Minutes of the VSCS Board of Trustees Nominating Committee special meeting Friday, February 22, 2019 - APPROVED

The Vermont State Colleges Board of Trustees Nominating Committee conducted a special meeting Friday, February 22, 2019, via conference call at the Office of the Chancellor in Montpelier, Vermont.

Committee members present: Jerry Diamond (Chair), Lynn Dickinson, Bill Lippert

Additional Board members present: Church Hindes

From the Chancellor's Office: Jeb Spaulding, Chancellor

Todd Daloz, Associate General Counsel Jen Porrier, Administrative Director

Chair Diamond called the meeting to order at 12:19 p.m.

<u>Trustee Lippert moved and Trustee Diamond seconded the approval of the minutes of the February 16, 2018 meeting. The minutes were approved unanimously.</u>

Chair Diamond recommended the Committee approve the reelection of the Board's Vice Chair, Secretary and Treasurer for a one year term, recognizing that the Chair was elected to a two year term last year

Trustee Lippert moved and Trustee Diamond seconded the motion to recommend to the Board the reelection of Lynn Dickinson as Vice Chair, Linda Milne as Treasurer, and Karen Luneau as Secretary. The motion was passed unanimously.

The committee discussed that Trustee Macfarlane would be leaving the Audit committee and it was noted that Trustee Silverman expressed interest in joining the Audit Committee in his place.

Trustee Lippert moved and Trustee Diamond seconded the motion to recommend to the board that Linda Milne, Lynn Dickinson, Karen Luneau, Michael Pieciak, and David Silverman be elected to the Audit Committee. The motion was passed unanimously.

Trustee Dickinson recused herself.

The committee discussed the upcoming three vacancies on the Board with the departures of Trustee Diamond, Trustee Macfarlane and Trustee Richards. One gubernatorial nomination is complete with the appointment of Adam Grinold. The committee then decided to reconvene on Wednesday, February 27, 2019, after the Governor has appointed his second seat to the Board and the committee would then vote to recommend one final addition to the Board. Additionally

the committee will vote at the upcoming meeting on a recommendation to fill the Nominating committee seat made available by the departure of Trustee Diamond.

Chair Diamond adjourned the meeting at 12:45 p.m.