University System of New Hampshire

BOARD OF TRUSTEES
GOVERNANCE COMMITTEE

Meeting Held at Memorial Union Building
University of New Hampshire, Durham, NH
June 26, 2026

Meeting Minutes

In Attendance: Governance Committee members present at meeting location: Committee Chair Kass Ardinger, Committee Vice-Chair Christiana Thornton, Maureen Beauregard, Jamie Burnett, and Brendan Finn. Committee members absent: Patrick Griffin. Other trustees present: Matthew Ash, James Gray, Tim Hoheneder, Rick Ladd. Others participating in meeting: USNH General Counsel Chad Pimentel, USSB Member Evan Christensen.

Call to Order: At 8:05 am, Committee Chair Ardinger called the meeting to order and noted the presence of a quorum sufficient to do business.

Approval of Minutes: By motion made by Trustee Thornton and seconded by Trustee Burnett, the Committee unanimously voted as follows to approve the minutes of its most recent meeting:

VOTED, the Governance Committee hereby approves the minutes of its March 16, 2026 meeting as presented in the materials distributed with the agenda to this meeting.

Review of Annual Trustee Self-Evaluation Survey: Chair Ardinger reviewed this item. She noted that the response rate among trustees was the highest for five years, but that overall ratings of the Board's effectiveness declined from last year to this year. Committee members discussed possible reasons for the decline, with a consensus forming that the difficulty of the work facing the Board and System likely contributed to frustrations among Board members. Chair Ardinger also noted that several trustees had questioned whether an additional Board meeting ought to be scheduled to smooth out the work facing trustees and ensure that all are up to date on System issues. Options discussed included adding a shortened, one-day winter Board meeting or adding an off-cycle Financial Affairs Committee meeting. Board officers will review the matter with staff. Trustees also noted confusion among trustees regarding the committee appointment process. Staff will re-issue a questionnaire previously sent in the Fall to seek out trustee committee preferences and will include a summary of the selection process in that communication. The Committee also decided that next year it should discuss the question of whether the Nomination Committee should continue to exist as a separate committee.

Proposed Amendment to Board Policy on Student Trustee Elections: Chad Pimentel presented this item. Trustee Hoheneder and USSB Member Christensen had each flagged that the current Board policy on student trustee elections was out-of-date and unevenly applied. GC Pimentel reported that campus leaders responsible for managing the trustee process believed that the current one-size-fits-all

eligibility requirements in the policy created unnecessary barriers to entry to students and also were more difficult to achieve for students at KSC and PSU or smaller colleges within UNH.

Following discussion, the following motion was moved by Trustee Thornton, seconded by Trustee Finn, and approved vote with no dissenting votes:

VOTED, that the Governance Committee recommend Board approval of the amended Board Policy BOT.I.A. set out the materials for this meeting.

Proposed Amendment to Board Policy on System-Wide Effect of Student Discipline Actions: Chad Pimentel presented on this item. Current policy specifies that students who are suspended or expelled from one System institutions are barred from acceptance at all other System institutions. However, the current policy is unclear if a student withdraws from an institution before disciplinary proceedings are completed. This proposed change would clarify that a student who withdraws during the pendency of a disciplinary proceeding is barred from attendance at other System institutions if the disciplinary proceeding was of sufficient seriousness that it could have led to suspension or expulsion at the student's former institution.

Following discussion, the following motion was moved by Trustee Beauregard, seconded by Trustee Thornton, and approved vote with no dissenting votes:

VOTED, that the Governance Committee recommends Board approval of the amended policy BOT.VII.A. as set out in the attached materials.

Proposed Amendment to Bylaws of Keene Endowment Association: The Keene Endowment Association requires USNH Board approval in order to amend its bylaws. KEA recently approached System staff with a proposed change. The change would exclude time spent serving as a KEA board officer from the term limits for board members set out in the KEA bylaws. KEA sought this change because currently their board officers frequently leave the board immediately upon the end of their term as officers, depriving the board of experience and continuity.

Following discussion, the following motion was moved by Trustee Thornton, seconded by Trustee Finn, and approved vote with no dissenting votes:

VOTED, that the Governance Committee recommend Board approval of the amended KEA bylaws set forth in the attached materials.

Update on The Edge: Chad Pimentel reported on the status of the governance project associated with the proposed development at The Edge. He noted that the agenda for the June meeting did not have space to permit any material action on The Edge, but that previously approved pre-development work continued apace.

Review of Committee Workplan: The Committee reviewed its proposed work plan for the coming year as presented in the meeting materials. As noted above, in addition to its usual work, the Committee plans to discuss the Board meeting schedule and the future structure of the Nomination Committee.

Diversity on the Board of Trustees (Standing Item): Chair Ardinger noted the continuing importance of efforts to ensure that the Board has a broad range of experiences, strengths, and backgrounds so that it can best carry out its statutory mandate.

Adjourn: At 8:40 am, Chair Ardinger called for further business and, hearing none, adjourned the meeting.