda Milne as Treasurer for 1 year.

Chair Hinds motioned, seconded by Trustee Macfarlane to approve the nominations for the Officers of the Board of Trustees. The motion passed unanimously.

Trustee Diamond provided the recommendation for the Audit Committee. They include Linda Milne as Chair for 1 year, Lynn Dickinson as Vice Chair for 1 year, Karen Luneau and Chris Macfarlane for 1 year. The Charter allows for 4 members of the Audit Committee, but Trustee

Linda Milne has requested 5 members to make it easier to have a quorum. Chair Hinde proposed voting on the 4 members today and electing a 5th member at the next Board meeting.

Trustee Diamond moved, seconded by Trustee Macfarlane, to approve the nominations to the Audit Committee. The motion passed unanimously.

Trustee Diamond reported Trustee Lynn Dickinson, Trustee Bill Lippert and Trustee Jerry Diamond have agreed to serve again on the Nominating Committee.

Trustee Richards moved, seconded by Student Representative Bent to approve the nominations of Lynn Dickinson, Bill Lippert and Jerry Diamond to the Nominating Committee. The motion passed unanimously.

13. Report from the VSC Student Government Association

Student Representative Shavonna Bent provided an update of the VSC Student Government Association and also expressed questions students had about a recent IT update which has been resolved. She has also been working with the Chancellors office regarding students maintaining their email addresses after the switch from JSC and LSC to NVU, and was assured that would be possible. Bent also stated there will be a new Student Trustee elected in May and suggested faculty talking to students and encouraging them to apply.

14. Tentative Meeting Dates for FY19 and discussion

Chancellor Spaulding went over the upcoming schedule for the Board of Trustees and Committee meetings in FY 19 and beyond. One change will be moving the September 19-20 retreat to September 26-27 so not to conflict with Yom Kippur. Trustee Hinde asked the Board members to consider whether they should have another 2-day meeting. The meeting schedule will be finalized at the June Board meeting.

15. Comments from the Public

Next meeting: June 21, 2018, NVU - Lyndon

16. New Business:

Trustee Diamond asked the minutes to reflect the Board's special thank you to Harriet Johnson, Mary Jeanne Taylor, Tricia Coates and Board member Karen Luneau for the work done towards making the Hall of Fame event successful, seconded by Trustee Milne.

Chair Hinde adjourned the meeting at 4:54 p.m.