



BOARD OF TRUSTEES MARCH 7-8, 2024 REGULAR MEETING

Meeting Held at Keene State College
Young Student Center, Keene, NH

Meeting Minutes

(DRAFT for review and approval)

In Attendance March 7: Trustees present at meeting location: Acting Chair Jamie Burnett, Secretary Kass Ardinger, Donald Birx, James Dean, Jackie Eastwood, Frank Edelblut, Cathy Green, George Hansel, Shawn Jasper, Kevin Knarr, Mackenzie Murphy, Peter Paul, Morgan Rutman, Wayne Semprini, Gregg Tewksbury, Melinda Treadwell, and David Westover. Trustees participating by videoconference: James Gray, Joel Nkounkou (second session), Mike Pilot, and Christiana Thornton (second session). Others present at meeting location: Governor's Office representative James Gerry.

Call to Order: At 8:31 am, Acting Chair Burnett called the meeting to order and noted the presence of a quorum sufficient for the conduct of business.

Chair's Remarks: The Chair welcomed the trustees to Keene and thanked KSC staff for hosting the meeting.

Presidential Presentation, Plymouth State University: PSU President Birx updated the Board on events at PSU. These included PSU achieving the #1 national ranking in NCLEC-RN test passage rates, the recent winter carnival, and the men's hockey team achieving a top 10 ranking. President Birx also shared thoughts on the future of higher education and how PSU's cluster model can help a student body with a variety of backgrounds and incoming skill levels, especially students otherwise at risk of leaving college during their first year. He also shared thoughts on future issues of interest to higher education, including increased use of generative artificial intelligence. President Birx also shared thoughts on the increased likelihood of three-year degrees becoming more common and a possible way to bridge the gap between community college and four-year degrees. Three-year degrees could allow motivated students to obtain degrees more quickly while allowing other students to access major-related skills earlier in their educations.

Presidential Presentation, University of New Hampshire: UNH President James Dean updated the Board on recent events at UNH. UNH completed its NECHE review process and confidently expects full accreditation. President Dean also noted that Durham was recently named as the safest college town in America. President Dean shared updates on the progress of a building project to house the Hamel Scholars honors program and increased uses of AI in higher education. He also described UNH's increased efforts to engage with local businesses under Provost Wayne Jones and Senior Vice Provost Marion McCord, and work by the UNH marketing team that is leading to increased engagement among prospective students.

Recess Session 1: At 9:04 am, Acting Chair Burnett recessed the Board until after the conclusion of the Educational Excellence Committee meeting.

Return to Order Session 2: At 11:22 am, Acting Chair Burnett called the meeting back to order and noted the presence of a quorum sufficient to conduct business. The Chair then recognized President Treadwell, who introduced KSC students Jeremiah Berry and Hallie Haddock, who presented to the Board on the Safety & Construction Career and Internship Fair ongoing at KSC.

Recess Session 2: At 11:30 am, Acting Chair Burnett recessed the Board until 8:30 am on March 8. During the recess, trustees had the opportunity to observe the career and internship fair.

In Attendance March 8: Trustees present at meeting location: Acting Chair Jamie Burnett, Secretary Kass Ardinger, Donald Birx, Emily Coutermarsh, James Dean, Jackie Eastwood, Frank Edelblut, James Gray, Cathy Green, George Hansel, Shawn Jasper, Mackenzie Murphy, Peter Paul, Wayne Semprini, Gregg Tewksbury, Melinda Treadwell, and David Westover. Trustees participating by videoconference: Kevin Knarr, Mike Pilot, Morgan Rutman, and Christiana Thornton. Others present at meeting location: Governor's Office representative James Gerry.

Return to Order Session 3: At 8:32 am, Acting Chair Burnett called the meeting back to order and noted the presence of a quorum sufficient to conduct business.

Presidential Presentation, Keene State College: KSC President Melinda Treadwell offered thanks to the KSC and ET&S staff who made the meeting possible and introduced a presentation on how the Board's strategic investment in KSC's marketing campaign has been put into practice. Led by Marketing Director Sarah Kossayda, KSC's marketing team (Katie Arsenault, Chad Cassin, Russ Cobb, Josh Goodwin, Paul Miller, and Will Wroble) presented on the campaign. The campaign is focused on raising awareness of KSC to students in the school's target demographic. Ms. Kossayda then shared a new video designed to inform prospective students about the KSC student experience. KSC students Jeremiah Berry and Zack Christie shared their experiences with the brand touchpoints centering the campaign. Ms. Kossayda presented data showing how the campaign has led to increases in prospective student awareness, applications, and admissions decisions. The presentation then explained how KSC is creating program-specific materials, starting with the educator preparation program, to engage students interested in Keene because of its specific strengths. Trustees praised the presentation and asked questions regarding the use of different media in the campaign and the role of parents in making enrollment decisions.

Chair's Remarks: Acting Chair Burnett thanked KSC for hosting and praised the KSC students who met with trustees over the course of the board meeting events and how those meetings help remind the Board of its mission. He also noted how those students praised their experience at KSC and how their viewpoints were reflected in the marketing campaign.

Consent Agenda: By motion made by Trustee Jasper and seconded by Trustee Gray, the Board unanimously voted by roll call to approve the consent agenda items as follows:

VOTED, that the Board of Trustees approves the minutes of its meetings held on October 19-20, as presented.

CAO Update: CAO Cathy Provencher updated the Board on several issues. The CAO noted that USNH was considering moving the system office to the campus of NHTI and planned to meet with

NHTI administrators to gauge the feasibility of a move. She then updated the Board on the status of pending legislation and the kickoff of a grassroots campaign intended to raise awareness of the System's impact in the state. She also noted that the possibility of three-year degrees, which were brought up during the previous day's session, might require legislative action and offered to work with Trustee Gray on the matter.

Presidents' Reports: President Birx and President Dean provided additional information on subjects discussed during their presentations the previous day.

Update on Public Higher Education Task Force: Trustees Eastwood and Hansel updated the Board on the work of the task force. The task force's report is expected shortly and will contain a number of recommendations in areas such as academic programming, alignment, and affordability. However, given the relatively short timeline provided for in the task force's charter, there is additional work required before any definitive recommendation can be made regarding large-scale structural change. All parties have shown a willingness to engage in collaboration and to consider all possible approaches. Trustees and CAO Provencher shared their views about the extent of possible short- and long-term collaboration between USNH, CCSNH, business and industry, and K12 to include regional CTE centers. Governor's office representative James Gerry shared that from the perspective of the Governor's office, the idea of merger should continue to be considered and either more directly pursued or rejected.

Educational Excellence Committee Report and Related Board Actions: Committee Chair Eastwood presented the report of the committee's March 7, 2024 meeting. Trustee Eastwood thanked the provosts and the behavioral health teams that presented to the committee and noted the importance of student mental health to the system's institutions. By motion made by Trustee Burnett and seconded by Trustee Green (first item) and made by Trustee Burnett and seconded by Trustee Eastwood (second item), the Board unanimously voted as follows to approve appointments of tenure at UNH as described in the supporting materials for the Educational Excellence Committee agenda:

VOTED, on recommendation of President Dean and the Educational Excellence Committee, that the Board approves the appointment of two individuals with the rank of professor with tenure at the University of New Hampshire, as presented in the supporting materials.

VOTED, on recommendation of President Dean and the Educational Excellence Committee, that the Board approves the appointment of one individual with the rank of associate professor with tenure at the University of New Hampshire, as presented in the supporting materials.

Audit Committee Report: Committee Chair Tewksbury presented the report of the committee's March 7, 2024 meeting. The committee heard a report on the required Uniform Guidance audit of the system's use of federal funds received for a variety of purposes, including but not limited to, COVID relief funding, research and financial aid, and noted that the findings were favorable for the system. The committee also heard an update on the FY 25 audit plan and approved CLA as the outside auditor to do the work. The committee also heard a presentation from the Environmental Health and Safety council on campus safety and thanked the council for its work. Finally, the committee heard a presentation from the Title IX coordinators containing annual data on incidents responded to by those offices.

Investment and Capital Planning Committee Report and Related Board Actions: Committee Chair Rutman presented the report of the committee’s March 7, 2024 meeting. The Chair noted that the investment portfolio results have been positive and better than budgeted. The Chair also praised the outside CIO model that the System has adopted. The committee also received first-look reports on Samuel Read renovation project at PSU, the Elliot Center at KSC, a proposed NOAA facility to be built at the UNH site known as “The Edge”, and the Jackson Estuary project at UNH. Those projects will return to the committee for full approval at a future meeting. The Committee approved the Carle Hall project at KSC and the Women’s Locker Room at UNH. CAO Provencher then updated the Board on the proposed capital budget request the System plans to make to the State. The request is due by April 12, and the System is asking that the State follow the previous model of tentatively approving the budget for a six-year period.

Following the report, the Board took the following actions upon recommendation of the committee:

State Capital Appropriation Request: By motion made by Trustee Burnett and seconded by Trustee Hansel, the Board unanimously voted by roll call as follows to approve the FY 26-31 capital appropriation request described in the meeting materials for the Investment and Capital Committee:

VOTED, on recommendation of the Investment and Capital Planning Committee, that the six-year capital projects plan for FY26-FY31 as described in the materials for the Committee is approved, **AND FURTHER**, that the Chief Administrative Officer is authorized to adjust the request, if needed, after consultation with the Presidents’ Council and Board leadership, as well as to prepare the final documents for submission to the NH Department of Administrative Services by April 12, 2024.

UNH Women’s Locker Room Renovation: By motion made by Trustee Burnett and seconded by Trustee Hansel, the Board unanimously voted by roll call as follows to approve the project budget for the proposed renovation of the women’s locker room in the UNH Field House as described in the meeting materials for the Committee:

VOTED, on recommendation of the Investment and Capital Planning Committee, that the Board of Trustee approve a project budget not to exceed \$10.5 million dollars for UNH Women’s Locker Room Renovations project with source of funds intended to be UNH operating reserves.

Financial Affairs Committee Report: Committee Vice Chair Tewksbury presented the report of the committee’s March 7, 2024 meeting. Trustee Tewksbury noted that the presentations by the institutions showed that the System is projected to meet its FY 24 budget targets and thanked the institutions for their transparency to the Board. Trustee Tewksbury also noted that the future will present additional changes and will require increased collaboration among the institutions, and that a sustainable financial future is necessary in order to adequately tend to the needs of students and

employees. Committee Chair Pilot further noted that the presentations demonstrated improvement in the System's financial operations.

Nomination Committee Report: Committee Chair Green noted that the committee had met on March 7 and would share a proposed slate of Board officer nominees for GY 25 in the coming weeks. The Chair also asked trustees to share potential candidates for upcoming Board of Trustee openings that could be forwarded to the Governor's office for consideration.

Governance Committee Report: Committee Chair Ardinger presented the report of the committee's March 7, 2024 meeting. The committee heard an update on the status of the annual conflict of interest disclosure process and encouraged trustees to reflect on whether they have dual interests that ought to be disclosed. The committee also reviewed the survey questions to be sent to trustees later this month and reviewed how the Board might be able to encourage the selection of trustees from a variety of backgrounds. The committee then received an update on the status of student trustee elections and the status of related legislation. The committee noted that the legislation had been amended in the Senate to also eliminate the Granite State College alumni trustee position despite the fact that the Board had not had the opportunity to discuss that issue. The committee suggested that staff approach relevant House members regarding a possible amendment to address the GSC alumni trustee issue.

Nonpublic Session: At 11:12 am, by motion made by Trustee Burnett and seconded by Trustee Tewksbury, the Board unanimously voted by roll call to enter nonpublic session for the reasons stated below:

VOTED, pursuant to RSA 91-A:3.II (b)-(c), that the Board enter nonpublic session to discuss the potential hiring of a person as a public employee and to discuss matters which, if discussed in public, could adversely affect the reputation of a person other than a member of the committee.

Return to Public Session: At 11:42 am, by motion duly made and seconded, the Board unanimously voted to return to public session.

Sealing of Nonpublic Session Minutes: By motion made by Trustee Jasper and seconded by Trustee Ardinger, the Board unanimously voted by roll call as follows to seal the minutes of the nonpublic session:

VOTED, pursuant to RSA 91-A:3.III, that the minutes of the nonpublic session be sealed until such time as the Executive Committee determines that disclosure will no longer render the proposed action ineffective.

Further Business: Acting Chair Burnett reminded the Board of the scheduled Board interview dates for the UNH President search. Trustees also spoke regarding the important work of UNH Cooperative Extension in supporting the state's agricultural industry, in particular by assisting many smaller farmers in obtaining funding to cover crop losses over the past year. Trustees also expressed interest in the Board receiving an update on building utilization and expressed admiration for the students and admissions staff on the campuses.

Adjourn: At 11:51 am Acting Chair Burnett called for further business and, hearing none, adjourned the meeting.

BOARD OF TRUSTEES
ADDENDUM TO MEETING MINUTES
MEETING OF MARCH 8, 2024

Addendum Dated May 23, 2024

As noted in the minutes, during the meeting the Committee voted unanimously as follows to seal the minutes of actions taken in non-public session:

VOTED, pursuant to RSA 91-A:3.III, that the minutes of the nonpublic session be sealed until such time as the Board Chair determines that disclosure will no longer render the action taken in nonpublic session ineffective.

The Board Chair has determined that disclosure would no longer render the action ineffective. Accordingly, the Board now reports that the following action took place during nonpublic session:

Election of University of System of New Hampshire Chancellor: In nonpublic session, on motion made by Trustee Pilot and seconded by Trustee Westover, the Committee voted unanimously by roll call as follows to elect Catherine Provencher as Chancellor of the University System of New Hampshire:

VOTED, on recommendation of the Governance Committee, the Board hereby elects Catherine Provencher as USNH Chancellor effective July 1, 2024;

AND, FURTHER, the Board directs the Board's Executive Committee, after receiving input from the Executive Compensation and Performance Review Committee, to finalize the terms and conditions for Ms. Provencher's employment as Chancellor,

AND, FURTHER, the Board directs that such terms and conditions shall provide that, unless later directed by the Board, the Chancellor and institutional presidents shall each report directly to the Board.