

**Minutes of the VSCS Board of Trustees Finance and Facilities Committee meeting held
Monday, April 17, 2023 at 2:00 p.m. via Zoom - APPROVED**

The Vermont State Colleges Board of Trustees Finance and Facilities Committee met on Monday, April 17, 2023 via Zoom.

Committee members present: David Silverman (Chair), Lynn Dickinson, Bob Flint, Bill Lippert, Jim Masland, Shawn Tester

Absent: Sue Zeller

Other Trustees Present: Megan Cluver, David Durfee, Mary Moran, Perry Ragouzis

Presidents: Joyce Judy, CCV
Sarah Truckle, VTSU (Acting)

Chancellor's Office Staff: Wilson Garland, Director of Transformation Projects
Pat Moulton, Executive Director, Workforce Development
Jen Porrier, Administrative Director
Sharron Scott, Chief Financial and Operating Officer
Toby Stewart, System Controller
Patty Turley, General Counsel
Sophie Zdatny, Chancellor
Yasmine Ziesler, Chief Academic Officer

Shared Services: Donny Bazluke, Network/Security Analyst
Kellie Campbell, Chief Information Officer
Sarah Chambers, Director, Learning Technologies
Gayle Malinowski, Director, IT Operations
Sarah Potter, Chief Human Resources Officer
Meg Walz, Director, Project Management

From the Colleges: Nolan Atkins, Provost, Northern Vermont University
Kelley Beckwith, Vice President of Student Success, Castleton University
Mary Droege, Faculty, Castleton University
Charlotte Gerstein, Reference & Instruction Librarian, Castleton University
Maurice Ouimet, Vice President of Admissions, Castleton University

Andy Pallito, Dean of Administration, Community College of Vermont

Denise Rhodes, Consultant, Finance & Registration Services, Castleton University

Dannielle Spring, Chief Budget & Finance Officer, Northern Vermont University

David Tabaruka, Controller, Community College of Vermont

Littleton Tyler, Assistant Vice President, Finance & Compliance, Vermont State University

Beth Walsh, President, VSCUP, Northern Vermont University

1. Chair Silverman called the meeting to order at 2:22 p.m.

2. Public Comment

Charlotte Gerstein, Mary Droege and Beth Walsh provided comments regarding the recent proposed changes to the libraries and athletics at Vermont State University.

3. Approve February 13, 2023 Meeting Minutes

Trustee Dickinson moved and Trustee Lippert seconded the motion to approve the minutes of February 13, 2023. The motion was approved unanimously.

4. Review and Approve: Request to Dissolve the *Major Gift Quasi-Endowment* at Castleton University

Chair Silverman explained that Castleton University requested dissolution of the *Major Gift Quasi-Endowment*. The endowment proceeds will be used to partially fund the replacement of Castleton's turf field and the remaining funds will come from other donor sourced funds. Acting President of Vermont State University, Sarah Truckle, explained that the turf at Castleton University experienced a tear last year and needs to be replaced, as it is now four years past its expected life. The plan is to use the proceeds from this endowment, combined with donor gifts, for replacement.

Chair Silverman moved and Trustee Dickinson seconded the motion to recommend to the Board the dissolution of the *Major Gift Quasi Endowment*. The motion was approved unanimously.

5. Review and Discuss: 3rd Quarter Financial Results

Chief Financial and Operating Officer Sharron Scott gave an overview of the 3rd quarter financial results, stating that performance continues to be favorable as of the second quarter. Details can be found [here](#) on pages 14-21. CFOO Scott stated that revenues are estimated better than budget with enrollment, sales, services, and other revenues all exceeding budget. Overall, the VSC is forecasting a net revenue \$9.6 million better than budget.

6. Review and Approve: Request to Payoff 2013 Debt Instrument

Chair Silverman informed the committee that with the current year performance better than projected, there is a proposal to pay off the Series 2013 Revenue Bond. This proposal can be found [here](#) on pages 23-24. CFOO Scott shared that the estimated payoff amount is \$11.6 million and will save the VSC \$1.3 million annually for the next 10 years, while foregoing interest expenses of \$2.4 million. The payoff amount was calculated based on the original use of the funds: 21.2% was originally used for Community College of Vermont, 42.9% for Castleton University, and 35.9% for Northern Vermont University-Lyndon.

Trustee Lippert moved and Trustee Dickinson seconded the motion to recommend to the Board the approval of the payoff of the 2013 Bond. The motion was approved unanimously.

7. Review and Discuss: 2nd Pass FY2024 Budget

CFOO Scott reviewed the changes to the 2nd pass of the FY2024 budget, the details of which can be found [here](#) on pages 26-36. While the total operating result is consistent with the first pass budget, the total revenues have been adjusted to reflect the revised VTSU enrollment projections and the restatement of transformation spending to a restricted expendable account.

Vice President of Enrollment, Maurice Ouimet, shared information on updated enrollment data for VTSU with the committee. The committee decided it would be advantageous to isolate retiree healthcare expenses from wages and benefits and instructed the CFOO to take this action. The final pass of the budget will be presented to the committee at the May 22nd meeting.

8. Review and Approve: Policy Revisions

- a. *Policy 402: Use of College Facilities by Non-College Organizations*
- b. *Policy 408: Policy on Grants & External Funding*

Chair Silverman described the process being undertaken by the Business Affairs Council to review and update all finance policies. An overview of the policy review project, as well as the policies up for review can be found [here](#) on pages 37-72

Trustee Tester moved and Trustee Masland seconded the motion to recommend to the Board the approval of Policy 402: Use of College Facilities by Non-College Organization. The motion was approved unanimously.

Trustee Dickinson moved and Trustee Lippert seconded the motion to recommend to the Board the approval of Policy 408: Policy on Grants & External Funding. The motion was approved unanimously.

9. Other Business

There was no other business.

Executive session

At 3:36 p.m. Trustee Silverman moved that the Finance and Facilities Committee enter executive session pursuant to 1 V.S.A. § 313(a)(1)(A) to discuss contracts, and 1 V.S.A. § 313(a)(1)(F) to receive confidential attorney-client communications, and 1 V.S.A. § 313(a)(2) to discuss negotiating or securing real estate purchase or lease options, because premature general public knowledge of these discussions would place VSC at a substantial disadvantage, it is appropriate for the Committee to enter executive session. Along with the members of the Board present at the meeting, the Committee invited the VSC Chancellor, the VSC Chief Financial Officer, and the VSC General Counsel, the Acting President and VP of Business Operations of Vermont State University to attend. Trustee Dickinson seconded the motion and it was approved unanimously.

The committee exited executive session at 4:06 p.m.

Trustee Dickinson moved and Trustee Tester seconded a motion to recommend to the Board the approval of Resolution 2023-005: Authorizing Sale of FCC License for Call Number WWLR and Lease of Lyndon Property – Supplement. The motion was approved unanimously.

Chair Silverman adjourned the meeting at 4:08 p.m.