

**THE UNIVERSITY OF VERMONT AND STATE AGRICULTURAL COLLEGE
BOARD OF TRUSTEES**

AD HOC PRESIDENTIAL COMPREHENSIVE REVIEW COMMITTEE

Chair, Ron Lumbra, Cynthia Barnhart, Katelynn Briere, Jodi Goldstein,
Kristina Pisanelli, and Catherine Toll

Wednesday, November 29, 2023

2:00 p.m.-3:00 p.m.

President's Conference Room, 351 Waterman Building

AGENDA

Item	Enclosure/ Exemption	Discussion Leader(s)	Time
Call to Order			*2:00 p.m.
1. Review of Process and Timeline	Attachments 1-2	Ron Lumbra	2:00-2:30
Motion to Enter Executive Session**	Exemption		
2. 5-Year Presidential Comprehensive Review	Evaluation of a Public Officer	Ron Lumbra Carol Cartwright	2:50-2:55
Motion to Go Out of Executive Session			
3. Other Business		Ron Lumbra	2:55-3:00
Motion to Adjourn			3:00 p.m.

*Time approximate.

**As necessary, the Chair will entertain a motion to enter into executive session to discuss the evaluation of a public officer. No action will be taken at this meeting.

UNIVERSITY OF VERMONT AND STATE AGRICULTURAL COLLEGE

BOARD OF TRUSTEES

PRESIDENTIAL PERFORMANCE REVIEW POLICY

Policy

It shall be the policy of the Board of Trustees to review the performance of the President annually. In addition, the Board shall customarily conduct a comprehensive presidential performance review covering a period of a minimum of three-years and maximum of five-years.

The purpose of the annual review is to enable the President to strengthen his or her own performance, to allow the President and the Board to reset mutually agreeable goals, and to inform annual decisions on compensation adjustments and other terms of presidential employment.

The purpose of the comprehensive review is to examine the effectiveness of the relationship between the President and the Board in the discharge of their respective and collective governance responsibilities; to obtain feedback from key constituents on the progress of the President in achieving institutional priorities to reaffirm the partnership between the President and the Board; and, as requested by the Board and the President, to consider consultant recommendations for improving both presidential and Board performance.

The review processes are not intended as a substitute for regular, ongoing communication about progress toward goals between the President and the Board.

The Board shall periodically review and, as necessary or desirable, revise this policy and its associated procedures in light of experience gained, best practices, and legal developments as applicable.

Procedures

Annual review

Criteria and Scope

The annual review will cover the preceding year. The criteria for evaluation and information responsive to those criteria will be based principally on the President's self-

assessment with respect to goals mutually set by the Board Chair and the President, in consultation with the Board, for the year in review. The review will encompass input from Trustees, solicited in the manner described below, and such additional information as the Board Annual Review Subcommittee may request of the President to assist in its assessment of progress toward the mutually established goals.

President's Self-Assessment

The *retrospective* elements of the President's self-assessment will customarily include:

- A copy of the mutually-agreed upon goals, with a description of efforts to meet them and the President's progress assessment.
- A description of other personal or institutional achievements of which the Annual Review Subcommittee should, or might, be informed by the President as aspects of performance or accomplishment.
- Identification of significant institutional or personal challenges the President faced over the course of the review year that affected progress toward goals, with particular focus on those that are likely to persist into the upcoming year or beyond.
- Presidential self-assessment of relationships with the Board, key governance and constituency group leaders, or other significant stakeholders.
- Key areas in which the Board has been especially supportive.

The *prospective* elements of the President's self-assessment will customarily include:

- Goals the President proposes for him/herself and the institution over the course of the (1) upcoming year, and (2) next five years.
- The President's professional development plans and any associated requests of the Board.
- The President's assessment of the University's principal current opportunities and challenges.
- Key areas in which the President would especially benefit from Board support.

The Annual Review Subcommittee

The Board Chair will appoint an *ad hoc* Annual Review Subcommittee from the membership of the Executive Committee ordinarily to be comprised of no fewer than five

members. The Chair may, in his/her discretion, serve as a member of the Subcommittee. If the Chair serves on the Subcommittee, s/he will serve *ex officio* as chair of the Subcommittee; if the Chair declines to serve on the Subcommittee, s/he will appoint a chair.

The review process, including consultation undertaken by the Annual Review Subcommittee or its members with the President and Trustees, and Subcommittee deliberations, shall be confidential. Following consideration by the Subcommittee of the President's self-assessment and input solicited from other Trustees (including the Board Chair if s/he is not a member of the Subcommittee), the Subcommittee will first advise the Executive Committee (in an Executive Session from which the President will be excused) of the status of its review. Subsequent to the Executive Committee meeting, the Chair will, in an Executive Session from which the President will be excused, convey to the full Board the results of the review and provide adequate opportunity for Board discussion and deliberations regarding the findings. Promptly thereafter, the Board Chair will meet with the President to discuss the results of the review. A significant portion of the latter meeting shall include articulation of performance goals for the upcoming year.

The annual review process will generally be initiated in the spring and completed by the September Executive Committee meeting.

Setting of goals

Subsequent to the completion of the annual review process described above, the Board Chair will, in consultation with the President, establish and memorialize in writing performance goals for the upcoming year. In addition, the Chair will convey to the President any recommendations, concerns, or priorities arising out of the review process and the Board's discussion of review outcomes. The Board shall promptly approve or ratify the goals established by the Chair and President for the upcoming year.

Setting of Compensation and other Terms of Employment

In conjunction with its review process, the Subcommittee will make a recommendation to the Board Chair regarding any component of an annual salary adjustment based on merit. Compensation and other terms of employment will otherwise be set pursuant to guidelines adopted by the Board, provided that the annual compensation review process shall occur subsequent to completion of the annual performance review.

Comprehensive Review

At approximately five-year intervals, the Board Chair will, on behalf of the Board, initiate a comprehensive review process.

Criteria and Scope

The comprehensive review, initiated at the direction of the Board Chair, will cover the first five year period of a presidency or the interval since the last comprehensive review. The criteria for evaluation and information responsive to those criteria will be based on the President's self-assessment of progress toward goals mutually set by the Board and the President, including those articulated in the institutional strategic plan; all previous reviews, including annual reviews; and qualitative interview data elicited from Trustees, leaders of governance groups, senior administrators, and significant constituencies and stakeholders with direct and substantial knowledge and experience with the President and the University, regarding progress toward established institutional goals and the effectiveness of relationships necessary to sound institutional governance and interactions with external stakeholders and partners.

The Review Committee

The Board Chair will appoint an ad hoc Comprehensive Review Committee from the membership of the Board to be comprised of no fewer than five members. The Chair will serve as a member and chair of the Review Committee. In addition, the Chair may, following consultation with the Board, retain a qualified consultant to assist the Board in the review process, including creation of interview questions, conduct of interviews, and development of recommendations for enhancement of the performance effectiveness of the President and the President-Board relationship.

The Review Process

In addition to the procedures outlined above for the comprehensive review, the following procedures will apply:

- Prior to commencement of the comprehensive review process, the Chair will summarize for all Trustees in writing the steps associated with the process.
- The University community will next be informed of commencement of the review through a communication from the Board Chair and President. The purpose, scope, and procedures associated with the review will be described in the communication.
- The substance of the review process, including deliberations, shall be confidential.
- The review process will customarily be completed within approximately 6 months of its initiation.

- The results of the review, including recommendations, will be discussed and synthesized by the Review Committee, with the assistance of any consultant retained. The Chair will next review the results with the full Board in Executive Session, from which Session the President will be excused. Following provision of an adequate opportunity to deliberate regarding the review results, the process will advance to its next step. The Chair, accompanied or not in his/her discretion by the Review Committee, will promptly meet with the President to share the result of the review. The Chair will also at that time convey to the President any recommendations or specific requests and expectations associated with the review, which will be memorialized as an amendment to the President's annual performance goals.
- At the conclusion of the foregoing steps, the Board Chair will issue a final communication to the University community announcing completion of the review process.

Adapted from: AGB Board Basics Annual Presidential Performance Reviews (2001)

Approved by the Board of Trustees: May 18, 2007

Amended by the Board of Trustees: May 17, 2008

Ratified by the Executive Committee: June 4, 2008

Amended by the Board of Trustees: February 4, 2017

Carol Cartwright, Senior Consultant and Senior Fellow, AGB Consulting



About

A highly respected voice in higher education, Dr. Carol Cartwright's career has been distinguished by innovative teaching, pioneering research, and national leadership. She was president of Bowling Green State University from 2008 to 2011. Her retirement in June 2011 marked a 45-year career in public higher education. From 1991 to 2006, Cartwright served as president of Kent State University, a role that earned her the distinction of the first female president of a state college or university in Ohio. Prior to her presidency at Kent State, Cartwright was vice chancellor for academic affairs at the University of California at Davis, and dean for undergraduate programs and vice provost of the Pennsylvania State University. She served as a member of the Penn State faculty from 1967 to 1988, where she led a variety of research projects and authored numerous books, professional publications, and technical reports.

Cartwright held prominent leadership roles in higher education's most influential national organizations, chairing the board of directors of the American Association for Higher Education and serving on the boards of directors of the American Council on Education, the National Association of State Universities and Land-Grant Colleges, and the American Association of Colleges and Universities. She chaired the National Collegiate Athletic Association Executive

Committee and served as a member of the NCAA board of directors and the Committee on Infractions. She served as a presidential appointee on the board of trustees of the Woodrow Wilson International Center for Scholars where she chaired the Fellowship Committee, and she was a founding board member of the National First Ladies Library. In 2012, she completed an eight-year term on the national board of directors for National Public Radio, serving as vice chair during her last two years. In December 2020 she retired from the Knight Commission on Intercollegiate Athletics, having served for 20 years and as co-chair from 2017 to 2020. Currently, she serves on the board of directors for the Collegiate Women Sports Awards, the Napa Valley College Foundation, and the board of trustees of Heidelberg University where she is the chair of the Governance Committee.

Professional Credentials

Cartwright received her BS degree from the University of Wisconsin–Whitewater and her MA and PhD from the University of Pittsburgh.