April 23-24, 2020
Meetings held via Zoom

Meeting Minutes

April 23, 2020 – Morning Session

In Attendance: Trustees: Chair Joseph Morone, Vice Chair Jamie Burnett, Secretary Kassandra Ardinger, Amy Begg, Don Birx, Todd Black, Jim Dean, Jackie Eastwood, Frank Edelblut, Cathy Green, Cailee Griffin, George Hansel, Shawn Jasper, Todd Leach, Scott Mason, Mike Pilot, Chris Pope, Mark Rubinstein, Morgan Rutman, Joseph Scala, Marjorie Smith, Wally Stevens, Melinda Treadwell, David Westover.

Call to Order: At 8:00 am, Chair Morone called the morning session to order and noted the presence of a quorum sufficient for the conduct of business.

Determination of Conditions Necessary for the Conduct of a Telephonic Meeting: Chair Morone made the following findings and declaration, sufficient for conducting a telephonic meeting and counting all members toward the quorum requirement whether or not physically present in the meeting location:

Under the NH Right to Know Law, RSA 91-a:2, III (b), a governmental body such as this Board of Trustees is authorized to meet by conference call when “immediate action is imperative and the physical presence of a quorum is not reasonably practical within the period of time requiring action.” In consultation with USNH General Counsel, it is my determination that a meeting by conference call is justified considering the following facts:

- The individual members of this Board live and work in locations remote to any single meeting place;

- The Governor’s declaration of emergency and Executive Order 2020-04, dated March 13, 2020, permits and encourages governmental bodies to conduct public meetings on an emergency basis using telephonic communications;

- Given the members’ various professional and personal schedules it is not reasonably practical to gather a quorum of the Board members in a single place for a physical meeting;

- The interests of USNH, its students, faculty, and staff, and the State of New Hampshire will be best served by Board’s expeditious consideration of and decision on the matter presented; and


The notice of the meeting was posted and members of the public are permitted to observe and listen to the proceedings at the Board Room at the System Office at 5 Chenell Drive in Concord, NH.

Discussion:

- The presidents presented a high-level update on the current status of operations and current thoughts on fall planning.
- Chancellor Leach provided an update on the Federal Funding Task Force.

Adjournment: At 9:40 am, Chair Morone adjourned the Board of Trustees until Friday, April 24, 2020, at 8 am. The Board’s committees are scheduled to meet in the interim.

April 24, 2020 – Board Business Meeting

In Attendance: Trustees: Chair Joseph Morone, Vice-Chair Jamie Burnett, Secretary Kassandra Ardinger, Amy Begg, Don Birx, Jim Dean, Jackie Eastwood, Frank Edelblut, Cailee Griffin, George Hansel, Shawn Jasper, Todd Leach, Scott Mason, Mike Pilot, Chris Pope, Mark Rubinstein, Joe Scala, Marjorie Smith, Melinda Treadwell, Alex Walker, and David Westover.

Call to Order: At 8:00 am, Chair Morone called the Board’s business meeting to order and noted the presence of a quorum sufficient for the conduct of business. Chair Morone briefly reviewed the agenda and desired outcomes for the business meeting.

Determination of Conditions Necessary for the Conduct of a Telephonic Meeting: Chair Morone made the following findings and declaration, sufficient for conducting a telephonic meeting and counting all members toward the quorum requirement whether or not physically present in the meeting location:

Under the NH Right to Know Law, RSA 91-a:2, III (b), a governmental body such as this Board of Trustees is authorized to meet by conference call when “immediate action is imperative and the physical presence of a quorum is not reasonably practical within the period of time requiring action.” In consultation with USNH General Counsel, it is my determination that a meeting by conference call is justified considering the following facts:

- The individual members of this Board live and work in locations remote to any single meeting place;
- The Governor’s declaration of emergency and Executive Order 2020-04, dated March 13, 2020, permits and encourages governmental bodies to conduct public meetings on an emergency basis using telephonic communications;
- Given the members’ various professional and personal schedules it is not reasonably practical to gather a quorum of the Board members in a single place for a physical meeting;
• The interests of USNH, its students, faculty, and staff, and the State of New Hampshire will be best served by Board’s expeditious consideration of and decision on the matter presented; and

• The notice of the meeting was posted and members of the public are permitted to observe and listen to the proceedings at the Board Room at the System Office at 5 Chenell Drive in Concord, NH.

Nonpublic Session

On motion made by Trustee Eastwood and seconded by Trustee Burnett, a roll call vote was taken and passed unanimously to go into nonpublic session at 8:05 am

\textit{VOTED,} that the Board of Trustees go into nonpublic session for the purposes of (1) discussing personnel matters including the performance of one or more public employees, (2) confidential, commercial, or financial information, (3) matters of market strategy which, if discussed in public, would likely benefit a party or parties whose interests are contrary to those of the general public, (4) matters likely to affect collective bargaining strategy, and (5) consultation with legal counsel as authorized by RSA 91-A:2, I (a) and (b); 91-A:3, II (a), (b), and (d); and 91-A:5, IV.

Return to Public Session: At 11:30 am, on motion duly moved and seconded, the Board voted to return to public session. Chair Morone announced that while in nonpublic session, no votes were taken and no decisions were made.

Consent Agenda: On a motion moved by Trustee Morone and seconded by Trustee Black, the Board voted unanimously to approve the consent agenda, comprised of the following action items:

Board Minutes:

\textit{VOTED,} that the Board of Trustees approve the minutes of the meetings held on January 17, 2020, March 11, 2020, March 17, 2020, March 18, 2020 as presented.

University of New Hampshire:

\textit{VOTED,} on recommendation of President Dean, that the Educational Excellence Committee recommend for approval by the Board of Trustees the appointment of one professor with tenure at the University of New Hampshire, as presented in the supporting material. (See Educational Excellence Packet)

Committee Reports: Chair Morone noted the minutes from each of yesterday’s committee meetings are posted in board portal.

Motion to Temporarily Waive the Petition Requirement in BOT I.A.3.2

\textit{VOTED,} on recommendation of the University System Student Board and the Governance Committee, that the Board of Trustees hereby approves a temporary waiver of the petition requirement in BOT I.A.3.2, for this year’s PSU election of a student trustee, and instead permit
students to express their interest in candidacy by submitting a statement of interest to the PSU president’s office and FURTHERMORE, that the temporary waiver be effective immediately and expire at the conclusion of this year’s election of the student trustee from PSU

Motion to Amend Board Bylaws regarding the Nomination Committee’s Mission

VOTED, on recommendation of the Nomination Committee, the Board of Trustees hereby approves the amendment to the Board’s Bylaws, Article V, Section 3g, as set forth in the materials attached to the agenda.

Return to Nonpublic Session

On motion made by Trustee Burnett and seconded by Trustee Eastwood, a roll call vote was taken and passed unanimously to go into nonpublic session at 11:45 am.

VOTED, that the Board of Trustees go into nonpublic session for the purposes of (1) discussing personnel matters including the performance of one or more public employees, (2) confidential, commercial, or financial information, (3) matters of market strategy which, if discussed in public, would likely benefit a party or parties whose interests are contrary to those of the general public, (4) matters likely to affect collective bargaining strategy, and (5) consultation with legal counsel as authorized by RSA 91-A:2, I (a) and (b); 91-A:3, II (a), (b), and (d); and 91-A:5, IV.

Executive Nonpublic Session

A roll call vote was taken and passed unanimously at 11:50 am.

VOTED, that the Executive Committee go into executive nonpublic session as authorized by USNH Board Bylaws, Article V, Section 4g.

Return to Public Session: At 12:45 pm, on motion duly moved and seconded, the Board voted to return to public session. Chair Morone announced that while in nonpublic session, no votes were taken and no decisions were made.

Adjournment: At 12:50 pm, on motion duly moved and seconded, Chair Morone adjourned the meeting of the Board of Trustees. The next regularly scheduled Board and committee meetings will be held on June 25-26, 2020, at Granite State College, Concord, New Hampshire.