Minutes of the VSCS Board of Trustees Executive Committee meeting held Friday, April 12, 2024, at 3:30 p.m. via Zoom

The Vermont State Colleges Board of Trustees Executive Committee met on Friday, April 12, 2024.

Committee members present:	Lynn Dickinson (Chair), Megan Cluver (Vice Chair), Karen Luneau, David Silverman
Other Trustees:	David Durfee (3:45 p.m.), Marc Mihaly
Chancellor's Office staff:	Beth Mauch, Chancellor Jen Porrier, Administrative Director Drake Turner, Director of Governmental & External Affairs
Shared Services:	Donny Bazluke, Network/Security Analyst Sharron Scott, Chief Financial and Operating Officer Patty Turley, General Counsel Meg Walz, Director, Project and Change Management

1. Chair Dickinson called the meeting to order at 3:30 p.m.

2. Public Comment

There was no public comment.

3. Approval of January 16, 2024 Minutes

Trustee Luneau moved and Trustee Silverman seconded the motion to approve the minutes of January 16, 2024. The motion was approved unanimously.

4. Discussion: Approval of CCV/VTSU liaisons to committees

Chair Dickinson invited Drake Turner, Director of Governmental and External Affairs, to share information about the possible expansion of faculty and staff liaisons to VSC committees, in addition to the existing liaisons for the EPSL committee. Ms. Turner shared that the inclusion of these faculty and staff liaisons from both CCV and VTSU is to provide the committees with a richer understanding of the experiences and perspectives of the day-to-day operations on the campuses and fostering two-way communication. Given the success of these liaisons on the EPSL committee, there is interest in exploring the same for other VSC committees. Trustee Cluver provided insight into the experiences of the EPSL committee with their faculty and staff liaisons, citing general success and encouraging the process for other areas. Trustee Cluver stated that there is a learning curve and that it is an ongoing process of adjustment. Chancellor Mauch added that in her experiences she has seen liaisons work well, allowing for broad and

robust conversations in committee settings, and encouraging faculty and staff to take ideas and conversations back to their colleagues.

Chair Dickinson asked for VSC management to return to the committee with a uniform plan for accomplishing the addition of faculty and staff liaisons for all committees.

5. Discussion: Board Training from General Counsel

General Counsel Patty Turley discussed topics available for training that can be provided to the trustees, which already include annual training on fiduciary duty, conflicts of interest, and specific VSC policies. Additional training topics might focus on Board communications, open meeting laws, public records, attorney-client privilege, trainings for committee chairs, etc. Discussion ensued; the committee agreed it would like to see increased training for Trustees and it was agreed that General Counsel would present a plan to the Board at the June 10th meeting.

6. Executive Session

At 3:58 p.m. Trustee Silverman moved that the Committee enter executive session pursuant to 1 V.S.A. § 313(a)(1)(B) to discuss labor relations agreements with employees, 1 V.S.A. § 313(a)(2) to discuss negotiating or securing real estate or lease options, and 1 V.S.A. § 313(a)(3) to consider the employment of a public employee, and because premature general public knowledge of these discussions would place VSC at a substantial disadvantage, it was appropriate for the Committee to enter executive session. Along with the members of the Board present at the meeting, the Committee invited the Chancellor, the Chief Financial and Operating Officer and the General Counsel to attend. Trustee Cluver seconded the motion, and it was approved unanimously.

The committee exited executive session at 5:03 p.m. and took no action.

7. Other Business

There was no other business.

Chair Dickinson adjourned the meeting at 5:03 p.m.