



## UNIVERSITY OF VERMONT FOUNDATION BOARD OF DIRECTORS

### *DRAFT* MEETING MINUTES

September 25, 2025

A meeting of the Board of Directors of The University of Vermont and State Agricultural College Foundation, Inc. (“UVM Foundation” or “Foundation”) was held on Thursday, September 25, 2025, at 3:00 p.m. on the UVM Campus in the UVM Alumni House at 61 Summit Street, Burlington, Vermont.

**Present:** Cynthia Barnhart, Kathleen Kelleher, H. David Reines, John McGill, Lisa Snow, Marlene Tromp, Eric Burt, George Beitzel, Gregory Hartmann, Whit Wagner (Vice Chair), Howard Averill, Robert Plante, Robert Millstone, Robert Brennan (Chair), Scott Segal, Thomas Leavitt, Deborah Mignucci, Karen Meyer, Alice Plante, Kristina Pisanelli, Mara Saule, Thomas Sullivan, Anthony Reilly

**Absent:** Deborah McAneny, Lydia Bates, Kurt Hall, Don McCree, Roger Crandall

**Persons Also Participating:** Ben Yousey-Hindes

### **CALL TO ORDER, WELCOME, INTRODUCTIONS**

Chair Rob Brennan called the meeting to order at 3:04 p.m. He welcomed board members and invited them to introduce themselves.

### **AMENDMENT OF MINUTES**

Secretary Scott S. Segal requested amendments to the minutes from the June 26, 2025 Board of Directors meeting in order to simplify the approval of said minutes at the meeting the following day. There were no objections to the proposed amendments.

### **BOARD ASSESSMENT DISCUSSION**

Chair Brennan and Vice Chair Whit Wagner lead a discussion of several topics that they had drawn from the results of the board assessment survey taken by members over the preceding weeks.

Meeting Frequency: Many members felt two meetings per year were insufficient. Suggestions included adding a third meeting, possibly in a more accessible city (perhaps New York City or Boston), or aligning with UVM Board of Trustees meetings. A strategic retreat was proposed, possibly in February or around graduation in May.

Trustee Alignment: Members voiced strong support for deeper engagement with UVM Trustees to ensure strategic alignment and clearer understanding of UVM's strategic goals. Future opportunities for joint sessions and campus engagement were discussed.

Board Culture: Members expressed a desire for more open debate and relationship-building among members. Informal gatherings were praised, and new members expressed interest in understanding the board's history and the reasons for past decisions.

Recruitment & Engagement: Some members raised concerns about transparency in board and Foundation Leadership Council recruitment. Suggestions were made about creating a board skills matrix, reassessing FLC members' engagement levels, and increasing engagement with younger leaders and potential leaders.

Foundation Finances: Some members expressed a lack of familiarity with the key details of the Foundation's finances. A proposal for CFO Mark Metivier to host virtual sessions to explain budget structure, financial reporting, and related topics was warmly received.

Board Officer Nominating Committee: There is concern among board members about the transparency of how board officers are nominated, so a proposal was made to replace the current "Board Officer Nominating Advisory Committee" with a true committee with the goal of increasing transparency and broadening participation in leadership succession planning. As this would require bylaw amendments, the work will start with the Governance Committee and make its way to the full board for approval.

## **ADJOURNMENT**

Upon conclusion of the board assessment discussion, Chair Brennan adjourned the meeting at 4:08 p.m.