

**Minutes of the VSCS Board of Trustees Meeting held Saturday, March 28, 2020, via teleconference
– APPROVED**

The Vermont State Colleges Board of Trustees met on Saturday, March 28, 2020, via teleconference.

Board members present: Churchill Hindes (Chair), Janette Bombardier, Megan Cluver, Lynn Dickinson, Peg Flory, Dylan Giambatista, Izzy Gogarty, Adam Grinold, Bill Lippert, Karen Luneau (1:15), Jim Masland, Linda Milne, Mike Pieciak, David Silverman

Absent: Governor Phil Scott

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

Chancellor's Office Staff: Jeb Spaulding, Chancellor
 Kevin Conroy, Chief Information Officer
 Todd Daloz, Associate General Counsel
 Jen Porrier, Administrative Director
 Steve Wisloski, Chief Financial Officer
 Sophie Zdatny, General Counsel
 Yasmine Ziesler, Chief Academic Officer

From the Colleges: Jonathan Davis, Dean of Students, Northern Vermont University
 Michael Fox, Dean of Enrollment, Northern Vermont University
 Kate Gold, President, VSCUP, Northern Vermont University
 Laura Jakubowski, Chief Budget & Finance Officer, Castleton University
 Linda Olson, Faculty Federation, Castleton University
 Maurice Ouimet, Dean of Enrollment, Castleton University
 Andy Pallito, Dean of Administration, Community College of Vermont
 Sharron Scott, Dean of Administration, Northern Vermont University
 Jonathan Spiro, Chief Academic Officer, Castleton University
 Michael Stevens, Director of Facilities, Northern Vermont University
 Littleton Tyler, Dean of Administration, Vermont Technical College

From the Public: Lola Duffort, Reporter, VT Digger
 Cyndi Miller, American Federation of Teacher, Vermont

Chair Hindes called the meeting to order at 1:02 p.m.

Administrative Director Jen Porrier conducted a roll call of the Board of Trustees.

1. Approval of the minutes
 - a. March 12, 2020 Special Meeting
 - b. January 6, 2020 Special Meeting
 - c. December 2, 2019 Meeting

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

2. Report and Action of the Nominating Committee
 - a. Recommendation of Officers:
 - i. Vice Chair: Lynn Dickinson
 - ii. Secretary: Megan Cluver
 - iii. Treasurer: David Silverman
 - b. Recommendation of Chair: Churchill Hindes
 - c. Recommendation of five Trustees to the Audit Committee: Linda Milne (Chair), David Silverman (Vice Chair), Lynn Dickinson, Karen Luneau, Megan Cluver
 - d. Recommendation of three Trustees to the Nominating Committee: Lynn Dickinson (Chair) Janette Bombardier, Bill Lippert, with the suggested addition of Adam Grinold to the committee.

Trustee Dickinson moved and Trustee Pieciak seconded the motion to approve the recommendations of the Nominating Committee for officers and committee appointments. The motion was approved unanimously.

3. Finance and Facilities Committee approvals of Grants Endowments and Scholarships
 - a. CCV, Endowment for Life Gap Grants
 - b. VTC Rodgers Nursing Scholarship
 - c. VTC Rodgers Electrical Engineering Technology Scholarship
 - d. CCV: Renewal of Early Childhood Professional Development System Grant
 - e. VTC Approval to liquidate IBM quasi-endowment

Chief Financial Officer Steve Wisloski shared that the first three items were previously approved at the Finance and Facilities Committee meeting on February 3, 2020. The remaining two were meant to be presented at today's F&F meeting but are being presented contemporaneously to the Board now for approval.

Trustee Silverman moved and Trustee Dickinson seconded the motion to approve the CCV Endowment for Life Gap Grants, the VTC Rodgers Nursing Scholarship, the VTC Rodgers Electrical Engineering Technology Scholarship, the CCV Renewal of Early Childhood Professional Development System Grant, and the VTC Approval to liquidate IBM quasi-endowment. The motion was approved unanimously.

4. COVID-19 Update from the Chancellor's Office and Presidents

Chancellor Spaulding expressed appreciation to all faculty, staff and leadership at the colleges during this unprecedented time. VSC is addressing matters in three categories: the decisions that need to be made now, the decisions that need to be made for the near future and how to prepare for that, and what this means for the VSC mission in the future. Currently, Community College of Vermont, Castleton University and Northern Vermont University have moved to remote instruction. Vermont Technical College is transitioning to remote instruction a week later. Initially it was hoped it would be possible to resume face to face instruction in April but as of March 24th the decision was made not to resume face to face instruction this semester and students would not be invited back on campus. The Governor of

Vermont then instituted a “stay at home” order and our campus leadership teams have been working hard to determine methods to get students access to their belongings.

Castleton University President Scolforo shared that the majority of staff are working remotely with limited time on campus and with about 40 students approved to stay on campus for various reasons. The rollout of remote delivery has gone smoothly and, during the transition and preparation week leading up to remote delivery, most faculty took advantage of courses that were offered all week long to help prepare them. Faculty is in the process of incorporating more online tools for enhanced remote delivery including interactive whiteboards, augmented reality, and virtual reality. Some challenges center around the hands-on learning classes and ones that include lab learning. President Scolforo shared that their admissions department is fully operational online and virtually. CU is in the process of converting some of their summer courses to online courses.

Community College of Vermont President Judy shared that her faculty and staff are showing resiliency and creativity. CCV made the decision to move to online instruction on March 12th for the whole semester and by March 23rd all CCV courses were completely operational online. On March 17th they decided to move all employees to remote work instead of working physically in their centers. Challenges CCV is identifying include limited connectivity and a lack of devices. Internship locations for students are also a challenge. CCV will make decision regarding summer courses in the next few weeks.

Northern Vermont University President Collins shared that the NVU Emergency Management Team meets every morning for briefing and planning. President Collins is proud of her team for their strong contributions in the community and to the school. NVU is currently providing all remote learning and the students are reacting positively. There are currently 40 students at the NVU-L campus and 38 at the NVU-J campus, mostly in apartments. NVU is moving towards a virtual admissions platform. Faculty across both campuses are conducting online town halls to facilitate collaboration. NVU has canceled its May commencement and rescheduled for 2021. The students expressed that they are not interested in a virtual commencement, but there will be a photographic tribute instead.

Vermont Technical College President Moulton shared how thankful she is for her staff and faculty stepping up during this difficult time. VTC has taken two-weeks to prepare for online instruction as the task of providing applied experiential education remotely is challenging. The VTC IT team has been able to provide equipment to all students who needed it in preparation for the start of classes. VTC has approximately 20 students remaining on campus between the Randolph and Williston campuses that are staying through the summer. VTC will be centralizing them to one residence hall. All employees, except those providing essential tasks as defined by the Governor, have gone to remote work. VTC has postponed commencement but does not have a solution yet. Summer camps have been canceled but VTC is looking to provide possible online camps focused around coding. VTC’s admissions events have all been modified for virtual format.

Chancellor Spaulding clarified that some decisions and actions are best made at the system level (not returning to face to face instruction for instance) and some decisions are best made at the institutional level (the decision or not to cancel commencement). Chancellor Spaulding also asks the Board to consider converting the currently scheduled April 20, 2020 from a day of committee meetings to a meeting of the full Board of Trustees.

5. Comments from the Public

There were no comments from the public.

6. Other business

Chair Hinde shared a report from the Executive Committee stating that it has completed a draft on their review of the Chancellor's office. It will be ready for presentation at a later date.

Executive Session

At 2:19 p.m. Trustee Dickinson moved that the VSC Board of Trustees enter executive session pursuant to 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; and 1 V.S.A. § 313(a)(1)(B), for the purpose of discussing labor relations agreements with employees; and because premature general public knowledge of these discussions would place VSC at a substantial disadvantage. Trustee Dickinson further moved that the Board enter executive session pursuant to: 1 V.S.A. § 313(a)(5) to discuss a clear and imminent peril to the public safety; and 1 V.S.A. § 313(a)(6) to discuss records exempt from the Vermont Public Records Act. The Board does not anticipate taking any action during 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 General Counsel, Chief Academic Officer, Chief Financial Officer, and Associate General Counsel to attend portions of this session.

Trustee Milne seconded the motion and it passed unanimously.

The Board exited the session at 4:18 p.m. and took no action.

Chair Hinde adjourned the meeting at 4:19 p.m.