



EXECUTIVE COMMITTEE

AUGUST 16, 2018

USNH OFFICES 5 CHENELL DRIVE
CONCORD, NH

MEETING MINUTES

Trustee Participants: John Small, chair, Joe Morone, vice chair, Don Birx, Amy Begg (by phone) Todd Black, Jamie Burnett, James Dean, Ted Dey, James Gray, Cathy Green, Nadia Hasan, Shawn Jasper, Todd Leach, Christian Merheb, Ken Moulton, Chris Pope, Mark Rubinstein, Morgan Rutman and Melinda Treadwell.

Guests: Rhonda Hensley, Governor's Office

Staff: Jim McGrail, Karyl Martin, and Lorna Jacobsen

Call to Order

Chair Small called the meeting to order at 4:10 pm.

Minutes

Trustee Small moved, Trustee Dey seconded the following motion. A vote was taken, and the motion carried.

VOTED, that the Executive Committee approve the minutes of the Executive Committee of June 21, 2018 as presented.

Legislative Update

Chancellor Leach described a successful meeting with the Governor where USNH received feedback on plans for its state operating appropriation request. He said the Governor was very positive and included USNH plans for Nursing in a recent address. Chancellor Leach also reported on a good meeting that he and President Dean had with Speaker of the House Gene Chandler and Representative Finch.

Motion to approve FY20-21 Biennial State Operating Budget Request guidelines.

Chair Small moved the following motion, seconded by Trustee Moulton.

MOVED, on recommendation of the Chancellor, that the Executive Committee acting on behalf of the Board of Trustees approve revised FY20-21 Biennial State

*Operating Budget Request guidelines and direct the Chancellor, in consultation with the Administrative Board and Board leadership, to work with the Governor's Office to finalize details of the request consistent with the guidelines below. **AND FURTHER**, authorize the Chancellor in consultation with the Board Chair and Chair of the Financial Affairs Committee to approve submission of the detailed operating appropriation request to the Governor and make any recommended adjustments to the State capital budget request that would increase USNH's ability to fund its priorities.*

- *The USNH State appropriation request will include an increase in general State operating support of an amount not to exceed 2.5% in each year of the next biennium.*

- *In addition to the annual increases, additional one-time funds of up to \$12 million in FY20 and up to \$15 million FY21 will be requested for initiatives that complement and support USNH's commitment to the State of New Hampshire's workforce needs.*

*{The Committee voted unanimously in favor of this motion **as amended**}*

Chairman Small read the motion and said it provides the authority to finalize the request consistent with the guidelines and submit it to the State. Trustee Morone pointed out that the initiatives that would be funded with the additional money would be "one time" and suggested an amendment to clarify that it is the funding that is one time for the biennium (not part of the base appropriation), not the initiative. The Committee agreed with his amendment.

Campus Updates

President Birx reported that faculty and student athletes are back on campus and PSU just celebrated with a University Day picnic catered by the new dining services vendor. He said the summer conference season was successful and the occupancy in the dormitories is at 97%. President Birx reported on the status of PSU's education program accreditation saying it has been extended for one year. He briefly described campus reaction and communication efforts regarding a recent controversial issue.

Interim President Treadwell reported KSC had an active summer hosting programs for youths. She said KSC balanced the FY18 budget as approved by the Board of Trustees and said the conversion rate for applicants to admitted students is up 7%. She said students return next week, the leadership team is in place and morale is high.

In response to a question on a recent newspaper article, President Treadwell explained the separation incentive payment to former President Huot and there was brief discussion by trustees.

President Rubinstein reported that GSC's enrollment is about 10% ahead of last Fall. He said they are launching two new on-line master's degree programs and is working with the Department of Corrections on programs.

President Dean said he is enjoying getting familiar with the campus and local area and has been meeting with faculty, staff and alumni. He is impressed with the level of talent and commitment. He said students will be on campus next week.

Motion to Confer “President Emeritus” title to Dr. Mark Huddleston

Chair Small moved the following motion, seconded by Trustee Rutman.

MOVED, that the Executive Committee on behalf of the full Board of Trustees formally recognize eleven years of exemplary service by Dr. Mark Huddleston at the University of New Hampshire. With appreciation for his distinguished presidential performance at UNH, the Executive Committee hereby confers the title ‘President Emeritus’ on Dr. Mark W. Huddleston, the 19th president of the University of New Hampshire.

{The Committee voted unanimously in favor of this motion}

Chairman Small said the Executive Committee has the authority to approve this motion on behalf of the Board of Trustees and he is recommending approval at this time in recognition of his years of service to UNH. He noted that there is no financial impact. Trustees Black and Rutman offered statements in support of the recognition noting that it is well deserved.

Motion to approve renewal of USNH rules for in-state tuition status.

Chair Small moved the following motion, seconded by Trustee Rutman.

MOVED, on recommendation of the Administrative Board, the Executive Committee, acting on behalf of the full Board of Trustees under the authority granted it in the Board’s Bylaws, hereby approves the rules for the Classification of Students for Tuition Purposes, as set forth in the attached materials.

{The Committee voted unanimously in favor of this motion}

Chancellor Leach introduced Karyl Martin, Associate General Counsel, who described the need for the action and next steps. She said no comments were received during the public comment period and the NH Office of Legislative Services proposed some stylistic changes. If approved today, the proposed rules will move to the next stage which is a hearing before the Joint Legislative Committee on Rulemaking.

Nonpublic Session

A roll call vote was taken to go into nonpublic session at 4:49 pm. In addition to trustees, Jim McGrail, Karyl Martin and Lorna Jacobsen remained for the non-public session.

VOTED, that the USNH Board of Trustees Executive Committee go into nonpublic session for the purposes of discussing the compensation of public employees, as authorized by RSA 92-A:3, II (a)).

At 5:26 pm. the Committee approved the following motion and went in to executive nonpublic session. The four presidents, the Chancellor and Karyl Martin left the meeting.

MOVED, that the Executive Committee go into executive nonpublic session for the purpose of discussing CEO at-risk-pay awards and the Chancellor and Presidents be excused from attending the session, as authorized by USNH Board Bylaws, Article V, Section 4g.

A motion was made and seconded to come out of nonpublic session at 6:00 pm.

Chair Small noted that the following vote and action were taken during Executive Session.

Motion to Recommend Approval of FY18 CEO Pay-at-Risk Awards

Chair Small moved the following motion, seconded by Trustee Black

MOVED, on recommendation of the Executive Performance Review Subcommittee, and with endorsement by the Compensation Committee, the Executive Committee hereby determines: (1) keeping USNH CEOs' compensation competitive with peer group benchmarks used in the independent market analysis is in the best interest of USNH and the state of New Hampshire; and (2) the recommended pay at risk awards will help keep the CEOs' compensation competitive with peer group benchmarks; and (3) the recommended awards comply with the Board of Trustees Executive Total Compensation policy, BOT V.F.2

FURTHERMORE, the Executive Committee, for the reasons cited, hereby approves fiscal year 2018 Pay-at-Risk awards for the USNH CEOs in the following amounts: USNH Chancellor Todd Leach: \$52,500; former UNH President Mark Huddleston: \$86,100; GSC President Mark Rubinstein: \$39,000; PSU President Donald Birx: \$43,000, to be paid as soon as administratively possible but no later than August 24, 2018.

FURTHERMORE, the Executive Committee hereby approves a 10% discretionary incentive award to Interim President Melinda Treadwell for her FY18 performance efforts in transforming Keene State College in the amount of \$25,000."

{The Committee voted unanimously in favor of this motion}

Adjourn

There being no further business the meeting was adjourned at 6:00 pm.