

**Minutes of the VSCS Board of Trustees Meeting held Wednesday, June 16, 2021, at 1:00 p.m. via ZOOM – APPROVED**

The Vermont State Colleges Board of Trustees met on Wednesday, June 16, 2021, via ZOOM.

Board members present: Lynn Dickinson (Chair), Janette Bombardier, Megan Cluver, Ryan Cooney, Dylan Giambatista, Shirley Jefferson, Bill Lippert, Karen Luneau, Jim Masland, Mary Moran, Shawn Tester, Sue Zeller

Absent: Adam Grinold, David Silverman

Presidents: Joyce Judy, Pat Moulton, Jonathan Spiro

Chancellor's Office Staff: Shelby Bizub, Intern  
Kellie Campbell, Chief Information Officer  
Wilson Garland, Director of Transformation Projects  
Katherine Levasseur, Director of External & Governmental Affairs  
Katrina Meigs, System Director of HR & Benefits Administration  
Jen Porrier, Administrative Director  
Kathryn Santiago, Assistant General Counsel  
Sharron Scott, Chief Financial/Operations Officer  
Patty Turley, General Counsel  
Meg Walz, Director, Program Manager  
Sophie Zdatny, Chancellor  
Yasmine Ziesler, Chief Academic Officer

From the Colleges: Nolan Atkins, Provost, Northern Vermont University  
Sarah Chambers, Coordinator of Instructional Technology, Castleton University  
Laura Jakubowski, Chief Budget & Finance Officer, Castleton University  
Tom Mauhs-Pugh, Provost, Castleton University  
Sandra Noyes, President, VSC Staff Federation, Northern Vermont University  
Maurice Ouimet, Dean of Enrollment, Castleton University  
Andy Pallito, Dean of Administration, Community College of Vermont  
Toby Stewart, Dean of Administration, Northern Vermont University  
Littleton Tyler, Dean of Administration, Vermont Technical College  
Beth Walsh, President, VSCUP, Northern Vermont University

From the Public: Katie Hagan, Senior Analyst, rpk GROUP

Jim Page, Former Chancellor, University of Maine System  
Rick Staisloff, Senior Partner, rpk GROUP

1. Chair Dickinson called the meeting to order at 1:01 p.m.
2. Introduction and welcome of new trustees

Chair Dickinson introduced and welcomed new trustees Shirley Jefferson, Associate Dean for Student Affairs and Diversity at Vermont Law School, and Sue Zeller, recently retired from the Office of Administration in Vermont State Government. Chair Dickinson also thanked outgoing Trustee Linda Milne for her service.

3. Approval of Minutes
  - a. May 10, 2021 Regular Board Meeting
  - b. May 18, 2021 Special Board Meeting

**Trustee Moran moved and Trustee Cooney seconded the motion to approve the minutes from the May 10, 2021 Regular Board Meeting. The motion was approved unanimously.**

**Trustee Cooney moved and Trustee Tester seconded the motion to approve the minutes from the May 18, 2021 Special Board Meeting. The motion was approved unanimously.**

4. Report from EPSL Committee
  - a. rpk GROUP Presentation and Recommendation/vote on:
    - i. Adoption of Program Evaluation Framework
    - ii. Development of a plan for program optimization
  - b. System-wide General Education Recommendations/vote on:
    - i. Commendation of significant work by faculty
    - ii. Creation of a system-wide General Education Committee

Trustee Cluver introduced Rick Staisloff, Senior Partner of rpk GROUP and Katie Hagan, Senior Analyst of rpk GROUP. They presented their findings and [Academic Portfolio Recommendations for the Transformation of the Vermont State Colleges System](#).

**Trustee Cluver moved and Trustee Luneau seconded the motion to adopt the Program Evaluation Framework (proposed by rpk GROUP) to guide review of the academic portfolio at Castleton University, Northern Vermont University and Vermont Technical College going forward. The motion was approved unanimously.**

**Trustee Cluver moved and Trustee Luneau seconded the motion to charge the Chancellor and the Chief Academic Officer to work with faculty to develop a plan for program optimization and to report back to EPSL at its August meeting with an evaluation of that work and decisions on the program investment and elimination recommendations made by rpk GROUP. The motion was approved unanimously.**

Chief Academic Officer Yasmine Ziesler gave an overview of the significant work that has gone into developing a shared transparent foundation of the general education requirements that are designed to be an Associate degree core consistent across all VSC institutions. Faculty worked with a facilitator in its development and it has been approved by all academic governance bodies, including CCV and the faculty assemblies at CU, NVU and Vermont Tech. Faculty at each

institution, other than Castleton University, approved the aspirational goal of including diversity, equity, and inclusion into learning outcomes for general education courses. Work will continue in the coming year to provide professional development to faculty on diversity, equity, and inclusion.

**Trustee Cluver moved and Trustee Moran seconded the motion to commend the significant work accomplished by faculty on the VSC general education working group and all academic governance groups to achieve initial implementation of the single system-wide general education program core. The motion was approved unanimously.**

**Trustee Cluver moved and Trustee Luneau seconded the motion to direct the VSC Chief Academic Officers Group to convene a system-wide general education committee for the upcoming academic year to develop a plan to integrate VSC Policy 106's graduation standards into the new general education framework and to continue system-wide professional development in Diversity, Equity and Inclusion to support its implementation into the general education program, including how world languages fit into the program, with a follow-up report to be provided to EPSL by May 2022. The motion was approved unanimously.**

5. Transformation Update – Project Management

The Director of Transformation Projects Wilson Garland and Chief Information Officer Kellie Campbell gave a presentation on the project management approach that is being adopted by the VSCS to implement the transformation mandated by the state. The presentation can be found [here](#).

6. Report from the Finance & Facilities Committee

- a. Approval of expansion of Glenn and Marga Sproul Endowment
- b. Recommendation/vote on Resolution 2021-015: Banking and Investment
- c. Recommendation/vote on approval of FY2022 System Annual Operating Budget

Chief Financial and Operating Officer Sharron Scott reviewed the three items recommended for approval by the Board from the Finance & Facilities Committee. First, the Glenn and Marga Sproul Endowment is looking to expand the terms of the existing endowment beyond supporting faculty in the Mathematics and Sciences at Northern Vermont University-Johnson to include Mathematics and Science faculty at other campuses in the Vermont State Colleges System. Second, the annual Banking and Investment Resolution is a standard annual authorization granting signature authority to perform banking transactions. Third, the proposed system-wide annual budget for FY2022 includes a projected deficit of \$36 million, before the use of additional funding sources in the form of an increase to base appropriation, bridge funding, and HERRF funding. With the application of these additional funding sources, the net deficit is approximately \$3.6 million, all of which will be covered through the use of prior year carry forward.

**Trustee Tester moved and Trustee Jefferson seconded the motion to approve the expansion of the Glenn and Marga Sproul Endowment. The motion was approved unanimously.**

**Trustee Cooney moved and Trustee Masland seconded the motion to approve Resolution 2021-015: Banking and Investment. The motion was approved unanimously.**

**Trustee Cooney moved and Trustee Tester seconded the motion to approve Resolution 2021-016: FY2022 Vermont State Colleges System Annual Operating Budget. The motion was approved unanimously.**

7. Report from the Executive Committee

- a. Recommendation/vote on reappointment of Chancellor and Presidents

Chair Dickinson reported that the Board's annual retreat will be held in person at Lake Morey in September. The focus will be on Board Development. Additionally, the Executive Committee is currently reviewing proposals submitted in response to a request for proposals for an executive search firm to assist with the search for a president for the new combined entity. Chancellor Zdatny added that the goal is bring the new president on board by July 1, 2022.

Chair Dickinson shared that the Executive Committee recommended the reappointment of the three presidents and the Chancellor.

**Trustee Luneau moved and Trustee Moran seconded the motion to reappoint President Joyce Judy, President Patricia Moulton, Interim President Jonathan Spiro and Chancellor Zdatny for the upcoming 2021-2022 academic year. The motion was approved unanimously.**

8. Report from the Nominating Committee

- a. Recommendation/vote slate of trustees to serve as officers
- b. Recommendation/vote slate of trustees to serve on the Audit and Risk Management Committee

**Trustee Dickinson moved and Trustee Giambatista seconded the motion to re-elect Vice Chair Megan Cluver, Treasurer David Silverman and Secretary Karen Luneau. The motion was approved unanimously.**

**Trustee Dickinson moved and Trustee Cooney seconded the motion to re-elect David Silverman, Dylan Giambatista, Mary Moran and Shawn Tester to the Audit and Risk Management Committee. The motion was approved unanimously.**

With the departure of Linda Milne from the Board of Trustees, an opening on the Audit Committee and Risk Management Committee needs to be filled.

**Trustee Dickinson moved and Trustee Luneau seconded the motion to elect Sue Zeller to the Audit and Risk Management Committee. The motion was approved unanimously.**

9. Report from Diversity, Equity and Inclusion Committee

Committee Chair Moran provided a report on the June 7<sup>th</sup> meeting of the DEI Committee. The VSC Social Justice Group provided proposed definitions of "diversity," "equity," and "inclusion." The Committee is interested in receiving public feedback on the proposed definitions and there will be an opportunity for public comment and feedback at the Committee's next meeting scheduled for September 13<sup>th</sup>. Additionally, there was an update and discussion on a proposed anti-racism pledge being developed by students, and highlights shared on recent academic initiatives, such as the recent Academic Retreat and inclusion of DEI learning objectives in general education courses.

10. Board's Calendar for 2021-2022

**Trustee Dickinson moved and Trustee Moran seconded the motion to approve the Board and Committee calendar for 2021-2022. The motion was approved unanimously.**

11. Additional Business

Chancellor Zdatny shared that the positions of Provost and Dean of Enrollment for the new university are essential and need to be filled immediately, prior to hiring the new President. In consultation with the Presidents, it was agreed that we had experienced, well-qualified, and highly respected candidates for both positions within the Vermont State Colleges. Nolan Atkins, Provost of Northern Vermont University, and Maurice Ouimet, Dean of Enrollment at Castleton University, have agreed to step into these roles. Work is underway to explore what resources each needs to give them the additional capacity to take on these new roles while continuing to support the critical work they perform for their current institutions.

12. Comments from the Public

There were no comments from the public.

13. Executive Session

**At 3:00 p.m. Trustee Dickinson moved that the VSCS Board of Trustees enter executive session pursuant to 1 V.S.A. § 313(a)(2) to discuss negotiating or securing real estate purchase or lease options; as well as 1 V.S.A. § 313(a)(1)(B) to discuss labor relations agreements with employees, 1 V.S.A. § 313(a)(1)(E) to discuss pending litigation, 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 because premature general public knowledge of these discussions would place VSC at a substantial disadvantage. The motion stated that no formal or binding action would be taken in executive session, except for actions relating to real estate transactions. Along with the members of the Board present at the meeting, the Board invited the Chancellor, the General Counsel and the President and Dean of Administration of Vermont Technical College to attend. Trustee Moran seconded the motion and it was approved unanimously.**

The Board exited executive session at 3:56 p.m. and no action was taken.

Chair Dickinson adjourned the meeting at 3:57 p.m.