

**VERMONT AGRICULTURAL COLLEGE
BOARD OF TRUSTEES**

A meeting of the Vermont Agricultural College Board of Trustees of the University of Vermont and State Agricultural College was held on Friday, January 31, 2020, at 1:15 p.m., in the Chittenden Bank Room of the Dudley H. Davis Center.

MEMBERS PRESENT: Chair Tristan Toleno, Vice Chair Shap Smith, Secretary John Bartholomew, Curt McCormack, Kevin “Coach” Christie, Johannah Donovan, Bernard Juskiewicz, and Samuel Young

MEMBERS ABSENT: Carol Ode

ALSO PARTICIPATING: President Suresh Garimella**, Director of Federal and State Relations Wendy Koenig, and Provost & Senior Vice President Patricia Prelock

**Departed the meeting at 1:28 p.m.

Chair Tristan Toleno called the meeting to order at 1:17 p.m.

Approval of minutes

A motion was made, seconded and voted to approve the minutes from the October 25, 2019 meeting.

Review of amendments to the *Guidelines for the Selection of Trustees*

Chair Toleno reported that the Committee on Board Governance met yesterday to review proposed amendments to the *Guidelines for the Selection of University Trustees*. In advance of the board acting on the committee’s recommendation, all trustees are being provided an opportunity to review and offer additional comments.

The Agricultural College Board members expressed support for the amendments and for increasing the diversity of the board. It was mentioned that there are Senate and House bills in the Vermont Legislature that would mandate gender parity on the UVM Board of Trustees.

Trustee John Bartholomew noted that UVM considers many aspects of diversity in selection of trustees, and that mandating only gender in a short time period was problematic. Trustee Johannah Donovan agreed, but also stated that adding more women members to the board should be a priority, especially in the recruitment of legislative trustees, and encouraged her peers to keep that in mind for the next legislative trustee election.

Emerging issues in the 2020 legislative session

Director of State and Federal Relations Wendy Koenig discussed the following bills she is following this session: minimum wage, paid family leave, UVM Board of Trustees gender parity,

compensation for athletes, and bills related to increasing the primary care workforce. Trustee Shap Smith encouraged UVM to be leaders in helping shape the primary care workforce, while Provost & Senior Vice President Patricia Prelock reminded all present that primary care includes more than physicians. Legislative trustees committed to assisting with advocacy on all bills related to UVM as the session progresses.

Legislative summit

Director Koenig offered a report on the 2019 legislative summit on innovations in education and research for the benefit of Vermont at UVM's Larner College of Medicine (LCOM). All present agreed that LCOM did a superior job in their presentation of the summit. Several trustees mentioned that attendance continues to be a challenge, and a robust discussion ensued about changing the summit's date or location to increase participation. Having the summit rotate between UVM and Montpelier was suggested, as was rotating the timing of the event between the fall and spring semesters. The board agreed to continue discussing these possibilities. Primary care workforce and the Center on Rural Addiction's work were suggested as possible topics for this year.

Adjournment

There being no further business, the meeting adjourned at 2:11 p.m.

Respectfully submitted,

John Bartholomew, Secretary

UNIVERSITY OF VERMONT AND STATE AGRICULTURAL COLLEGE
BOARD OF TRUSTEES

Guidelines for Selection of University Trustees

With full deference to the discretion of the bodies and officials who appoint trustees to the University of Vermont and Agricultural College Board, the Board offers the guidelines set forth below for trustee selection. These criteria acknowledge desired competencies and the value of having trustees who reflect the diversity from which the University draws its students and faculty. A trustee's qualifications should encompass:

- Endorsement of the [*vision and mission*](#) of the institution
- Capacity to understand a large, complex organization
- High integrity and sensitivity to conflicts of interest
- Proven leadership and strong decision-making skills
- Commitment to the best interests of the University as a whole as well as the larger communities within which it operates
- Full acceptance of trustee responsibilities (as set forth in the [*Statement of Trustee Responsibilities*](#)), including preparation for and regular attendance at Committee and Board meetings and prompt completion of all work required of a trustee and participation in the life of the University through attendance at ceremonial and social events, as feasible
- Support of the principles articulated in [*Our Common Ground*](#)

In addition, the Board strives to include in its composition trustees who have the following skills and/or experience, recognizing that the University and the Board are best served by having a Board comprised of members with complementary skills and experience, and who reflect diversity in its many forms, including but not limited to gender, race, and ethnicity. The Board should include members who have:

- Financial acumen
- Knowledge of nonprofit organizations or other relevant sectors
- Experience in higher education or with issues facing educational institutions
- Appreciation of the diverse constituencies of which the University is comprised
- Familiarity with the regulatory and political processes
- Fundraising experience
- Familiarity with the needs of the community, the state, and the geographical areas and populations specially served by the University

Board and Committee Leadership, the University President and a student trustee selected by the Board Chair, will meet at least once annually as vacancies arise to discuss the Board's compositional needs.

Approved by the Executive Committee: January 8, 2007

Amendments endorsed by the Committee on Board Governance: September 24, 2010

Approved as amended by the Board of Trustees: October 30, 2010

Amendments endorsed by the Committee on Board Governance: December 10, 2012

Approved as amended by the Executive Committee: December 10, 2012

Amendments endorsed by the Committee on Board Governance: January 30, 2020

Approved as amended by the Board of Trustees: