

**Senate Education Committee Testimony – January 30, 2024**  
**Vermont State Colleges System: Board of Trustees Composition**  
**Delivered by Sharron Scott, VSCS Chief Financial and Operating Officer**

Good afternoon. My name is Sharron Scott and I'm the Chief Financial & Operating Officer for the Vermont State Colleges System.

Chancellor Mauch apologizes for not being able to join you today as she is out of state. I know she wishes she was here to talk with you in person, and will be happy to join you at a future date should you so desire.

As the person with the longest tenure on the senior staff reporting to the Chancellor, it was suggested that I meet with you to share background on our Board composition and structure.

The Vermont State Colleges Board of Trustees is comprised of 15 members. These include:

- The governor, who serves in an ex officio capacity while in office;
- 5 gubernatorial appointees. These appointees offer a direct tie to the administration;
- 1 student trustee, elected by the Vermont State Colleges Student association who serves for a one-year term;
- 4 members of the legislature (elected by the General Assembly), who offer a direct tie to the General Assembly; and
- Lastly, 4 trustees are elected by the Board. These trustees fill in the gaps in knowledge, skills and abilities of the remaining members, and ensure the Board achieves geographic representation.
- With the exception of the governor and student trustee, all trustees serve four-year terms

Trustees are fiduciaries of the entire system. As such, the constituency of each Trustee is the System, regardless of the source of appointment. Per the Board handbook: "A trustee shall act for the benefit of the System as a whole, and not for the benefit of a particular institution, program, or interest."

In addition to the full Board of Trustees, which meets a minimum of four times per year, there are 6 key committees of the Board:

- Education, Personnel and Student Life: focuses on the academic programs, students, and employees of the Vermont State Colleges
- Finance and Facilities: focuses on the financial affairs of the Vermont State Colleges
- Audit and Risk Management: focuses on the financial, governmental, and internal audit functions of the VSC
- Diversity, Equity and Inclusion across the entirety of the corporation
- Nominating; and an
- Executive Committee comprised of the officers of the Board.

The Board limits its direct action to the development and oversight of policy and finances, and to the hiring and evaluation of its executive officers. The Board does not directly manage the institutions. The responsibility for managing day-to-day activities and the institutions is the responsibility of the Chancellor and Presidents of each VSC institution (Community College of Vermont and Vermont State University).

Board members express their views and seek changes within the committees and other structures of the Board, rather than outside the Board process. Therefore, the critical work of the Board happens most frequently in the committee meetings.

Since early 2020, the Vermont State Colleges has increased the openness and transparency of the Board of Trustees by expanded use of virtual meetings and the implementation of best practices. A few of these changes include:

- Nearly all committee meetings are held virtually. This has not only increased Board participation, but also increased access to these important meetings to our faculty, staff and community.
- Virtual meetings are livestreamed on YouTube for immediate access and available for playback until the next regularly scheduled meeting for that committee.
- Public Comment was moved to the beginning of each meeting to give Trustees the benefit of the Public's insight before critical issues are discussed.

Most importantly, in August of 2022 we added faculty and staff liaisons to the Education, Personnel, and Student Life Committee. These individuals, 2 from the

Community College of Vermont and 2 from Vermont State University, serve in as ex officio members of the committee.

- They receive materials and projected topics in advance of the meetings
- Solicit input from their fellow faculty and staff; and
- Fully participate in committee discussion, offering critical input to the committee on issues of interest

The Vermont State Colleges Chancellor, CCV and VTSU Presidents, and Senior Staff do not serve on the Board of Trustees. Instead, they are considered staff of the corporation.

- Chancellor is the chief administrative officer of the corporation. The Chancellor is the agent of the Board in implementing its decisions and policies and has general supervision of the academic, financial and business affairs of the Corporation
- The Presidents are the chief executive and administrative officers of their respective member institution. The responsibility for selection of institutional presidents lies with the Board of Trustees after consultation with the Chancellor and representatives of the affected institution, including faculty, staff and students.
- The President is directly responsible to the Chancellor for the effective operation of the institution within system-wide policies and objectives as approved by the Board of Trustees. The Chancellor exercises direct supervision of each President.

Since 2020, we have taken seriously the need for increased transparency and openness. In my 20 years with the system, I am been thrilled by the significant increase in participation by our community in the Board's work.

For example, our YouTube videos for committee meetings often hit more than 150 views per meeting. Before 2020, it would be rare for individuals outside of senior staff and bargaining unit officers to participate in committee meetings

Additionally, in addition to draft meeting minutes, which are published within a few days of each meeting, the recording of each virtual or hybrid meeting is available until the next regularly scheduled committee or Board meeting. This makes it easy for our community to gain insight into Board discussion on critical topics.

Again, I want to thank you for allowing me to pinch hit for Chancellor Mauch. I know she will be happy to join you at a future date.

In the meantime, I look forward to answering your questions about the current Board composition and structure.