

Minutes of the VSCS Board of Trustees hybrid Meeting held Monday, October 25, 2021, at 1:00 p.m. via ZOOM and at the Office of the Chancellor, 575 Stone Cutters Way, Montpelier– APPROVED

The Vermont State Colleges Board of Trustees met on Monday, October 25, 2021, via ZOOM.

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

Absent: Jim Masland

Presidents: Joyce Judy, John Mills, Pat Moulton, Jonathan Spiro

Chancellor's Office Staff: Donny Bazluke, Network/Security Analyst
Kellie Campbell, Chief Information Officer
Wilson Garland, Director of Transformation Projects
Katrina Meigs, System Director of HR & Benefits Administration
Jen Porrier, Administrative Director
Kathryn N. Santiago, Associate General Counsel & System Investigator
Sharron Scott, Chief Financial/Operations Officer
Toby Stewart, System Controller
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
Mary Brodsky, Executive Director, Human Resources, Diversity, Equity, and Inclusion, Community College of Vermont
Tajae Edwards, Student, Castleton University
Elaine Harvey, Director of Student Engagement & Persistence, Northern Vermont University
Laura Jakubowski, Chief Budget & Finance Officer, Castleton University
Tom Mauhs-Pugh, Provost, Castleton University
Kevin McGreal, Student, Community College of Vermont
Andy Pallito, Dean of Administration, Community College of Vermont
Sabra Anne Snyder, Office Assistant, Northern Vermont University
Devyn Thompson, Student, Northern Vermont University

Littleton Tyler, Dean of Administration, Vermont Technical College
Beth Walsh, President, VSCUP, Northern Vermont University
Cyncere Watkins, Student, Vermont Technical College

From the Public: Matt Bunting, Managing Associate, Storbeck Search
Steve Leo, Managing Director, Storbeck Search

1. Chair Dickinson called the meeting to order at 1:02 p.m.
2. Approval of Meeting Minutes
 - a. September 20, 2021 Board Retreat
 - b. September 21, 2021 Regular Board Meeting
 - c. September 29, 2021 Special Board Meeting and Listening Session

Trustee Giambatista moved and Trustee Jefferson seconded the motion to approve the minutes from the September 20, 2021 Board Retreat. The motion was approved unanimously.

Trustee Moran moved and Trustee Jefferson seconded the motion to approve the minutes from the September 21, 2021 Regular Board Meeting. The motion was approved unanimously.

Trustee Zeller moved and Trustee Moran seconded the motion to approve the minutes from the September 29, 2021 Special Board Meeting and Listening Session. The motion was approved unanimously.

3. Report from DEI Committee
 - a. Presentation/Vote on anti-racism pledge created by the Student Diversity and Inclusion Task Force
 - b. Recommendation/vote on adoption of system-wide definitions of “diversity,” “equity,” and “inclusion” as presented in the NERCHE Self-Assessment Rubric

Trustee Jefferson invited the members of the VSCS Student Diversity and Inclusion Task Force, comprised of representatives of each of the four member institutions of the VSCS, to present their anti-racism pledge to the full Board, to share their reasons for creating the pledge and why they believe it is important. Devyn Thompson, Kevin McGreal, Cyncere Watkins, Tajae Edwards and Sabra Anne Snyder presented the proposed anti-racism pledge which can be found [here](#) on page 16.

Trustee Jefferson moved and Trustee Cooney seconded the motion to support and adopt the Anti-Racism pledge proposed by the Student Diversity and Inclusion Task Force. The motion was approved with one abstention.

Trustee Jefferson moved and Trustee Cooney seconded the motion to adopt the NERCHE definitions of diversity, equity and inclusion for the Vermont State Colleges system.

Trustee Lippert moved and Trustee Luneau seconded the motion to amend the previous motion to add the term “gender identity” to the definitions of diversity, equity and inclusion. The amended motion was approved unanimously.

Trustee Jefferson thanked the members of the VSC Social Justice Group – specifically Hannah Miller, Pat Shine and Jae Basiliere - for their work.

4. Report from Education, Personnel and Student Life Committee

Trustee Cluver reported on the progress of the Program Optimization. 69 programs have been moved to green status and 22 programs are pending and seeing good progress. Trustee Cluver expressed gratitude and appreciation for the hard work of the faculty and Chief Academic Officers working to optimize these programs.

5. Update on anticipated COVID-19 vaccination mandate for employees

General Counsel Patty Turley shared that the VSC anticipates being covered by the imminent OSHA rules implementing the President’s federal vaccine mandate for private employers with more than 100 employees. The mandate will be applicable to VSC employees via Vermont’s Occupational Safety and Health Administration. Final details should be available soon. It is anticipated the mandate will require all VSC employees to be vaccinated (including employees working remotely) and those with approved religious and medical exemptions will be required to test weekly. System Director of HR and Benefits Katrina Meigs discussed the work being done in preparation for the anticipated mandate, and the complexities of creating tracking mechanisms for collecting the proof of vaccinations, testing results, and exemption records for employees.

6. Report from Audit Committee

- a. Recommendation/vote on Resolution 2021-023, accepting FY2021 Audited Financial Statements

Trustee Zeller reported that O’Conner & Drew shared the FY2021 Audited Financial Statements with the Audit Committee and had no comments to make on the audit.

Trustee Zeller moved and Trustee Tester seconded the motion to approve Resolution 2021-023 Accepting FY2021 Audited Financial Statements. The motion was approved unanimously.

CFOO Sharron Scott provide a brief update on the Internal Audit of the payroll system conducted by BerryDunn. While several high priority areas were identified, no significant errors were detected and management will provide updates to the Audit Committee on the implementation of recommended changes at each regularly scheduled Audit Committee meeting.

7. Report from Finance and Facilities Committee

Trustee Silverman shared the results of the FY2021 financial performance discussion in the October 18th Committee meeting stating that but for one-time funds received from state and federal governments, the VSC would have seen a deficit of over \$5 million for the year. While the VSC is not currently financially stable, it is on that path with a lot of work ahead.

8. Presentation of and vote on the Mission and Vision Statements for Vermont State University

Northern Vermont University Provost Nolan Atkins presented the proposed mission and vision statements for the new university, which can be found [here](#) on page 29.

Trustee Luneau moved and Trustee Grinold seconded the motion to approve the Mission and Vision Statements for Vermont State University. The motion was approved unanimously.

9. Transformation Update

Director of Transformation Projects Wilson Garland presented an update and summary of progress which can be found [here](#).

10. Additional Business

There was no additional business.

11. Comments from the Public

Beth Walsh made a brief comment thanking everyone for their work on transformation and adding a reminder to pay attention to the bargaining agreements with respect to hiring contractors and part-time employees.

12. Executive Session

At 3:03 p.m. Trustee Tester moved that the VSCS Board of Trustees enter executive session pursuant to 1 V.S.A. § 313(a)(3) to discuss the appointment and employment of a public officer. The motion stated that no formal or binding action would be taken in executive session. Along with the members of the Board present at the meeting, the Board invited Steve Leo and Matt Bunting of Storbeck Search, the Chancellor, and the Chief Financial & Operating Officer to attend. Trustee Moran seconded the motion and it was approved unanimously.

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

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