

Minutes of the VSC Board of Trustees' meeting held Monday, April 14, 2025 at 2:15 p.m. at Community College of Vermont, Montpelier - Room 113 and via Zoom APPROVED

The VSC Board of Trustees met on Monday, April 14, 2025 at Community College of Vermont, Montpelier and via Zoom.

Committee Members present: Lynn Dickinson (Chair), Megan Cluver (Vice Chair), Gwen Bailey-Rowe, Coleen Condon (position approved at 2:46) David Durfee, Shirley Jefferson, Jim Masland, Marc Mihaly, Jason Musal, David Silverman, Sue Zeller

Absent: Betsy Ide Bloomer, Janette Bombardier, Bob Flint

Chancellor: Elizabeth Mauch

Presidents: David Bergh, VTSU President
Joyce Judy, CCV President

Other Attendees: Nolan Atkins, VTSU Provost
Kelley Beckwith, VTSU VP of Student Success
Kayla Dewey, Executive Assistant
Jason Kaiser, Learning Spaces Technology Specialist
Nicole Mace, CCV Dean of Administration
Maurice Ouimet, VP for Admissions and Enrollment Services
Hannah Reid, Associate Vice President
Sharron Scott, Chief Financial and Operating Officer
Toby Stewart, Controller
Patty Turley, General Counsel
Heather Weinstein, CCV Dean of Strat. Initiatives & Stdnt Affairs
Yasmine Ziesler, Special Assistant to the Chancellor

1. Call to Order

Chair Dickinson called the meeting to order at 2:27 p.m. and welcomed new trustee Gwen Bailey-Rowe.

Chair Dickinson announced that they would not be taking up discussion on an agenda item: Relinquishment of WJSC Radio Station FCC License

2. Comments from the Public

There was no public comment.

3. Approval of Minutes of October 28, 2024; December 16, 2024; and January 13, 2025

At 2:31 p.m. Trustee Cluver moved and Trustee Jefferson seconded the motion to approve the minutes of October 28, 2024; December 16, 2024; and January 13, 2025. The motion was approved unanimously.

4. Vote on Resolution 2025-004 Honoring the Service of Trustee Jason Musal; 2025-003 Honoring the Service of Trustee Shawn Tester; and 2025-002 Honoring the Service of Trustee Karen Handy Luneau

Chair Dickinson read resolutions to honor the services of former trustees Shawn Tester and Karen Luneau, whose terms recently ended, and of Jason Musal, whose term as a student trustee will end after he graduates this spring. She thanked each of them for their dedication to Vermont State Colleges.

At 2:44 p.m. Trustee Silverman moved and Trustee Zeller seconded the motion to approve Board Resolutions 2025-004 Honoring the Service of Jason Musal; 2025-003 Honoring the Service of Shawn Tester; and 2025-002 Honoring the Service of Karen Handy Luneau. The motion was approved unanimously.

5. Report from the Nominating Committee

Chair Dickinson provided an update from the April 14, 2025 committee meeting and described the recommended action items from the committee.

At 2:46 p.m. Trustee Zeller moved and Trustee Durfee seconded the motion to reappoint Trustee Janette Bombardier for a new term as board-elected trustee ending March 1, 2029 and Coleen Condon as board-elected trustee for a term ending March 1, 2029. The motion was approved unanimously.

At 2:48 p.m. Trustee Masland moved and Trustee Jefferson seconded the motion to elect Trustee Mihaly to serve as the VSC Board Secretary. The motion was approved unanimously.

Chair Dickinson welcomed the new trustees and the new officer. Trustee Bailey-Howe who was appointed by the Governor for a term ending March 1, 2029 introduced herself. Trustee Condon also introduced herself.

6. Appoint Nominating Committee members

At 2:49 p.m. Trustee Zeller moved and Trustee Durfee seconded the motion to appoint Trustee Bombardier, Trustee Dickinson, and Trustee Mihaly to the Nominating Committee. The motion was approved unanimously.

7. Report from Finance & Facilities Committee

Chair Dickinson turned the meeting over to Trustee Silverman to provide an update from the recent committee meetings.

The Finance & Facilities Committee held two meetings since the last board meeting in January. During the February 10, 2025 meeting they reviewed and voted to recommend to the full board endowment requests for Vermont State University, received an update on second quarter

financial results, reviewed the first pass of the budget, and discussed the VSC's composite financial index.

At their April 14 meeting they reviewed and voted to recommend to the full board a grant request for CCV, a carry forward request for VTSU, and a management recommendation to maintain the status quo on Policies 403-A and 403-B. Additionally, they received updates on the second pass of the budget and the Workday project.

At 2:51 p.m. Trustee Silverman moved and Trustee Cluver seconded the motion to approve the recommended modification to The Richardson Endowment, and approval of the Brown Scholarship, the Lyndon Promise Scholarship, the Lyndon Faculty Federation Scholarship, and the Streeter Scholarship. The motion was approved unanimously.

At 2:52 p.m. Trustee Silverman moved and Trustee Cluver seconded the motion to approve the CCV Northern Lights Grant as recommended by the Finance & Facilities Committee. The motion was approved unanimously.

At 2:53 p.m. Trustee Silverman moved and Trustee Musal seconded the motion to approve VTSU's FY24 carry forward request as recommended by the Finance & Facilities Committee. The motion was approved unanimously.

At 2:54 p.m. Trustee Silverman moved and Trustee Zeller seconded the motion to approve management's recommendation to maintain the status quo on the methodology to proportion shared service expenses and state appropriation through FY27 with reinstatement of the existing policy, or a revised policy if warranted, for FY28 as recommended by the Finance & Facilities Committee. The motion was approved unanimously.

8. Report from Audit & Risk Management Committee

Chair Dickinson called upon Trustee Zeller who provided an update from the February 10, 2025 committee meeting. Trustee Zeller shared that the Audit & Risk Management Committee reviewed and approved management's recommendation to audit the system's use of and compliance with its chart of accounts. This project would inform the system's work related to implementation of the Workday finance system later this year. The Committee also received an update on the FY24 uniform guidance single audit as well as last year's internal audit.

9. Report from Diversity, Equity and Inclusion Committee

Chair Dickinson called upon Trustee Jefferson to provide an update from the March 6, 2025 committee meeting. Trustee Jefferson shared that the Committee received an educational presentation from Rodney Smolla, President of Vermont Law and Graduate School, on the Impact of Federal Executive Orders on Higher Education. In part, President Smolla shared a four-pronged ladder approach that can be applied to assess actions by the current administration. Following President Smolla's presentation, the Trustees and staff engaged in a question-and-answer period. The presentation can be found on the VSC YouTube channel.

10. Report from Education, Personnel Life Committee

Chair Dickinson called upon Trustee Cluver to provide an update from the February 10, 2025 committee meeting. Trustee Cluver shared that the board revised Policy 109 on receiving annual enrollment and cost effectiveness updates on all academic programs to include new program monitoring and workforce alignment. The February EPSL meeting was the first time that the board received final reports and data from each institution following these revisions.

They heard how CCV focuses on building meta majors with stackable credentials and transfer pathways to remain flexible and responsive to industry. From VTSU, the committee heard that programs are continuing efforts to improve delivery efficiency, enhance differentiation with competitive programs, and reduce complexity for students. They also heard a presentation on CCV's work on student success and a status update from VTSU about the NECHE visit last fall; at the time NECHE was expected to review the final report of the visit at its April meeting.

Chair Dickinson invited President Bergh to share more information on the NECHE report. President Bergh and the Provost will meet with the NECHE commission in Massachusetts on April 24 to finalize the process. They will then receive the final formal report within 30 days. Informally, NECHE recognizes that VTSU has had to handle incredible challenges and there should be no surprises in the report. NECHE has been impressed with VTSU's professionalism and how it has moved forward with care.

11. Updates from the Presidents

Chair Dickinson invited President Bergh to share an update on VTSU. He shared that commencement speakers have been announced and he hopes members of the board will be able to join the upcoming VTSU commencement ceremonies. The federal environment has been challenging and President Bergh expressed his appreciation to VSC General Counsel's office for guidance. Admissions data is projecting strong enrollment for fall.

Chair Dickinson invited President Judy to provide an update. She shared that CCV hosted its 22nd Annual International Foods Day the prior week. CCV is expecting a visit from NECHE regarding their programs with corrections. Summer enrollment is looking strong.

12. Report from Executive Committee

Chair Dickinson provided an update from the committee meetings of February 14 and 24, 2025. There were no actions taken in those meetings. .

13. Legislative Update from the Chancellor

Chair Dickinson invited Chancellor Mauch to provide a legislative update. Chancellor Mauch shared that she and Sharron Scott have been testifying in the legislature this session. Her testimony is anchored by the mission and vision statements particularly the phrase "for the benefit of Vermont." They thank the legislature for their support to help strengthen their financial health, plans which are on track. Chancellor Mauch shared how VSC needs to adapt the model to meet the needs of current students by offering more flexibility, housing opportunities, and paid learning opportunities, while remaining flexible and responsive to shifting workforce demands.

14. Additional Business

There was no additional business.

15. Executive session

At 3:35 p.m. Trustee Dickinson moved and Trustee Silverman seconded the motion for the VSC Board of Trustees to enter executive session pursuant to 1 V.S.A. § 313(a)(1)(F) to receive confidential attorney-client communications; 1 V.S.A. § 313(a)(6) for discussion of records exempt from the Public Records Act; and 1 V.S.A. § 313(a)(3) to discuss employment of a public employee. Along with the members of the Board present at this meeting, in its discretion, the Board invited the VSC Chancellor, the Presidents of Community College of Vermont and Vermont State University, the Chief Financial and Operating Officer, the VSC General Counsel, and the VTSU Associate Vice President of Communications, Alumni, and External Affairs. The motion was approved unanimously.

The board exited executive session at 5:32 p.m. and took no action.

Chair Dickinson adjourned the meeting at 5:32 p.m.