

**Minutes of the VSCS Board of Trustees Meeting held Monday, February 14, 2022, at 1:00 p.m. via ZOOM – APPROVED**

The Vermont State Colleges Board of Trustees met on Monday, February 14, 2022, via ZOOM.

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

Presidents: Joyce Judy, John Mills, Tom Mauhs-Pugh, Pat Moulton

Chancellor's Office Staff: Donny Bazluke, Network/Security Analyst  
Kellie Campbell, Chief Information Officer  
Wilson Garland, Director of Transformation Projects  
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  
Littleton Tyler, Lead Financial Analyst  
Meg Walz, Director, Program Manager  
Sophie Zdatny, Chancellor  
Yasmine Ziesler, Chief Academic Officer

From the Colleges: Nolan Atkins, Provost, Northern Vermont University  
Roy Brock, Dean of Administration, Northern Vermont University  
Sarah Chambers, Coordinator of Instructional Technology, Castleton University  
Laura Jakubowski, Chief Budget & Finance Officer, Castleton University  
Andy Pallito, Dean of Administration, Community College of Vermont  
Dave Rubin, Acting Dean of Administration, Vermont Technical College  
Dannielle Spring, Chief Budget & Finance Officer, Northern Vermont University

From the Public: Karen Geiger  
William Geiger  
Dennis Jones, President Emeritus, NCHEMS

1. Chair Dickinson called the meeting to order at 1:04 p.m.

2. Approval of January 24, 2022 Meeting Minutes

**Trustee Moran moved and Trustee Zeller seconded the motion to approve the minutes from the January 24, 2022 meeting. The motion was approved unanimously.**

3. Report from Finance & Facilities Committee

- a. Vote on Karen M. Geiger Scholarship
- b. Vote on Cathy Higley Graduate Scholarship
- c. Consent Agenda
  - i. Modification to two endowments for Title IX compliance
  - ii. Vote on American Rescue and Recovery Act (ARPA) funded Scholarships and bridge funding grants
- d. Vote on Academic Year 2022-2023 Tuition, Fees, Room, and Board
- e. Vote on continues suspension of Policy 403: System Annual Operating Budget and Policy 407: Responsibility for Deficits Incurred after June 30, 1979
- f. Vote on Strategic Facilities Plan

Trustee Silverman invited Community College of Vermont President Joyce Judy to share information on the creation of a new endowed scholarship fund at CCV in honor of Karen M. Geiger, who is both a CCV graduate and a former CCV staff member. President Judy shared that Karen's father, Bill Geiger, wished to establish the endowment in Karen's name. Karen attended CCV in her late 20's while working full time. After graduating from CCV and the University of Vermont, Karen went to work for CCV for seven years and contributed to an art installment project that lives on in CCV Winooski to this day. This endowment will become a source of scholarship funds that will assist other students with financial need to experience CCV, preferably in the area of liberal studies. Karen and her father Bill Geiger both expressed their gratitude to CCV.

**Trustee Silverman moved and Trustee Lippert seconded the motion to approve the Karen M. Geiger Scholarship at the Community College of Vermont. The motion was approved unanimously.**

Trustee Silverman invited Northern Vermont University President John Mills to share information about a new endowed fund that will enhance the scholarly learning of graduate students in honor of Cathy Higley, a retired Northern Vermont University–Johnson staff member. President Mills shared that the funds for this endowment come from an anonymous donor, who wishes to establish a permanent endowment in honor of Cathy Higley, who has done so much to support graduate programs at NVU-Johnson. This will help students pursue scholarly activities as they pursue their degrees.

**Trustee Silverman moved and Trustee Dickinson seconded the motion to approve the Cathy Higley Graduate Scholarship at Northern Vermont University. The motion was approved unanimously.**

Trustee Silverman asked for the approval of seven items presented to the Board in the consent agenda, which included two endowment modifications to comply with Title IX, and five American Rescue and Recovery Act grants for state funded scholarship programs and FY22 bridge funding. Trustee Lippert asked for an articulation of the size of the ARPA Grants in the

consent agenda and Chief Financial and Operating Officer Sharron Scott shared that the grants are in the amount of \$35 million.

**Trustee Silverman moved and Trustee Grinold seconded the motion to approve the consent agenda. The motion was approved unanimously.**

Trustee Silverman shared the Chancellor's recommendation for a freeze on tuition of the 2022-2023 academic year, and a 3% increase on room and board and that after review of this recommendation, the Finance & Facilities Committee agreed that approving the Chancellor's request is in the best interest of students. Trustee Cooney stated his continued support for the tuition freeze but his opposition to the increase in room and board fees.

**Trustee Silverman moved and Trustee Masland seconded the motion to approve Resolution 2022-003: AY2022-2023 Tuition Freeze. The motion was approved with thirteen ayes and one nay.**

Trustee Silverman reminded the Board that in August of 2020, the Board of Trustees suspended *Policy 403: System Annual Operating Budgets* and *Policy 407: Responsibility for Deficits incurred after June 30, 1979* through development of the FY22 budgets. The committee supported management's request to extend the suspension of these policies through the development of the FY23 budget.

**Trustee Silverman moved and Trustee Moran seconded the motion to approve Resolution 2022-004: Suspension of Policy 403 and Policy 407. The motion was approved unanimously.**

Trustee Silverman shared that Act 74 of 2021 requires the Board of Trustees to approve the 10-Year Strategic Facilities plan, which the Chancellor must present to the House and Senate on or before March 1. Trustee Silverman then stated that the Finance and Facilities Committee reviewed the contents of the foundational materials provided by Management, including the Return on Physical Assets study, Facilities Assessments, Space Utilization study, and 10-Year Strategic Plan, and recommended approval of the plan.

**Trustee Silverman moved and Trustee Masland seconded the motion to approve Resolution 2022-002: Approval of 10 Year Strategic Facilities Plan. The motion was approved unanimously.**

Trustee Silverman then shared that there will be a special meeting of the Finance and Facilities Committee on March 7, 2022 where Management will bring an updated 1<sup>st</sup> pass of the budget for review.

#### **4. Executive Roles and Responsibilities - Discussion**

Chair Dickinson opened the discussion regarding the respective roles of the Board, the Chancellor, and the Presidents as the VSC moves from a system composed of four separately accredited institutions to two institutions in 2023. An excerpt from the **Select Committee's Final Report** discussing the role of the Chancellor's Office and the coordination of Administrative Services can be found [here](#). Chancellor Zdatny discussed the proposed Executive Roles and Responsibilities summary, which can be found [here](#). The Trustees discussed both the respective roles of the Board, Chancellor, and Presidents, as well as the need for a shared

services model to facilitate the consolidation of administrative services. The Presidents and guest, Dennis Jones (President Emeritus of NCHEMS), were invited to share their opinions. The Trustees observed that the delineation of the roles and responsibilities was helpful, particularly with respect to the ongoing search for the inaugural President of Vermont State University.

5. Executive Session

**At 3:04 p.m. Trustee Dickinson 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. Along with the members of the Board present at this meeting, the Board invited the Chancellor, the Chief Financial and Operating Officer, and the Director of Transformation Projects to attend. Trustee Masland seconded the motion and it was approved unanimously.**

The Board exited executive session at 3:52 p.m. Upon exiting the executive session, Chair Dickinson thanked Wilson Garland for his work on the transformation, the Chancellor for the Executive Roles and Responsibilities summary, and those who are part of the continuing conversation. She noted that that the conversation will continue within the parameters of the Executive Roles and Responsibilities document.

6. Additional Business

Trustee Dickinson and the Board thanked Trustee Giambatista for his service, as this is his last meeting before his term concludes. Trustee Giambatista shared his thoughts and gratitude and best wishes for the Vermont State Colleges System. Trustee Giambatista acknowledged the work of the Trustees in dealing with the challenges facing higher education and noted that the Board's focus has always been on the students.

7. Comments from the Public

There were no comments.

8. Executive Session

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