University System of New Hampshire

**BOARD OF TRUSTEES**
**GOVERNANCE COMMITTEE**

Meeting Held at Room 330, Memorial Union Building
University of New Hampshire, Durham, NH
October 22, 2026

**Meeting Minutes**

**DRAFT**

**In Attendance:** Governance Committee members present at meeting location: Committee Chair Kass Ardinger, Committee Vice-Chair Christiana Thornton, Jamie Burnett, and Patrick Griffin. Committee members participating remotely: Maureen Beauregard. Committee members absent: Brendan Finn Other trustees present: Matthew Ash, Don Birx, Ludmilla Cejka, Elizabeth Chilton, James Gray, Rick Ladd, Tessa Lancaster, and Mike Pilot. Others participating in meeting: USNH General Counsel Chad Pimentel and Deputy General Counsel Karyl Martin; NHDOE Director of Educator Development and Higher Education Steve Appleby.

**Call to Order:** At 10:45 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 Griffin 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 June 2026 meeting as presented in the materials distributed with the agenda to this meeting.

**Review of Annual Inventory of Trustee Skills and Interests and Report of Board Skill Gaps to Nomination Committee:** The Committee reviewed the results of the annual inventory of trustee skills and interests. The Committee noted that skill gaps remained in the areas of law, safety and security, and agriculture, audit, and information technology. The Committee also noted continuing imbalances in the gender, race, and county of residence of trustees. The Committee also noted that the Board will experience significant turnover in June, with at least four non-student trustees set to depart. The Committee then referred these identified gaps to the Nomination Committee for its use in identifying and recommending future candidates for appointment or election to the Board.

**Update on The Edge:** UNH General Counsel Chad Pimentel presented on this item, which had previously come before the Committee for input on whether the project required the creation of a new legal entity. Following further work on the proposed project, staff no longer believe that a separate entity is needed at this time. As will be discussed in more detail before the Financial Affairs Committee, the current proposal is that the project proceed in phases. The scope of the first phase is limited enough that it can be managed through the existing Board oversight structure, meaning that creation of a new

legal entity at this point is unnecessary and could create delay. If the project continues forward to more complex phases, the governance issue will be revisited before the Committee.

**Discussion Regarding Potential Addition of Public Comment Period to Board Meetings:** Over the past year the Board has received a number of requests from employee and community groups asking for an opportunity to address the Board directly. Given this increase in requests, Board leadership asked that the Governance Committee to consider whether the Board should allow for a public comment process at meetings and, if so, what form that process should take.

The Committee reviewed public comment models from several other public universities and then engaged in an extended discussion of whether a public comment period makes sense for the System. Points in favor were providing an opportunity for the public to be more informed of and engaged with the Board and creating a more consistent process for handling comment requests. Potential challenges include the need to ensure that the comment period does not become a board debate period, the need to carefully consider whether any subject matter limitations could or should be applied, and the need to consistently enforce procedural limits.

Following discussion, Committee Chair Ardinger charged staff with drafting a proposed public comment policy for consideration by the Committee. At a minimum, the draft policy will provide for time limits on the comment period and a method for the public to submit written comments to the Board.

**Discussion Regarding Board Meeting Schedule**: In 2024, the Board changed its meeting schedule. Formerly, it had held four business meetings per year (October, January, April, and June), plus a retreat in September. After the change, it now holds three business meetings per year (October, March, and June), plus the retreat. The rationale for the change was that the process of hosting Board meetings places a burden on staff and can disrupt campus operations during busy parts of the year.

At its June meeting, while reviewing the results of the annual survey and self-assessment of Board members, the committee noted that some trustees had expressed that the current meeting schedule may not leave enough time for Board deliberation, and that the gaps between meetings can make it difficult to track the work being done by the System. The Committee discussed whether the current meeting schedule should be adjusted. The Committee noted that an additional meeting will likely occur this year regardless of any larger change to the meeting schedule because of the ongoing KSC presidential search. After discussing options for future years, the Committee asked staff to consider the feasibility of adding a one-day meeting around the time of the usual Executive Committee meeting. This would not include committee meetings. Staff will bring back findings and a proposed 2027-28 meeting schedule to a future Committee meeting.

**Update on Trustee Orientation Process:** General Counsel Chad Pimentel provided an update on the process. Because there were no new non-student trustees this year, the orientation process was truncated, with just the new student trustees participating in an orientation training.

**Review of Committee Workplan:** The Committee reviewed and accepted its proposed work plan for the coming year as presented in the meeting materials.

**Diversity on the Board of Trustees (Standing Item):** The committee determined that this item had been sufficiently discussed during the earlier review of the trustee skills and interests inventory.

**Proposed Subcommittee for Review of No-Trespass Orders**: New Hampshire law regarding trespass on public property has been amended effective late October 2026. The amended law requires the governing boards of public entities to affirm any no-trespass order longer than 35 days. The amended law also gives people subject to no-trespass orders the right to request a hearing before the governing board within 10 days of issuance of the order. The System's legal counsel sought the Committee's input on options for complying with the law. Any related action would be taken by the Executive Committee at a future meeting.

**Nonpublic Session**: At 12:05 pm, by motion made by Trustee Griffin, seconded by Trustee Burnett, and approved with no dissenting votes, the Committee voted as follows to enter nonpublic session:

***VOTED***, that the Committee hereby enters nonpublic session for the purpose of consultation with legal counsel pursuant to RSA 91-A:2.I(b).

**Return to Public Session**: At 12:15 pm, by motion duly made and seconded, the Committee voted unanimously to return to public session. No reportable action was taken in nonpublic session.

**Adjourn:** At 12:17 pm, Chair Ardinger called for further business and, hearing none, adjourned the meeting.