

Minutes

VSAC Governance Committee Meeting

**September 18, 2023
8:30 a.m. – 10:00 a.m.**

**Boardroom, VSAC Offices
10 East Allen Street
Winooski, Vermont 05404**

Committee Members Present: Dave Larsen (Chair), Dodie Mitchell, Martha Heath, Ann Cummings

Committee Members Absent: Tim Chamberlin

Other Members Present: N/A

VSAC Staff Present: Patrick Leduc, Scott Giles, Tom Little, Jodie Ducharme

Chair Dave Larsen called the meeting to order at 8:52 a.m. With a quorum established, the Committee took up the first order of business.

Approval of May 22, 2023, Minutes

Upon a motion made by Ann Cummings and seconded by Martha Heath, the Committee voted unanimously to approve the Governance Committee meeting minutes of May 22, 2023, as presented.

Public Comment

There were no public comments given during the public comment period.

Report on Compensation and Hybrid Work Model

Dave Larsen transitioned the Committee to a discussion of the hybrid work model, noting that he felt it was important to hear about any changes that might have occurred since the last update at the May 22, 2023 Governance Committee meeting. Patrick Leduc directed the Committee to the previously distributed materials, noting that the model has been stable, and that staff seem comfortable. Patrick noted that VSAC leadership continues to have an open dialogue with staff, listening and responding to staff concerns.

The Committee engaged in a conversation about the hybrid work arrangement during which the Executive Committee responded to questions.

Dave transitioned the Committee to a discussion on compensation, pointing out that this report was received prior to the May 22, 2023, meeting but due to time constraints, discussion was deferred until this meeting. Patrick Leduc provided an overview of the planning that was done for FY24, including a review of compensation regionally, nationally, and locally, along with a review of the rising cost of living to help inform discussions. Patrick also provided an update on healthcare and noted that, due to the rising cost of healthcare, an 8% increase to the employee contribution was implemented for FY24.

Committee members discussed compensation and healthcare, during which members of the Executive Committee responded to questions.

Board Officer Candidates

Dave Larsen provided an update on the officer elections scheduled for the Board of Directors meeting on October 23, 2023, and confirming that all incumbents are interested in serving another two-year term.

Dave noted that he has not received communication from other non-officer Board members looking to

serve as a Board Officer. Dave explained that he will work with Tom Little on the next steps to notify the full Board of the slate of candidates, in accordance with policy.

Board Training and Education

Dodie Mitchell provided an update, noting that she would like to structure the Board training and education so that it feeds into topics for the upcoming Board retreat. Dodie explained that the retreat is likely to contain three areas of focus – 1) a review of the strategic plan and the strategic plan financial model to see how VSAC is performing relative to the projections and a review of what still needs to be done as we implement the current strategic plan, 2) an exploration of the changing landscape of Vermont higher education and how it impacts VSAC's programs and services, and 3) a look at Vermont's workforce needs and VSAC's role in meeting them. Dodie noted that she will be seeking feedback from this Committee as well as the full Board on what are the big questions that we need to answer. Dave noted that he will work with Dodie and Scott Giles on the next steps to move this forward and confirmed with Tom Little that there are no Board members with terms that expire in 2024.

Review Committee Work Plan

Due to time, this topic was deferred to a future meeting.

Board Manual Review

Due to time, this topic was deferred to a future meeting.

Other Business

There being no other business, the meeting adjourned at 9:52 a.m.

Respectfully submitted,

Thomas A. Little, Assistant Secretary