

**UNIVERSITY SYSTEM OF NEW HAMPSHIRE  
BOARD OF TRUSTEES**

**Governance Committee  
Meeting Minutes**

*(April 15, 2021)*  
Via Videoconference

**Members in Attendance:**

- Kassandra Ardinger
- Christopher Pope
- Cathy Green
- David Westover

**Call to Order:** At 12:30 pm, Committee Chair Ardinger opened the meeting and noted the presence of a quorum sufficient for the conduct of business. In addition to the committee members listed above, the following trustees attended the meeting: Jamie Burnett, Jim Dean, and Mark Rubinstein. Also present were: USSB Representatives Michael Fazi and Joshua Chandler and staff member Ron Rodgers.

**Basis for Electronic Meeting:** This meeting was held by electronic means in conformance with the Governor's emergency declaration of March 13, 2020, and subsequent emergency orders, as well as the applicable provisions of the New Hampshire Right-to-Know Law, RSA 91-A. If during the conduct of this meeting, anyone has difficulty connecting or staying connected to the video or audio feed please contact Tia Miller at 603-862-1800 or email [tia.miller@usnh.edu](mailto:tia.miller@usnh.edu).

**Approval of Meeting Minutes:** On motion made by Trustee Green and seconded by Trustee Pope, the committee unanimously approved the draft minutes for the meetings of January 21 and April 1, 2021, as presented with the agenda and materials for this meeting.

**Board's Annual Self-Assessment Survey:** The committee reviewed the form and format of the board's annual self-assessment survey and report and agreed it should be continued largely without change this year. The committee agreed this year's administration should include an additional set of questions about the board's response to the coronavirus-related disruptions. The committee also agreed to survey the members of the USSB for suggestions on maximizing the effectiveness of the USSB. Finally, the committee discussed the importance of understanding and respecting the proper role of a governing board and asked the system office to facilitate an Administrative Board discussion of the topic. The results of the discussion will be reported to the committee at its meeting in June, without attribution.

**Assessment of Trusteeship Development Programs (orientations, mentorship, campus visitations):** The committee briefly discussed the trusteeship development programs, agreed they went well this year, and further agreed to continue conducting the orientation program in two sessions, one in September and one in March. At the request of USSB chair Michael Fazi, the committee discussed the value of appointing a USSB trustee-liaison as soon after the board's annual meeting as possible. The committee concurred and agreed to adjust its annual workflow calendar to schedule the delivery of its recommendation to the board officers for the month of June.

**Mid-Action Review of Board's Response to the Coronavirus-related Disruptions:** The committee received a report on the status of the mid-action review of the Board's response to the coronavirus-related disruptions, as approved at the committee's meeting in January. The system office has collected the meeting materials from the various Board- and system-level governance groups involved in responding to the corona-virus disruptions. In addition, they are developing a short open-ended survey to collect the recollections, impressions, and suggestions of the individuals who participated in those governance processes. The committee discussed the value of the exercise and agreed it should continue forward with priority.

**Diversity on the Board of Trustees:** The committee discussed this standing agenda item and agreed the student bodies and alumni associations should be included in the board's communication of its needs and interests for the development of new members.

**Report on Status of the Alumni and Student Trustee Elections:** Ron Rodgers reported the student and alumni trustee election processes are each underway and will be completed by the end of May. The newly elected trustees will be invited to observe the board and committee meetings on June 24 and 25. The committee discussed the process by which vacancies in trustee seats are filled and noted the state law requirement for utilizing the same method of election or appointment as was used to originally fill the seat.

**Committee Work Plan for GY2021 and Annual Workflow Calendar:** The committee briefly reviewed the work plan and annual workflow calendar and asked the Chancellor's Office to make the one adjustment to the calendar relating to the appointment of a USSB trustee-liaison, as noted above.

**Call for Further Business:** Chair Ardinger called for further business and, hearing none, accepted a motion to adjourn from Trustee Green, seconded by Trustee Pope.

**Adjourn:** The committee unanimously approved the motion and Chair Ardinger adjourned the meeting at 2:00 pm.

[NB: The committee's next meeting is scheduled for Thursday, June 24, 2021, hosted by GSC.]

*-- End of Minutes of the Meeting of April 15, 2021 --*