

**Minutes of the VSCS Board of Trustees Meeting held Monday, June 12, 2023, at 1:00 p.m.  
at Stearns Performance Center, Northern Vermont University-Johnson, Johnson, VT –  
APPROVED**

The Vermont State Colleges Board of Trustees met on Monday, June 12, 2023, at NVU-Johnson

Board members present: Lynn Dickinson (Chair), Megan Cluver (Vice Chair), David Durfee, Bill Lippert, Karen Luneau, Perry Ragouzis, David Silverman, Shawn Tester, Sue Zeller

Absent: Janette Bombardier, Bob Flint, Shirley Jefferson, Jim Masland, Mary Moran

Presidents: Joyce Judy, Mike Smith (Interim)

Chancellor's Office Staff: Tracy Bashara, Director of Business Operations  
Wilson Garland, Director, Transformation Projects  
Katherine Levasseur, Director of External and Government Affairs  
Jen Porrier, Administrative Director  
Sharron Scott, Chief Financial/Operations Officer  
Toby Stewart, System Controller  
Mike Stevens, Manager of Transformation Projects & Planning  
Patty Turley, General Counsel  
Sophie Zdatny, Chancellor  
Yasmine Ziesler, Chief Academic Officer

Shared Services: Kellie Campbell, Chief Information Officer  
Ben Fondakowski, Senior Helpdesk Technician, Vermont State University  
Tony Hashem, Director, IT Security  
Sarah Potter, Chief Human Resources Officer  
Meg Walz, Director, Project Management

From the Colleges: Nolan Atkins, Vice President of Academic Affairs, Northern Vermont University  
Kelley Beckwith, Vice President of Student Success, Castleton University  
Dayne Bell, Student, Northern Vermont University  
Janet Bennion, Faculty, Northern Vermont University  
Jayshree Bhat, Associate Vice President, Workforce Development  
Lori Biamonte, Faculty, Northern Vermont University  
Sarah Billings-Berg, Dean of Nursing and Health Sciences, Vermont State University  
Greg Eckman, Interim Director, Athletics & Recreation, Northern Vermont University

Barb Flathers, Executive Assistant to the President, Vermont State University  
Les Kanat, Faculty, Northern Vermont University  
Nicole Mace, Dean of Administration, Community College of Vermont  
Lindsey Melo, Assistant Vice President of People and Culture, Vermont State University  
Ken Moore, Maintenance Technician, Northern Vermont University  
Maurice Ouimet, Vice President of Admissions, Castleton University  
Lauren Philie, Assistant Vice President, Institutional Advancement and Alumni Relations, Vermont State University  
Sylvia Plumb, Director of Marketing and Communications, Vermont State University  
Brady Rainville, Academy & Study Away Advisor, Northern Vermont University  
Dannielle Spring, Chief Budget & Finance Officer, Northern Vermont University  
Julie Theoret, Faculty, Northern Vermont University  
Littleton Tyler, Assistant Vice President, Finance & Compliance, Vermont State University  
Michelle Zornes, Human Resources Coordinator, Northern Vermont University

1. Chair Dickinson called the meeting to order at 1:11 p.m.
2. Comments from the public

Janet Bennion shared her pride in the NVU-Johnson campus and the desire to communicate the message to prospective students to “Come Back”.

Julie Theoret echoed Janet’s comment and added that Johnson students are looking for a specific experience that only the Johnson campus, faculty and staff can provide. Julie urged the Trustees to experience and appreciate NVU-Johnson and support its efforts to remain a strong campus.

3. Approval of Minutes – April 24, 2023

**Trustee Zeller moved and Trustee Silverman seconded the motion to approve the April 24, 2023 minutes. The motion was approved unanimously.**

4. Presentation from Vermont State University – VTSU Nursing Program

Interim President Mike Smith introduced Sarah Billings-Berg, Dean of Nursing and Health Sciences at Vermont State University, who shared a presentation on the VTSU Nursing Program with the Trustees. The presentation can be found [here](#).

5. Presentation on Gramm-Leach-Bliley Act Compliance

Kellie Campbell, Chief Information Officer, presented information on the Gramm-Leach Bliley Act and the Vermont State College's compliance obligations. Ms. Campbell and Tony Hashem, Director of IT Security, provided a brief overview of the information recently shared with the Audit Committee on the internal audit of the VSC's cybersecurity readiness.

6. Report from DEI Committee Meeting

DEI Vice Chair Lippert provided a report from the May 8, 2023 DEI meeting stating that the committee hosted an education presentation on *Anti-Semitism: Why Is It Everyone's Concern?* by Cherie Brown, the founder and executive director of the National Coalition Building Institute. The committee also received an overview of the VSC Policy 311 reporting process, which covers all students, staff, and faculty within the VSC system and prohibits harassment and discrimination on the basis of religion and other protected categories. Mary Brodsky, CCV's Dean of People and Culture, provided a recap of CCV's DEI work to date that included a focus on professional development around DEI, incorporating DEI into hiring processes, human resource functions, and continuing to provide supports for diverse learners. Jae Basiliere, the Chief Diversity Officer for VTSU, gave an update on the DEI work at VTSU and shared progress made on the transformation work, with the focus on integrating DEI into all aspects of VTSU's operations and structure.

7. Report from Nominating Committee

- a. Motion/vote on recommended slate of trustees to serve on the Audit and Risk Management Committee

Chair Dickinson reported that the Nominating Committee elected Trustee Bombardier to serve as its chair. In Trustee Bombardier's absence, Chair Dickinson provided the report.

**Trustee Luneau moved and Trustee Lippert seconded the motion to re-elect Sue Zeller, David Durfee, Mary Moran, David Silverman, and Shawn Tester to serve as members of the Audit and Risk Management Committee. The motion was approved unanimously.**

- b. Motion/vote on recommended slate of officers

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

Trustee Lippert expressed appreciation and thanks for the hard work of the officers.

Chair Dickinson noted that Ron Lumbrá, Chair of the University of Vermont's Board of Trustees, has offered to work with the Board on succession planning. Chair Lumbrá is a partner with Heldrick & Struggles based in New York, where he is a member of the firm's CEO and Board of Directors Practice. A mutually convenient time will be identified for Mr. Lumbrá to meet in person with the Board of Trustees.

8. Report from Finance & Facilities Committee

a. Motion/vote on Nursing Grant Proposal

Trustee Silverman reviewed the items covered at the May 22<sup>nd</sup> Finance and Facilities meeting including the Grant Proposal for the expansion of VTSU Nursing, which can be found [here](#) on pages 19-20.

**Trustee Silverman moved and Trustee Tester seconded the motion to approve the Nursing Grant Proposal. The motion was approved unanimously.**

b. Motion/vote on FY2024 Budget

Trustee Silverman reviewed the summary of the FY2024 Budget Information which can be found [here](#) on pages 22-25. It was noted that there was a typo in the title of the resolution and it was corrected to read FY2024, not FY2023. Trustee Silverman noted that the committee went through the FY2024 budget four times – once informally and three times formally.

**Trustee Silverman moved and Trustee Zeller seconded the motion to approve Resolution 2023-006, FY2024 Vermont State Colleges System Annual Operating Budget. The motion was approved unanimously.**

c. Motion/vote on Annual Banking and Investment Resolution

Trustee Silverman noted that Resolution 2023-007 is a standard annual resolution, which has been vetted by the Finance and Facilities Committee.

**Trustee Tester moved and Trustee Zeller seconded the motion to approve Resolution 2023-007, Banking and Investment. The motion was approved unanimously.**

d. Motion/vote revisions to VSC Policy 412, *Endowments, Gifts, and Quasi Endowments*, and VSC Policy 413, *Naming of Campus Facilities & Properties*

Trustee Silverman described the process being undertaken by the Business Affairs Council to review and update all finance policies. An overview of the revisions to the policies can be found on pages 32-48 [here](#).

**Trustee Silverman moved and Trustee Ragouzis seconded the motion to approve VSC Policy 412, *Endowments, Gifts, and Quasi Endowments*. The motion was approved unanimously.**

**Trustee Silverman moved and Trustee Lippert seconded the motion to approve VSC Policy 413, *Naming of Campus Facilities & Properties*. The motion was approved unanimously.**

The committee also received an overview of the VTSU Facilities Master Plan process from DumontJanks and an overview of CCV's facilities from President Joyce Judy. The materials for those presentations are available [here](#) and [here](#).

9. Report from Education, Personnel and Student Life Committee

Trustee Cluver provided a report from the May 22nd committee meeting, which included hearing from Trustee Ragouzis on the work of bringing the Student Government Associations together across the multiple campuses into one cohesive organization as the schools merge into VTSU. Trustee Cluver then invited VTSU President Smith to provide some background on the VTSU Strategic Plan. It can be viewed [here](#) on pages 50-55. President Smith shared that the VTSU Strategic Plan is a living document, setting guideposts and objectives for the new university which are in alignment with VTSU's mission and vision statements. President Smith explained that the plan is aligned with the vision and mission of the new university and that he wants to share information about the projects to execute the plan more broadly with the VTSU community.

- a. Motion/vote on VTSU's Strategic Plan

**Trustee Cluver moved and Trustee Silverman seconded the motion to approve the VTSU Initial Strategic Plan. The motion was approved unanimously.**

- b. Motion/vote on revisions to VSC Policy 108, *Transfer of Credit*, and VSC Policy 111, *Academic Data Management*

Trustee Cluver shared that the goals of the revisions to these two policies are to align language with the new structure of the system and to ensure ease of credit transfer between the institutions. An overview of the revisions to the policies can be found [here](#) on pages 57-81.

**Trustee Cluver moved and Trustee Tester seconded the motion to approve VSC Policy 108, *Transfer of Credit*, and VSC Policy 111 *Academic Data Management*. The motion was approved unanimously.**

Provost Atkins provided an update on faculty governance, as further work had been completed since the most recent EPSL meeting. Over the course of a week and a half, a group of undergraduate and graduate faculty participated in "Governance Bootcamp" and created a governance structure with bylaws and a single faculty assembly. A total of 31 faculty participated in this work within two days following commencement. A special joint faculty assembly meeting was held on June 6<sup>th</sup> in which 98 faculty participated (close to half of all full-time faculty). The model was presented and received a strong positive response. Subsequently a 24 hour straw poll was held for members of the Faculty Federation. There was overwhelming support for the model. Members of the Faculty Federation will vote formally on the governance model and its staffing at the start of the fall semester. Provost Atkins credited the faculty's experiences working together over the past year on program approvals and general education as contributing to the success of this work. Trustee Cluver thanked the faculty for their hard work and dedication in this accomplishment.

Chair Dickinson then asked Chief Academic Officer Yasmine Ziesler to provide a status update on the progress to integrate graduation standards, as previously established by the Board in Policy 106, within the new system-wide general education framework. Dr. Ziesler shared that the intent is not to eliminate the graduation standards in the policy, but instead to suspend existing implementation as standalone requirements while faculty work to refresh the definitions and embed them in the new general education program. The refreshed standards will be embedded in the general education program rather than continuing as standalone requirements.

**Trustee Cluver moved and Trustee Luneau seconded the motion to approve the suspension of the graduation standards in VSC Policy 106 as standalone requirements for incoming students and, where necessary, implement waiver procedures for continuing students in prior catalog years when, due to implementation of the new general education program, standalone requirements are no longer available. The motion was approved unanimously.**

Chair Dickinson then thanked Chief Academic Officer Yasmine Ziesler for her service to the Vermont State Colleges, through her work at the Community College of Vermont, Castleton University, and, since 2015, in the Chancellor's Office. The system's new simplified structure will allow for more direct academic collaboration between Vermont State University and the Community College of Vermont, with a corresponding decrease in the need for system-level administration. Effective, July 1, 2023, Yasmine will be transitioning to a limited part-time role, assisting the Chancellor.

10. Report from the Executive Committee

- a. Motion/vote on proposed Board Calendar for 2023-2024

After discussion, it was agreed to add an additional Board of Trustees' meeting on October 30, 2023 to the proposed Board Calendar.

**Trustee Zeller move and Trustee Luneau seconded the motion to accept the Board Calendar for 2023-2024 with the addition of an October 30, 2023 Board of Trustees' Meeting. The motion was approved unanimously.**

- b. Motion/vote on reappointment of Chancellor, CCV President, and Executive Director of Workforce

**Trustee Luneau moved and Trustee Cluver seconded the motion to approve the reappointment of President Joyce Judy of Community College of Vermont, Sophie Zdatny, Chancellor, and Pat Moulton, Executive Director of Workforce Development, to their positions for the 2023-2024 academic year. The motion was approved unanimously.**

- c. Creation of Search Committee for next President of Vermont State University

Chair Dickinson reported that the Executive Committee approved the creation of a Search Committee composed of five trustees to lead the search for the next President of Vermont State University. Given the short period of time in which to find the next President and the non-alignment of the search with the academic year, the Search Committee will be seeking an experienced change management leader to serve as interim President of the University for 18 months to two years, with the flexibility to extend the appointment if appropriate. Trustee Bombardier will be asked to serve as chair of the Search Committee. The other Search Committee members are Trustees Dickinson, Durfee, Luneau and Tester. Other trustees are welcome to participate in the Search Committee's meetings, which are currently scheduled to be held every other Thursday at 8:30 a.m., starting on June 22<sup>nd</sup> and running through August 31<sup>st</sup>. The Search Committee will be seeking nominations and recommendations of possible candidates, as well as looking for ways to include community voices in the process. The Search Committee will report to the full Board.

11. Transformation update

Wilson Garland, Director of Transformation Projects, provided an update on the progress of Transformation. Key transformation leaders assisted in the presentation including Maurice Ouimet, Vice President of Admissions; Kelley Beckwith, Vice President of Student Success; Nolan Atkins, Vice President of Academic Affairs; Sharron Scott, Chief Financial and Operating Officer; Kellie Campbell, Chief Information Officer; Sarah Potter, Chief Human Resources Officer; and Jayshree Bhat, Associate Vice President, Workforce Development. The presentation slides can be found [here](#) and a recording of the presentation can be found [here](#).

## 12. Legislative Update

Katherine Levasseur gave an update on the budget that was approved in the legislature. This budget includes:

- \$48 million in annual appropriation (an increase of \$2.5 million);
- \$9 million in one-time funding to address capital transformation needs, as well as major maintenance, deferred maintenance, and capital construction needs;
- \$9million in one-time bridge funding to help the system continue addressing the structural deficit as outlined in the Select Committee report;
- \$4 million in one-time funding to pilot a two-year tuition reduction at Community College of Vermont for students enrolled in specific programs relevant to Vermont business and industry needs;
- \$500,000 to establish a Bachelor of Science in Restorative Justice at VTSU;
- \$1.5 million to VTSU to establish a Certificate in 3D technology program for high school students in collaboration with the Advanced Manufacturing Center; and
- \$3.8 million for Critical Occupations Scholarships in early childhood education, nursing, clinical mental health counseling, criminal justice, and dental hygiene.

This totals \$75.8 million allocated to Vermont State Colleges in the state budget. The budget has been vetoed by Governor Scott and the legislature will be convening next week to address the budget veto, and other vetoed legislation. So far, there are strong indicators that the VSC budget will be approved.

Additionally, there is currently \$7.84 million pending in congressionally directed spending for FY24. This includes \$300,000 for the Granger House project, \$1 million for the Climate Workforce Training Center, \$649,000 for Agriculture/Meat Cutting, and \$5.89 million for Oral Health Sciences at VTSU.

## 13. Executive Session

**At 4:37 p.m. Trustee Dickinson moved that the VSCS Board of Trustees enter executive session pursuant to 1 V.S.A. § 313(a)(1)(F) to receive confidential attorney-client communications because premature general public knowledge would clearly place the public body involved at a substantial disadvantage; 1 V.S.A. § 313(a)(2) to discuss the negotiating or securing of real estate purchase or lease options; and 1 V.S.A. § 313(a)(3) to discuss the appointment and employment of a public officer. Along with members of the Board present at the meeting, the Board invited the Chancellor, the General Counsel, the Chief Financial and Operating Officer, Interim President Mike Smith, and the AVP of Finance and Compliance to attend. Trustee Silverman seconded the motion and it was approved unanimously.**

The Board exited executive session at 5:54 p.m. and took no action.

14. Additional Business

There was no other business.

Chair Dickinson adjourned the meeting at 5:55 p.m.