

# Minutes

## VSAC Human Resources Committee Meeting

**March 27, 2017**  
**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

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The meeting was called to order at 12:44 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 January 9, 2017, as presented.*

### Healthcare Plan for FY18

Patrick Leduc and Randi Brevik provided an update on the outreach efforts to educate staff on the healthcare changes in place since July 2016, and the status of healthcare planning for FY18. Although the Management's recommendation is to not introduce material changes for FY18, pending quotes from vendors will inform the final decision. The Committee will continue this conversation at the May Committee meeting.

### Risk Review: Healthcare

Patrick defined the Healthcare risk, noting that a few minor changes were made based on the plan changes implemented for fiscal year 2017. He then outlined inherent risks, oversight & controls, and the residual risk. The Committee is comfortable with risk probability and impact as stated.

### Compensation Review and Approach for FY18

The Committee then discussed the compensation philosophy, history and goals, and the planning underway for FY18. Randi Brevik communicated next steps, which include completing compensation market analysis, obtaining finalized costs for the healthcare plan, and determining whether any changes are needed for employee contribution toward healthcare. A complete recommendation for the Committee to review is planned for May.

### CEO Evaluation

The Committee reevaluated the existing timeline and action items related to the CEO. Dennis solicited feedback from Dodie and Committee Members with regard to the proposed timeline. Dennis then led a

discussion on the evaluation timetable, focusing on April/May. Upon review, Tom Little suggested that the word “calendar” year be replaced with “fiscal” year for clarity. The Committee agreed.

Transitioning to the survey portion of the CEO evaluation, the Committee considered the language and types of questions asked in the current survey. Board Chair and Committee Chair agreed to review the questions involving the tenure of the individual under review and the language structure based on the feedback collected during the Governance Committee Board Chair evaluation discussions.

In light of the conversation, the Committee also invited HR to discuss ideas to collect corporate culture feedback from staff.

**Other Business & Adjournment**

There being no other business, the Committee adjourned at 1:47 p.m.

Respectfully submitted,

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Patrick Leduc, Assistant Secretary