



BOARD OF TRUSTEES

OCTOBER 26, 2018

PLYMOUTH STATE UNIVERSITY
PLYMOUTH, NEW HAMPSHIRE

REPORT OF MEETING

Approved January 18, 2019

Trustees present: Chair John Small, Vice Chair Joseph Morone, Robert Baines, Amy Begg, Donald Birx, James Burnett III, James Dean Jr., Frederick Dey, M. Jacqueline Eastwood, Frank Edelblut, Suzanne Foster, Senator James Gray, Cathy Green, Nadia Hasan, Shawn Jasper, Todd Leach, Scott Mason, Christian Merheb, Kenneth Moulton, Christopher Pope, Mark Rubinstein, J. Morgan Rutman, Wallace Stevens, Melinda Treadwell

Participants: Kayleigh Bennett, 2018 alumna and PSU recruitment specialist; Tamara Cocchiarella, PSU director of events and conference planning; Jean Coffey, PSU director of nursing; Howard Frederick, PSU professor of entrepreneurship education; Cathie LeBlanc, PSU general education coordinator; Rhonda Hensley, Governor Sununu designee; Jason Moran, PSU dean of enrollment; Ronald Rodgers, USNH general counsel; Shannon Smith, PSU student; Emily Rudin, Strata Information Group

Call to Order

Chair Small called the meeting to order at 8:30 a.m.

Campus Presentation

President Birx provided an overview of the presentation and introduced the following faculty, staff, and student presenters: Kayleigh Bennett, Tamara Cocchiarella, Jean Coffey, Howard Frederick, Cathie LeBlanc, Jason Moran, and Shannon Smith. Information touched on PSU's general education program and cross-disciplinary capstone project, nursing program and student outcome improvements, summer engagement and year-round campus use, the creation of the university's first cluster major, and the transformative experience of cluster learning from a student perspective. The theme throughout emphasized PSU's emerging presence in the market as a destination for students drawn to multi-perspective, real-world problem-solving, experiential learning, and entrepreneurial thinking.

Chancellor's Report

Chancellor Leach presented information about recent process improvement changes and growing regional competition, including Maine's new loan forgiveness program. He commented on Governor Sununu's announced support for the University System's strategic funding request, and he called attention to the Annual Report distributed to trustees.

University System Student Board (USSB) Update

USSB Chair and Trustee Christian Merheb stated that the USSB was in process of developing an action plan for the year. Based on early discussions, he expected a continued focus on campus climate and efforts to develop standard operating procedures and to refine succession planning processes developed last year.

Presidents' Reports

Chair Small called attention to the presidents' reports provided in the advance meeting materials.

Board Minutes

The following motion was made by Vice Chair Morone, duly seconded, and approved.

VOTED, that the Board of Trustees approve the minutes of the meetings held on June 22, 2018, and September 14, 2018.

Committee Reports

Chair Small called attention to the prior day committee meeting draft reports posted on the Board portal.

Audit Committee

Trustee Stevens, on behalf of the committee chair, provided an overview of the meeting and introduced the following actions.

Acceptance of Financial Statements for the Fiscal Year Ended June 30, 2018

The following motion, made by Trustee Stevens, was duly seconded, discussed, and approved, with no votes opposed or abstained.

VOTED, on recommendation of the Audit Committee, that the USNH Financial Statements for the fiscal year ended June 30, 2018, be accepted and forwarded to the Governor, the Legislative Fiscal Committee, and others as specified in state law RSA 187-A:22.

Amendment to the Board's Human Resources Policy

The following motion, made by Trustee Stevens, was duly seconded.

VOTED, on recommendation of the Audit Committee, the full Board of Trustees hereby amends Board of Trustee's policy BOT V.C by adding a new section regarding reporting allegations of employee sexual harassment and violence, as shown in the materials attached to the agenda.

General Counsel Rodgers was called on to provide context for the proposed policy addition. Following discussion, the motion was approved, with no votes opposed or abstained.

Finance Committee for Investments

Trustee Rutman, committee chair, provided an overview of the meeting, which had no action to bring before the Board. The Board briefly discussed the potential impact of market volatility on operating margin and unrestricted financial resources to debt.

Financial Affairs Committee

Vice Chair Morone, committee chair, provided an overview of the meeting and introduced the following action.

Suspension of Enrollment Limitation of Out-of-State Undergraduates at UNH

The following motion, made by Vice Chair Morone, was duly seconded, discussed, and approved, with no votes opposed or abstained.

VOTED, on recommendation of the Financial Affairs Committee, that the Board of Trustees suspend for FY20 the limitation of 25 percent imposed by state statute RSA 187-A:10 on the number of undergraduate students enrolled at UNH from domiciles outside the state, it having been determined that such suspension benefits the state and UNH without impairing the opportunity for qualified students of the state of New Hampshire to attend UNH.

With reference to the operating budget discussion at yesterday's committee meeting, Trustee Jasper suggested reframing the term "deferred maintenance," which carries a negative connotation, as "planned maintenance."

The Board briefly discussed the potential implications of increased inflation on operating margin strategy.

Educational Excellence Committee

Trustee Dey, committee chair, provided an overview of the meeting, which had no action to bring before the Board.

The Board briefly discussed student voter registration and efforts by the campuses to educate students about registration options.

Governance Committee

Trustee Moulton, on behalf of the committee chair, provided an overview of the meeting, which had no action to bring before the Board. Trustees interested in completing a nomination form were directed to General Counsel Rodgers. It was clarified that the form served as the method for offering nominee suggestions to the Nominating Committee.

Executive Committee

Chair Small provided an overview of the meeting and noted that action regarding employee compensation would be addressed in nonpublic session after the synergy discussion. He offered a reminder that compensation for provosts and CFOs need to route through the Compensation Subcommittee.

IT Synergy Update

Emily Rudin, general manager of client services for the Strata Information Group (SIG), presented an overview of the firms' engagement with the University System. SIG will leverage its expertise in organizational IT consolidation for the purpose of developing a framework to streamline IT across the system for operational cost savings while maintaining or improving IT service delivery capabilities. She described efforts currently underway to assess the current IT spend and structure and to develop a shared services catalog. SIG's recommendation for best practice based on the assessment is slated for the end of December. A candidate to serve as interim CIO will be brought forward within the next couple of weeks. Ms. Rudin indicated that, to be effective, the position was expected to be at the executive level with authority to execute and with Board backing. The Board discussed the advantages and disadvantages of hiring an interim as opposed to a permanent CIO to lead organizational IT restructure. It was agreed that the Administrative Board understood the concerns raised and will proceed accordingly, with the understanding that it is accountable for the successful delivery of the project.

Nonpublic Session

The following motion to enter into nonpublic session was made by Chair Small for the purpose of discussing personnel matters. The motion was duly seconded and unanimously approved by roll call vote.

VOTED, that the USNH Board of Trustees go into nonpublic session for the purpose of discussing personnel matters and the hiring and compensation of public employees as authorized by RSA 91-A:3, II (a) and (b).

The Board entered into nonpublic session at 11:39 a.m.

Return to Public Session

Upon a motion to exit nonpublic session, made by Chair Small, duly seconded and approved, the meeting was reconvened into public session at 11:55 a.m.

Sealing the Record of Nonpublic Session

The following motion was moved by Chair Small, duly seconded, and unanimously approved by roll call vote.

VOTED, that the Board of Trustees seal the minutes of the immediately preceding nonpublic session until such time as the votes taken in nonpublic session are publicly announced.

Adjournment

There being no further business, the meeting adjourned at 12:00 p.m.

Supplemental information for the public record relative to the October 26, 2018, motion entitled, *Sealing the Record of Nonpublic Session*.

Appointment of President of Keene State College

Moved by Chair Small, duly seconded, and unanimously approved by roll call vote.

VOTED, on recommendation of the Executive Committee, that the Board of Trustees elect Dr. Melinda D. Treadwell President of Keene State College, contingent on her acceptance of the appointment, under the terms outlined in the materials distributed with the Executive Committee agenda. AND FURTHERMORE, hereby authorizes Board Chair John Small to execute on behalf of the Board of Trustees an executive employment agreement embodying those terms.

Upon the public announcement on October 29 of the vote taken in nonpublic session, the minutes are automatically unsealed under the terms of the vote to seal the record.