

# Minutes

## VSAC Human Resources Committee Meeting

November 21, 2016  
12:30 p.m. – 2:00 p.m.

Boardroom, VSAC Offices  
10 East Allen Street  
Winooski, VT

**Committee Members Present:** Dennis O'Brien (Chair), Katharine Hutchinson, and Ann Cummings

**Committee Members Absent:** NA

**Other Board Members Present:** Dodie Mitchell

**VSAC Staff Present:** Scott Giles, Tom Little, Marilyn Cargill, Patrick Leduc, Mike Stuart, Randi Brevik, and Kristi Rocheleau

---

The meeting was called to order at 12:31 p.m., and a quorum was declared present.

### Approval of the Minutes

*Upon a motion made by Katherine Hutchinson and seconded by Dennis O'Brien, the Human Resources Committee voted unanimously to approve the meeting record of September 19, 2016, as presented.*

Ann Cummings joined the meeting at 12:38 p.m.

### Updates & Discussion

The Committee welcomed Randi Brevik, new Director of Human Resources. Randi shared her public and non-profit professional experience and philosophy, and expressed her enthusiasm for working with VSAC and the Board.

Patrick then outlined and responded to questions about the staffing and demographics since September, noting that overall nothing unexpected is appearing.

Randi then explained the work in progress to support the White Collar Overtime Exemptions ruling that goes into effect December 1. There were eight individuals affected by the overtime rule; two situations are non-issues, and the remaining six scenarios are under review. The Committee will be informed of progress at the January meeting.

The Executive Committee then shared the format of the annual meeting held November 11, noting the engaged energy captured at the event. Board Chair Mitchell noted that Scott's performance was the best she has seen; Scott responded it was a team effort. The Committee congratulated the Executive Committee on their work.

**Risk Review**

The Committee reviewed the revisions to the Employee Morale and Retention Risk and the Knowledge Transfer Risk that was collected at the September 19 meeting. In response to the topic, Chair O'Brien requested that Patrick and Randi continue to review the environment for potential morale and retention issues and report findings back to the Human Resources Committee on an ongoing basis. The Committee supported the risks as presented.

The Committee then transitioned to the review of the Leadership Risk. In order to allow the Human Resources Committee to fulfill the requirements of the risk, a motion to enter executive session was made.

*Upon a motion made by Dennis O'Brien and seconded by Katharine Hutchinson, the Committee voted unanimously to enter executive session at 1:14 p.m. in order to consider pending, sensitive contractual negotiations, premature general public knowledge would clearly place VSAC at a substantial disadvantage, and where confidential and privileged advice from legal counsel is needed. The following are requested to remain in the room, as they have information needed for the executive session: Scott Giles (entered at 11:29), Marilyn Cargill, Patrick Leduc, Mike Stuart, and Tom Little. 1 V.S.A. sec. 313 (a).*

The Committee exited executive session at 1:43 p.m.

**Kick off of Compensation and Performance Evaluation Review**

Patrick communicated that he and Randi are in the process of framing the compensation and performance evaluation process for the upcoming year. The current focus is on the merit and compensation format; this is expected to be ready for the Human Resources Committee to review this fiscal year. The performance evaluation process is also under review; however, due to the current evaluation timeline, this work will likely not be completed in time to be implemented for FY17. The Committee will be kept apprised of progress in these areas.

**Other Business & Adjournment**

There being no other business, the Committee adjourned at 1:53 p.m.

Respectfully submitted,

---

Patrick Leduc, Assistant Secretary