



## BOARD OF TRUSTEES OCTOBER 19-20, 2023 REGULAR MEETING

Meeting Held at Plymouth State University  
Merrill Conference Center, Plymouth, NH

### Meeting Minutes

*(DRAFT for review and approval)*

**In Attendance October 19:** Trustees present at meeting location: Chair Alex Walker, Vice Chair Jamie Burnett, Secretary Kass Ardinger, Donald Birx, Emily Coutermarsh, James Dean, Jackie Eastwood, Frank Edelblut, George Hansel, Shawn Jasper, Kevin Knarr, Rick Ladd, Patrick Moore, Mackenzie Murphy, Joel Nkounkou (second session), Peter Paul, Mike Pilot, Morgan Rutman, Wayne Semprini, Christiana Thornton, Melinda Treadwell, and David Westover. Trustees participating by videoconference: Cathy Green, Patrick Griffin (second session), and Joel Nkounkou (first session). Others participating by videoconference: Governor's Office representative James Gerry.

**Call to Order:** At 8:31 am, Chair Walker called the meeting to order and noted the presence of a quorum sufficient for the conduct of business.

**Chair's Remarks:** The Chair welcomed the trustees to Plymouth and introduced UNH President/Interim Chancellor Dean.

**Presidential Presentation, University of New Hampshire:** President Dean introduced a presentation by UNH Provost Wayne Jones and UNH College of Professional Studies Dean Mike Decelle covering online education programs at UNH following the merger with the former Granite State College. Dean Decelle emphasized the multivalent nature of the current online market. Undergraduate programs (typically served by GSC pre-merger) generally serve adult learners, often with transfer credits from other institutions. Graduate programs tend toward professional fields with a broader range of students. The online market overall has become more challenging in recent years with more institutions competing for fewer students. UNH's undergraduate enrollment has seen a decline slightly above the average due to a reduction in CCSNH transfers, while graduate enrollment has increased. Competitors are divided among large-scale online-only institutions and online arms of traditional R1s, which often are not integrated into the physical university. The GSC merger presented challenges because of the need to merge different instructional modalities, admissions standards, courses, and price points at UNH and GSC but also presents opportunities not available at other, less well-integrated institutions. Dean Decelle expressed optimism that the merged UNH online program could be leveraged across the System as a whole. Trustees encouraged closer collaboration between UNH online and the online efforts of PSU and KSC and also possible closer collaboration with the community college system.

**Recess Session 1:** At 9:06 am, Chair Walker recessed the Board until after the conclusion of the Educational Excellence Committee meeting.

**Return to Order Session 2:** At 11:10 am, Chair Walker called the meeting back to order and noted the continued presence of a quorum.

**Presidential Presentation, Keene State College:** KSC President Melinda Treadwell introduced Director of Strategic Communications Paul Miller and Associate Dean and Director of Education Tanya Sturtz, who presented on the education and teacher preparation programs at KSC. The presentation noted that KSC ranked first in its category in undergraduate teaching programs in the most recent US News & World Report survey. KSC is in the midst of developing an informational campaign on graduates of the KSC program to shine a light on their successes given that KSC alumni have a track record of serving as teacher leaders in their schools. Other points of distinction include longstanding licensing and national accreditation, and engagement with research and state overseers. The presentation included snapshots of several recent alums as captured by the informational campaign. The presentation also highlighted KSC education department faculty, including recent alumni association award winner Chris Parsons, and their contributions to the success of the program.

**Recess Session 2:** At 11:47 am, Chair Walker recessed the Board until 8:30 am on Friday, October 20 at the same location.

**In Attendance October 20:** At 8:30 am on October 20, Chair Walker called the meeting back to order and noted the presence of a quorum sufficient to do business. Chair Alex Walker, Vice Chair Jamie Burnett, Secretary Kass Ardinger, Donald Birx, Emily Coutermarsh, James Dean, Jackie Eastwood, Frank Edelblut, James Gray, George Hansel, Shawn Jasper, Kevin Knarr, Rick Ladd, Patrick Moore, Joel Nkounkou, Peter Paul, Mike Pilot, Wayne Semprini, Gregg Tewksbury, Christiana Thornton, Melinda Treadwell, and David Westover. Trustees participating by videoconference: Cathy Green, Patrick Griffin. Others participating in the meeting: Governor's Office representative James Gerry.

**Presidential Presentation, Plymouth State University:** PSU President Don Birx introduced Director of Admissions and Recruitment Joanne Landers and PSU Student Government Association members Ethan Dupuis, William Loughlin, Melina Baker-Murphy, Jayden Candee, Devonte Gilmore, Christyan Cimino. Shylar Hammes, Susan Read, Kieryn Emilee Hewitt, Lauren Klotz, Nicole Reynolds, Gianna Messia, Madison Pearce, Jonah Rosenberg, Liam Leavitt, Kaila Menard, and Trustee Emily Coutermarsh, who presented on student life and organizations at PSU. The presentation covered the breadth of student organizations at PSU, campus traditions like First Fire, Spring Fling, and Ski Day (which attracted 1,600 students, faculty, and staff last year), and other ways that PSU students can find communities that feed their sense of belonging. The presentation also covered the structure of student government at PSU and gave an overview of clubs such as the Geography and Environmental Planning, Students in Professional Sales, Pokemon GO, WPCR, and Common Ground (a sustainability-focused club). It also gave an overview of campus special events like Panther Pitch and the annual pond hockey tournament, new programs like e-sports, and campus offices such as the Campus Ministry and the Office of Veterans Services. Finally, students discussed aspects of the on-campus housing program including affinity housing and living & learning clusters. President Birx emphasized the importance of these housing programs and clubs in helping students build relationships outside of the classroom, because those relationships both help students thrive and contribute to student retention. Trustees asked questions on the accessibility of these clubs, the sources of ideas for those events, and students' favorite activities at PSU (of which, Chair Walker noted, "attending class" was specifically mentioned).

**Consent Agenda:** By motion made by Trustee Paul and seconded by Trustee Eastwood, the Board unanimously voted by roll call to approve the consent agenda items as follows:

**VOTED**, that the Board of Trustees approves the minutes of its meetings held on June 22-23 and September 15, 2023, as presented.

**VOTED**, on recommendation of the Financial Affairs Committee, that the Board of Trustees suspend for FY 25 the limitation of 25 percent imposed by R.S.A. § 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.

**CAO Update:** Chief Administrative Officer Cathy Provencher and Governor's Office representative James Gerry presented on a proposed gubernatorial Executive Order that would, consistent with discussions held by the Board at its retreat, create a commission to study potential strategic alignment of public higher education in New Hampshire. CAO Provencher noted that the System and CCSNH had been given the opportunity to review and comment on a draft of the Executive Order. The proposed Executive Order has been endorsed by CCSNH and provides for a March 31 report out date. Trustees sought clarification on the proposed timeline for the commission's report and endorsed the concept of exploring various potential alignments with CCSNH. By motion made by Trustee Hansel and seconded by Trustee Tewksbury, the Board voted unanimously by roll call as follows to endorse the proposed order:

**VOTED**, that the Board hereby endorses the proposed Executive Order included with the materials in the agenda for this meeting.

**Presidents' Reports:** Chair Walker noted that written reports from the campus presidents were available in the meeting materials. UNH President Dean further noted that Trustee Morgan Rutman and Tara Rutman were recently recognized by UNH with its Hubbard Award. President Dean also shared that US News & World Report again named UNH as one of the ten best-value public universities nationally. KSC President Treadwell further thanked the trustees for their attention to KSC's presentation on October 19, and thanked CAO Provencher and Trustee Pilot for their time and work in gathering information on KSC's plans for financial sustainability. PSU President Birx highlighted WMUR's coverage of a recent PSU cluster project in New Mexico and the recent recognition of Open Teaching and Learning Director Robin DeRosa by the New England Board of Higher Education.

**Educational Excellence Committee Report and Related Board Action:** Committee Chair Eastwood presented the report of the committee's October 19, 2023 meeting. By motion made by Trustee Hansel and seconded by Trustee Jasper, the Board unanimously voted as follows to approve an appointment of tenure at UNH as described in the supporting materials for the Educational Excellence Committee agenda:

**VOTED**, on recommendation of President Dean and the Educational Excellence Committee, that the Board approves the appointment of one individual with the rank of professor with tenure at the University of New Hampshire, as presented in the supporting materials.

**Audit Committee Report and Related Board Action:** Committee Chair Tewksbury presented the report of the committee's October 19, 2023 meeting. The committee received a report from the System's outside auditors on the System's audited financial statements. The committee also reviewed the internal audit plan for the remainder of the fiscal year and received an update on outstanding

audit items. By motion made by Trustee Pilot and seconded by Trustee Jasper, the Board voted unanimously by roll call as follows to adopt the Audit Committee's recommendation regarding the System's FY23 financial statements:

**VOTED**, on recommendation of the Audit Committee, that the USNH Financial Statements for the fiscal year ended June 30, 2023 presented in the materials for the Audit Committee be accepted and forwarded to the Governor, the Legislative Fiscal Committee, and others as specified in R.S.A. § 187-A:22.

**Governance Committee Report and Related Board Actions:** Committee Chair Ardinger presented the report of the committee's October 19, 2023 meeting. The committee reviewed the results of the most recent survey of the backgrounds, skills, and expertise of trustees. The committee noted a gap in background experience in safety and security, an ongoing lack of racial diversity, and an increasing lack of gender diversity on the Board.

Chair Ardinger then summarized the lengthy discussion the committee had regarding what relationship should exist among the Chancellor and institutional presidents so that relationship can be clearly communicated to candidates in the search for a new UNH President. Trustees sought clarification on the committee's recommended approach and expressed support for that approach given the need to prioritize the UNH President search and avoid conflict with the work of the commission studying alignment between USNH and CCSNH.

Chair Ardinger then outlined the committee's discussion of the options for addressing the issue posed by the continuing reference in state law to a Granite State College student trustee and its ultimate recommendation that the reference be struck and a third student trustee added. Trustee Gray, who previously submitted an LSR that would provide for a third student trustee who would be nonvoting rather than voting, noted that the LSR and subsequent bill could be modified through public comment at the relevant Senate hearings. Trustees extensively discussed both the committee's proposal and the alternative proposal. Some trustees expressed concerns including whether changing the voting makeup of the Board made sense given the ongoing alignment discussions with CCSNH, whether adding student trustees from each institution risked encouraging institution-specific thinking, and whether that a third nonvoting trustee proposal had a better chance of passing the Legislature. Others expressed that a third student trustee would be consistent with the System's vision and would ensure that student trustees would be drawn from the different populations of students who attend the various System institutions.

The Board took the following actions on recommendation of the committee:

Adoption of Amendment to Open Meetings Law: By motion made by Trustee Hansel and seconded by Trustee Pilot, the Board unanimously voted by roll call to allow remote participation in meetings as permitted by a recent amendment to the Right-to-Know Law:

**VOTED**, upon recommendation of the Governance Committee, that the Board hereby allows the remote participation of trustees in all Board and Board committee meetings consistent with the requirements of R.S.A. § 91-A:2.IV.

Structure of UNH President/Chancellor Position: By motion made by Trustee Burnett and seconded by Trustee Thornton, the Board voted unanimously by roll call to adopt the Governance Committee's recommendations on this matter as follows:

**VOTED**, on recommendation of the Governance Committee, that the Board direct: (1) the System to search for a new UNH President serving solely in a campus executive role; (2) the Board to separately fill the role of Chancellor, with the Presidents and Chancellor reporting to the Board on a co-equal basis; and (3) that the Board review this structure at its June 2024 meeting.

Request for Amendment to RSA re: Student Trustees: By motion made by Trustee Westover and seconded by Trustee Thornton, the Board voted **19 to 7** by roll call, Trustees Birx, Burnett, Coutermarsh, Dean, Eastwood, Green, Gray, Griffin, Hansel, Moore, Murphy, Nkounkou, Pilot, Semprini, Tewksbury, Thornton, Treadwell, Walker, and Westover **in favor**, Trustees Ardinger, Edelblut, Gray, Jasper, Knarr, Ladd, and Paul **opposed**, to request that the Legislature amend state law governing student trustees on the Board as follows:

**VOTED**, on recommendation of the Governance Committee, that the Board direct the System to approach the Legislature to seek an amendment to R.S.A. § 187-A:13 that would: (1) eliminate the existing reference to a Granite State College student trustee; and (2) add a third student trustee to the Board so that all three USNH institutions would provide a student trustee at all times.

**Investment and Capital Planning Committee Report:** Committee Vice Chair Knarr presented the report of the committee's October 19, 2023 meeting. The committee discussed the change in budget planning assumptions related to the projected return on its short-term investments and the forthcoming change in the lead assigned to the System by its outside investment advisor. The committee also received a report on the recent reorganization of the System's treasury function, which has realized approximately \$800,000 in combined savings and additional revenue.

**Financial Affairs Committee Report and Related Board Action:** Committee Chair Pilot presented the report of the committee's October 19, 2023 meeting. The committee recommended that the Board accept the institutions' recommended changes to the maximum permitted increases to tuition, fees, and auxiliary services. Trustees sought and received additional information regarding the need for the proposed increases in housing fees. By motion made by Trustee Hansel and seconded by Trustee Tewksbury, the Board voted unanimously by roll call as follows to accept the committee's recommendation on maximum permitted increases in tuition and fees for the upcoming academic year:

**VOTED**, on recommendation of the Financial Affairs Committee that, effective for academic year 2024-25, the maximum tuition rate, mandatory fees, room and board rate annual increases as presented on the schedule presented in the materials for the Financial Affairs Committee be adopted as the maximum amounts authorized.

**Further Business:** Search Committee Chair Burnett updated the Board on the UNH President search. The search committee will be finalized shortly. Planning meetings have begun with Issacson Miller to set up listening sessions and develop the desired candidate profile. Trustees also discussed class scheduling on Fridays at System institutions. UNH Provost Jones stated that the provosts would examine the issue.

**Chair's Closing Remarks:** Chair Walker thanked the Board for its work and expressed gratitude to those at PSU who helped enable and enliven the meeting.

**Adjourn:** At 11:37 am Chair Walker called for further business and, hearing none, adjourned the meeting.