

**Minutes of the VSC Board of Trustees Meeting held Thursday, June 21, Moore
Community Room, 1001 College Rd, Northern Vermont University – Lyndon, Lyndonville,
VT - APPROVED**

The Vermont State Colleges Board of Trustees met on Thursday June 21, 2018 at Northern Vermont University – Lyndon Campus.

Board members present: Church Hinds (Chair), Jerry Diamond, Chris Macfarlane, Bill Lippert, Janette Bombardier, Dylan Giambatista, Jesse Streeter, Karen Luneau, David Silverman, Jim Masland and Michael Pieciak

Absent: Linda Milne, Lynne Dickinson, Aly Richards

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
Jen Porrier, Administrative Director

From the Colleges: Laura Jakubowski, Director of Finance, Castleton University
Meaghan Meachem, Associate Professor, Northern Vermont University
Timothy Egan, P/T Faculty, Co-Director of iWow, Northern Vermont University
Sharron Scott, Dean of Administration, Northern Vermont University
Bob Ouellette, ASM, Oracle
Maurice Ouimet, Dean of Enrollment, Castleton University
Tim Lewis, Professor, Northern Vermont University
Andy Pallito, Dean of Administration, Community College of Vermont
Darcie Miles, Executive Assistant to the President, Northern Vermont University
Sylvia Plumb, Director of Marketing and Communications, Northern Vermont University
Jenny Harris, Executive Director of Development and Alumni Affairs, Northern Vermont University
Aaron Young, Director of Technical Services, Northern Vermont University
Jonathan Davis, Dean of Students, Northern Vermont University
Michael Stevens, Facilities Director, Northern Vermont University
Lauren Cornell, Student, Northern Vermont University - Lyndon
Francis Tarasiewicz, Student, Northern Vermont University - Lyndon
Janel Hanrahan, Associate Professor, Northern Vermont University
Jessica Langlois, Student, Northern Vermont University - Lyndon

Logan Guthrie, Student, Northern Vermont University - Lyndon
Littleton Tyler, Dean of Administration, Vermont Technical College
Jason Kaiser, Atmospheric Sciences Data Systems Administrator,
Northern Vermont University
Kate Gold, Director of Advising Resources and VSCUP President,
Northern Vermont University

Chair Hindes called the meeting to order at 1:00 p.m. President Collins introduced Provost Nolan Atkins who made a presentation about the 0co-working space development NVY – Lyndon is spearheading in Lyndonville, VT. Provost Atkins then introduced Associate Professor Janel Hanrahan. She and three students gave a presentation on their initiative titled Climate Consensus

1. Consent Agenda
 - a. Approval of February 19, 2018 Special Meeting Minutes
 - b. Approval of March 24, 2018 Meeting Minutes

Trustee Luneau moved and Trustee Masland seconded the approval of the consent agenda. The consent agenda were approved unanimously.

2. Probable Executive session for the purpose of discussing the appointment of public officials, labor relations, and real estate transactions

Trustee Diamond moved the Board enter executive session pursuant to 1 V.S.A. § 313(a)(1)(A), for the purpose of discussing a contract; and 1 V.S.A. § 313(a)(1)(B), for the purpose of discussing labor relations agreements with employees; and 1 V.S.A. § 13(a)(1)(C), for the purpose of discussing arbitration or mediation; and 1 V.S.A. § 313(a)(1)(F), for the purpose of receiving confidential attorney client communications made for the purpose of providing professional legal services. Prior to voting, the Board specifically found that premature general public knowledge of these discussions would place VSC at a substantial disadvantage, thus it was appropriate for the Committee to enter executive session. Trustee Luneau seconded the motion. The motion passed unanimously.

Trustee Diamond further moved the Board enter executive session, pursuant to: 1 V.S.A. § 313(a)(2) to discuss negotiating or securing real estate purchase or lease options; and 1 V.S.A. § 313(a)(3) to discuss the employment of a public employee. 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 VSCS Chief Financial Officer, General Counsel and Associate General Counsel and the Deans of Administration for Vermont Technical College and the Community College of Vermont to attend. Trustee Luneau seconded and the motion passed unanimously. The Board entered executive session at 1:37pm. The Board exited executive session at 3:30pm.

3. Report of the Executive Committee

- a. Reappointment and compensation recommendations for presidents and chancellor
Trustee Luneau moved that, upon recommendation of the Executive Committee and the Chancellor, Karen Scolforo, President, Castleton University; Joyce Judy, President,

Community College of Vermont; Elaine Collins, President, Lyndon State College, Johnson State College and Northern Vermont University; and Patricia Moulton, President, Vermont Technical College each be reappointed for a term of two years, subject to and in accordance with the terms of letters of reappointment, to be signed by the Chancellor. Based on each president's performance during the past year, the Chancellor's evaluation of each president, and for the reasons discussed during the afternoon's executive session, the Board believes each president remains the best candidate to lead her institution. Trustee Macfarlane seconded and the motion passed unanimously.

Trustee Luneau moved that, upon the recommendation of the Executive Committee, Jeb Spaulding be reappointed as Chancellor of the Vermont State Colleges System for a term of one year, subject to and in accordance with the terms of the letter of reappointment, to be signed by the Chair of the Board of Trustees. Based on the Chancellor's performance during the past year, and for the reasons discussed during this afternoon's executive session, the Board believes Mr. Spaulding remains the best candidate to lead the VSCS.

Trustee Lippert noted that it was at the request of Chancellor Spaulding that the reappointment of the Chancellor be a one year term.

- b. Hall of Fame review and recommendation; possible approval of 2019 event

Chancellor Spaulding gave a review of the Hall of Fame 2018 event and recommendation for holding the event again in 2019.

Trustee Diamond moved for the approval of Hall of Fame 2019 event. Trustee Lippert seconded and the motion was approved unanimously.

- c. Approval of proposed Board of Trustee 2018-2019 meeting schedule and committee meeting schedule

4. Report of the Finance & Facilities Committee

- a. Consent Agenda:
 - i. "Alyson Finn Memorial Rugby Scholarship Endowment" funding document
 - ii. Vermont Tech grant proposal
 - iii. Annual investment and banking resolution

Trustee Pieciak moved and Trustee Diamond seconded the approval of the consent agenda. The consent agenda was approved unanimously.

- b. FY2019 budget materials
 - i. FY2019 annual operating budget recommendation
 - ii. Internal loan commitment for Castleton University

Mr. Wisloski gave a review of the FY2019 annual operating budget and the internal loan commitment for Castleton University.

Trustee Silverman moved and Trustee Diamond seconded the resolutions approving the FY2019 VSCS Operating Budget and the internal loan commitment for Castleton University. The resolutions passed unanimously.

- c. FY2020 tuition, fees, room and board recommendation

Chancellor Spaulding gave an overview of the FY2020 tuition, fees and room and board recommendation.

Trustee Giambatista moved and Trustee Pieciak seconded the resolution approving the FY2020 tuition, fees, room and board recommendation. The resolution passed unanimously.

- d. Partial fossil fuel screening pilot recommendation

Trustee Lippert moved and Trustee Pieciak seconded the resolution approving the partial fossil fuel screening pilot as recommended by the committee. The resolution was approved by a vote of 9 in favor, 2 against.

- e. Policy 433, Debt Management Waiver

Mr. Wisloski noted that the System's annual debt service on a total portfolio basis would not be "level or declining" as required by Policy 433 until FY2022, and that Trustee Diamond had inquired during the Finance and Facilities Committee meeting as to whether a waiver was required in this circumstance. Mr. Wisloski stated that the System Controller advised him that a waiver would be preferable, and Mr. Wisloski provided a suggested motion to this effect.

Trustee Macfarlane moved that the Board waive the requirement of Policy 433 that annual debt service be level or declining over time until the beginning of Fiscal Year 2022. Trustee Diamond seconded. The resolution was approved unanimously.

5. Report of the Long Range Planning Committee
 - a. Approval of Policy 505, Strategic Planning

Trustee Diamond explained the need for a policy to guide board review and approval of the strategic plans of the colleges.

Trustee Macfarlane moved and Trustee Luneau seconded approval of the policy. Policy 505 was approved unanimously.

6. Report of the Education, Personnel, and Student Life Committee
 - a. Approval of revisions to Policy 111, Academic Data Management

Dr. Ziesler gave an overview of the changes to graduate student full and part-time definitions in the revisions to Policy 111.

Trustee Masland moved and Trustee Silverman seconded the approval of amendments to Policy 111. The Policy was approved unanimously.

b. [Start to Finish](#) update

Dr. Ziesler gave an overview of the updates to the [Start to Finish](#) section of the VSC.edu website. She indicated that materials from the 2018 Academic Retreat are now posted in this section.

7. Report of the Audit Committee

Ms. Evans, on behalf of Trustee Milne, provided a review of the most recent Audit Committee meeting. She provided an update on the internal audit stating that all of the VSCS institutions and the Chancellor's office have now been visited by the auditors and the audit is underway.

Trustee Luneau moved to elect Trustee Pieciak to the Audit Committee. Trustee Silverman seconded. The motion passed unanimously.

8. Legislative Update

Ms. Coates provided an update on the legislative session stating the Senate passed another budget bill with a vote of 29-0. She reiterated that the VSCS items in the budget are still solid. The capital appropriation for VSCS, which includes an additional \$1 million of base funding for a total of \$3 million in FY2019, will remain the same, as the Governor signed the capital bill. The Chancellor's Office has issued a formal request to draw the funds in. Additionally, \$350,000 in one time funds for Northern Vermont University supporting the unification of Lyndon State and Johnson State remains in the latest version of the budget and that is not expected to be altered. The miscellaneous education bill did not pass.

9. Report of the VSCSA

Trustee Streeter will provide an update at a future meeting.

10. Presidents Reports

- a. President Moulton noted that the Practical Nursing graduation is scheduled for Saturday June 23, 2018.
- b. President Judy announced the appointment of Andy Pallito to the role of Dean of Administration at Community College of Vermont.
- c. President Scolforo noted that Castleton University is hosting a 50th alumni reunion brunch and gala the weekend of June 23, 2018.
- d. President Collins departed the meeting early but Dean of Administration Sharron Scott shared that President Collins had signed the final application for approval from the U.S. Department of Education earlier that morning and that Northern Vermont University is administratively united for purposes of handling financial aid.

11. Chancellor's Report

Chancellor Spaulding thanked Ms. Coates for her work, not only for the legislative affairs, but also for her work bringing together the leaders of various New England Colleges for collaboration and edification. Chancellor Spaulding also thanked the Presidents of the VSCS institutions for their leadership with foresight and fortitude which will result in thriving institutions for decades to come.

12. Comments from the Public

No comments

13. Date of Next Meeting:

Board of Trustees Annual Retreat

Wednesday & Thursday, September 26-27, 2018

Lake Morey Resort, Fairlee, VT

Trustee Diamond moved to adjourn and Chair Hinderes adjourned the meeting at 4:36pm.