


MEMORANDUM

TO: Chair Adam Grinold
Janette Bombardier
Lynn Dickinson, *ex officio*
Bill Lippert

FROM: Sophie Zdatny, Chancellor 

DATE: June 9, 2022

SUBJECT: Meeting of Nominating Committee of Board of Trustees on June 10, 2022

Nominating Committee:

The materials are now available for the upcoming Committee meeting scheduled for **9:00 a.m.**, on **Friday, June 10th, 2022**. The meeting will take place via Zoom and will be livestreamed on YouTube.

Following approval of the minutes of the January 10, 2022 meeting, the Committee will discuss its recommendations to the Board of Trustees for a slate of officers and trustees to serve on the Audit & Risk Management Committee.

The materials include:

1. Agenda
2. Minutes of January 10, 2022 meeting
3. Nominating Committee's Areas of Responsibility (from the Trustee Handbook)

The Vice-Chair, Treasurer and Secretary are each elected to a one-year term. The Chair is elected to a two-year term. See Bylaws, Article III, Sections 1 and 2.¹

¹ ARTICLE III - OFFICERS AND STAFF

Section 1. Officers - The officers of the Board shall be a Chair, a Vice-Chair, a Secretary and a Treasurer. The same person may not serve as Chair and Secretary.

Section 2. Election - The Chair of the Board shall be elected biennially at the annual meeting from among the members of the Board. Officers of the Board shall be elected annually at the annual meeting from among members of the Board. Officers shall hold office for one year and until their successors are elected and qualified. In the event of a vacancy in an office, the Board shall elect, in the same manner the office was originally filled, a replacement to serve out the remainder of the term vacated.

Vermont State Colleges Board of Trustees Nominating Committee Meeting
Zoom Meeting/YouTube Stream

Friday, June 10, 2022

AGENDA

9:00 A.M. – Nominating Committee Meeting

- 1) Call to order
 - 2) Approval of January 10, 2022 Meeting Minutes
 - 3) Discussion and recommendation of possible nominees to serve as officers of the Board
 - 4) Discussion and recommendation of possible nominees to serve as members of the Audit & Risk Management Committee
 - 5) Other Business
 - 6) Public Comment – sign up here: www.vsc.edu/signup
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- Contact Jen Porrier at jen.porrier@vsc.edu for information on how to attend the Zoom meeting
 - This will also be livestreamed on YouTube at www.vsc.edu/live

Minutes of the VSCS Board of Trustees Nominating Committee hybrid meeting held Monday, January 10, 2022 at 12:30 p.m. via Zoom and at the Office of the Chancellor, 575 Stone Cutters Way, Montpelier- UNAPPROVED

Note: These are unapproved minutes, subject to amendment and/or approval at the subsequent meeting.

The Vermont State Colleges Board of Trustees Nominating Committee conducted a meeting Monday, January 10, 2022.

Committee members present: Adam Grinold (Chair), Janette Bombardier (12:39 p.m.), Lynn Dickinson, Bill Lippert

From the Chancellor's Office: Donny Bazluke, Network/Security Analyst
Jen Porrier, Administrative Director
Patty Turley, General Counsel
Meg Walz, Director, Program Manager
Sophie Zdatny, Chancellor
Yasmine Ziesler, Chief Academic Officer

1. Chair Grinold called the meeting to order at 12:36 p.m.
2. Approval of June 3, 2021 Meeting Minutes

Trustee Dickinson moved and Trustee Lippert seconded the approval of the June 3, 2021 minutes. The motion was approved unanimously.

3. Discussion of possible nominees to serve as trustees (possible executive session)

Chancellor Zdatny shared that three Trustee seats are expiring at the end of February. Two will be voted on by the legislature on February 17th and the third is a Board appointed position currently held by David Silverman. Trustee Silverman has expressed his interest in continuing on the Board.

Trustee Lippert moved and Trustee Dickinson seconded the motion to recommend to the Board the nomination of Trustee Silverman to a second term as Board Elected Trustee. The motion was approved unanimously.

4. Other Business:

There was no other business.

5. Public Comment:

There was no public comment.

Chair Grinold adjourned the meeting at 12:46 p.m.

UNAPPROVED

Nominating Committee Areas of Responsibility

The Committee shall comprise at least three members elected annually by the Board at its first meeting of the new calendar year. The Chair of the Committee shall be elected by the members of the Committee.

1. Annually, the Committee shall recommend VSC Board officers for election at the annual meeting provided, however, that the Committee shall only recommend nominees for Board Chair in years the Chair is up for election, and shall recommend for election members to chair or serve on the committees to the extent such election is contemplated by the resolution creating the committee.
2. Effective July 15, 2015, the Committee biennially shall recommend to the Board of Trustees members for election at the annual meeting to the office of Chair of the Board.
3. At the annual meeting, the Committee shall recommend to the Board of Trustees members for election to the Audit and Risk Management Committee.
4. The Committee shall recommend for election officers, committee chairs, or committee members in the event of a vacancy where the original election called for a recommendation of the Nominating Committee.

In making recommendations for election to an office or position, the Committee may either recommend individual candidates or present competing candidates for the Board's consideration.

5. In 2017 and biennially thereafter, and as vacancies may occur, the Committee shall recommend to the Board of Trustees individuals for election to the Board as self-perpetuating members, addressing its goals for diversity within its membership.

Revised 12-06-21